

CONSTITUTION

OF

**THE GEORGIA CHAPTER OF THE ASSOCIATION
OF PUBLIC-SAFETY COMMUNICATIONS
OFFICIALS-INTERNATIONAL, INC.**



As approved by the Quorum
(July 21, 2005)

Verified as accurate by the C&B Committee
(May 20, 2005)

CONSTITUTION

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ARTICLE I GENERAL

Section 1 Name

- 1.1 This organization shall be known as the GEORGIA CHAPTER, ASSOCIATION of PUBLIC-SAFETY COMMUNICATIONS OFFICIALS, Inc. (APCO International, Inc.). As authorized by its charter, issued the 15th day of December 1976 by the Association of Public-Safety Communications Officials-International, Inc. (the Association), the geographical area included within this Chapter shall be the State of Georgia.

Section 2 Purpose

- 2.1 Foster the development and progress of the art of public safety communications by means of research, planning, training and education, promote cooperation between town, city, county, state and federal public safety agencies in the area of communications, represent its members before communications regulatory agencies and policy making bodies as may be appropriate, and through its efforts, strive toward the end that the safety of human life, the protection of property and the civic welfare are benefited to the utmost degree.
- 2.2 Aid and assist in the rapid and accurate collection, exchange and dissemination of information relating to emergencies and other vital public safety functions.
- 2.3 Cooperate with APCO International, Inc. in the preparation, publication and distribution of such publications as may be deemed necessary, reasonable and proper. These publications shall contain technical, administrative, operational, training and educational information of interest to the membership and to other people interested in the field of public safety communications.
- 2.4 To provide for membership in the Chapter in accordance with the language of its Constitution and Bylaws now and which may later be provided and in effect. Memberships in this Chapter shall be of such classification and having such rights, requirements, privileges and restrictions so as to be in keeping with the purposes and intents of the Association.

ARTICLE II ORGANIZATION

Section 1 Chapter Office

- 1.1 The Corporation shall have and continuously maintain in this state a registered agent whose office is identifiable and such registered office, may have other offices within or without the State of Georgia as the Executive Board may from time to time determine.

Section 2 Membership

- 2.1 Membership in the Chapter shall be open to all persons of good character who meet the membership requirements of this Constitution and Bylaws adopted pursuant thereto and the membership requirements of APCO-International.
- 2.2 The membership of this Chapter shall be divided into the member classifications as set forth in the APCO-International, Inc. Constitution and Bylaws, and other classifications as may be described here, as long as those other classifications do not conflict with the classifications set forth in the APCO-International, Inc. Constitution and Bylaws.
- 2.3 The right to hold elected office in the Georgia Chapter is a privilege of the Active category member only.

Section 3 Board of Officers

- 3.1 There shall be a Board of Officers consisting of the following:
 - 3.1.1 A President, Vice-President, Secretary, Treasurer, and an Association Executive Council Representative.

Section 4 Executive Board

- 4.1 There shall be an Executive Board consisting of the following:
 - 4.1.1 The Executive Board shall consist of the Board of Officers, immediate Past President, three (3) additional Executive Board members as set forth in the Bylaws, a Frequency Advisor, a Chapter Commercial Advisory Member (CCAM) and the State 911 Coordinator.
 - 4.1.2 The one State Frequency Advisor, the Chapter Commercial Advisory Member, and the State 911 Coordinator shall serve

as ex-officio members. All expenses or travel associated with these positions is the responsibility of the member.

- 4.2 To provide for a broad base of perspectives and input into the Executive Board, no more than two (2) of the Executive Board positions that have voting privileges may be held at any time by members from any one employer.

Section 5 Executive Board – Duties & Authority

- 5.1 The Executive Board shall have authority to carry out its duties.
- 5.2 The Executive Board shall have full power and authority during intervals between meetings of the Chapter to perform all functions and to do all acts which the Chapter might do or perform, except that it shall not have the power to amend the Chapter's Constitution and/or Bylaws.
- 5.3 The Executive Board shall report at the meetings of the Chapter all measures considered by it since the last meeting, for the general welfare of the Chapter and shall suggest means of advancing and putting into effect the purposes of the Chapter.
- 5.4 The Executive Board shall supervise all accounts and expenses and shall require an annual independent audit of all Georgia APCO funds.
- 5.5 The Executive Board shall have sole authority to impeach the President, the Vice-President, Secretary, Treasurer, Executive Council Representative, or Executive Board members from office for cause, subject to the requirement that two-thirds (2/3) of the entire Executive Board shall vote in favor of the removal. For purposes of this vote, each member of the Executive Board shall vote individually and shall not grant his/her proxy to any other member.
- 5.6 The Executive Board shall have sole authority to approve the annual budget for the Chapter.
- 5.7 The Executive Board shall have sole authority to approve any change to the approved annual budget.
- 5.8 The Executive Board shall have the authority to reimburse members of the Chapter for expenses incurred on behalf of the Chapter unless otherwise directed by a vote of the Chapter

membership. Reimbursement shall follow the guidelines of the Chapter Policy Manual.

