

BYLAWS Missouri
Chapter of the
NATIONAL EMERGENCY NUMBER ASSOCIATION, INC.

ARTICLE I. NAME

The name of this association is the Missouri Chapter of the National Emergency Number Association (MONENA), Inc., also referred to as the “chapter,” under a charter granted by the National NENA executive board.

ARTICLE II. OBJECT

Section 1. The object of the chapter shall be to assist in the fulfillment of the NENA mission by:

- A. Lead in the development, availability, implementation and enhancement of a universal emergency telephone number common to all jurisdiction(s) through research, planning, training and education;
- B. Represent its members before communications regulatory agencies and appropriate policy making and legislative bodies;
- C. 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 benefited to the utmost degree; and
- D. Aid and assisting in the timely collection and dissemination of information relating to a universal emergency telephone number.

ARTICLE III. MEMBERS

Section 1. Membership Application

- A. All membership applications shall be submitted to the National NENA office on standard forms as approved by the NENA executive board.
- B. NENA shall not be discriminatory in any of its practices.

Section 2. Membership Categories

- A. **Public Sector** members are individuals who are employed by, or appointed or elected to, a government or quasi-government 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, along with individuals who have retired from such occupations.
- B. **Private Sector** members are individuals who provide products or services related to public safety emergency systems, industries, and along with individuals who have retired from such positions.
- C. **Telecommunicator** members are individuals, who are certified in, engaged in, employed as, or retired from non-management and non-supervisory public safety communications positions, Including call-takers and dispatchers, who wish to further their career in the emergency communications industry and support the goals and objectives of NENA.

- D. **Associate** members are individuals who are not eligible for public sector, private sector or telecommunicator membership but who wish to support the goals and objectives of NENA.
- E. **Hall of Fame** members are individuals who have been specially honored for performing outstanding service to the association over a period of years.

Section2. Dues

- A. Membership dues are payable as of January 1 each year to National NENA. Members who are delinquent over 90 days from January 1 may be dropped from the chapter membership rolls in accordance with National NENA Executive board policy.
- B. The annual dues for all membership categories shall be set by the National NENA executive board.

Section3. Authority

- A. The members of the chapter shall:
 - 1. 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;
 - 2. Elect the officers and directors of the chapter;
 - 3. Amend these bylaws in accordance with the provisions contained herein.

Section4. Voting

- A. Each member of the chapter, in good standing, shall have the right to cast one vote on each matter of business that may be brought before the general membership.

ARTICLE IV. OFFICERS

Section1. Designation and term of office

- A. The offices of this Chapter shall consist of the following: President, First vice president, Second vice president, Secretary, Treasurer, Immediate past president, and Private Sector representative. Each office will be for a two year term. The election of officers of president, treasurer and second vice president will be held every two years on even numbered years and the first vice president, and secretary will be elected on odd numbered years at an Annual Conference where the Missouri Chapter of the Association is a host. The Private Sector representative will be chosen by the Executive Board from eligible members during odd numbered years.

Section2. Eligibility

Any NENA member in good standing may serve as a chapter officer with the exception of President or Vice President. Only members of the public sector may hold these offices.

Section3. Nomination and election

- A. A nominating committee of three members shall be appointed by the chapter executive board; the Secretary shall be the chairman.
- B. The chairman of the nominating committee shall request nominations for particular offices at least 60 days before the annual conference. Nominees must be eligible to the office for which nominated.
- C. The slate of qualified nominees shall be presented to the membership for election by ballot, no less than 30 days prior to the annual conference.
 - 1. A nominee must be a Missouri, member in good standing, with a minimum of two (2) year's consecutive membership

2. Nominee must be nominated by a Missouri member in good standing, including self
 3. Nominee must meet member classification requirements for office
- D. Election ballots shall be returned to the chapter executive board as designated on the ballot. No ballot will be counted if it is received after the date listed on the ballot.
- E. Ballots shall be destroyed 90 days after the result of the election has been announced.
- F. A written request for a ballot recount must be filed with the secretary within 30 days after the result of the election has been announced. Any recount shall be performed in accordance with the policies adopted by the executive board.
- G. Elections can be held by electronic means, paper ballot, mail, or other resources determined by the nominating committee. It will be up to the committee to determine how to accommodate special request in regard to casting a vote.
- H. The following categories of membership shall be eligible for nomination to the stated positions:
1. Public Sector members in good standing shall be eligible for nomination to the office of President, First Vice President, Second Vice President, Treasurer and Secretary.
 2. Private Sector members in good standing shall be eligible for nomination to the post of Second Vice President, Treasurer and Secretary.

