



NATIONAL EMERGENCY NUMBER  
ASSOCIATION



**BYLAWS**

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# NATIONAL EMERGENCY NUMBER ASSOCIATION

## ONTARIO - CANADA CHAPTER

### BY-LAWS

#### **ARTICLE I - PURPOSE AND AUTHORITY**

##### **Section 1: Name and General Membership Requirements:**

This organization shall be known as the Ontario - Canada Chapter of the National Emergency Number Association (NENA). As authorized by its Charter, issued by the National Emergency Number Association the geographical area included within this Chapter shall be the Canadian Province of Ontario.

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 association shall be to:

- 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, where applicable, its members before communications regulatory agencies, working groups 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 assist in the timely collection and dissemination of information relating to a universal emergency telephone number.

#### **ARTICLE II - MEMBERSHIP**

##### **Section 1 – Membership Applications**

- 1.1 All membership applications shall be submitted to the National Association Office on standard forms as approved by the executive board.
- 1.2 NENA shall not be discriminatory in any of its practices

## **Section 2 – Membership Categories**

Membership categories shall consist of the following:

- A. Public sector members are members 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 communication systems which members include those who have retired from such positions. Public sector members shall be entitled to all rights of membership.
- B. Private sector members are members who provide products 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 be entitled to all rights of membership.
- C. Emergency Dispatcher Members are members who are certified, engaged in, employed as or retired from non-management and non-supervisory positions, including call-takers who wish to further their careers in the emergency communications industry and support the goals and objectives of NENA. Emergency Dispatcher Members shall be entitled to all rights of membership.
- D. 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 executive board, or hold any office on the association executive board. Associate members will not receive the annual membership directory. Associate members may participate in chapter activities and vote on the chapter level matters pertaining to chapter business in accordance with the chapter by-laws.
- E. All NENA members shall also have automatic membership in a chapter as appropriate and available
- F. All questions of membership eligibility, including eligibility for nomination and election, shall be determined by the executive board.”

## **Section 3: Dues:**

- 3.1. The annual membership dues in all categories are those as established by NENA Executive Board.
- 3.2. Membership dues are payable as of January 1 each calendar year. Members who are delinquent over 90 days from January 1 may be dropped from the association and chapter membership in accordance with NENA Executive Board Policy.

## **ARTICLE III - OFFICERS**

### **Section 1 – Designation of Officers and Terms**

- 1.1 The offices of this Chapter shall consist of the following: President, First Vice President, and Second Vice President.
- 1.2 .Officers shall remain in office until the installation of their elected successor or until the successor assumes office as provided for herein.
- 1.3 An officer may be removed from their position provided at least two-thirds of the total Chapter membership supports the vote.

### **Section 2 – Nomination and Election of Officers**

- 2.1 A nominating committee shall be appointed by the Chapter Executive. The Past President will serve as the Chairman of the Nominating Committee. The nominating committee is responsible for the nomination of candidates for the position of Second Vice President.
- 2.2 The Chapter Policies and Procedures will set out the nominating procedures and election procedures.
- 2.3 The President, First Vice President and current serving Second Vice President shall automatically succeed to the next level of office such that First Vice President succeeds to President and the Second Vice President shall succeed to First Vice President. Officers will be sworn in annually at the first chapter meeting each calendar year of NENA Ontario – Canada.

### **Section 3 – Vacancies in Office**

- 3.1 Vacancies in the offices of President and First Vice President shall be filled by advancement in rank provided that such fulfilment shall be in acting capacity until the next election of officers where all current acting officers shall be eligible for regular investiture to office.
- 3.2 Vacancies in the office of Second Vice President shall be filled by Presidential appointment and such approved appointee shall perform all duties of the Second Vice President until the next election of officers wherein the person so acting shall be eligible for nomination to the office of Second Vice President.

## **Section 4 – Duties of Officers**

### **4.1 Office of President**

#### **4.1.1 Authority**

The President's power shall include authority to:

- A. Carries out duties as delegated in this Article, and those policies duly adopted by NENA.
- B. Appoints special committees to perform tasks as deemed necessary.
- C. Call any committee into session at any time; and
- D. Engages legal counsel in accordance with Article XI of these Bylaws.

