



BYLAWS 2016-2017

As approved by the General Membership by electronic vote

2 BYLAWS

3
4 California Chapter of the

5
6 NATIONAL EMERGENCY NUMBER ASSOCIATION, INC.

7 ADOPTED MAY 20, 1991

8 AS REVISED GENERAL SESSION 1999, LONG BEACH, CALIFORNIA

9 AS REVISED GENERAL SESSION 2009, SAN DIEGO, CALIFORNIA

10 AS PROPOSED GENERAL SESSION 2014, SAN DIEGO, CALIFORNIA

11 FOR MEMBERSHIP REVIEW – DISTRIBUTED ON _____

12 (PENDING) MEMBERSHIP APPROVAL @ GENERAL SESSION, MARCH 2, 2016 – SAN DIEGO

13
14 ARTICLE I. NAME

15 The name of this 501(c) (3) corporation is the California Chapter of the National Emergency
16 Number Association, Inc., also referred to as CALNENA or the "chapter", under a charter
17 granted by the NENA Executive Board.

18
19 ARTICLE II. OBJECT

20 The object of the chapter shall be to assist in the fulfillment of the NENA mission and objectives
21 as it relates to the specific needs and objectives of the State of California and the CALNENA
22 membership.

23
24 ARTICLE III. MEMBERS

25 Section 1. Membership Application

26 A. All membership applications shall be submitted to the NENA office on standard forms as
27 approved by the NENA Executive Board.

28
29 B. NENA shall not be discriminatory in any of its practices.

30
31 C. Membership categories shall be the same as for the NENA national association: public
32 sector members, private sector members, emergency dispatcher members, associate
33 members and hall of fame members.

34
35 D. Automatic membership in the chapter shall be granted to those NENA members who reside
36 or work within this chapter’s geographic boundaries

37
38 Section 2. Membership Categories

39 A. Public sector members are members who are employed by, or appointed or elected to, a
40 government or quasi-government agency and who are or have been responsible for some
41 aspect of design, promotion, construction, installation, maintenance, command and/or
42 operation of public safety emergency communications systems which members include

- 43 those who have retired from such positions. Public sector members shall be entitled to all
44 rights of membership.
- 45 B. Private sector members are members who provide products or services related to public
46 safety emergency and communications industries which members include those who have
47 retired from such positions. Private sector members shall have the right to vote and hold
48 the elected offices of region director and private sector director and may serve on
49 committees if appointed.
- 50 C. Telecommunicators members are members who are certified, engaged in, employed as, or
51 retired from non-management and non-supervisory positions, including call-takers and
52 dispatchers, who wish to further their career in the emergency communications industry
53 and support the goals and objectives of CALNENA.
- 54 D. Associate members are members who are not eligible for public sector or private sector
55 membership but who wish to support the goals and objectives of CALNENA Associate
56 members may not vote, nominate candidates for the association Executive Board, or hold
57 any office on the association Executive Board. Associate members will not receive the
58 annual membership directory. Associate members may participate in chapter activities and
59 vote on the chapter level in matters pertaining to chapter business.
- 60 E. The NENA Executive Board shall establish a special designation in accordance with policies
61 adopted by the NENA Executive Board. Such designation shall be known as the *NENA Hall of*
62 *Fame*, created to honor those who have performed outstanding service to the association
63 over a period of years. Those so honored shall no longer be required to pay association
64 dues.
- 65 F. All questions of membership eligibility, including eligibility for nomination and election, shall
66 be answered by the NENA Executive Board.
- 67 Section 3. Dues
- 68 A. Membership dues are payable as of January 1 each year. Members who are delinquent over
69 90 days from January 1 may be dropped from the chapter membership rolls in accordance
70 with NENA Executive Board policy.
- 71
- 72 B. The annual dues rates for all Member classes will be as designated by the National
73 Association. These dues along with the approval of the membership application shall
74 constitute membership in both the CALNENA Chapter and the National Association.
75 Nationally appointed Hall of Fame Members who reside in California are extended Hall of
76 Fame Member status in the CALNENA Chapter and are exempt from annual membership
77 dues.
- 78
- 79 Section 4. Office Holder's Change in Member Status
- 80 The office holders for President, first Vice President and second Vice President shall retain the

81 right to continue in office despite a change in member status from active member to
82 commercial member. The officer shall also retain his or her right of succession to President.

