



**FLORIDA
NATIONAL EMERGENCY NUMBER ASSOCIATION
CHAPTER
BYLAWS**

**ORIGINAL BYLAWS
Amended
Amended
Amended
Amended**

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**Bylaws of the
Florida
National Emergency Number Association
Chapter**

Adopted 1993

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ARTICLE I PURPOSE

Section 1. Name

The Florida Chapter of the National Emergency Number Association (NENA) shall bear the official name of the Florida NENA Chapter.

Section 2. Florida NENA Chapter Mission Statement

To foster the technological advancement, availability, and implementation of a universal emergency telephone number system.

To make 9-1-1 service universally available and effective as possible in order to provide immediate citizen access to emergency services, thereby saving time for caller, and reducing overall response time for all emergency service providers.

To provide support and assistance to other 9-1-1 agencies engaged in the operation, maintenance, and management of 9-1-1 systems.

To encourage an atmosphere of mutual cooperation and respect between all entities involved with the provision of 9-1-1 services.

The protection of human life, the preservation of property, and the maintenance of general community security are among NENA's objectives.

In support of these objectives, Florida NENA Chapter promotes research, planning, training, and on-going education.

Section 3. ARTICLES OF INCORPORATION

The Florida NENA Chapter shall be incorporated under the current laws of the State of Florida. The Executive Board shall appoint a corporate agent and ensure that the corporate status shall be renewed on an annual basis.

ARTICLE II MEMBERSHIP

Section 1. General Membership Requirement

Florida NENA Chapter membership shall be open to all persons of good character who meet the membership requirements as stated by National NENA.

Section 2. Membership Applications

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

- 2.1 All membership applications shall be submitted to the National NENA Office.
- 2.2 National NENA will report new members to the Florida Chapter.

Section 3. Membership Classifications

The membership of the Florida NENA Chapter classifications will be designated by the same classifications as stated in the National NENA Bylaws.

Section 4. Voting and Officer Restrictions

- 4.1 Only members in good standing of the Florida Chapter may hold an elected office and/or committee chair of this Chapter.
- 4.2 All classes of membership shall be eligible for elective offices in the Chapter.
- 4.3 Interested parties must submit a letter of support from their company or agency head (or designee) to the nominating committee.
- 4.4 No more than two members from the same company or agency may hold a position of Chapter Officer.
- 4.5 Candidates for all offices with the exception of Area Vice Presidents must be approved by the nominating committee based upon professional reputation, character, and other qualifications that are deemed appropriate by the nominating committee.
- 4.6 Candidates for the elective offices of President, 1st Vice President, and 2nd Vice President shall be certified as an Emergency Number Professional (ENP) prior to nomination for the office. The president, 1st Vice President, and 2nd Vice President shall maintain their ENP certification throughout their tenure on the board.

ARTICLE III DUES

Section 1. Dues Rate

The annual dues rate for the Chapter shall be covered in whole or in part by the NENA National dues as stated in the NENA National Bylaws. If additional funds are needed for budget, the Executive Board reserves the right to levy a surcharge to the State Chapter members upon approval of a majority of the membership.

Section 2. Dues Payment Schedule

Membership dues are payable annually in January to **National NENA**. Members who are delinquent over 90 days shall be dropped from the National and State Chapter membership rolls.

ARTICLE IV OFFICERS

Section 1. Officers

1.1 The Offices of the Florida Chapter shall consist of the following:

President

1st Vice President

2nd Vice President

Secretary

Treasurer

Immediate Past President

Area Vice Presidents

Section 2. Election Procedure

2.1 All offices, with the exception of Area Vice Presidents, will be filled by election at the Annual Florida Conference. A succession of officers as set forth in this Section requires only the election of 2nd Vice President, Secretary, Treasurer and Area Vice Presidents.

