

CONSTITUTION AND BYLAWS
OF THE NEW JERSEY CHAPTER OF THE
NATIONAL EMERGENCY NUMBER ASSOCIATION, INC.

ADOPTED, JUNE 1994
REVISED OCTOBER 16, 2000

CONSTITUTION

ARTICLE I - PURPOSE AND AUTHORITY

SECTION 1. Name, Abbreviation and Affiliation

This organization shall be known as the New Jersey Chapter of the National Emergency Number Association, Inc., abbreviated as NJ-NENA.

This organization shall be a chapter of the National Emergency Number Association, Incorporated, abbreviated as NENA. All members of NENA are also members of the State Chapter in which they reside, or are employed in a capacity that meets the requirements of membership eligibility as set forth in Article II.

The geographical area served by NJ-NENA shall be the entire State of New Jersey.

Section 2. Purpose

The purpose of NJ-NENA shall be to:

2.1 Foster the development, availability, and implementation of a universal emergency telephone number common to all jurisdiction(s) through research, planning, training and education; represent its members before communications regulatory agencies and policy making bodies appropriate; and strive towards citizens having immediate access to emergency public safety services so that safety of human life, protection of property and civic welfare are benefitted to the utmost degree;

2.2 Aid and assist in the timely collection and dissemination of information relating to a universal emergency telephone number;

2.3 Prepare, publish, and distribute or cause to be prepared, published, and distributed a

publication at regular intervals. This publication shall contain technical, administrative, operational, training, and educational information considered of interest to the membership of this Association and to other people interested in public safety emergency communications;

2.4 Provide for membership in this Association in accordance with the language and intent of its Constitution and Bylaws which are now, or may later be, in effect. Membership shall have such rights and privileges by classifications as may be provided from time to time.

ARTICLE II - MEMBERSHIP

Section 1. Eligibility.

1.1 Membership shall be open to all persons of good character who meet the membership requirements of this Constitution and/or Bylaws adopted pursuant thereto. Membership shall not be limited other than by classification and good character, and shall have such rights and privileges by classifications as may be provided from time to time.

1.2 Membership shall not be denied on the basis of race, color, creed, national origin, sex, age, or numerical limitation.

1.3 Members shall be admitted in accord with the requirements set forth in this Article and in the Bylaws under Articles of Membership.

Section 2. Classification.

The membership of this Chapter shall be divided into the classes of Active Member, Commercial Member, Associate Member, and Lifetime Member. Lifetime Member requires no annual member fee.

2.1 Active Member

The following shall be eligible for Active membership in this Chapter: any administrative, supervisory and telecommunication personnel responsible for planning, organizing, staffing, directing, controlling and operating functions required in the design, promotion, construction, installation, maintenance, command, and/or operation of public safety emergency communications systems who are employed and salaried by federal, state, or local government agency, or an agency substantially supported by government funds. National Active Members automatically become Active Members of NJ-NENA.

2.2 Commercial Member

The following shall be eligible for Commercial membership in this Chapter: those persons in the business sector who receive the majority of their compensation from the design, manufacture, sale, service, maintenance, lease, rental or promotion of equipment or systems which are used or can be used in public safety emergency systems; and those persons who are engaged in writing, publishing, advising and consulting in the public safety communications field or who distribute goods and represent companies, firms or persons including themselves and others who profit materially from such activities. National Commercial Members automatically become Commercial Members of NJ-NENA.

2.3 Associate Member

The following shall be eligible for Associate membership in this Chapter: those persons not eligible for the Active or Commercial classes of membership; those persons involved in the emergency communications field in a capacity of support personnel or in non-management positions; those persons who have otherwise qualified for active or commercial membership but are no longer employed or active in the emergency communications field; or persons with no direct or indirect connection to the emergency communications field in any way but wish to support the goals and objectives of NJ-NENA. Privileges of Associate Members are restricted as follows: Associate Members are non-voting members of the national association and the chapters; may not nominate candidates for national or chapter office; may not hold national or chapter offices. Associate Members will not receive the annual Membership Directory. National Associate Members automatically become Associate Members of NJ-NENA.

