

CONSTITUTION & BYLAWS
OHIO CHAPTER OF NENA
ADOPTED SEPTEMBER 7, 1990
Amended August 27, 2012 – OH NENA
Amended May 11, 2016

ARTICLE I - PURPOSE AND AUTHORITY

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

This organization shall be known as the Ohio Chapter of NENA (National Emergency Number Association). Its membership shall be open to all persons of good character who meet the membership requirement of the Constitution and/or Bylaws adopted pursuant thereto.

Section 2. **Purpose**

The purpose of the Ohio Chapter shall be to:

- A. Lead in development, availability, implementation and enhancement of a universal emergency telephone number common to all jurisdiction(s) through research, planning, training and education; represent its members before communication regulatory agencies and appropriate policy making and legislative bodies; and strive towards all citizens having immediate access to emergency public safety services so that the safety of human life, the protection of property and the 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 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 Chapter of NENA and to other people who are interested in the field of public safety emergency communications;
- D. Establish and maintain an office, if deemed necessary and appropriate, wherein shall be housed its staff, files, records, equipment and those functions necessary for the adequate management of the Chapter's activities;
- E. Provide for membership in this Chapter in accordance with the language and intent of its Constitution and Bylaws which are now, and may later be in effect. Membership shall not be limited other than by classification and good character and shall have such rights and privileges by classifications as may be provided from time to time in keeping with the state of development of the art of public safety emergency communications.
- F. Said organization is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE II-MEMBERSHIP

Section 1. **Membership Designations**

The membership of this Chapter shall be divided into the classes as outlined in the NENA bylaws. These classes are ACTIVE, COMMERCIAL AND ASSOCIATE.

Members shall be admitted in accord with the classification requirements set forth in the 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 Association: Any management, supervisory or support personnel responsible for planning, organizing, staffing, directing, controlling, supporting and/or operating functions required in the design, promotion, construction, installation, maintenance, command and/or operation of public safety emergency communications systems who are employed, compensated, appointed, elected by a federal, state, county, provincial; territorial or local government agency, or an agency substantially supported by government funds, or retired from one of the above categories, or other "9-1-1" agency established of the National Emergency Number Association become members of the State/Provincial Chapter.

1.2 **Commercial Member**

The following shall be eligible for Commercial Membership in this Association. Those persons in the business sector who receive a compensation from the design, manufacture, sell, service, maintenance, lease, rental or promotion for 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 engaged in such activities. All Commercial members of the National Emergency Number Association become members of the State/Provincial Chapter.

1.3 **Associate Member**

The following shall be eligible for the Associate Membership in this Association. Those persons not eligible for the Active or Commercial classes of membership; those persons involved in the emergency communications field in a capacity of support personnel or in a non-supervisory or non-management positions; those persons who have otherwise qualified for commercial or active membership but are no longer employed or active in the emergency communications field; or persons with no direct or indirect connection to the emergency communications field in any way but who wish to support the goals and objective of NENA. Privileges of Associate Members are restricted as follows: Associate members are not eligible to nominate candidates for national or chapter offices. Associate Members will not receive the annual Membership Directory. All associate Members of the National Emergency Number Association automatically become members of the State/Provincial Chapter.

Section 2. **Dues**

The dues rates for each class of membership in the Ohio Chapter are set forth in the NENA Bylaws Article V.

Section 3. **Voting and Officer Restrictions**

All members, except Associate Members, as defined herein above in good standing may vote for and hold elected positions in the State Chapter.

ARTICLE III – OFFICERS

Section 1. **Designation**

The officers of the Ohio Chapter of NENA shall consist of the following: President, Vice President, Secretary, and Trustee-District's I II III IV.

Effective beginning the year of 1994, the office of Treasurer will be an appointed position by the Board of Directors. This position will not have a vote on the Board, but will have a membership vote. This position will be by recommendation of the President and voted by the Board.

All offices will be filled by election at the November Meeting of the Ohio Chapter. A succession of officers as set forth in Bylaws Article II requires only the election of the Secretary and Districts I II III. District IV at a subsequent meeting.

