



## **IOWA NENA CHAPTER CONSTITUTION & BY LAWS**

**IOWA CHAPTER OF THE NATIONAL EMERGENCY NUMBER ASSOCIATION, INC.**

**ADOPTED: October 27, 1998**

**REVISED: October 28, 2008**

### **CONSTITUTION**

#### **ARTICLE 1 – PURPOSE AND AUTHORITY**

##### **Section 1. Name and General Membership Requirement**

This organization shall be known as the Iowa Chapter of the National Number Association (NENA).

Its membership shall be open to all persons of good character who meet the membership requirements of this Constitution and Bylaws adopted pursuant thereto.

##### **Section 2. Purpose**

The purpose of Iowa NENA shall be to:

- A. Foster the development, availability, and implementation of a universal emergency telephone number common to all jurisdictions through research, planning, training, and education; represent its members before communications regulatory agencies and policy making bodies appropriate; and strive towards citizens having immediate access to emergency public safety services so that safety of human life, protection of property and civic welfare are benefited to the utmost degree;
- B. Aid and assist in the timely collection and dissemination of information relating to a universal emergency telephone number;
- C. Prepare, publish, and distribute or cause to be prepared, published and distributed a publication at regular intervals. This publication shall contain technical, administrative, operational, training, and educational information considered to be of interest to the membership of this Chapter and to other people interested in public safety communications; Establish and maintain a Chapter Office wherein shall be housed its files, records, equipment and those functions necessary for the adequate management of the Chapter's activities;

- D. Provide for membership in this Chapter in accordance with the language and intent of its Constitution and Bylaws, which are now, and may be later, in effect. Membership shall not be limited other than by classification and good character, and shall have such rights and privileges by classification as may be provided from time to time.

## **ARTICLE II – MEMBERSHIP**

### Section 1. Membership Designations

The membership of this Chapter shall be divided into the classes of Active Member, Commercial Member and Associate Members.

Members shall be admitted in accord with the classification requirements set forth in this Article. Membership shall not be denied on the basis of race, color, creed, national origin, sex, age or numerical limitation. All members are eligible to serve on committees, if appointed.

#### 1.1 Active Member

The following shall be eligible for Active membership in this Chapter: any administrative, supervisory and telecommunication personnel responsible for planning, organizing, staffing, directing, controlling and operating functions required in the design, promotion, construction, installation, maintenance, command and/or operation of public safety emergency communications systems who are employed and salaried by federal, state or local government agency, or an agency substantially supported by government funds, or retired from one of the above categories.

#### 1.2 Commercial Member

The following shall be eligible for Commercial membership in the Chapter: those persons in the business sector who receive the majority of their compensations from the design, manufacture, sale, service, maintenance, lease, rental or promotion of equipment or systems which are used or can be used in public safety emergency systems; and those persons who are engaged in writing, publishing, advising and consulting in the public safety emergency communications field or who distribute goods and represent companies, firms, or persons including themselves and others who profit materially from such activities or retired from one of the above categories.

### 1.3 Associate Member

Those persons not eligible for, or restricted from, the Active or Commercial classes of membership shall be eligible for Associate Membership. Privileges of Associate Members are restricted as follows: Associate Members are non-voting members, Associate Members may not nominate candidates, Associate Members are restricted from holding offices, Associate Members will not receive the Annual Membership Directory.

### Section 2. Dues

The due rates for each class of membership in this Chapter is set forth in the NENA Bylaws, Article V.

### Section 3. Voting and Officer Restrictions

Active and Lifetime Active Members may hold the office of President, First Vice President, or Second Vice President in this Chapter and hold any office at the national level as permitted by the National Constitution and Bylaws. Active, Commercial and Lifetime Active Members have the right to vote and may hold the office of Treasurer or Secretary. Additionally, Presidential candidates must have written permission from their superiors to be eligible for office. Members can only run for one Chapter position / office at one time.

