



GEORGIA 9-1-1 DIRECTORS ASSOCIATION  
CONSTITUTION and BYLAWS

As approved by the Quorum  
(November 19, 2009)

# CONSTITUTION

## **ARTICLE 1 – PURPOSE & AUTHORITY**

### **Section 1. Name and General Membership Requirement**

This organization shall be known as the

#### **Georgia 9-1-1 Directors Association**

Its membership shall be open to all persons who are directors, assistant directors, and any person who has managerial responsibilities of a Public Safety Communications Operation.

A yearly membership fee as determined by a vote of the membership will be collected. Membership will run from January 1<sup>st</sup> to December 31<sup>st</sup>. New members who join after June 30 of any year shall have their dues pro-rated to one-half the annual fee for the first year.

### **Section 2. Purpose**

The Georgia 9-1-1 Directors Association is an organization whose purpose shall be:

- A. Aid and assist in the collection and dissemination of information relating to Public Safety Communication Management.
- B. Promote and support the development and management of Public Safety Communications.
- C. 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 by classifications as may be provided from time to time.
- D. Provide a network of support for its members.
- E. Establish representation in any issue where Georgia Public Safety Communications is involved.

## **ARTICLE II – MEMBERSHIP**

### **Section 1. Membership Designations**

Membership of this Association shall be open to those persons designated in Article II.

Members shall be admitted in accordance 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 committees if appointed.

#### **1.1 Member Director**

The following shall be eligible for Member Director status in this Association: an administrative or management person responsible for planning, organizing, staffing, directing, controlling, or operating functions of a Public Safety Communications System, who is employed, compensated, appointed or elected by a federal, state, or local government agency.

#### **1.2 Associate Member Director**

The following shall be eligible for Associate Member Director status in this Association: an administrative or management person designated as an assistant by a Member Director. Associate Member Directors shall only vote by presentation of a proxy letter, in the absence of their Member Director. The Director will decide who is management personnel and their application will require the Director's signature.

#### **1.3 Corporate Member**

Corporate members shall be any person representing a business, firm, or corporation engaged in selling products or services to the members of the Association. Corporate members will not be eligible to hold an office or vote on any matter.

#### **1.4 Life Member**

To be qualified for Life Membership in the Association, a member must have retired from full time 9-1-1 center/public safety answering point duties. (Amended May 18, 2005).

## **BYLAWS**

### **ARTICLE I – ELECTION OF MEMBERS**

#### **Section 1. Membership Applications**

Applications for membership are available on line and should be printed out and mailed to the Treasurer with the applicable amount. New members should be referred to the Georgia 9-1-1 Directors Association website to obtain this form for membership.

### **ARTICLE II – OFFICERS/GENERAL**

#### **Section 1. Executive Board**

The Executive Board will be made up of the President, Vice President, Treasurer, Secretary, Past President and five (5) regional board members and shall be limited to those who hold active membership. Initial appointments to the Executive Board would be done by the sitting co-chairs who shall consist of the current presidents of the existing GA APCO and GA NENA boards. General elections will be held to install a new executive board by membership vote by December 31, 2005.

Initial appointments to the Executive Board were made by the 2005 Presidents of the Georgia Chapters of APCO and NENA Boards. General elections were held to install the new Executive Board by the membership vote on or before December 31, 2005.

#### **Section 2. Terms of Office**

Beginning in the year 2009, each Executive Board position shall be a term of two (2) years and elections will be staggered in odd/even years as follows: Even year elections will be for President, Secretary, NE Regional, SE Regional and Metro Regional members. The odd year elections will be Vice President, Treasurer, NW Regional, SW Regional members. The Executive Board shall assume their duties and authorities as provided in Section 3 of the by-laws.

#### **Section 3. Election of Officers**

At the last scheduled meeting of each year an election of officers shall occur. Prior to seeking office a candidate must submit a letter of support from their appointing authority.

If the Board member is seeking re-election to the same post or another position on the executive board, and their CEO, or Commission Chair, Mayor, etc., has not changed since the original support letter, then an email to the election committee will be sufficient.

**Section 4. Vacancies in Office**

- 4.1 Vacancy in the office of President shall be filled by advancement in rank, provided that such fulfillment shall be in acting capacity until the next annual election.
- 4.2 Vacancies in all other offices shall be filled by Presidential appointment to be held in an acting capacity until election at the next regularly scheduled meeting.
- 4.3 If both the office of President and Vice President are vacated, the Secretary will convene the executive board in an emergency session for the purpose of appointing an interim president of the association to serve until the next regular election.

**Section 5. Regional Board Members**

- 5.1 The Regional Board members shall consist of five (5) members.
- 5.2 The Regional Board members as they shall be known will represent each of the five regions as outlined; Northeast, Southeast, Northwest, Southwest and Metro.