- 2.1.1 Area Vice Presidents will be elected at each Regional meeting held before the Annual Florida Conference.
- 2.2 The Chairperson of the Nominating committee shall request nominations for the particular offices with the exception of Area Vice Presidents, from the membership at least ninety, (90), days before the Annual Florida Conference. Nominees must be eligible to hold the office nominated for in accordance with this Chapter's Bylaws.
 - 2.2.1 Area Vice Presidents may be nominated from the floor at the Regional meeting held before the Annual Florida Conference. Nominees must be eligible to hold the office nominated for in accordance with this Chapter's Bylaws.
- 2.3 The Nominating Committee will report the slate of candidates with the exception of the Area Vice Presidents to the membership at least forty, (40), days before the date of the Annual Chapter Conference together with ballots sent electronically. Officers shall be elected by casting an electronic ballot or voting in person during the business meeting at the Annual Chapter Conference.
- 2.4 Electronic ballots shall be returned to the Chairperson of the Nominating Committee no later than two (2) calendar days preceding the start of the Annual Chapter Conference.

The Nominating Committee will count all ballots after the election held during the business meeting at the Annual Chapter Conference. The Chair will report back to members before the close of the business meeting the results of the election.

The Chair of the Nominating Committee shall retain ballots for at least ninety (90) days after the election. In the event an election is challenged the ballots will be retained until the challenge is resolved.

- 2.5 Election of each office shall be determined by receiving a simple majority (50% plus 1) of the votes cast. If more than two, (2), candidates compete for the same office and a simple majority by one candidate is not achieved, the candidate receiving the most votes cast shall be declared the winner.
 - 2.5.1 In the event of a tie, the tie will be broken by the flip of a coin.
 - 2.5.2 Election of the Area Vice President at the Regional Meeting shall be determined by receiving a simple majority (50% plus 1) of the votes

cast. If more than two, (2), candidates compete for the same office and a simple majority by one candidate is not achieved, the candidate receiving the most votes cast shall be declared the winner.

Section 3. Terms of Office

- 3.1 The President, 1st Vice President, 2nd Vice President, Secretary, Treasurer and Area Vice Presidents shall assume their duties and authorities upon their being installed in office during the Annual Chapter Conference. Officers shall remain in office for one, (1), fiscal year and/or until the installation of their elected successor; their resignation or removal from office in accord with the Bylaws of this Chapter.

Section 4. Succession of Office

- 4.1 At each Annual Chapter Conference, an investiture will be held wherein the person holding the office of 1st Vice President shall succeed to the office of President and the person holding the office of 2nd Vice President shall succeed to the office of 1st Vice President.

Section 5. Vacancies in Office

- 5.1 Vacancies, excluding Area Vice Presidents, shall be filled by a majority vote of the Executive Board.
- 5.2 If an Officer no longer meets the eligibility requirements for the position to which they were elected or appointed, they shall promptly resign.
- 5.3 If an Officer becomes unable to discharge the duties attendant upon their position, they shall notify the Executive Board in writing of such inability within 14 days. The Executive Board may, at their discretion, appoint a replacement for said position until said inability is overcome or the term for said position ends, whichever comes first.
- 5.4 Should an Officer fail to discharge the duties of their position as described in these Bylaws, they may be removed by a vote of two-thirds (2/3) majority vote of the remaining Executive Board members.
- 5.5 Executive Board appointments shall not exceed the position's current term limit without a vote of the full membership.
- 5.6 Vacancies in the office of Area Vice President shall be filled by a majority vote of the area membership from which he/she is from at a

special meeting called for that purpose. The interim officer shall serve until the next Annual Chapter Conference.

Section 6. Bonds for Officers

- 6.1 At such time as the Executive Board deems necessary, the President and Treasurer shall be bonded in the minimum amount of the total assets of the Chapter and/or as otherwise stipulated by the Executive Board. Estimates of the value of the Chapter Treasury are to be made at the Chapter Annual Conference and each officer identified above is to be bonded at a minimum to that level.

