

***Bylaws of the Washington State Chapters of the Association of Public-Safety Officials and National Emergency Number Association (AKA Washington APCO & NENA), herein referred to as the Chapter.***

**ARTICLE I – MEMBERS**

**Section 1:**

Members of either APCO-WA or NENA-WA as defined by either organization's governing documents shall be considered a member of the Chapter with all the rights associated with their class of membership.

**Section 2:**

Members of the Washington Chapter of the Association of Public Safety Officials or the Washington Chapter of the National Emergency Number Association in any classification who have been issued a membership number by the national organization and whose dues are current may vote to amend these Bylaws, elect officers, and in other Chapter business. Except that voting for the Commercial Representative is limited to members in the commercial classifications.

However, if the Executive Committee determines an issue's scope is limited to the national affairs of either APCO or NENA the President may restrict voting to members granted voting rights by the national organization.

The voting rights granted in this document are limited to APCO-WA, NENA-WA, and local Chapter business only. Nothing in this document shall grant voting rights on behalf of either national organization.

**ARTICLE II – OFFICERS – EXECUTIVE COMMITTEE**

**Section 1:**

The Executive Committee of the Chapter shall consist of the following elected officers: President, Vice-President, Secretary, APCO-WA Treasurer, NENA-WA Treasurer, Immediate Past President, one Ambassador representing eastern Washington, and one Ambassador representing western Washington, the APCO-WA International Executive Council Representative, and a Commercial Representative. **The Immediate Past-President shall serve as a member emeritus of the executive committee with the same voting rights of a regular member.**

**Section 2:**

Members in good standing in any classification may serve as an officer of the Chapter, subject to the qualifications listed below. For the purposes of this article only, a member in good standing is defined as one who has been a member in

an eligible classification for at least two years prior to the date of the election or appointment, whose dues are paid in full, and who has been issued a membership number by the national organization.

- A Candidate for the position of President Elect must be either a Full Member of APCO or a Public Sector Voting Member of NENA with at least two-years of membership in any APCO or NENA Chapter and at least one year of active participation in a Washington Chapter Committee or other Washington Chapter activities.
- A Candidate for the position of APCO-WA Treasurer must be a Full Member of APCO.
- A Candidate for the position of NENA-WA Treasurer must be A Voting Member of NENA.
- A Candidate for the position of APCO-WA International Executive Council Representative must be a Full Member of APCO with at least four years of membership and participation in the Washington Chapter and at least one year of service on the Chapter Executive Committee.
- A Candidate for the Commercial Representative must be a Commercial member of either APCO or NENA.
- A Candidate for an Ambassador positions must reside in the area represented by that position.

### **Section 3:**

The President and the **Vice**-President shall each serve a term of one year, or until their successors assume office; the Ambassador, Commercial Representative, and the Secretary shall each serve a term of two years, or until their successors assume office; the Treasurers shall each serve a term of four years<sup>1</sup>, or until their successors assume office.

The Secretary, and the west side Ambassador will be elected in even numbered years. The Commercial Representative, and east side Ambassador will be elected on odd numbered years.

The APCO-WA International Executive Council Representative will serve a term of four years<sup>2</sup>, or until his/her successor assumes office. The Executive Council Representative may also hold a second office on the Executive Committee; however that member may only have one vote.

Terms of office will begin with the installation of officers.

Should a vacancy occur on the Executive Committee, the President shall appoint, with the concurrence of the Executive Committee, a qualified member

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<sup>1</sup> The four year term of office will begin June 2013 for the NENA-WA Treasurer and June 2014 for the APCO-WA Treasurer.

<sup>2</sup> 2011, 2015, 2019, 2023, 2027, 2031, etc.

from the Chapter to complete the current term. Failing to obtain such confirmation from the Executive Committee, the President may seek ratification from the Chapter.

If a newly elected officer is a member of only one of the national organizations and if the other national organization requires holders of that office to maintain national membership then the Chapter will pay the membership fee for that officer during their term of office. Provided that the funds of one organization will not be used to pay the membership for the other organization.