83

84 ARTICLE IV. OFFICERS

85 Section 1. Definition

86

87 A. The officers of this chapter are President, first Vice President, second Vice President,
88 Secretary, Treasurer, immediate past President, and two commercial Vice Presidents. These
89 officers shall constitute the chapter's board of directors, also known as the 'Executive
90 Board'.

91

92 B. Elected officers shall assume their duties and authorities on the last day of the Annual
93 Conference at which they were elected.

94

95 C. Officers shall remain in office until the installation of their elected successor or the
96 investiture of their successor.

97

98 D. The terms for the officers shall be: Commercial Vice President(s), Treasurer and Secretary
99 shall be elected for a period of two years. In alternate years, one commercial Vice President
100 and the Secretary will be elected and then one commercial Vice President and the Treasurer
101 will be elected.

102

103 E. The term of office for the remaining offices shall be for one year or until a successor is
104 elected and assumes office. Terms of office shall commence on the last day of the annual
105 conference. The first Vice President shall automatically succeed to the office of President at
106 the end of the term. The second Vice President shall automatically succeed to the office of
107 first Vice President at the end of the term except if filling a vacancy.

108

109 F. Vacancies in the offices of President and first Vice President shall be filled by advancement
110 in rank for the remainder of that term, followed by one full term. A vacancy in the office of
111 second Vice President, commercial Vice President, Secretary or Treasurer shall be filled by
112 Presidential appointment as ratified by the Executive Board for the remainder of the term,
113 after which the officer shall not automatically succeed to the next higher office, but if
114 otherwise eligible, may be elected to the office.

115

116 Section 2. Eligibility

117 A. Only Private Sector members may hold the elected office of Commercial Vice President.
118 Only Active Public Sector or Telecommunicator members or Hall of Fame members may hold
119 the elected office of President, First Vice President, Second Vice President, Treasurer, and
120 Secretary.

121 B. Members are limited to running for one office per election.

- 122 C. Notwithstanding provision of Section 2A, the office holders for President, First Vice
123 President, and Second Vice President shall retain the right to continue in office despite a
124 change in member status Private Sector Member. The officer shall also retain his or her
125 right of succession to President as prescribed in the By-laws of this Chapter.
- 126 D. Commercial Vice Presidents shall not contain individuals employed by the same
127 organization during overlapping terms.
- 128 E. The Offices of President, First Vice President, Second Vice President, Immediate Past
129 President, Secretary, and Treasurer shall not be held by more than one individual from the
130 same organization.
- 131 Section 3. Duties and Authority of Officers
- 132 A. President
- 133 1. Appoint special committees to perform tasks deemed necessary;
- 134 2. Authorize reasonable and proper expenses, up to \$1,000.00, of any board member
135 for the purpose of specific chapter duties. Such authorization shall be reported to
136 the Executive Board, within 72 hours;
- 137 3. Call any committee into session at any time;
- 138 4. Engage legal counsel Serve as chair of the Executive Board and preside at all
139 meetings of this chapter and the Executive Board;
- 140 5. Report on the state of the chapter to the membership at the annual meeting and
141 periodically when appropriate;
- 142 6. Keep the National Executive Director appropriately informed of chapter matters;
- 143 7. Make appointments to fill vacancies in office;
- 144 1. Supervise the general conduct, planning, and activity of the Annual Conferences in
145 conjunction with the commercial and conference chairs;
- 146 9. Provide information and other services as necessary to perform his or her duties.
147
- 148 B. First Vice President
- 149 1. Perform all the duties of the President in their absence or inability to act.
- 150 2. Oversee committee activities and provides updates to the President and the
151 Executive Board, when appropriate;
- 152 3. Perform or oversee activities to increase membership;
- 153 4. Provide outreach to members that highlight the benefits of membership;
- 154 5. Increase all classes of membership, and increase the revenues of this Chapter in a
155 manner approved by the Executive Board.
- 156 6. The First Vice President shall have other duties and exercise other authority as from
157 time to time may be delegated or assigned by the President or the Executive Board.
158
- 159 C. Second Vice President
- 160 1. Perform all the duties of the first Vice President in his or her absence. When so
161 acting, the second Vice President shall assume the authority of the first Vice