2.4 Lifetime Member

Lifetime Members are those members as designated by National NENA. Lifetime Members shall not pay dues, but have all privileges as determined by National NENA. All National NENA Lifetime Members within the State of New Jersey automatically become a Lifetime Member of NJ-NENA.

Section 2. Dues

The dues rate for each class of membership of this Chapter is set forth in Article V of the Bylaws of the National Constitution and Bylaws, and specifies the rate of dues returned to the state chapter.

Section 3. Voting and Officer Eligibility and Restrictions

3.1 Only Active or Lifetime Members may hold the elected position of President, First Vice President, Second Vice President, and Regional Vice Presidents.

3.3 Regional Vice Presidents must reside or be employed in a capacity that meets the requirements of membership eligibility as set forth in Article II of the Constitution within the Region that they serve.

3.4 Only Commercial Members may hold the elected position of Commercial Vice President.

3.5 Active, Commercial, and Lifetime Members are eligible for appointment by the Chapter President as Secretary or Treasurer.

ARTICLE II - OFFICERS

Section 1. Designation

The officers of the Chapter shall consist of the following: President, First Vice President, Second Vice President, Secretary, Treasurer, Commercial Vice President, and three Regional Vice Presidents representing the three regions of State.

The term of office for the officers of this Chapter is established by the Bylaws, Article II.

Section 2. Election Procedure

2.1 The Chairman of the Nominating Committee shall request nominations for particular offices from the membership at least 120 days before the Annual Conference. Nominees must be eligible to hold office nominated for in accordance with the Constitution Article II, Section 2.

2.2 After receipt of nominations from the membership, the Nominating Committee will report a final slate of candidates to the membership at least thirty days before the date of the Annual Conference, together with ballots. Officers shall be elected by secret ballot from the final slate, prepared as required by the Constitution and Bylaws.

2.3 Election ballots shall be returned no later than 2:00 o'clock p.m., on the first day of the Annual Conference. All ballots shall be returned unopened to the Chairman of the Nominating Committee. The full Committee will then open and count each ballot. Challenges as to the validity of any ballot shall be settled by the Executive Board. Upon completion and certification of the ballot count, the results shall be forwarded to the Executive Board.

2.4 Elections shall be by secret ballot, and winners determined by receiving a simple majority (50% plus 1). Secret ballots shall be counted by the nomination committee. If more than two candidates compete for the same office and a simple majority by one candidate is not achieved, the candidate receiving the most votes shall be declared the winner.

IV. ANNUAL CONFERENCE

Section 1. Definition

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

Site and date for the Annual Conference of the Chapter shall be the responsibility of the incoming Executive Board.

ARTICLE V. TRADEMARK 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 organization.

1.1 The Chapter is specifically authorized to use the logo for stationary purposes in the pursuit of their normal business activities.

1.2 The use of the logo in the manufacture of jewelry and hardware and in conjunction with identification and/or commercial activities is expressly prohibited except as provided for in Section 1.3 herein.

1.3 Any deviation from the restrictions of Section 1.2 above shall require the express written authority of the Executive Board of the National Association in each particular instance.

ARTICLE VI. COMPATIBILITY

In the event that any conflict occurs between the Constitution and/or the Bylaws of National NENA and the Constitution and/or Bylaws of NJ-NENA, the National NENA Constitution and/or Bylaws will prevail.

BYLAWS

ARTICLE I - ELECTION OF MEMBERS

Section 1. Membership Applications

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

1.1 All membership applications shall be submitted to the National office.

1.2 The National office will report new members to NJ-NENA, where applicable.

ARTICLE II. - OFFICERS - GENERAL

Section 1. Terms of Office

Elected officers shall assume their duties and authorities on the last day of the Annual Conference at which they were elected. officers shall remain in office for a period of two years or until the installation of their elected successor or the investiture of their successor, as provided in the Constitution and Bylaws.