Section 4. Duties of Officers

Each officer, at the time of their nomination and throughout all times during their candidacy and term(s) of service, must:

1. Maintain membership, in good standing, in the association.
 2. Discharge, with all due diligence, the duties attendant upon the position they hold.
 3. Comply with all policies pertaining to activities of the chapter in which they participate.
- A. President – The president shall:
1. Serve as chair of the executive board and preside at meetings of this chapter and the executive board;
 2. Report on the state of the chapter to the membership at the annual meeting;
 3. Appoint committees as allowed by these bylaws and executive board policies;
 4. Perform the duties attendant upon the office and such other duties as may be prescribed by the governing documents or by the chapter executive board.
 5. Represent or nominate an appointee to represent the Association on any statewide board, taskforce, committee, or group whose mission or findings would have an impact on 9-1-1 in Missouri.
 6. Responsible for the Legislative Committee.
- B. First Vice President – The first vice president shall:
1. Perform the duties of the president in his/her absence or inability to act. When so acting, the first vice president shall have the powers of and be subject to all restrictions upon the president;
 2. Perform the duties attendant upon the office and such other duties as may be prescribed by the governing documents or by the chapter executive board.
 3. Responsible for the Bylaws Committee
- C. Second Vice President- The second vice president shall:
1. Perform the duties of the first vice president in their absence or inability to act. When so acting, the second vice president shall have the powers of and be subject to the restrictions upon the president;
 2. Responsible for the Scholarship Committee.

- D. Secretary – The secretary shall:
1. Ensure the production and distribution, including NENA headquarters, of accurate minutes of meetings of the members and chapter executive board and committees.
 2. Ensure that notices are duly given in accordance with these bylaws or as required by law;
 3. Ensure that there is the proper publication and distribution of official correspondence, publication and distribution documents on behalf of the chapter;
 4. Perform the duties attendant upon the office and such other duties as may be prescribed by the governing documents or by the chapter executive board.
 5. Responsible for the Nominating Committee and Elections.
- E. Treasurer – The treasurer shall:
1. Have general oversight authority of the books, funds and securities of the chapter;
 2. Prepare the chapter financial records for review by NENA;
 3. Send or cause to be sent all financial reports required by law to NENA;
 4. Perform the duties attendant upon the office and such other duties as may be prescribed by the governing documents or by the chapter executive board.
 5. Ensure taxes, insurance, non-profit status and other legal matters regarding finances are taken care of.
 6. Responsible for Finance Committee.
 7. Responsible for Conference Committee.
- F. Private Sector Representative – The private sector representative shall:
1. Represent the interests of the private sector members.
 2. Provide the Board with information about new technology, trends, advancements or changes occurring within the private sector that may improve or adversely affect the 9-1-1 industry.
 3. Advise the Board of concerns from commercial constituents of the 9-1-1 industry.

Section 5. Vacancies

- A. If an officer becomes unable to discharge the duties attendant upon their position, they shall notify the chapter executive board of such inability within fourteen (14) days.
- B. If an officer no longer meets the eligibility requirements or qualifications for the position to which they were elected or appointed, they shall promptly resign.
- C. Should an officer fail to discharge the duties of their position as described in these Bylaws and in the duly adopted policies of national NENA, they may be removed by a vote of two-thirds (2/3) of voting officers that would remain if the officer under consideration were removed.
- D. Upon the death, inability, resignation or removal of an officer, the board shall promptly meet and declare vacant the post.
- E. A vacancy in the office of President shall be filled by the First vice president for the remainder of that term.
- F. A vacancy in any other office may be filled by the chapter executive board for the remainder of the term.

ARTICLE V – MEMBERSHIP MEETINGS

Section1. Annual membership meetings

- A. The chapter shall meet at least annually at a time and place as determined by the MONENA executive board.
- B. A majority shall be 50% of membership, plus 1, of those present.
- C. At each annual meeting, the membership shall receive reports on the activities and financial condition of the chapter, and may consider such other business as may be brought before it in accordance with these Bylaws and the policies of the association.
- D. Notice of the annual meeting stating the date, time and location shall be sent to the membership at least 30 days in advance of the meeting.
- E. Proxy voting shall not be allowed.

Section2. Special meetings

- A. Special membership meetings may be called by the executive board or upon the written request of 15 chapter members. Notice of a special meeting must include all the items that will be brought up at the meeting, and only such items may be taken up at the special meeting. Notice of a special meeting, stating the date, time and location, shall be given to the membership at least 10 days prior to a special meeting.

ARTICLE VI – EXECUTIVE BOARD

Section1. Composition

- A. The chapter executive board shall be comprised of the officers of the chapter.

