

**CONSTITUTION AND BYLAWS
LOUISIANA CHAPTER
NATIONAL EMERGENCY NUMBER ASSOCIATION, Inc.**

Constitution

~~ARTICLE I - PURPOSE AND AUTHORITY~~

~~Section 1. Name and General Membership Requirement~~

~~This organization shall be known as the LOUISIANA CHAPTER NATIONAL EMERGENCY NUMBER ASSOCIATION (NENA).~~

ARTICLE I - NAME

The name of this association is the Louisiana Chapter of the National Emergency Number Association, Inc., also referred to as the "chapter," under a charter granted by the NENA Executive Board.

~~Section 2. Purpose~~

~~The purpose of the LOUISIANA CHAPTER, NENA shall be to:~~

~~A. Foster the development, availability and implementation of a universal emergency telephone number common to all jurisdictions through research, planning, training, and education; represent its members before communication regulatory agencies and policy making bodies as appropriate; and strive toward citizens having 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;~~

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

~~C. Prepare, public 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 communications;~~

~~D. Provide for membership in this Association in accordance with the language and intent of its Constitution and Bylaws which are now, and may later be, in effect. Membership shall not be limited other than by classification and good character, and shall have such rights and privileges as may be provided from time to time.~~

ARTICLE II - OBJECT

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

A. Leading 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. Representing its members before communications regulatory agencies and appropriate policy making and legislative bodies;
- C. Enabling 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. Aiding and assisting in the timely collection and dissemination of information relating to a universal emergency telephone number.

ARTICLE II — MEMBERSHIP

~~Section 1. Membership Designations~~

~~The membership of this Association shall be divided into the classes of ACTIVE MEMBER, COMMERCIAL MEMBER, ASSOCIATE MEMBER, and LIFETIME MEMBER. Lifetime Member requires no annual member fee.~~

~~Members shall be admitted in accord with the classification requirements set forth in this Article. Membership shall not be denied on the basis of race, color, creed, national origin, sex, age or numerical limitation. All members are eligible to serve on committee if appointed.~~

~~1.1 Active Member~~

~~The following shall be eligible for ACTIVE membership in the Association: 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 local public safety communications systems who are employed or salaried by federal, state or local government agency, or an agency substantially supported by government funds.~~

~~1.2 Commercial Member~~

~~The following shall be eligible for COMMERCIAL membership in this Association: 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 emergency communications field or who distribute goods and represent companies, firms or persons including themselves and others who profit materially from such activities.~~

~~1.3 Associate Member~~

~~Those persons not eligible for, or restricted from, the ACTIVE or COMMERCIAL class of membership shall be eligible for Associate membership.~~

~~1.4 Life Member~~

~~Life membership is an honorary term, determined by a member's regular classification and shall be bestowed by majority vote of the general membership and such member shall not pay dues but have all privileges held during regular membership.~~

ARTICLE III - MEMBERSHIP

Section 1. Membership Application

- A. All membership applications shall be submitted to the NENA National office on standard forms as approved by the NENA National Executive Board.
- B. NENA shall not be discriminatory in any of its practices.
- C. Membership categories shall be the same as for the NENA National Association: Public Sector members, Private Sector members, Emergency Dispatcher members, and Associate members.
- D. Automatic membership in the chapter shall be granted to those NENA members who reside or work within this chapter's geographic jurisdiction.

~~Section 2. Dues~~

~~The dues rate for each class of membership in this Association 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 2. Dues

- A. Membership dues are payable to NENA National as of January 1 each year. Members who are delinquent over 90 days from January 1 may be dropped from the Louisiana Chapter membership rolls in accordance with NENA National Executive Board policy. (Reference – National NENA Bylaws, Article 3 –Members, Section 3 –Dues)
- B. The annual dues for all membership categories shall be set by the NENA National Executive Board.

~~Section 3. Voting and Officer Restrictions~~

~~All members of this Association have the right to vote and the right to hold elected office. Only ACTIVE or LIFETIME ACTIVE members may hold the elected positions of President, First Vice President, and Second Vice President. Members may only run for one position/office.~~

Section 3. Membership 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 of the chapter;
 - 3. Amend these bylaws in accordance with the provisions contained herein.

