

**AS ADOPTED BY THE MEMBERSHIP AT THE 2001 ANNUAL CONFERENCE**

**CONSTITUTION AND BYLAWS OF THE GEORGIA CHAPTER  
NATIONAL EMERGENCY NUMBER ASSOCIATION, INC.**

**ARTICLE 1- PURPOSE AND AUTHORITY**

**Section 1. Name And General Membership Requirement**

This organization shall be known as the GEORGIA CHAPTER, NATIONAL EMERGENCY NUMBER ASSOCIATION, INC.

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

**Section 2. Purpose**

The purpose of the GEORGIA CHAPTER, NENA, INC. shall be to:

- A. Foster the development of a universal telephone number common implementation to all jurisdiction(s) 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 and benefitted 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 of interest to the membership of this Corporation and to the other people interested in public safety emergence communications;
- D. Provide for membership in this Corporation in accordance with the language and intent of its Constitution and Bylaws which are now, or may later be, in effect. Membership shall have such rights privileges by classifications as may be provided from time to time.

## ARTICLE II- MEMBERSHIP

### Section 1. Membership Designation

The membership of this Corporation shall be divided into the classes of ACTIVE MEMBER, COMMERCIAL MEMBER, ASSOCIATE MEMBER, and LIFETIME MEMBER. Lifetime Member requires no annual membership fee.

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 Corporation: any administrative, supervisory, and telecommunication, personnel responsible for planning functions required in 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.

#### 1.2 Commercial Member

The following shall be eligible for COMMERCIAL membership in this Corporation: those persons in the business sector who, receive the majority of their compensation 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 communications field or who distribute goods and represent companies, firms, or persons including themselves and others who profit materially from such activities.

#### 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.

#### 1.4 Lifetime Member

LIFETIME Membership is an honorary term, designated by member's regular classification and shall be bestowed by majority vote of the general membership and such member shall not pay dues, but have all privileges held during regular membership.

## Section 2. Dues

The dues rate for each class of membership of this Corporation is set forth in Article V of the Bylaws of the National Constitution and Bylaws, and specifies the rate of dues returned to the State Chapter.

## Section 3. Voting and Officer Restrictions

All members of this Corporation have the right to vote and the right to hold the elected office of Regional Vice President. Only Active and Lifetime Active members may hold the elected positions of President, First Vice President, and Second Vice President. Members can only run for one position/office. Members holding the office of Regional Vice President must reside within the region that they serve.

## ARTICLE III - OFFICERS

### Section 1. Designation

The officers of the Corporation shall consist of the following: President; First Vice President, Second Vice President; Secretary, Treasurer, and six Regional Vice Presidents elected by Regions of the State of Georgia, as defined by approval of the Executive Board.

All offices will be filled by election at the first Annual Conference of the Corporation. A succession of officers, as set forth in the Bylaws, requires only the election of the Second Vice President and Secretary at subsequent Annual Conferences.

The term of office for the officers of this Corporation is established by the Bylaws, Article II.

### Section 2. Election Procedure

- 2.1 The Chairman of the Nominating Committee shall request nominations for particular offices from the membership through the Chapter publication at least 120 days before the Annual Conference. Nominees must be eligible to hold the office nominated for in accord with Constitution and Bylaws.
- 2.2 After receipt of nominations from the membership, the Nominating Committee will report a final slate of candidates to the membership at least forty days before the date of the Annual Conference, together with ballots. Officers shall be elected by secret ballot from the final slate prepared as required by the Constitution and Bylaws.
- 2.3 Election ballots shall be returned no later than 2:00 o'clock p.m., on the first day of the Annual Conference. All ballots shall be returned unopened to the Chairman of the

Nominating Committee. The full committee will then open and count each ballot. Challenges as to the validity of any ballot shall be settled by the Executive Board. Upon completion and certification of the ballot count, the results shall be forwarded to the Executive Board.

- 2.4 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. ANNUAL CONFERENCE

##### Section 1. Definition

The annual meeting of this Corporation shall be known as the Annual Conference.

Site and date for the Annual Conference of the Corporation shall be the responsibility of the Executive Board. Announcement of future conference sites shall be made at the close of the Annual Conference by the Incoming President.

#### ARTICLE V. TRADEMARK PROTECTION

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

- 1.1 Chapters are specifically authorized to use the logo for stationery purposes in the pursuit of their normal business activities.
- 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 Section 1.3 herein.
- 1.3 Any deviation from the restrictions of Section 1.2 above shall require the express written authority of the Executive Board of the National Association in each particular instance.