- 162 President.
- 163 2. Provide for the chapter's communications;
- 164 3. The Second Vice President shall have other duties and exercise authority as from
- 165 time to time may be delegated or assigned by the President or Executive Board.
- 166
- 167 D. Secretary:
- 168 1. Record minutes of membership and chapter Executive Board meetings and
- 169 distribute draft to the Executive Board for review and approval. Final minutes shall
- 170 be posted to the CALNENA website and communication to the membership will be
- 171 posted when such has been completed. Minutes shall be posted ideally, no later
- 172 than 14 days from said meeting.
- 173 2. Produce membership notices as required by the Executive Board to the membership
- 174 to ensure prompt and proactive notification of important matters (for example:
- 175 major events, upcoming meetings, etc.)
- 176 3. Maintain a complete and current roster of the chapter membership;
- 177 4. Maintain the records, files and library of the chapter and, when needed, handle its
- 178 general correspondence;
- 179 Perform the duties of the office and such other duties as may be prescribed by the
- 180 governing documents or by the chapter Executive Board.
- 181
- 182 E. Treasurer:
- 183 1. The Treasurer is the officer assigned to manage and report on the status of the
- 184 Chapter's finances.
- 185 2. Keep complete records of all monies owed to the chapter and of expenditures
- 186 incurred by the chapter and take all appropriate measures to assure the prompt
- 187 collection or payment of, and accounting for, chapter funds;
- 188 3. Furnish financial statements upon the request of Executive Board members;
- 189 4. Make a financial report available for membership review at the annual Conference.
- 190 5. Promptly deliver all funds, books, and papers to whomever the Executive Board may
- 191 designate;
- 192 6. Perform the duties incident to the office and such other duties as may be prescribed
- 193 by the governing documents or by the chapter Executive Board.
- 194
- 195 F. Commercial Vice President(s)
- 196 1. Responsible for representing the needs of the CALNENA Vendor community
- 197 membership.
- 198 2. Perform the duties incident to the office and such other duties as may be prescribed by
- 199 the governing documents or by the chapter Executive Board.
- 200
- 201 G. Immediate Past President
- 202 1. Act as an advisor and consultant to the President, the Executive Board, conference chair
- 203 and other committees as requested;

- 204 2. Act as ex-officio representative of the chapter when called upon to do so by the
- 205 President;
- 206 3. Perform the duties incident to the office and such other duties as may be prescribed by
- 207 the governing documents or by the chapter Executive Board.

208

209 ARTICLE V. – NOMINATION AND ELECTION

- 210 1. The President of the Chapter will ensure that three members of the Executive Board staff a
- 211 'Nominations Committee'.
- 212 2. The Chair of the Nominations Committee shall open the process for nominations for those
- 213 positions whose term expires the upcoming year. The Nominations process will start on or
- 214 before November 1 of every year.
- 215 3. All nominations must be received by the deadline established by the Nominations
- 216 Committee. The nomination period will be a minimum of 45 days from the day the process
- 217 opens. After receipt of nominations from the membership and the nomination period has
- 218 closed, the Nominations Committee will report a final slate of candidates to the
- 219 membership and announce the Elections process.
- 220 4. Voting for elections will be via electronic balloting. A paper ballot by mail will be a
- 221 contingency as a special accommodation.
- 222 5. Challenges as to the validity of any ballot shall be settled by the Nominations Committee.
- 223 Upon completion and certification of the ballot count, the results shall be forwarded to the
- 224 Executive Board.
- 225 6. Election to office shall be determined by receiving a simple majority (50% plus 1) of the
- 226 votes cast. If more than two candidates compete for the same office and a simple majority
- 227 by one candidate is not reached, the candidate receiving the most votes shall be declared
- 228 the winner.
- 229 7. In case of a tie, the winner will be determined in accordance with a vote of eligible voting
- 230 members at the Annual Conference.

231

232 ARTICLE VI – MEMBERSHIP MEETINGS

233 Section 1. Membership meetings.

- 234 A. The chapter shall meet with its membership annually, at a time and place as determined by
- 235 the Executive Board for the purpose of receiving reports on the activities and financial
- 236 condition of the chapter and such other business as may be brought before it.
- 237 B. The quorum for all membership meetings shall be the voting members present. Each voting
- 238 member shall be entitled to one vote on business brought before the assembly.
- 239 C. Proxy voting shall not be allowed.
- 240 D. Notice of the annual meeting stating the date, time and location shall be sent to all
- 241 members at least forty-five days in advance of the meeting.
- 242 E. Procedures for conducting the annual meeting shall be adopted by the Executive Board.
- 243 This would remain consistent with NENA.

244

245 Section 2. Special meetings

- 246 A. Special membership meetings may be called by the Executive Board or upon the written
247 request of a majority of the chapter members.
- 248 B. Notice of a special meeting shall be provided to chapter members at least 21 days prior to a
249 special meeting and must include an agenda, as well as the date, time and location of the
250 special meeting.
- 251 C. Proxy voting shall not be allowed.