#### **4.1.2 Duties**

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

- A. Presides at all meetings of this Chapter and/or the Chapter Executive and serves as Chair of the Chapter Executive;
- B. Appoints committees in accordance with Article IV of these Bylaws;
- C. Report on state of the Chapter to the membership during its annual conference;
- D. Carries out the purpose of this Chapter as set forth in its Constitution and Bylaws;
- E. Keep the Chapter Executive appropriately informed of Chapter matters; and
- F. Makes appointments to fill vacancies in office.

#### **4.1.3 Parliamentary Authority**

The President's parliamentary decision shall be final, provided it will not be in conflict with the Rules of this Chapter and for other matters by Robert's Rules of Order to the extent practicable.

## **4.2 Office of the First Vice President**

### **4.2.1 Authority**

The First Vice President shall exercise such other authority as from time to time may be delegated or assigned by the President.

### **4.2.2 Duties**

The First Vice President shall 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 will be the Chairperson of the Annual Chapter Conference.

## **4.3 Office of the Second Vice President**

### **4.3.1 Authority**

The Second Vice President shall exercise such authority as from time to time may be delegated or assigned by the President and when so acting, the Second Vice President shall have all the powers and be subject to all restrictions upon the First Vice President.

### **4.3.2 Duties**

The Second Vice President shall have such duties as from time to time may be delegated or assigned by the President and shall include the following:

- A. Provide for the notice and keeping of minutes and records of all Chapter meetings;
- B. Keep a complete membership role of the Chapter, furnishing updated listings at frequent intervals to NENA, President, and First Vice President and Treasurer; and
- C. Ensures that copies of all minutes of meetings are submitted to NENA.

## **4.4 Appointed Treasurers**

The Ontario – Chapter President may appoint a Treasurer. The term of appointment will be for a maximum three (3) years.

#### 4.4.1 Duties of the Treasurer

- A. Receive all funds belonging to the Chapter, and shall maintain bank accounts for the orderly processing of all funds. The Treasurer shall pay from these accounts all Chapter obligations as prescribed by the Chapter.
- B. Prepare a financial report and present it at each meeting;
- C. Ensure that all active financial records are provided annually to the Second Vice President as part of the Chapter documentation and record keeping.
- D. The Treasurer will have signing authority for all Chapter funds along with any officer of the Chapter Executive. In the event of a pecuniary conflict of interest – real or perceived with any officer of the Chapter Executive, the officer with the conflict will not be provided with signing authority privileges.

### **ARTICLE IV - CHAPTER MEETINGS**

#### **Section 1: Frequency of Meetings:**

- 1.1 There shall be a minimum of two (2) Chapter meetings per year.
- 1.2 A meeting of Chapter members held while in attendance at an Annual Conference of the National Emergency Number Association may qualify as one of the required meetings.
- 1.3 The Annual Chapter Conference of this Chapter must take place in Ontario, Canada.

#### **Section 2: Quorum:**

A Quorum shall consist of the qualified voting members, present and voting at a meeting.

#### **Section 3: Parliamentary Procedure**

Upon any question coming before this Chapter not otherwise specifically provided for in the Bylaws, the presiding officer shall be governed to the extent practicable by Roberts Rules of Order.



## **ARTICLE V - CHAPTER EXECUTIVE**

### **Section 1: Designation**

The Chapter Executive membership shall include the President, First and Second Vice Presidents. All past Presidents and the Chairpersons of all Special Committees shall serve the Chapter Executive in an advisory capacity, without vote.

### **Section 2: Authority**

Authority is hereby provided for the Chapter Executive to perform all functions and do all acts which this Chapter might do or perform except it shall not have the power to amend the Bylaws. Its decision shall be final in matters determined "reasonable and proper". It has the power to convene or poll itself by a majority vote.

