

CONSTITUTION
of the
ALABAMA CHAPTER
of the
NATIONAL EMERGENCY NUMBER ASSOCIATION

ARTICLE I – NAME

This 501(c)(3) organization chartered in the State of Alabama shall be known as the ALABAMA CHAPTER of the National Emergency Number Association (ALNENA) and may be referred to herein as “association”.

ARTICLE II – PURPOSE

The purpose of the Alabama Chapter of the National Emergency Number Association 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.
- B. Represent its members before communication regulatory agencies and policy making bodies as appropriate.
- C. Strive to enable all citizens to have immediate access to emergency public safety services so that safety of human life, protection of property and civic welfare are realized to the utmost degree.
- D. Aid and assist in the timely collection and dissemination of information relating to a universal emergency telephone number.

ARTICLE III – MEMBERSHIP

Section 1. Membership Designations

The membership of this Association shall be divided into the classes of Public Sector, Private Sector, Associate, and Hall of Fame. Hall of Fame membership requires no annual membership fee.

Members shall be admitted in accord with the classification requirements set forth by the Executive Board of the National Association. Membership shall not be denied on the basis of race, color, creed, national origin, sex, age or numerical limitation.

Membership shall only be limited by classification and good character and all members shall be entitled to the rights and privileges of those membership classifications for which they are eligible as provided herein. All members are eligible to serve on committees if appointed.

1.1 Public Sector Members

Public Sector members are members who are employed by, or appointed or elected to a government or quasi-governmental agency and who are or have been responsible for some aspect of design, promotion, construction, installation, maintenance, command and/or operation of public safety emergency communications systems which members include those who have retired from such positions. Public sector members shall be entitled to all rights of membership.

1.2 Private Sector Members

Private Sector members are members who provide products and/or services related to public safety emergency systems and communications industries which members include those who have retired from such positions. Private sector members shall have the right to vote and hold elected offices of regional vice president and private sector vice president and may serve on committees if appointed. Private sector members have the right to vote.

1.3 Associate Members

Associate members are members who are not eligible for public sector or private sector membership but who wish to support the goals and objectives of NENA. Associate members may not vote, nominate candidates for the association's executive board, or hold any office on the association's executive board. Associate members may participate in chapter activities.

1.4 Hall of Fame Members

The NENA National Executive Board has established a special membership designation in accordance with policies adopted by the executive board. Such designation shall be known as the NENA Hall of Fame, created to honor those who have performed outstanding service to the association over a period of years. Those so honored shall no longer be required to pay association dues.

Section 2. Dues

The dues rate for each class of membership in this Association is set forth in the National Constitution and Bylaws and specifies the rate of dues returned to the state chapter. There are no separate dues for membership in the Alabama Chapter.

Section 3. Voting and Officer Restrictions

All Private Sector, Public Sector and Hall of Fame members of this Association have the right to vote and the right to hold elected offices of the Chapter, subject to the restrictions for office or as otherwise restricted herein. Members may run for only one position/office during any election.

ARTICLE IV – QUARTERLY MEMBERSHIP MEETINGS

Quarterly membership meetings will be scheduled by the President on the fourth Thursday of the months of January, April, and July at 10:00 A.M. unless otherwise determined by the President and/or Executive Board. The schedule for quarterly membership meetings will be announced by the President at the Annual Conference.

ARTICLE V – OFFICERS

Section 1. Designation

The offices of the Association shall consist of the following: President, First Vice President, regional Vice Presidents from each of the four LATAs: Montgomery, Mobile, Birmingham, and Huntsville and Private Sector Vice President.

All offices will be filled by election at the Annual Conference of the Alabama Chapter of the National Emergency Number Association subject to the following:

- Candidates for the office of Regional Vice President must reside within the region for which they are nominated and must provide a letter of support from the governing body of the agency for which they are employed, elected or appointed.
- Candidates for the office of Private Sector Vice President must hold a Private Sector Membership and have their primary residence in the state of Alabama. A letter of support from their employing company is required.
- If the membership classification of an officer changes during their term of office, such that the officer is no longer eligible to hold the office, the office shall be declared vacant.

Section 2. Election Procedure

- 2.1 The Chairman of the Nominating Committee shall request nominations for particular offices from the membership via email notice utilizing the ALNENA email list and by posting on the home page of the chapter web site at least 120 days before the Annual Conference. Nominees must be eligible to hold the office for which nominated in accordance with the Constitution and Bylaws.
- 2.2 After receipt of nominations from the membership, the Nominating Committee will report a final slate of candidates at least 40 days before the date of the Annual Conference, together with ballots. Officers shall be elected by secret ballot from this final slate, prepared as required by this section.
- 2.3 Election ballots shall be returned no later than 2:00 P.M. on the first full day of the Annual Conference. All ballots shall be returned unopened to the Chairman of the Nominating Committee. The full Nominating Committee will then open and count each ballot. Challenges as to the validity of any ballot shall be settled by the Executive Board of officers. Upon completion and certification of the ballot count, the results shall be forwarded to the President.
- 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 of one candidate is not achieved, the candidate receiving the most votes shall be declared the winner.

