

BYLAWS
of the

FREE NETWORK FOUNDATION

ARTICLE I
NAME AND PURPOSES

Section 1.01. Name. The name of the organization is the Free Network Foundation.

Section 1.02. Purpose. The Foundation is organized for the purpose of promoting the free and equitable transmission of informati

ARTICLE II
MEMBERS

Section 2.01. Classes. There shall be two classes of members: Corporate and Individual.

Section 2.02. Qualifications. Membership may be granted to any individual or corporation that supports the mission and purposes

Section 2.03. Termination of Membership. The Board of Directors, by rough consensus, may suspend or expel a member, and may, by

Section 2.04. Resignation. Any member may resign by filing a written resignation with the Secretary; however, such resignation

Section 2.05. Dues. Dues for members may be established by the Board of Directors.

Section 2.06. Meetings. The annual membership meeting shall be held in June of each year. A minimum of 10% of the members pres

ARTICLE III
AUTHORITY AND DUTIES OF DIRECTORS

Section 3.01. Authority of Directors. The Board of Directors is the policy-making body and may exercise all the powers and aut

Section 3.02. Number, Selection, and Tenure. The Board shall consist of not less than three (3) directors. Each director shall

Section 3.03. Resignation. Resignations are effective upon receipt by the Secretary of the Corporation of written notification.

Section 3.04. Regular Meetings. The Board of Directors shall hold at least two (2) regular meetings per calendar year. Meeting

Section 3.05. Special Meetings. Meetings shall be at such dates, times and places as the Board shall determine.

Section 3.06. Notice. Meetings may be called by the Chairperson or at the request of any two (2) directors by notice emailed, ma

Section 3.07. Quorum. A quorum shall consist of a majority of the Board attending in person or through teleconferencing. All d

Section 3.08. Action Without a Meeting. Any action required or permitted to be taken at a meeting of the Board of Directors (ir

Section 3.09. Participation in Meeting by Conference Telephone. Members of the Board may participate in a meeting through use of

Section 3.10. Committees. The Board of Directors may, by resolution adopted by a majority of the Directors in office, establish

Section 3.12. Reimbursement. Directors shall serve without compensation with the exception that expenses incurred in the furthe

Section 3.13. Rough Consensus. Rough Consensus, as used in this document is to be interpreted as a two-thirds majority. The board

ARTICLE IV
AUTHORITY AND DUTIES OF OFFICERS

Section 4.01. Officers. The officers of the Foundation shall be a President, a Vice-President, a Secretary/Treasurer, and such c

Section 4.02. Appointment of Officers; Terms of Office. The officers of the Foundation shall be elected by the Board of Directo
Terms of office may be established by the Board of Directors, but shall not exceed three (3) years. Officers shall hold office u

Section 4.03. Resignation. Resignations are effective upon receipt by the Secretary of the Board of a written notification.

Section 4.04. Removal. An officer may be removed by the Board of Directors at a meeting, or by action in writing pursuant to Se

Section 4.05. President. The President shall be a director of the Foundation and will preside at all meetings of the Board of f

Section 4.06. Vice-President. The Vice-President shall be a director of the Foundation and will preside at meetings of the Boar

Section 4.07. Secretary/Treasurer. The Secretary/Treasurer shall be a director of the Foundation and shall keep the minutes of

Section 4.08. Paid Staff. The Board of Directors may hire such paid staff as they deem proper and necessary for the operations

ARTICLE V
INDEMNIFICATION

Every member of the Board of Directors, officer or employee of the Foundation may be indemnified by the Foundation against all e

ARTICLE VI
ADVISORY BOARDS AND COMMITTEES

Section 6.01. Establishment. The Board of Directors may establish one or more Advisory Boards or Committees.

Section 6.02. Size, Duration, and Responsibilities. The size, duration, and responsibilities of such boards and committees shall

ARTICLE VII
FINANCIAL ADMINISTRATION