Should an officer of the Chapter lose membership status required by said office, that officer shall either rectify the situation or resign that office within 30-days of receiving notice that they do not meet the membership requirements of their office, otherwise, they will be removed by vote of the Executive Committee.

A majority vote of the Executive Committee or of a quorum of members shall be required for the removal from office of an officer of this Chapter, provided that the meeting notice for the meeting at which the issue will be decided must include notice that the impeachment will be considered and be delivered at least 30-days prior to the meeting.

**Section 4:**

The Executive Committee shall have full power and authority during intervals between Chapter meetings to perform all functions which the Chapter itself might perform, except those matters limited by the APCO-WA Constitution, NENA-WA Constitution, or these Bylaws.

Four members of the Executive Committee shall constitute a quorum for all regularly scheduled meetings. Five members of the Executive Committee shall constitute a quorum for email votes and special meetings.

The Executive Committee shall convene at least once each month, with meeting dates and locations to be self-determined.

Special meetings of the Executive Committee may be convened upon request of any of its members; such requests will be addressed to the President and/or Secretary. The Secretary shall forward notices of such special meetings in the most expeditious manner to all members of the Executive Committee.

Any action taken by the Executive Committee affecting the welfare of this Chapter shall be reported at the next Chapter meeting.

It is the responsibility of the Executive Committee to approve the budget proposed by the Treasurer and recommend adoption by the Membership.

## **ARTICLE III – OFFICERS – DUTIES AND RESPONSIBILITIES**

### **Section 1:**

The President shall:

Preside at any and all meetings of this Chapter.

Appoint all Standing and Special Committee Chairs and serve as an ex-officio member of same except for the Nominating Committee.

Act as Chairperson of the Executive Committee

Perform other duties as may be required in the APCO-WA Constitution or requested by the Executive Committee.

Carry out the purposes of this Chapter as enumerated in the Chapter's governing documents.

### **Section 2:**

The President-Elect shall:

Serve as presiding officer for any and all meetings of this Chapter, and of the Executive Committee during the absence of the President; the President shall designate a member of the Executive Committee to serve as presiding officer in the event that the President and the President-Elect are unable to serve.

Perform other duties as may be required in the APCO-WA Constitution or requested by the Executive Committee.

### **Section 3:**

The Secretary shall:

Keep a current and accurate Chapter membership roster, forwarding all applicable data to APCO International and/or NENA National, receive and answer as directed all communications addressed to this Chapter.

Notify all members of the time and place of all Chapter meetings.

Act as recording Secretary at all official Chapter meetings, keeping the minutes of any and all Chapter and Executive Committee meetings, and cause those minutes to be either posted to the website OR otherwise distributed to the Membership.

Act as the official custodian of all Chapter records and documents, and perform such Chapter duties as may be directed by the President and/or the Executive Committee.

Draft the annual operational report for Executive Committee approval and distribute the final version to the Membership.

All moneys received by the Secretary shall be turned over, with documentation, to the Treasurer for proper accountability.

The Secretary shall prepare election ballots listing all nominated persons along with adequate space for right in votes for each open position.

Promptly turn over all operational records and documents to the successor of the office.

**Section 4:**

The APCO-WA Treasurer shall:

Maintain all necessary bank accounts, deposit receipts and pay Chapter approved general operating expenses incurred by APCO-WA. The Treasurer, acting upon his or her own accord may expend necessary funds in accordance with the approved budget or properly executed contracts. Reimbursements to the Treasurer must be approved by the Chapter President.

Any expenditure that exceeds budgeted approval by more than \$4,000 must be approved by the Membership. The Executive Committee may approve all other excess expenditures.

The Treasurer will maintain a reasonable checking account balance based on the approved budget. Additional funds shall be deposited into an interest bearing account or CD.

Authorized signatures on Chapter accounts will be that of the duly elected APCO-WA Treasurer, and Executive Council Representative.

The Treasurer shall keep full and adequate records of all Chapter fiscal transactions in compliance with generally accepted accounting principles (GAAP).

Submit a written annual financial report to the Executive Committee or designee each June and comply with any audit requirements established by the Membership or Executive Committee.

Cause the preparation of all Federal Tax Returns and have an audit of the fiscal records made at such time as the Executive Committee may direct.

