



BYLAWS

OF

THE MICHIGAN CHAPTER OF THE NATIONAL  
EMERGENCY NUMBER ASSOCIATION

As Amended: December 4, 2020

## Article I – PURPOSE AND AUTHORITY

### Section 1. Name and General Membership Requirement

This organization shall be known as the MICHIGAN CHAPTER OF THE NATIONAL EMERGENCY NUMBER ASSOCIATION (MINENA).

### Section 2. Purpose

The purpose of the Michigan Chapter of the National Emergency Number Association will be to:

- Foster the development, availability, implementation and enhancement of a universal emergency telephone number in all jurisdictions by means of research, planning, training and education;
- Represent its members before appropriate policy making bodies and legislative bodies;
- Promote and enhance immediate access to emergency public safety services to preserve the safety of human life, protection of property, and the civic welfare of Michigan's citizens and visitors;
- Provide a professional forum for the exchange of information, ideas, and mutual concerns by persons engaged in the development, organization, funding and management of public safety communications centers.

## ARTICLE II – MEMBERSHIP, DUES, and VOTING

Membership categories shall be those as determined by the National Emergency Number Association. All membership applications shall be submitted to the National Emergency Number Association on standard forms published on the Association's website.

### Section 1. 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 a public safety emergency communications systems, along with individuals who have retired from such positions.
- B. **Private Sector** members are individuals who provide products or services pertaining to public safety emergency communications systems and related industries, 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, retired or telecommunicator membership but who wish to support the goals and objectives of NENA.

- E. **Retired** members are individuals who have at least twelve (12) years of membership in NENA and are no longer actively employed by any public safety entity (either public or private).
- F. **Hall of Fame** members are individuals who have been specially honored for performing outstanding service to the Association over a period of years.

### **Section 2.0 Dues**

Each member shall contribute annually to the financial operation of the Association. The National Emergency Number Association shall set the dues rate for each category of membership in this Chapter. The fixed sum of dues is based on each member's category of membership. All dues will be remitted to National NENA.

### **Section 3.0 Voting**

Each Public Sector, Private Sector, and Hall of Fame member of the Association in good standing shall have the right to cast one (1) vote on all matters of business that may be brought before the general membership. Proxy voting shall not be permitted in any election or meeting of the Association.

## **ARTICLE III – OFFICERS**

### **Section 1. Designation**

The officers of this Chapter shall consist of the following: President, 1<sup>st</sup> Vice President, 2<sup>nd</sup> Vice President, Secretary, Treasurer, Immediate Past President – ex officio, and Commercial Representative – ex officio. The terms of office for the officers of this Chapter are established in these bylaws.

### **Section 2. Candidates for Office**

Any Public Sector member in good standing may hold an elected office in this Chapter. Potential candidates must have written permission from their employer to be eligible to run for office and serve if elected. Members can only run or serve in one Chapter office at a time.

### **Section 3. Nomination and Election**

A nominating committee of three (3) members shall be appointed by the Executive Board. The nominating committee shall elect its own chairperson and shall propose one or more candidates for the offices of President, 1<sup>st</sup> Vice President, 2<sup>nd</sup> Vice President, Secretary, and Treasurer as necessary.

The Executive Board shall establish voting procedures for the election of candidates, which shall include a procedure for electronic balloting or balloting via mail. Nominations will open in January of each year. Installation of officers will take place in March.

The Nominating Committee Chairperson shall report the total number of votes cast for each candidate for office and determine the results of the election.

#### **Section 4. Officers Duties and Authority**

##### **4.1 President**

It shall be the duty of the President to (a) serve as chair of the Executive Board and preside at all meetings of this Chapter; (b) report on the state of the Association to the membership during the association meetings; (c) perform the duties incident to the office and such other duties as may be prescribed by the governing documents of the Executive Board; and (d) appoint the Commercial Representative, and committees with the approval of the Executive Board to perform duties as directed by the Executive Board.

##### **4.1(a) Legal Counsel**

The President may engage legal counsel for necessary matters with the approval of the Executive Board.

##### **4.2 First Vice President**

It shall be the duty of the First Vice President to perform all 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 other duties and authority as delegated by the President or Executive Board.

##### **4.3 Second Vice President**

It shall be the duty of the Second Vice President to perform all duties of the First Vice President in his/her absence. When so acting, the Second Vice President shall have all the powers and be subject to all restrictions upon the First Vice President. The Second Vice President shall have such other duties and authority as delegated by the President or Executive Board.

##### **4.4 Secretary**

It shall be the duty of the Secretary to be the official record keeper for the Chapter. The Secretary shall be responsible for all minutes of the Chapter, board meetings, and roster of members. The Secretary shall have such other duties and authority as delegated by the President or Executive Board.

##### **4.5 Treasurer**

It shall be the duty of the Treasurer to: (a) keep the records of all financial accounts of the Chapter and pay all bills due and proper; (b) handle all expenses and receivables for the Chapter; (c) handle the Treasurer portion of the annual conference in conjunction with Michigan Chapter of APCO Treasurer; (d) handle all financial affairs of the Chapter and present the status of accounts to the membership.

The Treasurer will provide an annual written financial report to the Executive Board and shall be responsible for proposing an annual budget. Upon request of the Executive Board or membership, the Treasurer shall have an independent audit of the Chapter's finances conducted. The Treasurer shall have such other duties and authority as delegated by the President or Executive Board.