Section 2. **Election Procedure**

- 2.1 The nominating Committee shall call for nominations for particular offices from the Active membership and prepare a slate of candidates.
Officers shall be elected from the slate submitted by the nominating committee in accordance with Bylaws Article IV, section 1.1 of this Article.
The Executive Board shall establish voting procedures for the election of candidates, which may include a procedure for electronic voting/balloting or by a secret ballot.
In the event of more than one candidate for a particular office, Officers must be eligible to hold office in accordance with the Constitution Article II section 3.
- 2.2 After receipt of nominations from the membership, the Nominating Committee will report a final slate of candidates to the Active membership at least one month prior to the September Meeting together with ballots. Notwithstanding any provision to the contrary, and Active or Commercial member in good standing may be nominated for any elected position at the Annual Chapter Conference.
- 2.3 Elections shall take place at the regularly scheduled business meeting in November, and shall be determined by a simple majority (50% +1) of the ballots cast. In the event of more than two candidates for a particular office, should be a simple majority not be determined on the first ballot, the candidates receiving the two largest number of votes shall engage in a run-off election to be conducted at the same session of the November Meeting.

NENA BYLAWS

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 Executive Board.

- 1.1 All membership applications shall be submitted to the National Office.
- 1.2 The National Office will report new members to each chapter, when applicable.

ARTICLE II – OFFICERS – GENERAL

Section 1. Terms of Office

- 1.1 Elected officers shall assume their duties and authorities upon their being installed in office during the February Meeting. Officers shall remain in office until the installation of their elected successor or the investiture of their successor, as provided in Section 2 herein.
- 1.2 The term of office for the officers of this Chapter will be a two (2) year term effective beginning of the year of 1992. Effective beginning the year of 1994 the office of District II and IV Trustees will hold elections in every even numbered year to follow. Effective beginning the year of 1995 District I and District III will hold elections in every odd numbered year to follow.

Section 2. Succession of Office

- 2.1 At the February Meeting an investiture will be held wherein the person holding the office of Vice President shall succeed to the office of President, and the person holding office of Secretary shall succeed to the office of Vice President.

Section 3. Vacancies in Office

- 3.1 Vacancy in the office of President shall be filled by the Vice President, provided that such fulfillment shall be in the acting capacity until the next election Chapter Meeting where the Acting President shall be invested in office as President for the new term. Such acting capacity shall have no other effect upon normal terms of office or eligibilities thereto.
- 3.2 Vacancy in the office of Vice President, Secretary or Trustee-District I II III IV, shall be filled by majority vote of the Executive Board, and such approved appointee shall perform their duties for the remainder of the term of the office and proceed in the succession of officers as set forth in Section 2.1 of these bylaws.

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, and those policies duly adopted by the Executive Board, as well as any duties and authority of the Executive Director if there is an Executive Director;

- B. Appoint special committees to perform tasks deemed necessary during their term of office;
- C. Authorize reasonable and proper expense not to exceed \$100.00 of any member for the purpose of specific Chapter duties;
- D. Call any committee into session at any time;
- E. Engage any employee or agent, including an Executive Director, in accordance with Article XII of these Bylaws if approved by Executive Board action; and
- F. Engage legal counsel in accordance with Article XI of these Bylaws if approved by Chapter Executive Board action.

1.2 **Duties**

In addition to such other authority as they may have, the Presidents duties shall include the following:

- A. Preside at all meetings of this Chapter and/or the Chapter Executive Board and serve as chairperson of the Chapter Executive Board;
- B. Appoint committees in accordance with Article IV of these Bylaws;
- C. Serve as the coordinator of the functions of the chapter representing the Executive Board in those matters where he/she has a responsibility in accordance with his/her required duties;
- D. Supervise the general conduct, planning, and activity of the Regular Chapter Meetings, and provide for the official requirements of the executive Board during these and other meetings as such bodies;
- E. Carry out the purpose of this Chapter as set forth in its Constitution and Bylaws.

1.3 **Miscellaneous**

- A. The Ohio NENA Chapter shall be responsible for the Ohio NENA President's Registration Fees of the NENA National Conferences providing the funds are available.

1.4 **Parliamentary Authority**

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

Section 2. **Other Officers**

2.1 **Vice President**

2.1.1 **Authority**

- A. It shall be the duty of the Vice President to perform all the duties of the President in his/her absence, or in the event of the President's inability to act. When so acting, the Vice President shall have all the powers of and be subject to all the restrictions upon the President.

2.1.2 **Duties**

- A. 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 or the Executive Board.
- B. Conduct a continuous effort to increase all classes of membership, and to increase the revenue of this Chapter in a manner approved by the Executive Board.

2.2 **Secretary**

2.2.1 **Authority**

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

2.2.2 **Duties**

- A. Provide for the notice and keeping of minutes and records of all chapter meetings
- B. Serve as Historian of the Chapter, coordinate the input and maintain an archive which shall store, list and maintain that which is deemed to be of historical value to the Chapter, including the morgue of all official publications, and cause to be printed in official publication information of historical interest to the membership of this Chapter.
- C. Maintain the records, files and library of the Chapter and handle its general correspondence.
- D. Serve as the secretary of the meeting of the Executive Board.