ARTICLE V OFFICERS' DUTIES AND AUTHORITY

Section 1. President

1.1 Authority

The President's power shall include authority to:

- A. Carry out duties as delegated in this Article, and those policies duly adopted by the Executive Board, as well as any duties and authority of the Executive Director if there is no Executive Director;
- B. Appoint special committees to perform tasks deemed necessary;
- C. Authorize reasonable and proper expense not to exceed \$100 by any member for the purpose of specific Chapter duties;
- D. Call any committee into session at any time;
- E. Engage any employee or agent, including an Executive Director, if approved by Executive Board action; and,
- F. Engage legal counsel in accordance with the Articles of these Bylaws if approved by Chapter Executive Board action.

1.2 Duties

In addition to such other authority as they may have, the President's duties

shall include the following:

- A. Preside at all meetings of the Chapter and/or the Chapter Executive Board and serve as Chairperson of the Chapter Executive Board;
- B. Appoint committees in accordance with the Articles of these Bylaws;
- C. Serve as the coordinator of the functions of the Chapter representing the Executive Board in those matters where the President has a responsibility in accord with required duties;
- D. Supervise the general conduct, planning, and activity of the Chapter Annual Conference; and provide for the official requirements of the Executive Board during these and other meetings of such bodies;
- E. Carry out the purposes of the Chapter as set forth in its Constitution and Bylaws.

Section 2. 1ST Vice President

2.1 Authority

- A. It shall be the duty of the 1st Vice President to perform all the duties of the President in the President's absence or in the event of the President's inability to act. When so acting, the 1st Vice President shall have all the powers of and be subject to all the restrictions upon the President.

2.2 Duties

- A. Conduct a continuous effort to increase the revenues of the Chapter in a manner approved by the Executive Board.

Section 3. 2ND Vice President

3.1 Authority

- A. It shall be the duty of the 2nd Vice President to perform all the duties of the 1st Vice President as well as the President in their absence or in the event of their inability to act. When so acting, the 2nd Vice President shall have all the powers of and be subject to all the restrictions upon the office filled.

3.2 Duties

- A. Conduct a continuous effort to increase all classes of membership and of the Chapter in a manner approved by the Executive Board.

Section 4. Secretary

4.1 Authority

- A. The Secretary shall have such duties and exercise such authority as from time to time may be delegated or assigned by the President or the Executive Board.

4.2 Duties

- A. Provide for the notice and keeping of minutes and records of the Chapter Annual Conference, and other business meetings, of the Chapter;
- B. Serve as historian of the Chapter, coordinate the input, and maintain an archive which shall store, list, maintain, and publish that which is deemed to be of historical value to the Chapter;
- C. Maintain the records, files, and library of the Chapter and handle its general correspondence;
- D. Serve as the secretary of the meetings of the Executive Board;
- E. Make a full report of secretarial activities at the Chapter Annual Conference.

Section 5. Treasurer

5.1 Authority

- A. The Treasurer shall have such duties and exercise such authority as from time to time may be delegated or assigned by the President or the Executive Board.

5.2 Duties

- A. Establish banking facilities, prepare checks for the expenditure of funds to cover the Chapter's indebtedness, and deliver them to the President or any other authorized officers for countersignature, if required;
- B. Keep complete records of all monies owed to the Chapter and of expenditures incurred by the Chapter and take all appropriate measures to assure the prompt collection of payment of, and accounting for, Chapter funds;
- C. Receive all funds due the Chapter and maintain bank accounts for the orderly processing of all funds, in accordance with the Bylaws;
- D. Furnish quarterly financial statements containing comments and recommendations to the members of the Executive Board;
- E. Maintain a current membership roster for the purpose of verification of eligible voters;
- F. Provide the Area Vice Presidents with a list of their Area's current membership on a quarterly basis
- G. Make a full report of all financial activities at the Chapter Annual Conference.
- H. Annually prepare and submit appropriate tax documents to IRS if and when needed.