## **ARTICLE III – OFFICERS**

### Section 1. Designation

The Offices of the Chapter shall consist of the following: President, First Vice President, Second Vice President, Treasurer, and Secretary as defined in the Bylaws, Article III.

All offices will be filled by election on the first day of the Annual Conference. Election results will be announced and Officers will be installed during the night of the banquet at the Annual Conference. Officers will assume their duties at the conclusion of the Annual Conference.

The term of office for the officers of this chapter is established in the Bylaws, Article II.

## Section 2. Election Procedure

2.1 The Chairperson of the Nominating Committee shall request nominations for particular offices from the membership through the INENA Minutes of the third prior meeting to the Annual Meeting. Nominations are due to the Chairperson of the Nominating Committee no later than the second Chapter Meeting prior to the Annual Conference. Nominees must be eligible to hold the office for which they are nominated in accordance with the Chapter Constitution Article II, Section 3.

2.2 After receipt of the nominations from the membership, the Nominating Committee will report a final slate of candidates to the membership at the Chapter meeting prior to the Annual Meeting. Officers shall be elected by secret ballot from this final slate, prepared as required by Bylaws, Article IV, and this section.

2.3 Ballots shall consist of the approved slate of candidates and envelopes marked with the proper region of the member to be returned by mail to the Nominating Committee Chairperson.

2.4 Election ballots shall be returned to the Nominating Committee Chairperson to later than five days prior to the opening of the Annual Meeting. On the first day of the Annual Meeting, the full Nominating Committee will then separate by region, open and count each ballot. Challenges as to the validity of any ballot shall be settled by the Nominating Committee.

Upon the completion of and certification of the ballot count, the results will be forwarded to the President.

2.5 Election to office shall be determined by receiving a simple majority (50% plus 1) of the votes cast. If more than two candidates compete for the same office and a simple majority by one candidate is not achieved, the candidate receiving the most votes shall be declared the winner.

## **ARTICLE IV – CHAPTER MEETING**

### Section 1. Definition

The Bi-monthly gathering of the membership shall be known as a Chapter Meeting.

Site and dates for Chapter Meetings shall be the responsibility of the President with the approval of the INENA Executive Board.

## Section 2. Annual Meeting

The Annual Meeting of this Association shall take place at the Annual Conference annually between October 1 and November 30.

## **ARTICLE V – TRADEMARK PROTECTION**

### Section 1. Statement of Policy

The NENA logo is a registered trademark and its use, except as specifically provided for in this Article, shall be strictly controlled by the National Executive Board.

- 1.1 The Iowa Chapter is specifically authorized to use the NENA logo for stationary purposes in the pursuit of its normal business activity.**
- 1.2 The use of the logo in the manufacture of jewelry and hardware and in conjunction with identification and/or commercial activities is expressly prohibited except as provided for in the NENA Constitution & Bylaws Section 1.3 therein.**
- 1.3 Any deviation from the restrictions of the Section 1.2 above shall require the express written authority of the NENA Executive Director in each particular instance.**

### **By-Laws**

## **ARTICLE I – ELECTION OF MEMBERS**

### Section 1 – Membership Applications

Applications for membership, and the reporting thereof, shall be executed upon standard forms as approved and directed by the National Executive Board.

#### 1.1 Applications

- A. All membership applications shall be submitted to the NENA National Office.
- B. The NENA National Office will report new members to the Iowa Chapter where applicable.

## **ARTICLE II – OFFICERS – GENERAL**

### Section 1. Terms of Office

Elected officers shall assume their duties and authorities at the conclusion of the Annual Conference at which they are placed in their respective office. Officers shall remain in office until the installation of their successor, as provided in Section 3 herein. Each officer will serve a term of one year, with the offices of President, First Vice President, Second Vice President, Secretary, and Treasurer serving a maximum of three consecutive terms.

### Section 2. Succession of Office

An investiture will be held during the Banquet at the Annual Conference wherein the person duly elected by voting Chapter Membership as defined in the Constitution Article III, will be placed in their respective office.