2.3 **Treasurer**

2.3.1 **Authority**

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

2.3.2 **Duties**

- A. Establish banking facilities; prepare checks for the expenditure of funds to cover the Chapters indebtedness.
- B. Keep complete records of all monies owed to the chapter and of expenditures incurred by the Chapter and take all appropriate measures to assure the prompt collection of payment of and accounting for Chapter funds.
- C. Receive all funds due this Chapter and maintain bank accounts for the orderly processing of all funds, in accordance with Section 5, paragraph B of this Article.
- D. Make at each Annual Chapter Conference a full report of his/her activities.
- E. Furnish quarterly financial statements containing his/her comments and re commendations to the members of the Executive Boards.

2.4 **District Trustees**

2.4.1 **Duties**

- A. Shall have such duties and exercise such authority as from time to time that may be delegated or assigned by the President or the Executive Board.
- B. Shall submit a written report annually for their District which will be included in the Secretary Minutes of the November meeting.
- C. Provide a written or verbal district report at each quarterly meeting
- D. Shall make every effort to promote NENA throughout their District

Section 3. – **Executive Board**

3.1 **Designation**

The Executive Board shall consist of the regularly elected officers, as defined in the Constitution Article III. They will serve in their designated capacities. The Executive Director, if there is one, and all past Presidents shall serve the Executive Board in an advisory capacity, without vote.

3.2 **Authority**

Authority is hereby provided from the Executive Board, between regular Chapter meetings, to perform all functions and do all acts which this Chapter might do or perform. Its decision shall be final in matters determined reasonable and proper. It has the power to convene or poll itself by majority vote. The Executive Board may utilize telephonic Conference in addition to meeting in person, and any decisions made telephonically shall be valid and binding as those made otherwise.

3.3 **Duties**

The duties of the Executive Board are as follows:

- A. To report at each chapter meeting all measures considered during the current year.
- B. Make recommendations to the membership at the chapter meetings on matters published to the membership and or matters of which the membership has received notice.
- C. Supervise all accounts and expenses of the Chapter and review the financial status of accounts of the Executive Director if there be one.
- D. 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.
- E. To select the site(s) and date(s) of the Bi Annual Chapter Conference and meetings and to inform the membership thereof.
- F. Be responsible for the operation of any publication which the Chapter publishes or sponsors.

3.4 **Meetings**

- A. The Executive Board shall meet at such times and places as the President shall designate, or as the Board itself may otherwise deem necessary by a majority vote of its members. Reasonable advance notice of such meetings shall be provided in writing to all members of the Executive Board.

3.5 **Quorum**

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

3.6 **Executive Committee**

- A. Executive Committee shall be made up of the President, Vice President and Secretary. The Executive Committee's Authority shall be to perform between regular Executive Board meetings. The Executive Committee shall not have the power to amend or change the Bylaws. All actions of the Executive Committee are to be ratified by the Executive Board at its next meeting.

ARTICLE IV – COMMITTEES

Section 1. Standing Committees

1.1 **Nominating Committee**

The members of this committee are the immediate Past President (Chair), and two other members at the direction of the President.

This Committee shall report a slate of nominees for Secretary, District I II III IV Trustee.

The District Trustees shall represent their county as follows:

- A. **District I – Northwest:** Counties of: Williams, Defiance, Paulding, Fulton, Henry, Van Wert, Mercer, Darke, Miami, Shelby, Champaign, Union, Delaware, Logan, Auglaize, Hardin, Marion, Morrow, Crawford, Wyandot, Allen, Hancock, Putnam, Seneca, Wood, Lucas, Sandusky and Ottawa.
- B. **District II – Northeast:** Counties of: Erie, Huron, Richland, Knox, Coshocton, Tuscarawas, Harrison, Jefferson, Carroll, Holmes, Ashland, Wayne, Stark, Columbiana, Lorain, Medina, Summit, Portage, Mahoning, Trumbull, Cuyahoga, Geauga, Lake and Ashtabula.
- C. **District III – Southwest:** Counties of: Preble, Butler, Montgomery, Hamilton, Clermont, Brown, Adams, Highland, Clinton, Warren, Fayette, Greene, Madison and Clark.
- D. **District IV – Southeast:** Counties of: Franklin, Licking, Muskingum, Guernsey, Belmont, Monroe, Noble, Morgan, Perry, Fairfield, Ross, Pike, Scioto, Lawrence, Gallia, Jackson, Meigs, Vinton, Athens, Washington, Hocking and Pickaway.