ARTICLE VI – INTERNET

Section 1. Website

The Association will prepare and publish or cause to be prepared and published, a web site which will be updated at regular intervals. This web site may contain technical, administrative, operational, training, and educational information considered to be of interest to the membership of this Association and to other people interested in public safety communications. This internet web site will be known as the Official Publication of the Association.

Section 2. Email List

The Association will provide a means of distribution of official notices via email. Members of the Association may be required to subscribe and/or otherwise maintain an account with the email service in order to receive notices.

- 2.1 The email list may also be used to disseminate non-official notices and questions and/or requests for information directly from members.
- 2.2 The email list may not be used to disseminate commercial announcements, advertisements, press releases, and other such messages that promote a particular company or product.
- 2.3 Public Sector members may send messages pertaining to training classes or similar events they are hosting even though the class or event is provided by a commercial entity.
- 2.4 Violations of the intent of the email list, including but not limited to, use of derogatory or obscene language, sending commercial messages, sending off-topic messages, denigrating another member, or other activity deemed to negatively impact the usefulness of the email system may cause a member to lose their privilege to send messages.
- 2.5 The Executive Board will review any allegations of abuse or improper use and authorize a member to be put on non-sending status or moderated status. Members will not be removed from receiving messages as official chapter notices are sent via the email list.

ARTICLE VII – ANNUAL CONFERENCE

Section 1. Definition

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

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

Section 2. Conference Quorum

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

Section 3. Conference Rules

Conference Rules may be established by a majority vote of the Annual Conference Quorum. The Conference Rules shall be part and parcel of these bylaws provided the provisions of Bylaws Article XIV, Section 3 are waived with respect to the Conference Rules only.

ARTICLE VIII – TRADE MARK PROTECTION

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

- Chapters are specifically authorized to use the logo for stationary purposes in the pursuit of their normal business activities.
- The use of the logo in the manufacture of jewelry and hardware and in conjunction with the identification and/or commercial activities is expressly prohibited except as provided for herein
- Any deviation from the restrictions above shall require the express written authority of the Executive Board of the National Emergency Number Association in each particular instance.

ARTICLE IX – MEMBERSHIP APPLICATIONS

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

ARTICLE X – OFFICERS (GENERAL)

Section 1. Terms of Office

Elected officers shall assume their duties and authorities at the business meeting of the Annual Conference at which they are elected. Officers shall remain in office until the installation of their elected successor, or the investiture of their successor, as provided in Section 2 herein.

The President's and First Vice President's term shall be for one year, starting and ending at the annual conference. The Regional and Private Sector Vice President's terms shall be for two years, starting and ending at the annual conference on the following schedule:

Odd Numbered Years

Mobile LATA Vice President

Birmingham LATA Vice President

Private Sector Vice President

Even Numbered Years
Montgomery LATA Vice President
Huntsville LATA Vice President

Section 2. Succession of Office

At the Annual Conference, an investiture will be held wherein the person elected to the Office of President will assume the Chair. The First Vice President, Private Sector Vice President and Regional Vice Presidents will also assume their Office.

Section 3. Vacancies in Office

Vacancies in the Office of President shall be filled by the Immediate Past President. Vacancies in the Offices of First Vice President, Private Sector Vice President and Regional Vice President(s) shall be filled by appointment from the Executive Board until the next annual conference when the position will be filled by election.

ARTICLE XI – OFFICE (DUTIES AND AUTHORITY)

Section 1. President

1.1 Authority

The President's power shall include the authority to:

- A. Carry out duties as designated in this Article, and those policies duly adopted by the Executive Board
- B. Appoint special committees to perform tasks deemed necessary
- C. 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 Association and/or the Executive Board and serve as Chair of the Executive Board
- B. Appoint committees in accordance with Article XI of these Bylaws
- C. Report on the State of the Association to the membership at its Annual Conference
- D. Carry out the purposes of this Association as set forth in its Constitution and Bylaws
- E. Keep the Executive Board informed of Association matters

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 this Association; and for other matters by *Roberts Rules of Order* to the extent practicable.