## BYLAWS

### ARTICLE I - ELECTION OF MEMBERS

#### Section 1. Membership Applications

- 1.1 Applications from the state of Georgia
  - A. Persons residing and/or employed within the state of Georgia shall submit completed standard application forms through the local chapter which holds the charter for its particular geographical area.
  - B. After determining the eligibility and classification of the applicant, the chapter secretary shall report such membership(s), along with proper dues, to the National office.
  - C. If the application is submitted directly to the National office, the Executive Director shall forward it to the local chapter secretary for processing in order to verify eligibility and classification and to assure membership at both the local chapter and national levels.

### ARTICLE II - OFFICERS - GENERAL

#### Section 1. Terms of Office

Elected officers shall assume their duties and authorities on the last day of the Annual Conference at which they were elected. Officers shall remain in office until the installation of their elected successor or the investiture of their successor, as provided in the Constitution and Bylaws.

#### Section 2. Succession of Office

Biennially at the Annual Conference, an investiture will be held wherein the person holding the office of First Vice President shall succeed the office of President, and the person holding the office of the Second Vice president shall succeed the office of the First Vice President.

#### Section 3. Vacancies in Office

- 3.1 Vacancies in the office of President and First Vice President shall be filled by

advancement in rank, provided that such fulfillment shall be in acting capacities until the next Annual Conference 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 office of Second Vice President, Treasurer, Secretary, and any of the six Regional Vice President posts shall be filled by Presidential appointments as confirmed by the Executive Board, and such appointee shall perform his duties in the acting capacity until the next Annual Conference 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 to this Article, and those policies duly adopted by the Executive Board;
- B. Appoint special committees to perform tasks deemed necessary;
- C. Authorize reasonable and proper expenses, up to \$250.00 of any Board member for purpose of specific Corporation duties; such authorization shall be reported to the full Board, by mail, within 72 hours;
- D. Call any committee into session at any time;

##### 1.2 Duties

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

- A. Preside at all meetings of this Corporation and/or serve as chair of the Executive Board;
- B. Appoint committees in accordance with the Constitution and Bylaws;
- C. Report on the State of the Corporation to the membership at its Annual

Conference;

- D. Carry out the purpose of this Corporation as set forth in its Constitution and Bylaws;
- E. Keep the Executive Board informed of Corporation matters;
- F. Make appointments to fill vacancies in office.

### 1.3 Parliamentary Authority

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

## Section 2. Vice President

### 2.1 First Vice President

It shall be the duty of the First Vice president to perform all the duties of the President in his/her absence. When so acting, the First Vice President shall have all the powers of, and be subject to, all the restrictions upon the President.

The First 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 or the Executive Board.

### 2.2 Second Vice President

It shall be the duty of the Second Vice President to perform all the duties of the First Vice President in his/her absence. When so acting, the Second Vice President have all the powers of and be subject to all the restrictions upon the First Vice President.

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

It shall further be the duty of the Second Vice President to annually conduct an audit of the records of the Treasurer of the Corporation and make a report of the findings of such audit at the business meeting held at the Annual Conference.

### 2.3 Secretary

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

#### 2.4 Regional Vice Presidents

Regional Vice Presidents are empowered to perform such duties and exercise that authority delegated or assigned by the President or the Executive Board. The state of Georgia shall be divided into six Regions as follows: NW, NE, WC, EC, SW, SE. Each of which is headed by a Regional Vice President.

#### 2.5 Treasurer

The treasurer shall keep and maintain all financial records of the Corporation and report same to the Executive Board as directed.

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 or the Executive Board.

### Section 3. Executive Board

#### 3.1 Designation

The Executive Board shall include the President, the immediate past President, First and Second Vice Presidents, all Regional Vice Presidents, and the Chairs of all Special Committees. The immediate past President and Chairs of all Special Committees shall meet with and serve the Executive Board in an advisory capacity, without vote.

#### 3.2 Authority

Authority is hereby provided for the Executive Board, between Annual Conferences, to perform all functions and do all acts which the Corporation might do or perform, except it shall not have the power to amend the Constitution and/or Bylaws.