The slate of nominees shall be presented to the membership in accordance with the election procedure stated in the Constitution Article III, section 2.3.

Section 2. **Special Committees**

- A. Special committees may be appointed by the President as they deem necessary for specific tasks. 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**

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

ARTICLE V – DUES

Section 1. **Dues Rates**

- A. The annual dues rate for Active, Commercial and Associate members shall be covered in whole or in part by the NENA dues as stated in the NENA Bylaws Article V. If additional funds are needed for budget, the Executive Board reserves the right to levy a surcharge to the State Chapter members.

Section 2. **Dues Payment Schedule**

- A. 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 State Membership Rolls.

Section 3. **Pro-Ration Schedule**

- A. 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**

- A. The Constitution and/or Bylaws of this Chapter may be amended **by an affirmative vote of at least five Executive Board Members**

1.2 **Requirements**

- a. A proposal to amend the Constitution and/or Bylaws of this Chapter shall be honored from a member. Errors in the format of such proposal.

- b. An amending proposal shall be submitted by the maker in written form to the Executive Board and its format shall in order be:
 - 1. Indicating of the name of the maker of the proposal;
 - 2. Indication of the intent of the proposal
 - 3. Indication of the next chapter meeting where consideration is desired
 - 4. Indication of the Article(s), Section(s), and Paragraph(s) if the Constitution and/or Bylaws proposed be amended
 - 5. Proposed amending language.

1.3 **Drafting of Resolutions**

- A. 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 Executive Board; it shall be so devised and drafted. A copy of the draft resolution shall be provided to the maker prior to publication for their concurrence.
- B. Participation by the Executive Board in these matters shall not be considered therein except when the Executive Board initiates an amending resolution.

1.4 **Required Publication**

- A. An amending resolution which has been processed in accordance with the requirements of Section 1.2 and 1.3 of this Article shall be published and distributed to all members of this Chapter no less than 30 days before the next chapter meeting for Consideration.

1.5 **Quorum Revision of Resolution**

- A. A 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**

- A. Resolutions passed and adopted by this Chapter in accordance with other provisions of the Constitution and/or Bylaws shall be in force and effective upon the adjournment of the Chapter Meeting at which they were voted on where considered and adopted, provided and exception to this effect is not otherwise contained in the language of the resolution adopted.

Section 2. **Impeachment**

- A. A two-thirds majority vote of the total membership present at the Chapter meeting, or at a special meeting, shall be required for the removal from office of an officer of this Chapter.

Section 3. **Parliamentary Procedure**

- A. 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 practicable by Roberts Rules of Order.

BI-ANNUAL JOINT CONFERENCE

Section 1. **Conference Rules**

- A. Conference rules may be established by the Executive Boards of APCO and NENA. The conference rules shall be part and parcel of these Bylaws provided the provision of Bylaws Article VI, Section 1.5 are waived with respect to the conference rules only.

ARTICLE VIII – DISBURSEMENT OF ASSETS UPON DISSOLUTION

Section 1. **Statement of Intent**

- A. Should the Ohio Chapter of NENA be dissolved, all assets shall be distributed to an organization, or organizations of similar purpose as selected by a two-thirds majority vote of a quorum, or by the Chapter Executive Board.

ARTICLE IX – EMPLOYMENT OF COUNSEL

Section 1. Employment Procedure

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

Section 2. Purpose

- A. 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 – GRANTS AND CONTRIBUTIONS

Section 1. Application for Funds

- A. The President of this Chapter or any member designated by them may make application to any organizations, corporation, agencies, groups or persons for grants or contributions of funds or property for carrying out general or specific purposes of this Chapter.
- B. 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 Chapter would be motivated by the desire to further the purposes of the Chapter and not to derive personal benefit or privilege to the donor.

Section 2. Acceptance of Grant or Contribution

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

Section 3. Administration of Funds

- A. Any grant or contribution to 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 XI – RETENTION OF PROPERTY INTEREST

Section 1. Retention of Title

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

Section 2. Requirements for Return of Property

- A. 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 their death, resignation, suspension, or expulsion

ARTICLE XIII – EARNINGS

Section 1. Distribution of Earnings

- A. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) and political campaign on behalf of the candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c) (3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

The Constitution and Bylaws approved and acknowledged by the Office of the National Emergency Number Association.