Assemble an annual budget and propose to the Executive Committee, providing ample time for approval by the Membership prior to the budget year (July-June).

Promptly turn over all Chapter moneys, financial records, and documents to the successor of this office.

Perform other duties as may be required in the APCO-WA Constitution or requested by the Executive Committee.

**Section 5:**

The NENA-WA Treasurer shall:

Maintain all necessary bank accounts, deposit receipts and pay Chapter approved general operating expenses incurred by NENA-WA. The Treasurer, acting upon his or her own accord may expend necessary funds in accordance with the approved budget or properly executed contracts. Reimbursements to the Treasurer must be approved by the Chapter President.

Any expenditure that exceeds budgeted approval by more than \$4,000 must be approved by the Membership. The Executive Committee may approve all other excess expenditures.

The Treasurer will maintain a reasonable checking account balance based on the approved budget. Additional funds shall be deposited into an interest bearing account or CD.

Authorized signatures on Chapter accounts will be that of the duly elected NENA-WA Treasurer, and one other Executive Committee Member.

The Treasurer shall keep full and adequate records of all Chapter fiscal transactions in compliance with generally accepted accounting principles (GAAP).

Submit a written annual financial report to the Executive Committee or designee each June and comply with any audit requirements established by the Membership or Executive Committee.

Cause the preparation of all Federal Tax Returns and have an audit of the fiscal records made at such time as the Executive Committee may direct.

Assemble an annual budget and propose to the Executive Committee, providing ample time for approval by the Membership prior to the budget year (July-Dec).

Promptly turn over all Chapter moneys, financial records, and documents to the successor of this office.

Serve as liaison between the Chapter and the NENA National Staff and Board of Directors.

Represent Chapter interests as directed by the Executive Committee, at meetings of the NENA National.

Report to the Executive Committee and the Chapter Membership, on a regular basis, issues of NENA interest.

Perform other duties as may be required in the NENA-WA Constitution or requested by the Executive Committee.

**Section 6:**

The APCO-WA International Executive Council Representative shall:

Serve as liaison between the Chapter and the APCO International Board of Directors.

Represent Chapter interests as directed by the Executive Committee, at all meetings of the APCO International Executive Council.

Report to the Executive Committee and the Chapter Membership, on a regular basis, all issues of APCO International or Chapter interest.

**Section 7:**

Election of Officers and Role of the Nominating Committee:

Election of all officers except **as otherwise provided herein** will take place at the business meeting during the annual state conference. **A Vice-President who has been elected to that office by the membership shall automatically assume the office of President at the completion of the preceding President's term of office.** If no state conference will occur in a given year elections may be held at another regular or special meeting or by mail in balloting **no later than November 1.**

A Nominating Committee shall be appointed by the Chapter President at least ninety days prior to the annual election of officers, said committee to consist of between three and five members of this Chapter, in the Full or Public Safety Voting member classifications. Appointments must be confirmed by the Executive Committee.

The Nominating Committee shall propose a list of qualified candidates for each expiring Chapter office, with the exception of the Commercial Representative.

The reports of the Nominating Committee shall be communicated to the Membership at least 60 days prior to the election. Said communication will include instructions for making additional nominations as described below.

Additional nominations shall be added to the ballot upon request of four Active Members delivered to the Secretary thirty-days prior to the election. The President will call for nominations from the floor prior to commencement of voting. Nominations made from the floor may not appear on the ballot, however sufficient write-in space will be provided.

No member shall be nominated unless they meet the qualifications listed in Article I and have consented to serve if elected.

The Secretary shall furnish a Chapter roster to each member of the Nominating Committee for his/her use.

The Secretary shall prepare an election ballot to include all names shown on the slate, plus adequate space to permit write in votes for each office to be balloted upon.

The Secretary shall notify all nominated Chapter members, by mail, of their nomination prior to the election meeting.

In person voting at the annual meeting shall be the primary method of conducting elections. The Executive Committee may authorize absentee balloting in addition to in person voting subject to the requirements listed below. If the chapter is unable to hold a summer conference and annual meeting the executive committee may authorize mail in or electronic balloting subject to the requirements listed below.