Section 2. Vice President(s)

- 2.1 The Vice Presidents will serve as an Executive Board and will conduct the business of the Association in accordance with these bylaws. The Vice Presidents will report to the Executive Board and the membership, information and/or activities associated with the sector, region or designation of duties represented by their office.
- 2.2 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 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 by the Executive Board. It shall also be the duty of the First Vice President to perform, or cause to be performed, the duties of Secretary and Treasurer of the Association.
- 2.3 The Secretary shall provide for the notice and keeping of minutes and records of the Annual Conference of the Association, and serve as the Secretary of all meetings of the Association and/or Executive Board.

The Secretary 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.

- 2.4 It shall be the duty of the Treasurer to provide for the keeping of the books and accounts of this Association and to furnish reports of the same at all meetings of the Association and Executive Board.

The Treasurer 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.

Section 3. Executive Board

- 3.1 **Members**
The Executive Board membership shall include the President, Immediate Past President, and all Vice Presidents. The Immediate Past President 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 this Association might do or perform except it shall not have the power to amend the Constitution and Bylaws. Its decisions shall be final in matters determined "reasonable and proper". It has the power to convene or poll itself by a majority vote.

The Executive Board may expend funds from the treasury not to exceed \$2,500 or one-half the treasury balance, whichever is smaller, without vote of the membership.

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 Association and review the audit of the accounts of the Association
- C. Review, modify as necessary and approve the proposed budget of the Alabama Chapter, such budget to show anticipated revenue, expenses and the desired objective and anticipated expenses of any projects that are not a part of the regular activities of the Association.
- D. Conduct the Annual Conference

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 by majority vote of its members.

If both the President and the First Vice President are absent from a meeting, and if a quorum is otherwise present, any member may call the meeting to order and the first order of business must be to elect a temporary Chair to serve for the duration of the meeting or until the President or First Vice President arrives, whichever occurs first.

3.5 Quorum

A meeting of the Executive Board shall not be official and no business may be conducted unless attended by a majority of its members.

3.6 Compensation

Board members shall serve without compensation, but may be reimbursed for expenses related to their service. Board members may also receive compensation for performing work for the Association.

ARTICLE XII – COMMITTEES

Section 1. Standing Committees

1.1 Nominating Committee

The members of this committee are the Immediate Past President and other members appointed by the Executive Committee, preceding the Annual Conference by at least 120 days. The Immediate Past President will serve as the Chair of this committee.

The Committee shall report a slate of nominees for President, First Vice President and designated Regional Vice Presidents as otherwise specified herein. The slate of nominees shall be presented to the membership in accordance with the election procedures stated in the Constitution and Bylaws, Article IV, Section 2.

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 XIII – OFFICIAL PUBLICATION

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

Posting notices prominently on the home page of the web site and sending an email notice to the ALNENA email list shall be considered proper and official notice to the membership when such is required or desired.

ARTICLE XIV – PROCEDURES

Section 1. Amendment Procedure

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, as specified herein.

1.2 Requirements

The proposal to amend the Constitution and/or Bylaws of the Association shall be honored from any chapter 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), Section(s), and Paragraph(s) of the Constitution and/or Bylaws proposed to be amended;
- E. Proposed amending language

1.3 Drafting Resolutions to Amend

A resolution to amend the Constitution and/or Bylaws of this Association shall be based upon 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 shall be provided to the maker prior to the 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 Sections 1.2 and 1.3 of this Article shall be published and distributed to all members of this Association no less than 30 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 Association in accord with other provisions of the Constitution and/or 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 from office of an officer of this Association.

Section 3. Parliamentary Procedure

Upon any 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 Rules of Order*.

ARTICLE XV – DISBURSEMENT OF ASSETS UPON DISSOLUTION

Should the Alabama Chapter of the National Emergency Number Association 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.

ARTICLE XVI – GRANTS AND CONTRIBUTIONS

Section 1. Application for Funds

The President of this Association or any member designated by the President may make application to philanthropic organizations, corporations, agencies, groups or persons for grants or contribution of funds or property for carrying out general or specific purposes of this Association.

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 Association would be motivated by the desire to further the purposes of the Association and not to derive personal benefit or privilege to the donor.

Section 2. Acceptance of Grant or Contribution

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

Section 3. Administration of Funds

Any grant or contribution of the Association shall be credited to its general fund unless, under the terms thereof, a special fund is required of such grant or contribution. This special fund shall follow the procedure defined for general funds of the Association, unless provided otherwise in the terms of the grant or contribution and agreed upon by the Executive Board.

ARTICLE XVII – RETENTION OF PROPERTY INTEREST

Section 1. Retention of Title

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

Section 2. Requirements for Return of Property

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