~~ARTICLE III — OFFICERS~~

~~Section 1. Designation~~

~~The offices of the Association shall consist of the following: President; First Vice President and Treasurer; Second Vice President and Secretary.~~

~~All offices will be filled by election at the Annual Conference of the Louisiana Chapter of the Association. A succession of officers as set forth in the Bylaws requires only the election of the Second Vice President and Secretary.~~

~~Section 2. Election Procedure~~

~~2.1 The Chairman of the Nominating Committee shall request nominations for particular offices from the membership through the Chapter Publication at least 120 days before the Annual Conference. Nominees must be eligible to hold the office for which nominated in accord with the Constitution and Bylaws.~~

~~2.2 After receipt of nominations from the membership, the Nominating Committee will report a final slate of candidates at least forty days before the date of the Annual Conference, together with ballots. Officers shall be elected by secret ballot from this final slate, prepared as required by Bylaws. Article IV (Nominating Committee), and this section.~~

~~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 Nominating Committee will then open and count each ballot. Challenges as to the validity of any ballot shall be settled by the Executive Board of Officers. Upon completion and certification of the ballot count, the results shall be forwarded to the President.~~

~~2.4 Election to office shall be determined by receiving a simple majority (50% plus 1) of the votes cast. If more than two candidates compete for the same office and a simple majority of one candidate is not achieved, the candidate receiving the most votes shall be declared the winner.~~

ARTICLE IV - OFFICERS

Section 1. Designation and Term of Office

- A. The Officers of this chapter are President, Vice President, Secretary and/or Treasurer.
- B. The term of office for officers shall be for one (1) year or until a successor is elected and assumes office. Terms of office shall commence upon the completion of the election.

Section 2. Eligibility

Any NENA member, public or private, in good standing may serve as a chapter officer.

Section 3. Nomination and Election

- A. A nominating committee of three members shall be appointed by the Chapter Executive Board. The nominating committee shall elect its own Chairman and shall propose one or more candidates for election, taking into consideration professional reputation, character, and other qualifications that are deemed appropriate by the nominating committee.
- B. Election shall be by ballot and ballots will be distributed during the chapter meeting of which the election is to be held.
- C. Election ballots shall be returned to the Chapter Nomination Committee Chair as designated on the ballot.
- D. Ballots shall be destroyed 90 days after the result of the election has been announced.
- E. 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 policies adopted by the Executive Board.

Section 4. Vacancies

- A. A vacancy in the office of President shall be filled by the Vice President for the remainder of that term.
- B. A vacancy in any other office may be filled by the Chapter Executive Board for the remainder of the term.

Section 5. Impeachment

A two-thirds majority vote of the total membership shall be required for the removal from office of an officer of this Association.

~~ARTICLE IV – ANNUAL CONFERENCE (revised under Article X)~~

~~Section 1. Definition~~

~~The annual meeting of this Association shall be known as the Annual Conference. Site and date for the ANNUAL CONFERENCES of the Association shall be the responsibility of the Executive Board of Officers. Announcement of future conference sites shall be made at the close of the ANNUAL CONFERENCE by the Incoming President.~~

~~ARTICLE V – TRADEMARK PROTECTION (duplicated as Article XIII)~~

~~Section 1. Statement of Policy~~

~~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 Chapters are specifically authorized to use the logo for stationery 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 the 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.~~

~~BY-LAWS~~

~~ARTICLE I - ELECTION OF MEMBERS (revised under Article III)~~

~~Section 1. Membership Applications~~

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

~~1.1 Applications from the State of Louisiana~~

~~A. Persons residing and/or employed within the state of Louisiana shall submit completed standard application forms through the Louisiana Chapter, NENA, which holds the charter for its particular geographical area.~~

~~B. after determining the eligibility and classification of the applicant, the chapter secretary shall report such memberships, along with proper dues, to the National Office.~~

~~C. If the application is submitted directly to the National Office, the Executive Director shall forward it to the local chapter secretary for processing in order to verify eligibility and classification and to assure membership at both the local chapter and national levels.~~

~~ARTICLE II - OFFICERS - GENERAL (revised under Article IV)~~

~~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 until the installation of their elected successor or the investiture of their successor, as provided in Section 2 herein.~~

~~Section 2. Succession of Office~~

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

~~Section 3. Vacancies in Office~~

~~3.1 Vacancies in the offices of President and First Vice President and Treasurer shall be filled by an 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 eligibilities thereto.~~

~~3.2 Vacancies in the office of Second Vice President and Secretary shall be filled by Presidential appointment as confirmed by the Executive Board of Officers; and such approved appointee shall perform his 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. 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;~~
- ~~B. Appoint special committees to perform tasks deemed necessary;~~
- ~~C. Authorize reasonable and proper expenses, up to \$250.00 to any Board member for the purpose of specific Association duties. Such authorization shall be reported to the full Board, by mail, within 72 hours;~~
- ~~D. Call any committee into session at any time;~~
- ~~E. Engage legal counsel in accordance with the approval of the Executive Committee of the Louisiana Chapter.~~

~~1.2 In addition to such other authority, the President's duties shall include the following:~~