Section 2. Succession of Office

At each Annual Conference, an investiture will be held wherein the person holding the office of First Vice President shall succeed to the office of President, and the person holding the office of Second Vice President shall succeed to the office of First Vice President.

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 fulfillment shall be in acting capacities until the next Annual Conference where the acting officer shall be eligible for regular investiture to office. Such acting capacities shall have no otherwise effect upon their normal terms of office or eligibility thereto.

3.2 Vacancies in the office of Second Vice President, Secretary, Treasurer, Commercial Vice President, and any of the three Regional Vice Presidents posts shall be filled by Presidential appointments as confirmed by the Executive Board, and such appointee shall perform his/her duties in the acting capacity until the next Annual Conference where the person so acting shall be eligible for regular nomination to office.

ARTICLE III - OFFICERS (DUTIES AND AUTHORITY)

Section 1. Authority of the President

The President shall have the authority to:

1.1 Carry out duties as delegated to this Article, and those policies duly adopted by the Executive Board;

1.2 Appoint special committees to perform tasks deemed necessary;

- 1.3 Authorize reasonable and proper expenses, up to \$250.00 of any Board member for purpose of specific Association duties; such authorization shall be reported to the full Board, by mail, electronic mail, or fax within 72 hours;
- 1.4 Call any committee into session at any time;
- 1.5 Appoint the Secretary and Treasurer as confirmed by the Executive Board.

Section 2. Duties of the President shall include the following:

- 2.1 Preside at all meetings of NJ-NENA and/or serve as chair of the Executive Board;
- 2.2 Appoint committees and committee chair-persons in accordance with the Constitution and Bylaws;
- 2.3 Report on the State of NJ-NENA to the membership at its Annual Conference;
- 2.4 Carry out the purposes of NJ-NENA as set forth in its Constitution and Bylaws;
- 2.5 Keep the NJ-NENA Executive Board informed of Chapter and National matters;
- 2.6 Make appointments to fill vacancies in office.

Section 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 the Chapter or National NENA and for other matters by Roberts Rules of Order to the extent practicable.

Section 4. Vice Presidents

4.1 First Vice President

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 the 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 or assigned by the President or the Executive Board.

4.2 Second Vice President

It shall be the duty of the Second Vice President to perform all the 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 exercise such authority as from time to time may be delegated or assigned by the President or Executive Board.

4.3 Secretary

The Secretary shall provide for the notice and keeping of minutes and records of the Annual Conference of this Chapter, and serve as the Secretary for all meetings of the Executive Board. In the absence of the Secretary, the Board of Directors shall appoint someone to serve at that meeting.

4.4 Treasurer

The Treasurer shall collect all monies due NJ-NENA and remit same to a bank approved by the Chapter Executive Board. Publish a quarterly and annual statement to the Chapter Executive Board of all income and expenses paid.

4.5 Commercial Vice President

The Commercial Vice President chairs the Commercial Committee. The Commercial Vice President 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.

4.6 Regional Vice Presidents

Regional Vice Presidents are empowered to perform such duties and exercise that authority delegated or assigned by the President or the Executive Board. The State of New Jersey shall be divided into three regions, each of which is headed by a Regional Vice President.

Region North includes the following counties: Bergen, Essex, Hudson, Passaic, Morris, Sussex and Warren. Region Central includes the following counties: Hunterdon, Mercer, Middlesex, Monmouth, Somerset, Ocean and Union. Region South includes the following counties: Atlantic, Burlington, Camden, Cape May, Cumberland, Gloucester and Salem.

Section 5. Executive Board

5.1 Designation

The Executive Board shall include the President, immediate past President, First and Second Vice Presidents, Secretary, Treasurer, Commercial Vice President, and the three Regional Vice Presidents.