**Section 6. Meetings**

- 6.1 A minimum of 2 meetings per year will be held and may be in conjunction with the Georgia Advisory Board and/or Georgia APCO or Georgia NENA meetings. Additional meetings may be required due to legislative or pending issues. Conference calls with a quorum present constitutes a meeting.
- 6.2 Meetings shall be held at a time and location determined by the Executive Board.
- 6.3 Quorums
  - a. Five (5) officers of the Executive Board shall constitute a quorum at any meeting of the Executive Board.
  - b. Five (5) officers and ten (10) voting members (fifteen total) shall constitute a quorum at any Membership Meeting.
- 6.4 Notice of meetings shall be distributed to all members in advance of any meeting.

## **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 duties duly adopted by the Executive Board and/or the membership.
- B. Appoint special committees to perform tasks deemed necessary.
- C. Call any committee into session at any time.

#### 1.2 Duties

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. Carry out the purposes of this Association as set forth in its Constitution and Bylaws.

#### 1.3 Parliamentary Authority

The President's parliamentary decision upon the meeting floor shall be final, provided it is not in conflict with the Rules of this Association. For other matters, Robert's Rules of Order will apply to the extent practicable.

### **Section 2. Vice President**

#### 2.1 Authority and Duties

It shall be the duty of the Vice President to perform all the duties of the President in his/her absence or inability to act. When so acting, the Vice President shall have all the powers of and be subject to all restrictions upon the President or the Executive Board.

**Section 3. Secretary**

3.1 Duties

- A. To file all necessary paper work for the organization.
- B. Distribute minutes of meetings.

The Secretary shall provide for the notice and keeping of the minutes and records of this Association, and serve as the Secretary for all meetings of the Executive Board.

It shall be the duty of the Secretary to perform all the duties of the Vice President in his/her absence. When so acting, the Secretary shall have all the powers and be subject to all restrictions upon the Vice President.

**Section 4. Treasurer**

4.1 Duties

- A. To collect dues
- B. To give financial reports at each meeting.
- C. To disperse funds as approved by the Executive Board and/or the membership.

**Section 5. Past President**

5.1 Duties

It shall be the duty of the Past President to serve on the Executive Board and such other authority as may be designated or assigned by the President and Executive Board, from time to time.

**Section 6. Regional Board Members**

6.1 Duties

It shall be the duty of the Regional Board Members to represent the interests of the membership in their designated regions.

## **ARTICLE IV – AMENDMENTS**

### **Section 1. Requirements**

#### 1.1 Amendment

Proposals to amend the Constitution and/or Bylaws of the Association shall be accepted from any members. 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 shall include:

- A. The name of the maker of the proposal;
- B. The intent of the proposal;
- C. The Article(s), Section(s), and Paragraph(s) of the Constitution and/or Bylaws proposed to be amended, and;
- D. Proposed amending language.

#### 1.2 Drafting the Resolution to Amend

A resolution to amend the Constitution and/or Bylaws of this Association shall be based upon the required amending proposal and it shall be so devised and drafted by the Executive Board. A copy of the draft resolution shall be provided to the maker prior to consideration for review.

A copy of the proposed amendments shall be distributed to each member prior to the meeting at which they will be considered.

Participation by the President in these matters shall not be construed to imply support of the measures considered therein.

#### 1.3 Effective Date of Amendments

Resolutions recommended by the Executive Board shall take effect immediately upon approval of a majority of the members at any regularly scheduled meeting where the amendments are considered. Adopted amendments shall be published in the next official Association publication after adoption.

## **ARTICLE V – IMPEACHMENT**

### **Section 1. Impeachment**

Any call for impeachment must be carried forward by a majority vote of the Executive Board. A two-thirds majority vote of the total membership shall be required for the removal from office of an officer of this Association.

## **ARTICLE VI – DISBURSEMENT OF ASSETS UPON DISSOLUTION**

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

Should the Georgia 9-1-1 Directors Association be dissolved, all assets shall be distributed to an organization of similar purpose as selected by a two-thirds majority vote.

## **ARTICLE VII – EMPLOYMENT OF COUNSEL**

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

Counsel may be employed upon direction of the Executive Board.

### **Section 2. Purpose**

Counsel may be employed for the purpose of providing legal advice to the Association and for representing the Association on any legal matter authorized by the Executive Board and the general membership.

## **ARTICLE VIII – GEORGIA 9-1-1 DIRECTORS ASSOCIATION COMMITTEES**

### **Section 1. Purpose**

### **Section 2. Committee Officers – Responsibilities**

- 2.1 A Chairperson shall preside at all meetings of the Georgia 9-1-1 Directors Association Committees.
- 2.2 A Committee representative shall record the minutes of all meetings and forward a copy to the Georgia 9-1-1 Directors Association Secretary for distribution to the general membership.
- 2.3 A Committee representative shall notify the Georgia 9-1-1 Directors Association Secretary of all meetings in advance.