- ~~A. Preside at all meetings of this Association and/or the Executive Board and serve as Chair of the Executive Board;~~
- ~~B. Appoint committees in accordance with Article IV of these Bylaws;~~
- ~~C. Report on the State of the Association to the membership at its Annual Conference;~~
- ~~D. Carry out the purposes of this Association as set forth in its Constitution and Bylaws;~~
- ~~E. Keep the Executive Board informed of Association matters; and~~
- ~~F. Make appointments to fill vacancies in office.~~

~~Section 2. Vice Presidents~~

~~2.1 First Vice President and Treasurer~~

~~It shall be the duty of the First Vice President and Treasurer to perform all the duties of the President in his/her absence. When so acting, the First Vice President and Treasurer shall have all powers of and be subject to all the restrictions upon the President and each officer must cosign all checks in the absence of the President. The First Vice President and Treasurer shall have such other duties and exercise such other authority as from time to time may be delegated by the President or the Executive Board.~~

~~2.2 Second Vice President and Secretary~~

~~It shall be the duty of the Second Vice President and Secretary to perform all the duties of the First Vice President and Treasurer in his/her absence. When so acting, the Second Vice President and Secretary shall have all the powers and be subject to all restrictions upon the First Vice President and Treasurer. The Second Vice President and Secretary shall provide for the notice and keeping of minutes and records of the Annual Conference of this Association, and serve as the Secretary for all meetings of the Executive Board. The Second Vice President and Secretary 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.~~

Section 6. Duties of Officers

A. President – The President shall:

1. Serve as chair of the executive board and preside at all 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 incident to the office and such other duties as may be prescribed by the governing documents or by the chapter executive board.

B. Vice President – The Vice President shall:

1. Perform all the duties of the president in their absence or inability to act. When so acting, the vice president shall have the powers of and be subject to all restrictions upon the president;
2. Perform the duties incident to the office and such other duties as may be prescribed by the governing documents or by the chapter executive board.

C. Secretary – The secretary shall:

1. Ensure the production and distribution, including NENA headquarters, of accurate minutes of all meetings of the members and Chapter Executive Board Committee.
2. Ensure that all 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 incident to the office and such other duties as may be prescribed by the governing documents or by the chapter executive board.

D. 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 incident to the office and such other duties as may be prescribed by the governing documents or by the chapter executive board.

~~Section 3. Executive Board~~

~~3.1 Designation~~

~~The Executive Board membership shall include the President, all past Presidents, First and Second Vice Presidents, and the Chairs of all Special Committees. The Past Presidents and Chairs of all Special Committees shall meet with and serve the Executive Board in an advisory capacity, without vote.~~

Article V - Executive Board

Section 1. Designation

The Executive Board shall include the President, Vice President, Secretary/Treasurer and immediate Past President.

~~3.2 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.~~

~~3.3 Duties~~

~~The duties of the Executive Board are as follows:~~

~~A. Make appropriate recommendations to the membership at the Annual Conference on matters considered by the Board since the last Annual Conference;~~

~~B. Supervise all accounts and expenses of the Association, and review the audit of the accounts of Association;~~

~~C. Review, modify as necessary, and approve the proposed budget of the Louisiana Chapter, such budget to show anticipated revenue, expenses and the desired objective, and anticipated expenses of any projects that are not a part of the regular activities of the Association.~~

Section 2. Authority 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. Fill vacancies in accordance with these bylaws;
 3. Appoint additional committees as deemed necessary;
 4. Engage legal and other counsel as deemed appropriate by the Chapter Executive Board; and
 5. Issue an annual financial report to the membership and report on chapter activities.

~~3.4 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.~~

~~3.5 Quorum~~

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

Section 3. Chapter Executive Board Meetings.

- A. The Chapter Executive board shall meet at the regularly scheduled Chapter meetings. 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 two 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 a special meeting. Notice may be sent by electronic mail and other methods as allowed by executive board policies.

~~**ARTICLE IV – COMMITTEES**~~

~~Section 1. Standing Committees~~

~~1.1 Nominating Committee~~

~~The members of this committee are the Immediate Past President and four other members elected by the general membership Conference preceding the Annual Conference by at least 90 days.~~

~~The Committee shall report a slate of nominees for Second Vice President and Secretary. The slate of nominees shall be presented to the membership in accord with the election procedure stated in the Constitution, Article 3, Section 2.~~

~~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~~

~~Where not otherwise specified, duties of committees shall be designated by the President.~~

ARTICLE VI – COMMITTEES

Section 1. There shall be the following standing committees: Bylaws, Elections, and may include Finance/Investment.