#### 3.3 Duties

The duties of the Executive Board are as follows:

- A. Make appropriate recommendations to the membership at the Annual Conference on matters considered by the Board since the last Annual Conference;

- B. Supervise all accounts and expenses of the Corporation and review the audit of the accounts of the Corporation;
- C. Review, modify as necessary, and approve the proposed budget of the Corporation, 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 Corporation.

### 3.4 Meetings

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

### 3.5 Quorum

A meeting for 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

The members of this committee are the immediate Past President, the six Regional Vice Presidents, and others at the discretion of the President.

This committee shall report a slate of nominees for Second Vice President and Secretary. It shall also report a slate of nominees of each of the six Regional Vice President's offices consisting of at least one nominee from each Region.

The slate of nominees shall be presented to the membership in accord with election procedure stated in the Constitution and Bylaws.

#### 1.2 Conference Committee

This committee shall be responsible for recommending the dates and locations of the Spring and Annual Conferences to the Executive Board. The committee shall further be responsible for the planning and coordination of such conferences.

## Section 2. Special Committee

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 Committee

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

## ARTICLE V - DUES

### Section 1. Dues Rates

The annual dues rates for each class of membership of this Corporation is set forth in Article V of the Bylaws of the National Constitution and Bylaws, and a designated portion of those dues shall be returned to the Georgia Chapter.

### Section 2. Dues Payment Schedule

Membership dues are payable on the anniversary date of joining. Members who are delinquent over 90 days from their anniversary shall be dropped from the membership roll.

## ARTICLE VI - OFFICIAL PUBLICATION

There shall be an official publication of this Association, which shall be governed by the Executive Board. Operation of this publication shall be the responsibility of the Executive Board.

## ARTICLE VII - PROCEDURES

### Section 1. Amendment Procedures

#### 1.1 Statement of Restrictions

The Constitution and/or Bylaws of this Association may be amended only by a majority vote of the voting membership, except as provided for herein.

#### 2.1 Requirements

A proposal to amend the Constitution and/or Bylaws of the Association 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 Executive Board 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 Annual Conference where consideration is desired;
- D. Indication of the Article(s), sections(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 Association shall be based upon the required amending proposal and, with the guidance of the Executive Board, it shall be so devised and drafted by the President. A copy of the draft resolution provided to the maker prior to publication 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 Corporation no less than forty days before the Annual Conference for consideration.

### 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 Date of Amendments

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

## Section 2. Impeachment

A two-thirds majority vote of the total membership shall be required for the removal of an officer of this Corporation.

## Section 3. Parliamentary Procedure

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

## ARTICLE VIII - DISBURSEMENT OF ASSETS UPON DISSOLUTION

### Section 1. Statement of Intent

Should NENA, Inc. (the GEORGIA CHAPTER NATIONAL EMERGENCY NUMBER ASSOCIATION, INC.) be dissolved, all assets shall be distributed to an organization, or organizations, of similar purpose as selected by a two-thirds majority vote of an Annual Conference quorum, or by the Executive Board if between Annual Conferences.  
(Revised April 26,1989).

## ARTICLE IX - ANNUAL CONFERENCE

### Section 1. Conference Quorum

The members attending a business session of an Annual Conference shall constitute Quorum.

### Section 2. Conference Rules

Conference rules may be established by a majority vote of an Annual Conference quorum. The conference rules shall be part and parcel of these Bylaws provided the provisions of Bylaws, Article VII, Section 1.5 are waived with respect to the conference rules only.

## ARTICLE X - GRANTS AND CONTRIBUTIONS

### Section 1. Application for Funds

The President of this Corporation, 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 the Corporation.

No application shall be made to , or contribution received from, any person or agency except after a determination by the Executive Board that a grant or contribution to the Corporation would be motivated by the desire to further the purpose of the Corporation and not to derive personal or privilege to donor .

#### Section 2. Acceptance of Grant or Contribution

Any member who may be offered a grant, contribution, or contract for this Corporation shall immediately notify the President, but no grant or contribution shall be finally accepted by the Corporation except upon approval by the Executive Board. The terms of any such grant or contribution shall be set forth in writing and signed both on behalf of the Corporation and the donor.

#### Section 3. Administration of Funds

Any grant or contribution to the Corporation 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 Corporation, unless provided otherwise in the terms of the grant or contribution and agreed to by the Executive Board.

### ARTICLE XI - RETENTION OF PROPERTY INTEREST

#### Section 1. Retention of Title

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

#### Section 2. Requirements for Return of Property

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