If absentee balloting is authorized the Secretary will supervise the balloting process, except that if the incumbent is running for reelection or for another office the ballots must be returned to another officer who is not running for office. In the event that no officer is eligible and able to receive the ballots the Executive Committee may appoint a Past President to receive the ballots.

Ballots must be distributed at least twenty-days prior to the election. Mail in ballots must be returned no later than seven days before the annual meeting. Ballots that arrive late will be destroyed uncounted regardless of the post-mark. Electronic balloting will close no sooner than the day prior to the annual meeting but may remain open until in person balloting is complete, subject to technological restrictions. In either event, absentee ballots will be "opened" and counted at the same time as the ballots cast in person. The notice of absentee balloting must include a statement reminding the voter that said ballot will not include the name of any candidate nominated from the floor. Additional policies for conducting absentee balloting may be adopted by the Executive Committee as



long as they comply with the minimal requirements set out in these Bylaws. The Secretary may require compliance with any procedures necessary for conducting a fair election as long as such procedures do not conflict with the requirements contained in these Bylaws or those adopted by the Executive Committee. Nothing in these Bylaws should be interpreted as to require absentee balloting.

If mail in or electronic balloting is used in lieu, an election announcement and call for additional nominations must be distributed at least 60-days prior to the date ballots will be counted. The announcement must include:

- a list of candidates nominated by the Nominating Committee,
- instructions for submitting additional nominations,
- the date and time nominations will close (which may not be any sooner than 3 weeks after the announcement),
- a “campaign” statement from each nominated candidate may be included if all candidates have been given the same opportunity to submit such statements,
- instructions for obtaining and returning ballots, and
- the date, time, and location ballots will be counted.

Ballots that arrive late will be destroyed uncounted regardless of post-mark. After the ballots are counted, the results will be distributed to the candidates within two-weeks and to the Membership within 30 days (in the same manner as the original election announcement).

Election of Commercial Representative: Only Commercial Members of the Chapter<sup>3</sup> may vote for or serve as the Chapter Commercial Representative.

The President will appoint a Nominating Committee consisting of at least two current Washington Chapter APCO or NENA members at least one of whom will be a Commercial Member. The timing of this appointment will be concurrent with the appointment of a Nominating Committee for the other Chapter officer roles or when the Commercial Representative role is vacated, if different.

The Nominating Committee will convene and identify a minimum of one Commercial Member of the Chapter who agrees to be an active participant and member of the Executive Committee for a two-year term.

The Nominating Committee will do outreach to the incumbent member in the Commercial Representative position to determine if they are interested in having their name on the ballot to continue in their current position.

The Nominating Committee will notify the President and Secretary with the name/s of the Commercial Representative nominees.

Once qualified candidate/s are identified the Secretary will conduct an election using the absentee ballot process explained above. Voting for the Commercial Representative will be limited to Commercial Members of the Chapter.

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<sup>3</sup>A “Commercial Member of the Chapter” is a person who has been issued a membership number by APCO International (Commercial membership type) or NENA (Private membership type) who has been issued a membership number by the national organization, has designated Washington Chapter, and whose dues are current.

The Commercial Representative, shall serve a term of two years, or until their successor assumes office.

## **ARTICLE IV – MEETINGS**

### **Section 1:**

This Chapter will hold regular Membership meetings at such times and places determined by the President; any scheduled meeting may be suspended or rescheduled by a vote of the Executive Committee.

The Annual State Conference and Membership meeting shall be scheduled each year as close to the month of October as practical. The location of the next year’s Annual State Conference will be announced at a regularly scheduled Membership meeting at least 8 months prior to the event.

### **Section 2:**

Special meetings of this Chapter may be called by the President, the Executive Committee by two-thirds affirmative majority vote, or by the lesser of 5% or twenty members of the Membership, each of whom shall signify in writing the reason for calling said special meeting. The Secretary shall notify all Chapter members thereof, giving the date, time, location and reason.

### **Section 3:**

A quorum for the transaction of official Chapter business at any regular or special meeting shall consist of twelve voting members.

### **Section 4:**

A committee quorum shall include the Chairperson or delegate, and shall be a majority of that committee.