- A. Bylaws Committee – There shall be a bylaws committee composed of at least three members. The Chapter President shall appoint the chair subject to the approval of the Chapter Executive Board, and members of the committee 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 Chapter President shall appoint the Chair subject to approval by the Chapter Executive Board. 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, count ballots, and report to the membership on the results of the election.
- C. Finance/Investment Committee – There may be a finance/investment committee to oversee all financial matters, including but not limited to, the financial planning of the chapter. The finance/investment committee shall be chaired by the treasurer.

Section 2. Special Committees.

Special committees may be formed by the members or the Chapter Executive Board and shall perform duties as directed.

~~ARTICLE V – DUES (revised under Article III Section 2)~~

~~Section 1. Dues Rates~~

~~Annual dues rates for the National Association are \$60.00 per year for each membership classification, and a designated portion of those dues shall be returned to the Louisiana Chapter.~~

~~Section 2. Dues Payment Schedule~~

~~Membership dues are payable on the anniversary date of joining. Members who are delinquent over 90 days from their anniversary date shall be dropped from the membership roll.~~

~~ARTICLE VI – OFFICIAL PUBLICATION (deleted)~~

~~There shall be an official publication of this Association, which shall be governed by the Executive Board. Operation of this publication shall be the responsibility of the Executive Board.~~

~~ARTICLE VII – PROCEDURES~~

~~Section 1. Amendment Procedure~~

~~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, as specified herein.~~

~~1.2 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. 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 Association 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 Association 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 Association 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.~~

ARTICLE VII – 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 five (5) chapter members.
- B. The exact text of the change being proposed must be submitted to the Chair of the Bylaws committee at least 90 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. Submit proposed amendments to the members at least thirty 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 and voting.

E. Copies of chapter bylaws shall be submitted to NENA headquarters whenever changed.

~~Section 2. Impeachment (Revised under Article IV)~~

~~A two thirds majority vote of the total membership shall be required for the removal from office of an officer of this Association.~~

~~Section 3. Parliamentary Procedure~~

~~Upon any question coming before this Association 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 – PARLIAMENTARY AUTHORITY

The rules contained in the current 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 VIII – DISBURSEMENT OF ASSETS UPON DISSOLUTION**~~

~~Section 1. Statement of Intent~~

~~Should NENA, Inc. 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 Executive Board if between annual conferences.~~

ARTICLE IX – ADMINISTRATION

Section 1. Insurance and Indemnification

Officers and /or others as designated by the Executive Board may be insured in accordance with chapter executive board policies.

Section 2. 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.

Section 3. 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 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 the 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 – MEMBERSHIP MEETINGS

Section 1. Membership meetings

- A. The chapter shall meet quarterly at a time and place as determined by the Executive Board.
- B. An annual meeting shall be held for the purpose of receiving reports on the activities and financial condition of the chapter. Notice of the annual meeting stating the date, time and location shall be sent to all members at least forty-five days in advance of the meeting.
- C. Special membership meetings may be called by the Executive Board or upon the written request of five (5) chapter members. Notice of a special meeting must include all of the items that will be brought up at the meeting, the date, time and location of the special meeting.
- D. Proxy voting shall not be allowed.

~~ARTICLE X – GRANTS AND CONTRIBUTIONS~~

ARTICLE XI -GRANTS AND CONTRIBUTIONS

Section 1. Application for Funds

The President of this Association 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 Association. 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 Association would be motivated by the desire to further the purposes of the Association 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 Association shall immediately notify the President and no grant or contribution shall be finally accepted by the Association except upon approval of the Executive Board. The terms of any such grant or contribution shall be set forth in writing and signed on behalf of the Association and the donor.

Section 3. Administration of Funds

Any grant or contribution of the Association shall be credited to its general fund unless, under the terms thereof, a special fund is of such grant or contribution shall follow the procedure defined for general funds of the Association, unless provided for otherwise in the terms of the grant or contribution and agreed upon by the Executive Board.

~~ARTICLE XI - RETENTION OF PROPERTY INTEREST~~

ARTICLE XII - RETENTION OF PROPERTY INTEREST

Section 1. Retention of Title

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

Section 2. Requirements for Return of Property

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

ARTICLE XIII- TRADEMARK PROTECTION

Section 1. Statement of Policy

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.

- A. Chapters are specifically authorized to use the logo for stationery purposes in the pursuit of their normal business activities.
- B. The use of the logo in the manufacture of jewelry and hardware and in conjunction with the identification and/or commercial activities is expressly prohibited except as provided for in Section 1.C herein.
- C. Any deviation from the restrictions of Section 1.B above shall require the express written authority of the Executive Board of the National Association in each particular instance.