### Section 3. Vacancies in Office

3.1 Vacancies in the office of President shall be filled by the advancement in rank, provided that such fulfillment shall be in acting capacities until the next Chapter Meeting where the Acting Officer shall be eligible for regular investiture to office. Such acting capacities shall have no otherwise effect upon their normal terms of office or eligibility thereto.

3.2 Vacancies in the offices of Vice President, Secretary, and Treasurer shall be filled by Presidential appointment as confirmed by the Executive Board, and such approved appointee shall perform his/her duties in the acting capacity until the next Chapter Meeting where the person so acting shall be eligible for regular nomination to office.

## **ARTICLE III – OFFICERS – DUTIES AND AUTHORITY**

### Section 1. President

#### 1.1 Authority

The President's power shall include authority to:

- A. Carry out duties as delegated in this Article;
- B. Appoint special committees to perform tasks deemed necessary;
- C. Authorize reasonable and proper expenses, up to \$250.00, of any Board member for specific Chapter duties. Such

- authorization shall be reported to the full Board, by mail, within 72 hours;
- D. Call any committee into session at any time;
  - E. Engage legal counsel in accordance with Article IX of these Bylaws.

## 1.2 Duties

In addition to such other authority, the President's duties shall include the following:

- A. Preside at all meetings of this Chapter;
- B. Appoint committees in accordance with Article IV of these Bylaws;
- C. Report on the State of the Chapter to the membership during its Annual Meeting;
- D. Carry out the purposes of this Chapter as set forth in its Constitutions and Bylaws;
- E. Make appointments to fill vacancies in office.

## 1.3 Parliamentary Authority

The President's parliamentary decision upon the Conference or Chapter meeting shall be final, provided it not be in conflict with the Conference Rules of this Chapter and for other matters by Roberts Rules of Order to the extent practicable.

## Section 2. Vice President

### 2.1 Vice President Duties

It shall be the Duty of the Vice President to perform all duties of President in his/her absence. When so acting, the Vice President shall have all the powers of and be subject to all the restrictions upon the President. The Vice President shall have such other duties and exercise such other authority as from time to time may be delegated or assigned by the President.

## Section 3. Treasurer

It shall be the duty of the Treasurer to be responsible for the maintenance of the financial affairs of the Chapter. The Treasurer shall have prepared a financial status report for each Chapter Meeting and each Executive Board meeting.

The Treasurer shall have such other duties and exercise such other authority as from time to time may be delegated or assigned by the President.

## Section 4. Secretary

The Secretary shall provide for the notice and keeping of minutes and records of the Annual Meeting and Chapter Meetings of this Chapter, and serve as the Secretary for all meetings of the Chapter and of the Executive Board.

The Secretary shall have such other duties and exercise such other authority as from time to time may be delegated or assigned by the President.

## Section 5. Executive Board

### 5.1 Designation

The Executive Board membership shall include the President, First Vice President, Second Vice President, Treasurer, and Secretary. The immediate past President, and the Chairpersons of all Committees shall serve the Executive Board in an advisory capacity only.

### 5.2 Authority

Authority is hereby provided for the Executive Board, between Chapter Meetings, to perform all functions and do acts which this Chapter might do or perform except it shall not have the power to Amend the Constitution and/or Bylaws. Its decision shall be final in matters determined “reasonable and proper.” It has the power to convene or poll itself by a majority vote.

### 5.3 Duties

The duties of the Executive Board are as follows:

- A. Make appropriate recommendations to the membership at the Chapter Meeting in matters considered by the Board since the last Chapter Meeting;
- B. Approve all accounts and expenses of the Chapter;
- C. Review, modify as necessary, and approve the proposed budget of the Chapter. Such budget to show anticipated revenues by source, anticipated expenses and the desired objective, and anticipated expenses of any projects that are not a part of the regular activities of the Chapter.

## 5.4 Meetings

The Executive Board shall meet at such times as the President shall designate, or as the Board itself may otherwise deem necessary by a majority vote of its members.