5.2 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/or 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.

5.3 Duties

The Executive board shall make appropriate recommendations to the membership at the Annual Conference on matters considered by the Board since the last Annual Conference.

The Board shall supervise all accounts and expenses of the Chapter and review the audits of the accounts of the Treasurer.

The Board shall 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 a part of the regular activities of the Chapter.

5.4 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 to be a majority vote of its members.

5.5 Quorum

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

5.6 Dual Offices

Members can only hold one elected office at any given time.

ARTICLE V - COMMITTEES

Section 1. Standing Committees

1.1 Nomination Committee

The members of this committee are the immediate Past President and two other members at the discretion of the President. The immediate Past President shall serve as Chair.

The Committee shall report a slate of nominees for second Vice President and the three Regional Vice President offices consisting of at least one nominee from each Region.

The slate of nominees pre-qualified by the nominating committee using criteria adopted by the board shall be presented to the membership in accord with the election procedure slated in the Constitution Article III, Section 1.3.

1.2 Legislative Committee

Any member of the NJ-NENA Chapter may participate on the Legislative Committee. The chairperson for this committee may not be a commercial member.

1.3 Commercial Committee

Only Commercial Members of the NJ-NENA Chapter may participate on the Commercial Committee.

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

When not otherwise specified, the duties of committees shall be designed by the President.

ARTICLE V - DUES

Section 1. Dues Rates

The annual dues rates for Active and Commercial Members of NENA are as established by the National Office for each membership. A percentage of the National NENA membership fee for

Active and Commercial Members will be returned to NJ-NENA for each Active or Commercial Chapter Member.

Annual dues rates for Associate Members shall be as established by the National Office. A percentage of the membership fee for each Associate Member will be returned to NJ-NENA for each Associate Chapter Member.

Section 2. Dues Payment Schedule

Membership dues are payable once a year in January. Members who are delinquent over 90 days from January 1 shall be dropped from National and Chapter rolls.

ARTICLE VI - OFFICIAL PUBLICATION

There shall be an official publication of this Chapter, which shall be governed by the NJ-NENA Executive Board. Operation of this publication shall be the responsibility of the Executive Board.

ARTICLE VII - PROCEDURES

Section 1. Amendment Procedures

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, except as provided for herein.

1.2 Requirements

A proposal to amend the Constitution and/or Bylaws of the Chapter shall be honored from any 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 of Resolutions to Amend

A resolution to amend the Constitution and/or Bylaws of this Chapter shall be based upon the 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 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 Section 1.2 and 1.3 of this Article shall be published and distributed to all members of this Chapter no less than thirty 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 Chapter 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 membership at any annual conference or special called meeting shall be required for the removal from office of an officer of this Chapter. Written notice of the intention of removal shall be mailed to each member not less than thirty (30) days prior to the meeting.

Section 3. Parliamentary Procedure

Upon any question coming before this Chapter 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 VIII - DISBURSEMENT OF ASSETS UPON DISSOLUTION

Section 1. Statement of Intent.

Should NJ-NENA be dissolved, all assets shall be forwarded to National NENA.

ARTICLE IX - ANNUAL CONFERENCE

Section 1. Conference Quorum

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

Section 2. Conference Rules

Conference rules may be established by a majority vote of an Annual Conference quorum. The conference rules shall be part and parcel of these Bylaws provided the provisions of Bylaws, Article VII, Section 1.5 are waived with respect to the conference rules only.

ARTICLE X - GRANTS AND CONTRIBUTIONS

Section 1. Application for Funds

The President of this Chapter or any member designed 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 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 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 President, but no grant or contribution shall be finally accepted by the Chapter except upon approval by 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 this Association, 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 rights, 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 a member or employee shall be returned immediately to the Chapter in the event of his/her death, resignation, suspension, or expulsion.