#### **4.5(a) Expenditures**

All expenditures and purchases must be authorized by a quorum of the Executive Board, prior to purchasing.

#### **4.6 Immediate Past President**

It shall be the duty of the Immediate Past President to serve on the Executive Board in an advisory capacity. The Immediate Past President will be considered ex-officio. The Immediate Past President shall have such other duties and exercise such authority as from time to time may be delegated by the President or Executive Board.

#### **4.7 Commercial Representative**

It shall be the duty of the Commercial Representative to do the following: (a) represent the commercial members at all meetings; (b) establish and maintain contact with the commercial membership of the Chapter; and (c) promote all activities, goals and objectives of the Chapter. The Commercial Representative must hold a Private Sector membership. The Commercial Representative will be appointed by the President. If more than one Private Sector member is interested in holding this office, it will be appointed by a quorum of the Executive Board.

### **ARTICLE IV – EXECUTIVE BOARD**

#### **Section 1. Terms of Office**

Elected Officers shall assume their duties and authorities upon installation of office, typically held in March during an annual membership meeting. The term of office for President, 1<sup>st</sup> Vice President, 2<sup>nd</sup> Vice President and Secretary shall be for one (1) year or until a successor is elected and assumes office. The term of office for Treasurer, shall be for two (2) years, with election taking place on even years or until a successor is elected and assumes office.

#### **Section 2. Vacancies in Office**

The First Vice President shall fill a vacancy in the office of President until the next regularly scheduled election. A vacancy in the office of First Vice President shall be filled by the Second Vice President. A vacancy in the office of Second Vice President, Treasurer, Secretary or Commercial Representative shall be filled by Presidential appointment until the next regularly scheduled election.

### **Section 3. Authority and Duties**

The Executive Board shall: (a) establish and maintain adequate management of the association's activities; (b) approve proposed revenues, expenditures along with the desired objectives and anticipated expenses of any projects that are not a part of the regular activities of the association; (c) set the dates and locations of the membership meetings, trainings and conference. This is done in coordination with Michigan Chapter of APCO; (d) fill vacancies according to these bylaws; (e) appoint additional committees as deemed necessary; (f) establish policies for orderly conduct of business; (g) issue an annual financial report to the membership; (h) report on association activities as deemed necessary by the Executive Board.

### **ARTICLE V – MEETINGS**

Meetings of the membership will be held at such times and places as the President, or majority of the Officers, shall indicate. Such meetings may be held in person or virtually.

### **ARTICLE VI – PARLIAMENTARY AUTHORITY**

The rules contained in the most recent edition of *Robert's Rules of Order Newly Revised* shall govern this association in all 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 VII - COMMITTEES**

#### **Section 1. Committees**

The President, under the advisement of the Executive Board, may appoint committees, as necessary for specific tasks and work or goals of the organization. Members of these committees shall serve at the discretion of the Executive Board.

#### **Section 2. SNC Appointments**

The Chapter President or their designee will represent NENA on the State 9-1-1 Committee (SNC). Should the Chapter President choose to appoint a representative to serve in this capacity they will do so with advice and consent of the Executive Board.

### **ARTICLE VIII - DUES**

The annual dues rates and schedule of payment for this Chapter shall be as designated by the National Emergency Number Association.

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

### **Section 1. Statement of Intent**

Should the Michigan Chapter of NENA Inc. be dissolved, all assets shall be distributed to an organization or organizations, or similar purpose as selected by two-thirds majority vote of an annual conference quorum, or by the Executive Board, if between annual conferences.

## **ARTICLE X - MEETINGS**

### **Section 1. Meetings quorum**

There must be a minimum of 10 members attending a business session to constitute a meeting quorum.

## **ARTICLE XI – BYLAW AMENDMENTS**

### **Section 1. Statement of Restrictions**

The Constitution and/or Bylaws of this Chapter may be amended only by a majority vote of those present and voting at a regular meeting of the Chapter.

### **Section 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. Indicating of the name of the maker of the proposal;
- B. Indicating of the intent of the proposal
- C. Indication of the next chapter meeting where consideration is desired
- D. Indication of the Article(s), Section(s), and Paragraph(s) if the Constitution and/or Bylaws proposed be amended
- E. Proposed amending language.

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

A resolution to amend the Constitution and/or Bylaws of the Association shall be based upon the required amending proposal and with the guidance of the Executive Board.

A copy of the Draft resolution shall be provided to the originator prior to 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.

#### **Section 4. Required Publication**

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 to be voted upon.

#### **Section 5. Effective Date of Amendments**

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

### **ARTICLE XII - GRANTS AND CONTRIBUTIONS**

#### **Section 1. Application for Funds**

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

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**

Any member who may be offered a grant, or contribution, or contract for this Chapter shall immediately notify the Chapter President and Executive Board. No grant or contribution shall be 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**

Any grant or contribution to the Chapter shall be credited to its general fund unless under the terms of 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 the Chapter unless provided otherwise in the terms of the grant or contribution and agreed to by the Executive Board.

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

#### **Section 1. Retention of Title**

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

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

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

### **ARTICLE XIV – EMPLOYMENT OF COUNSEL**

#### **Section 1. Employment Procedure**

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**

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.