### **Section 3: Duties**

The duties of the Chapter Executive are as follows:

- A. Make appropriate recommendations to the membership at the Chapter Meetings;
- B. Supervise all accounts and authorize all expenses of the Chapter and review the audit of the accounts of the Chapter Executive; and
- C. Chapter executive will establish annually an appropriate figure for any reasonable and proper expenses for any member of the Executive that may be incurred for such items as registrations, travel, accommodations, and meals for any Chapter Executive member carrying out assigned Chapter Duties and this figure will be set out and included annually in the NENA Ontario Chapter Financial Statements – Budget to be approved by the membership at the first Chapter meeting each calendar year.
- 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 part of the regular activities of the Chapter.

### **Section 4: Meetings**

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

### **Section 5: Quorum**

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

## **ARTICLE VI - COMMITTEES**

### **Section 1: Standing Committees**

Standing committees may be appointed by the President as necessary. These committees are assigned prescribed duties and responsibilities of a permanent nature.

#### **1.1 Nominating Committee**

The members of this committee are the immediate Past President (Chair) and others at the discretion of the President.

This Committee shall report a slate of nominees for Second Vice President.

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

### **Section 2: Special Committees**

Special committees may be appointed by the President as necessary. These committees are assigned specific duties and responsibilities in matters of a temporary but significant nature.

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 VII – AMENDMENT PROCEDURES**

### **Section 1: Statement of Restrictions**

The Bylaws of this Chapter may be amended only by a majority vote of the voting membership, except as provided for in Bylaws Article IX, Section 2.

### **Section 2: Requirements**

A proposal to amend the Bylaws of the Chapter shall be honoured from any member. Errors in 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 Chapter Executive, 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 Chapter Meetings where consideration is desired;
- D. indication of the Article(s), Section(s) and Paragraph(s) of the Bylaws proposed to be amended; and
- E. proposed amending language.

### **Section 3: Drafting of Resolutions to Amend**

A resolution to amend the Bylaws of this Chapter shall be based upon the required amending proposal and it shall be devised and drafted by the Chapter Executive. A copy of the draft shall be provided to the maker prior to publication for his/her concurrence.

Participation by the Chapter Executive in these matters shall not be construed to imply their support of the measures considered therein except when the Chapter Executive initiates an amending resolution.

### **Section 4: Required Publication**

An amending resolution which has been processed with the requirements of Section 2 and 3 of this article shall be published and distributed to all members of this Chapter no less than thirty days before the Chapter Meeting for consideration.

### **Section 5: Quorum Revision of Resolutions**

A chapter meeting quorum may make amendments to a resolution to amend the Bylaws by means of majority vote on each proposed resolution amendment.

### **Section 6: Effective Date of Amendments**

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

## **ARTICLE VIII - DISBURSEMENT OF ASSETS UPON DISSOLUTION**

### **Section 1: Statement of Intent**

Should the Ontario - Canada Chapter of NENA be dissolved, all assets shall be distributed to an organization, or organization of similar purpose as selected by a two-thirds majority vote of an annual conference quorum, or by the Chapter Executive if between Annual Chapter Conferences.

## **ARTICLE IX - ANNUAL CHAPTER CONFERENCE**

### **Section 1: Conference Quorum**

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

### **Section 2: Conference Rules**

Conference Rules may be established by a majority vote of an Annual Chapter Conference quorum. The conference rules shall be part and parcel of these Bylaws provided the provisions of Bylaws VII, Section 5 are waived with respect to the conference rules only.

## **ARTICLE X - EMPLOYMENT OF COUNSEL**

### **Section 1: Employment Procedure**

Counsel shall be employed upon a recommendation by the President and a simple majority approval of the Chapter Executive. The Chapter Executive shall stipulate the retainer fee.

### **Section 2: Purpose**

Counsel shall be employed for the purpose of providing legal advice to the Chapter and for the preparation and presentation of matters before government bodies as desired by the Chapter.

## **ARTICLE XI - GRANTS AND CONTRIBUTIONS**

### **Section 1: Application for Funds**

The President of this Chapter 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 this Chapter.

No Applications shall be made to, or contribution received from, any person or agency except after a determination by the Chapter Executive 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 Contributions**

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

### **Section 3: Administration of Funds**

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 Chapter Executive.

## **ARTICLE XII - RETENTION OF PROPERTY INTEREST**

### **Section 1: Retention of Title**

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

### **Section 2: Requirements for Return of Property**

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