5.9 The Executive Board shall have sole authority to approve the purchase or sale of property by the Chapter.

5.10 The Executive Board shall have sole authority to approve changes to the Chapter Policy Manual.

Section 6 Public Safety Entity – Defined

For the purposes of the Constitution and Bylaws, a public safety entity shall be as defined in the Constitution and Bylaws of APCO International, Inc.

ARTICLE III VOTING

Section 1 Voting Rights

1.1 The right to vote within the Georgia Chapter at meetings of the Quorum is a privilege of the Active category member or those members of the Chapter granted designation as “Life Member” by the Association.

1.2 During Executive Board meetings, voting shall be limited to Board of Officers, immediate Past President, and the three (3) additional Executive Board members.

1.2.1 The Frequency Advisor, the Chapter Commercial Advisory Member, and the State 911 Coordinator shall not have any voting privileges during Executive Board meetings.

1.3 Other classes of membership may exercise voting privileges only in those specific standing or special committees on which they are permitted and appointed to serve.

ARTICLE IV AUTHORITY

Section 1 Membership Quorum

1.1 All authority derives from the voting membership of the Chapter.

- 1.2 The voting membership of the Chapter is represented by the Quorum as formed at the Business Meetings. As such, the Quorum wields the full power of the Chapter.
- 1.3 The Quorum shall have sole authority to amend this Constitution and the Bylaws. This authority may not be delegated to the Board of Officers, Executive Board or any other entity except as allowed in Article VI.
- 1.4 The Quorum shall have the sole authority to remove one of the Chapter officers from office once they have been impeached.

ARTICLE V BYLAWS AND POLICY MANUALS

Section 1 Bylaws

- 1.1 The Chapter Bylaws are hereby established.
- 1.2 The Chapter Bylaws shall further define the requirements of this Constitution and may contain other items of significant importance to the function and operation of the Chapter. In general, the Chapter Bylaws shall not define practices and procedures unless such are of great significance and failure to follow such practices and procedures would bring harm to the Chapter.
- 1.3 In the event there is a conflict between a requirement contained in the Chapter Bylaws and an item contained in this Constitution, this Constitution shall prevail. Such conflict shall be corrected by amendment of the Bylaws and/or this Constitution at the next meeting of the Chapter Quorum.

Section 2 Policy Manual

- 2.1 There shall be a Georgia Chapter Policy Manual. It shall be maintained and kept in current condition by the Executive Board. The Chapter Policy Manual shall be separate from but be part and parcel of this Constitution, provided the requirements of the Constitution and Bylaws are otherwise observed.
- 2.2 The Chapter Policy Manual shall set forth the operating policies of the Chapter. The Chapter Policy Manual shall provide the requirements and guidelines which shall govern the functioning of the Board of Officers, the Executive Board and others as may be specified. It shall be the reference guide for the proper conduct of the day-to-day affairs of the Chapter.

2.3 The Executive Board shall review and upon acceptance approve the form and content of the Chapter Policy Manual.

2.3.1 Approval shall be made during the regular meeting of the Executive Board.

ARTICLE VI AMENDMENT

Section 1 Amendment

1.1 The Constitution and/or Bylaws of the Chapter may be amended at any meeting only by a two-thirds (2/3) affirmative vote of the Chapter Quorum.

1.2 The Constitution and Bylaws Committee may make non-substantive changes to the Constitution in order to correct error in grammar, punctuation, spelling, cross-references when the correct cross-reference is obvious and the use of incorrect words when the correct word is obvious and may adjust the number of individual sections to maintain proper numerical sequence and to maintain a consistent style and format of section numbering but not to change the relative order of individual sections. Such non-substantive changes shall require the approval of the Executive Board.

1.3 The procedures for submitting and approving amendments are defined in Article 9, Section 1 of the Bylaws.