## 5.5 Quorum

A Meeting of the Executive Board shall not be official unless attended by a majority of its members.

# **ARTICLE IV – COMMITTEES**

## Section 1. Standing Committees

### 1.1 Nominating Committee

This Committee shall gather and report a slate of nominees for each of the offices of the Chapter.

The slate of nominees shall be presented to the membership in accord with the election procedure slated in the Constitution Article III, Section 2.3

### 1.2 Conference Committee

This Committee shall plan and administer all of the aspects pertaining to the Iowa Chapter Joint APCO-ICC-NENA Annual Meeting on behalf of INENA.

## Section 2. Special Committees

Special committees may be appointed by the President as necessary. Members of these committees shall serve at the pleasure of the President, and their terms otherwise shall expire concurrently with that of the president.

## Section 3. Duties of Committees

Where not otherwise specified, duties of committees shall be designated by the President.

## **ARTICLE V – Dues**

### Section 1. Dues Rates

The annual dues rates for all Members shall be determined by the NENA National Executive Board.

### Section 2. Dues Payment Schedule

Membership dues are payable once a year in January. Members who are delinquent over 90 days from January 1 shall be dropped from the National and Chapter rolls and shall also lose all voting privileges.

### Section 3. Pro-Ration Schedule

A pro-ration schedule will be established to allow for credit to all Active and Commercial members based on their anniversary date. Associate members will not receive pro-ration treatment.

## **ARTICLE VI – PROCEDURES**

### Section 1. Amendment Procedure

#### 1.1 Statement of Restrictions

The Constitution and/or Bylaws of this Chapter may be Amended only by a majority vote of the voting membership, except as provided for in the Bylaws Article IX, Section 2.

#### 1.2 Requirements

A proposal to amend the Constitution and/or Bylaws of the Chapter shall be honored from any member. Errors in the format of such proposal shall not be sufficient cause for rejection.

An amending proposal shall be submitted by the maker in written form to the President at least sixty days prior to the Annual Meeting and its format shall in order be:

- A. Indication of the name of the maker of the proposal;
- B. Indication of the intent of the proposal;
- C. Indication of the Chapter meeting where consideration is desired;
- D. Indication of the Article(s), Section(s) and Paragraph(s) of the Constitution and/or Bylaws proposed to be amended;
- E. Proposed amending language.

### 1.3 Drafting of Resolutions to Amend

A resolution to amend the Constitution and/or Bylaws of this Chapter shall be based upon the required amending proposal and, with the guidance of the President; it shall be so devised and drafted by the Secretary. A copy of the draft resolution shall be provided to the maker prior to consideration for his/her concurrence.

Participation by the Executive Board in these matters shall not be construed to imply their support of the measures considered therein except when the Executive Board initiates an amending resolution.

### 1.4 Required Publication

An amending resolution which has been processed with the requirements of Section 1.2 and 1.3 of this article shall be published and distributed to all members of this Chapter through the Minutes prior to the Annual Meeting at which consideration is desired.

### 1.5 Quorum Revision of Resolutions

A conference quorum may make amendments to a resolution to amend the Constitution and/or Bylaws by means of a majority vote on each proposed resolution amendment.

### 1.6 Effective Dates of Amendments

Resolutions passed and adopted by this Chapter in accord with other provisions of the Constitution and/or Bylaws shall be in force and effect upon the adjournment of the Annual Meeting where considered and adopted, provided an exception to this effect is not otherwise contained in the language of the resolution adopted.

## Section 2. Impeachment

The impeachment procedure may be initiated by any member of the Chapter at any time.

The proposal to bring the impeachment procedure shall be submitted by the maker in written form to the President and its format shall in order be:

- A. Indication of the name of the maker of the proposal;
- B. Indication of the intent of the proposal;
- C. Indication of the Article(s), Section(s), and Paragraph(s) of the Constitution and/or Bylaws proposed to be considered as grounds for impeachment.