252

253 ARTICLE VII – EXECUTIVE BOARD

254 Section 1. Composition.

- 255 A. The Executive Board shall be comprised of the President, First Vice President, Second Vice
256 President, two Commercial Vice Presidents, Treasurer, Secretary and Immediate Past
257 President.

258

259 Section 2. Authority and Duties

- 260 A. The business and affairs of the chapter shall be managed under the direction of the chapter
261 Executive Board, which shall exercise all of the powers of the chapter except those powers
262 otherwise reserved exclusively to the members.
- 263 B. Establish and maintain adequate management of the chapter's activities;
- 264 C. Provide periodic updates of the chapter's activities to the membership;
- 265 D. Engage appropriate staff as deemed necessary to manage the administrative affairs of the
266 chapter;
- 267 E. Fill vacancies in accordance with these bylaws;
- 268 F. Appoint additional committees as deemed necessary;
- 269 G. Review the Treasurer's financial reports;
- 270 H. Review, modify as necessary, and approve the proposed budget of the chapter, such budget
271 to show anticipated revenues by source, anticipated expenses and the desired objective, as
272 well as anticipated expenses of any projects that are not part of the regular activities of the
273 chapter;

274

275 Section 3. Chapter Executive Board Meetings.

- 276 A. The Executive Board shall meet at such times and places as the President shall designate, or
277 as the Board itself may otherwise deem necessary.
- 278 B. A quorum shall be a majority of the chapter Executive Board then in office;
- 279 C. Special meetings of the chapter Executive Board may be called by the President or any three
280 members of the chapter Executive Board;
- 281 D. The Executive Board may conduct its meetings via teleconference, videoconference or other
282 viable medium easily accessible to all Executive Board members.

283

284 ARTICLE VIII - ADMINISTRATION

285 Section 1. Dissolution

286 If this chapter is dissolved, all assets shall be distributed to an organization of similar purpose as
287 selected by a two-thirds vote of the members at the meeting at which the dissolution is

288 approved.

289

290 Section 2. Employment of counsel

291 A. Counsel and/or subject matter expert shall be employed upon a recommendation by the
292 President and a simple majority approval of the Executive Board. The Executive Board shall
293 stipulate the retainer fee.

294 B. Counsel or subject matter expert shall be employed for the purpose of providing advice to
295 the chapter for the preparation and presentation of matters before governmental bodies as
296 desired by the chapter.

297

298 ARTICLE IX – SPECIAL COMMITTEES

299 Special committees may be appointed by the President as necessary and voted upon by the
300 Executive Board. Approval of a 2/3rds vote must be received in order to establish a Special
301 Committee. Members of these committees shall serve at the pleasure of the President and
302 their terms otherwise shall expire concurrently with that of the President. The chairpersons of
303 the special committees report to the first Vice President in an advisory capacity and have no
304 voting authority.

305

306 ARTICLE X – PARLIAMENTARY AUTHORITY

307 The rules contained in the current edition of Robert’s Rules of Order Newly Revised shall govern
308 this association in all cases to which they are applicable and in which they are not inconsistent
309 with these bylaws and any special rules of order which the association may adopt.

310

311 ARTICLE XI – AMENDMENT

312 A. Amendments of the Chapter Bylaws will be voted upon by the membership present at the
313 annual conference. A majority vote of the membership present is required to enact the
314 amendment.

315 B. A proposal to amend the Bylaws of the Chapter shall be accepted from any active member
316 in good standing. The proposal shall be submitted in the following format shall in order be:

317 1. Name of author submitting proposal

318 2. Intent of the proposal;

319 3. Indication of the Article(s), Section(s) and Paragraph(s) of Bylaws proposed to be
320 amended;

321 4. Proposed amending language;

322 5. Proposals are to be addressed to the President of the CALNENA Executive Board and
323 sent to the designated email address as provided on website;

324 6. Errors in the format of such proposal shall not be sufficient cause for rejection.

325

326 C. Consideration and publication of proposal

327 The Executive Board will take receipt of the proposal and forward response and
328 recommendations to the membership no less than 30 days before the Annual Conference.

329

330 D. Effective Date of Approved Amendments
331 All approved amendments shall be effective immediately upon adoption unless a proviso is
332 adopted that changes the effective date.

333

334 ARTICLE XII: ANNUAL CONFERENCE QUORUM

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

337

338 End of document