Section 6. Area Vice Presidents

6.1 Authority

The Area Vice Presidents shall have such duties and exercise such authority as from time to time may be delegated or assigned by the President or the Executive Board. The Florida Chapter of NENA is divided by counties into four geographical areas of the state, each of which is headed by an Area Vice President:

- ∅ West Florida Area, (WEFA), composed of the following counties: Escambia, Santa Rosa, Okaloosa, Walton, Holmes, Washington, Bay, Jackson, Calhoun, Gulf, Liberty, Franklin, Gadsden, Wakulla, Leon, and Jefferson.
- ∅ North Florida Area, (NOFA), composed of the following counties: **Levy**, Madison, Taylor, Hamilton, Suwannee, Lafayette, Dixie, Flagler, Gilchrist, Columbia, Baker, Union, Bradford, Alachua, Nassau, Duval, Clay, St. Johns, and Putnam.
- ∅ Central Florida Area, (CEFA), composed of the following counties: **Sarasota**, Marion, Volusia, Citrus, Sumter, Lake, Seminole, Orange, Brevard, Hernando, Pasco, Pinellas, Hillsborough, Polk, Osceola, Indian River, and Manatee.
- ∅ South Florida Area, (SOFA), composed of the following counties: DeSoto, Hardee, Highlands, Okeechobee, St. Lucie, Charlotte, Glades, Martin, Lee, Hendry, Palm Beach, Collier, Broward, Dade, and Monroe.
- ~ Amended Oct 2009; membership voted move Hardee from CEFA to SOFA.

6.2 Duties

- A. Preside at all meetings of their respective areas with a minimum of two meetings being held annually;
- B. Serve as the coordinator of area functions of the Chapter representing the Executive Board in those matters where the Area Vice President has a responsibility in accord with required duties;
- C. Serve as liaison between area members and the Executive Board;
- D. Carry out the purposes of the Chapter as set forth in its Constitution and Bylaws.

6.3 Qualifications

- A. Only members in good standing of the Florida NENA Chapter may serve as an Area Vice President.
- B. Area Vice Presidents must permanently reside in the Area that they represent.

Section 7. Executive Board

7.1 Designation

The Executive Board shall consist of the regularly elected officers, as defined in the Articles, currently serving the Chapter in their designated capacities. The Executive Director, if there is one, shall meet with and serve the Executive Board in an advisory capacity without voting power. The Immediate Past President and committee chairs shall also be members of the Executive Board in an advisory capacity without voting power.

7.2 Authority

Authority is hereby provided for the Executive Board, between Chapter Annual Conferences, to perform all functions and do all acts, which the Chapter might do or perform, except it shall not have the power to amend the Constitution and/or Bylaws. Its decision shall be final in matters determined reasonable and proper. It has the power to convene or poll itself. The Executive Board may utilize telephonic conferences in addition to meeting in person, and any decisions made telephonically shall be as valid and binding as those made otherwise. Minutes shall be maintained of all meetings and conferences.

7.3 Duties

The duties of the Executive Board are as follows:

- A. Report all business considered during the current year at the Chapter Annual Conference;
- B. Make recommendations to the membership at the Chapter Annual Conference on business published to the membership and/or business of which the membership has received notice;
- C. Supervise all accounts and expenses of the Chapter and review the financial status of accounts of the Executive Director if there is one.
- 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 objectives and anticipated expenses of any projects that are not a part of the regular activities of the Chapter;

- E. Select the site of the Chapter Annual Conference and inform the membership thereof.
- F. Be responsible for the operation of any publication which the Chapter publishes or sponsors.
- G. Where or when appropriate call a special meeting of the Chapter.
- H. Maintain the corporate status of the Chapter per Bylaws Article XIII.
- I. Establish a grievance policy/procedure to resolve conflicts between Members and/or Chapters.
- J. Establish such additional policies/procedures as may be necessary to orderly conduct the Chapter's business.

7.4 Meetings

The Executive Board shall meet at least quarterly and at such times and places as the President shall designate, or as the Board itself may otherwise deem necessary by a majority vote of its members. Reasonable advance notice of such meetings shall be provided to all members of the Executive Board.

7.5 Quorum

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

7.6 Parliamentary Authority

The President's parliamentary decision upon the Conference floor shall be final, provided it is not in conflict with the Conference Rules of the Chapter and for other matters by Roberts Rules of Order to the extent practical.

ARTICLE VI PROCEDURES

Section 1. Amendment Procedure

1.1 Statement of Restrictions

The Constitution and/or Bylaws of the Chapter may be amended only by a majority vote of the membership.