Section2. Powers and Duties

- A. The business and affairs of the chapter shall be managed under the direction of the chapter executive board, which shall exercise all of the powers of the chapter except those powers otherwise reserved exclusively to the members.
- B. The chapter executive board shall:
 - 1. Establish and maintain adequate management of the chapter's activities;
 - 2. Engage appropriate staff as deemed necessary to manage the administrative affairs of the chapter;
 - 3. Fill vacancies in accordance with these bylaws;
 - 4. Appoint additional committees as deemed necessary;
 - 5. Engage legal and other counsel as deemed appropriate by the chapter executive board; and
 - 6. Issue an annual financial report to the membership and report on chapter activities.

Section3. Chapter Executive Board Meetings

- A. The chapter executive board shall meet at least two times per year in accordance with chapter executive board policy. A quorum shall be a majority of the chapter executive board then in office.
- B. Special meetings of the chapter executive board may be called by the president or any three members of the chapter executive board.
- C. The chapter executive board may meet by telephone conference call or other electronic means provided that all members may hear and speak to one another at the same time.
- D. Notice shall be sent to all executive board members at least 14 days in advance of a regular meeting, and at least twenty-four hours in advance of an emergency meeting. Notice may be

sent by electronic mail and other methods as allowed by executive board policies. Notice may be waived in writing before, during or after the meeting.

ARTICLE VII - ADMINISTRATION

Section1. Office

The association may maintain an office at a location as determined by the Missouri Chapter executive board.

Section2. Insurance and Indemnification

Officers, directors, employees and others as designated by the executive board may be insured in accordance with chapter executive board policies.

Section3. Chapter property

All right, title, and interest, both legal and equitable, in and to property of this chapter shall remain in the chapter. Any property of the chapter in the possession or trust of a member or employee shall be returned immediately to the chapter upon the termination of relationship with this chapter.

Section4. Dissolution

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

ARTICLE VIII – COMMITTEES

Section1. There shall be the following standing committees: Bylaws, Elections, and Nominations and may include Finance/Investment.

- A. Bylaws Committee – There shall be a bylaws committee composed of at least three members. The First Vice President shall chair the committee and members shall be appointed by the committee chair, subject to approval by the President. The bylaws committee shall periodically review the bylaws to ensure clarity, consistency and compliance with current policy and not be in conflict with NENA bylaws, making recommendations for amendment as necessary. The bylaws committee shall receive proposed changes to the bylaws from others authorized to propose amendments, present them to the membership for vote at an annual or special meeting, and make recommendations as deemed necessary.
- B. Elections Committee – There shall be an elections committee comprised of at least three members. The chair shall be the Secretary. Members of the committee shall be appointed by the committee chair subject to approval by the chapter President. The election committee shall oversee the election process which includes receiving and reviewing nominations ensure the qualifications of each nominee, create a ballot that includes all eligible candidates, oversee the election, count ballots, and report to the membership on the results of the election.
- C. Finance Committee – There shall be a finance committee to oversee all financial matters, including but not limited to, the financial planning of the chapter. The finance committee shall be chaired by the Treasurer, and shall also include, at a minimum one other executive board member and one at-large member. ..
- E. Scholarship Committee-
 1. Publicize any scholarships available to members.
 2. Collect and organize applications received for scholarships being presented by the Missouri Association.

3. Review and recommend top three applications to the executive board received for scholarships being presented by the Missouri Association.

Section 2. Special Committees

Special committees may be formed and appointed by the president with the approval of the executive board and shall perform duties as directed.

ARTICLE IX – PARLIAMENTARY AUTHORITY

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

ARTICLE X – AMENDMENT

Section 1. Requirements for Amendment

These bylaws may only be amended if all of the following conditions are met:

- A. Amendments may be proposed by the chapter executive board, a standing committee, or upon petition of any ten chapter members.
- B. The exact text of the change being proposed must be submitted to the chair of the bylaws committee at least 30 days prior to the meeting at which the amendment is to be considered.
- C. The bylaws committee shall:
 1. Review all submitted amendments and edit for composition;
 2. Consolidate similar amendments for joint proposal subject to acceptance by the proposers;
and
 3. Submit proposed amendments to the members at least 30 days prior to the meeting at which the vote will be taken, together with the committee's recommendation for action.
- D. The amendment must receive the affirmative vote of two-thirds of the members present.
- E. Copies of chapter bylaws shall be submitted to NENA headquarters whenever changed.

Section 2. Effective Date

- A. All amendments to these bylaws shall become effective immediately upon adoption, unless a provision is adopted that changes the effective date.
- B. Adopted amendments shall be published in the next official association publication after adoption.

Approved by MoNENA members March 6, 2018

Approved by National NENA bylaws committee March 15, 2018