The President shall convene a special meeting of the Executive Board to review and consider the proposal to begin impeachment proceedings. By a two-thirds (2/3) vote of the Executive Board, a member or officer may be removed from office for just cause but before such proceedings become final, the officer shall be accorded all of the legal rights and privileges that are available to citizens of the United States, including the right of counsel, to reply to charges and to testify in his/her own behalf before the Executive Board. Said person shall be notified in writing and copies delivered by certified mail, return receipt requested. If upon completing of the review by the Executive Board, it is deemed necessary to proceed, the President shall direct the Secretary to prepare a special ballot noting the intent of the proposal. The Secretary shall then disburse the ballot by mail to all current voting members. The Secretary shall also be responsible for gathering the ballots. The Executive Board shall convene a special meeting to count the ballots. The results of the special impeachment ballot shall be announced at the next immediate Chapter Meeting, at which time, replacement or succession as defined herein Article II, Section 3, shall take place.

A two-thirds majority vote of the total voting Chapter membership shall be required for the removal from office of an officer of this Chapter.

### Section 3. Parliamentary Procedure

Upon any question coming before this Chapter not otherwise specifically provided for in the Constitution and/or Bylaws, the presiding officer shall be governed to the extent practical by Roberts Rules of Order.

## **ARTICLE VII – DISBURSEMENT OF ASSETS UPON DISSOLUTION**

### Section 1. Statement of Intent

Should INENA be dissolved, all assets shall be distributed to an organization, or organization of similar purpose as selected by a two-thirds majority vote of a Chapter Meeting quorum.

## **ARTICLE VIII – CHAPTER MEETING**

### Section 1. Quorum

Ten percent (10%) of the voting members shall constitute a quorum at a Chapter Meeting.

## Section 2. Rules

Meeting rules may be established by a majority vote of a Chapter Meeting quorum. The meeting rules shall be part and parcel of these Bylaws provided by the provision of Bylaws Article VI, Section 1.5 are waived with respect to the meetings rules only.

## **ARTICLE IX – EMPLOYMENT OF COUNSEL**

### Section 1. Employment Procedure

Counsel shall be employed upon a recommendation by the President and a simply majority approval of the Executive Board. The Executive Board shall stipulate the retainer fee.

### Section 2. Purpose

Counsel shall be employed for the purpose of providing legal advice to the Chapter and for the preparation and presentation of matters before governmental bodies as desired by the Chapter.

## **ARTICLE X – FISCAL YEAR**

### Section 1. Definition

The fiscal year for the Iowa Chapter of NENA shall run from January 1 until December 31 of each year.

## **ARTICLE XI – GRANTS AND CONTRIBUTIONS**

### Section 1. Application for Funds

The President of this Chapter or any member designated by him/her may make application to philanthropic organizations, corporations, agencies, groups or persons for grants or contributions of funds or property for carrying out general or specific purposes of this Chapter.

### Section 2. Acceptance of Grant or Contribution

Any member who may be offered a grant, or contribution, contract for this Chapter shall immediately notify the President, but no grant or contribution shall be finally accepted by the Chapter except upon the approval of the

Executive Board. The terms of any such grant or contribution shall be set for the in writing and signed both on behalf of the Chapter and the donor.

### Section 3. Administration of Funds

Any grant or contribution of the Chapter shall be credited to its general fund unless, under the terms thereof, a special fund is prescribed. The budgeting, receipt, custody and disbursement of any such grant or contribution shall follow the procedure defined for general funds of this Chapter, unless provided otherwise in the terms of the grant or contribution and agreed to by the Executive Board.

## **ARTICLE XII – RETENTION OF PROPERTY INTEREST**

### Section 1. Retention of Title

All right, title, and interest, both legal and equitable, in and to property of this Chapter shall remain in the Chapter.

### Section 2. Requirement for Return of Property

Any property of the Chapter in the possession or trust of a member or employee shall be returned immediately to the Chapter in the event of his/her death, resignation, suspension, or expulsion.