## **ARTICLE V – COMMITTEES**

### **Section 1:**

Standing Committees are formed as necessary to further the Chapter’s mission and goals. A Standing Committee may be formed or dissolved by a majority vote of the Membership or of the Executive Committee at any regular or special meeting provided that notice of the proposed change is included on the agenda and distributed in accordance with these Bylaws. If the Executive Committee

forms or dissolves a Standing Committee they must notify the Membership that they have done so.

The President will appoint all Committee Chairs and Nominating Committee members. All other Committee members will be appointed by the Committee Chair.

Except as provided below chairs and members of the Standing Committees shall serve until their successors are appointed.

**Section 2:**

Task Forces and Special Committees are formed as necessary when a Chapter initiative is expected to take multiple years to accomplish or when continuity over multiple years is desired. The Public and Government Affairs and Conference Committees are examples of Special Committees. A Task Force or Special Committee may be formed or dissolved by a majority vote of the Membership or of the Executive Committee at any regular or special meeting provided that notice of the proposed change is included on the agenda and distributed in accordance with these Bylaws. If the Executive Committee forms or dissolve a Task Force or Special Committee they must notify the Membership that they have done so.

The Executive Committee will appoint all Task Force and Special Committee Chairs. Committee members will be appointed by the Task Force or Special Committee Chair.

Task Force and Special Committee Chairs shall serve until their successors are appointed or the Task Force or Special Committee is dissolved.

**Section 3:**

Ad Hoc Committees may be appointed by the Chapter President at any time, subject to ratification by the Executive Committee.

No Ad Hoc Committee shall serve for a longer term than its appointing authority, except as may be necessary to fulfill the objectives causing the Committee's appointment or until appointment of successors.

**Section 4:**

Except as provided below there shall be no restrictions as to membership class for service on any Standing or Special Committee. Committee Chairs must be Chapter members. The President or Executive Committee can require that Committee Chairs obtain a specific membership classification prior to appointment. All members of the Nominating Committee must be APCO members in the Full Member classification or NENA members in the Public Safety Voting Member classification.

**Section 5:**

A list and description of all Standing Committees, Task Forces and Special Committees will be posted on the Chapter's website.

**ARTICLE VI – PARLIAMENTARY AUTHORITY**

Chapter business will be conducted according to Robert's Rules of Order, Newly Revised.

**ARTICLE VII – OFFICIAL COMMUNICATIONS**

A report, nomination, amendment, special meeting announcement or other issues requiring notice to the Membership shall be deemed communicated after it has been posted on the Chapter website AND either presented at a regular or special membership meeting OR delivered to the Chapter Membership by any customary communications method commonly used to communicate Chapter business.

**ARTICLE VIII – AMENDMENTS**

The Chapter shall have full power at any meeting to alter, amend, or revise these Bylaws or any portions thereof, by majority vote, at a regular or special business meeting provided that notice that a Bylaw revision will be considered has been communicated to the Membership at least 60-days prior to the meeting.

Said notice must list the articles and sections which will be considered for amendment and should include the text of the proposed amendment. However, the quorum may only consider floor amendments to the articles and sections listed in the meeting notice as well as amendments to correct typographical errors.

Adopted by a majority vote of the Active Members present at the June 22, 2010 business meeting of the Washington Chapters of APCO & NENA.

Article III, Section 7 was amended by a majority vote of the Active Members present at the June 21, 2011 business meeting of the Washington Chapters of APCO & NENA.

Article V was amended by a majority vote of the Active Members present at the October 16, 2012 business meeting of the Washington Chapters of APCO & NENA.

Article II, Section 3, was amended by a majority vote of the Active Members present at the June 18, 2013 business meeting of the Washington Chapters of APCO & NENA.

Articles 2, 3, and 4 were amended and various typographical errors corrected by a vote of the Active Members present at the March 17, 2015 business meeting of the Washington Chapters of APCO & NENA.

Articles 3 and 5 were amended by a vote of the Active Members present at the June 21, 2016 business meeting of the Washington Chapters of APCO & NENA.

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President

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Secretary

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Date

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Date