1.2 Requirements

A proposal to amend the Constitution and/or Bylaws of the Chapter shall be honored from any eligible voting member. Errors in the format of such proposal shall not be cause for rejection of that proposal.

An amending proposal shall be submitted by the maker in written form to the Executive Board and the proposal shall include the following information:

- A. The name of the maker of the proposal;
- B. The intent of the proposal;
- C. The date of the Chapter Annual Conference designated for proposal consideration;
- D. The Article(s), Section(s), and Paragraph(s) of the Constitution and/or Bylaws proposed for amendment;
- E. The proposed amending language.

1.3 Drafting of Resolutions

A resolution to amend the Constitution and/or Bylaws of the Chapter shall be based upon the required amending proposal and shall be drafted with the guidance of the Executive Board. A copy of the draft resolution shall be provided to the maker for concurrence prior to publication.

Participation by the Executive Board in these matters shall not be considered therein except when the Executive Board initiates an amending resolution.

1.4 Required Publication

An amending resolution which has been processed in accord with the requirements of Section 1.2 and 1.3 of this Article shall be published and distributed to all members of the Chapter no less than 30 days prior to its final consideration.

1.5 Revision of Resolution

A conference or business meeting quorum may make amendments to a resolution to mend 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 the Chapter in accord with other provisions of the Constitution and/or Bylaws shall be in force and effect upon the adjournment of the Chapter Annual Conference or business meeting where considered and adopted provided an exception to this effect is not otherwise contained in the language of the resolution adopted.

Section 2. Impeachment

2.1 Written notice of an impeachment proceeding shall be rendered.

2.2 A two-thirds majority vote of the total membership present at a Chapter Annual Conference, or at a special meeting, shall be required for the removal from office of an officer of the Chapter.

Section 3. Parliamentary Procedure

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

ARTICLE VII COMMITTEES

Section 1. Standing Committees

1.1 Nominating Committee

The President shall appoint the membership of the committee. The committee shall include at least one member from each of the areas of the Chapter stated in the Bylaws

- 1.2 The committee shall report a slate of nominees for officers as set by this Chapter's Bylaws, The slate of nominees shall be presented to the membership in accord with the election procedure stated in this Chapter's Bylaws.

Section 2. Special Committees

Special committees may be appointed by the President as deemed necessary for specific tasks. 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 VIII EMPLOYMENT OF LEGAL COUNSEL

Section 1. 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.

Section 2. 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.

ARTICLE IX ANNUAL CHAPTER CONFERENCE

Section 1. Conference Schedule

The dates, times, and locations of the Chapter Annual Conferences shall be established by the Executive Board with due consideration for cost effectiveness and to promote coordination with other organizations supportive of the purpose of NENA.

Section 2. Conference Rules

Conference rules may be established by the Executive Board between Chapter Annual Conferences or by a majority vote of the Chapter Annual Conference quorum. The conference rules shall be part and parcel of these Bylaws provided the provisions of this Chapter are waived with respect to the conference rules

2.1 Conference Quorum

The eligible voting members attending a business meeting of the Chapter Annual Conference shall constitute a conference quorum.

ARTICLE X GRANTS AND CONTRIBUTIONS

Section 1. Application for Funds

The President of the Chapter or any member designated by the Executive Board may make application to any organization, corporation, agency, group, or person for grants, contributions or contract of funds or property for carrying out general or specific purposes of the 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, contribution, or contract 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, contribution, or contract for the Chapter shall immediately notify the President or a member of the Executive Board, but no grant or contribution shall be finally 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 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 the Chapter unless provided otherwise in the terms of the grant or contribution and agreed to by the Executive Board.

ARTICLE XI 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 or employee shall be returned immediately to the Chapter in the event of their death, resignation, suspension, or expulsion.

ARTICLE XII DISBURSEMENT OF ASSETS UPON DISSOLUTION

Section 1. Statement of Intent

Should the Florida Chapter of NENA 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 Chapter Executive Board if between Annual Conferences.