



Louisiana Chapter

## BYLAWS

# THE LOUISIANA CHAPTER OF THE ASSOCIATION OF PUBLIC-SAFETY COMMUNICATIONS OFFICIALS INTERNATIONAL, INC.

AS PROPOSED BY THE BYLAWS COMMITTEE  
2017

## ARTICLE I OFFICE

### Section 1.1 Name

This organization shall be known as the Louisiana Chapter of the Association of Public-Safety Communications Officials International, Inc., hereinafter referred to as Louisiana APCO.

## ARTICLE II PURPOSES

### Section 2.1 Primary Purpose

The members of Louisiana APCO serve or support that function of government which provides public safety communications services in areas of law enforcement, forestry, conservation, fire, highway maintenance, emergency rescue and medical services, emergency management, and other activities supported or endorsed by federal, state, local, and tribal governments. The primary purposes of Louisiana APCO are:

- . Promote and support efficient public safety spectrum management within the state of Louisiana.
- . Foster the development and progress of public safety communications and supporting information technologies by means of research, planning, coordination, training and education within the state of Louisiana.
- . Promote the rapid and accurate collection, exchange and dissemination of information relating to emergencies and other vital public safety communications among and between all levels of local, state, and federal governments and those who work with them.
- . Represent it members, public safety communications and supporting information technological interests in general before regulatory and policy making bodies as may be appropriate.
- . Strive to protect the citizens and their property and provide for their welfare by these and other appropriate means.

## ARTICLE III MEMBERSHIP

### Section 3.1 Membership

The membership of Louisiana APCO shall be open to persons in good standing who satisfy the requirements of the Membership Policy of APCO International, Inc.

### **Section 3.2 Voting Rights**

All Full Members and Life Members are entitled to one vote on each matter submitted to a vote under the Membership Quorum.

### **Section 3.3 Positions of Leadership**

Positions on the Board of Officers may only be held by Full or Life Members, subject to the individual satisfying all other eligibility criteria for the position being sought. Positions that are intended to solely represent Commercial Members may only be held by Commercial Members.

### **Section 3.4 Revocation**

If, at any time, a member violates any of the terms of membership, Louisiana APCO may revoke the individual's membership pursuant to the policies and procedures of APCO International, Inc.

## **ARTICLE IV MEMBERSHIP QUORUM**

### **Section 4.1 Membership Quorum**

Louisiana APCO shall meet quarterly; these meetings shall be scheduled by the Board of Officers and the membership shall be notified by mass e-mail and by posting the scheduled meetings on the Chapter's website. Voting-eligible members attending a business meeting at these conferences shall constitute the Membership Quorum.

## **ARTICLE V BOARD OF OFFICERS**

### **Section 5.1 Authority**

The business and affairs of Louisiana APCO shall be managed by the Board of Officers, which may exercise all such powers of the organization and do all such lawful acts on its behalf as are not forbidden by statute or these Bylaws and are not specifically reserved to be performed by others in these Bylaws.

## **Section 5.2 Composition**

The Board of Officers consists of the following:

- President
- First Vice President
- Second Vice President
- Immediate Past President
- Secretary/Treasurer
- Association Executive Council Representative

## **Section 5.3 Duties**

The Board of Officers shall:

- . Approve the purchase or sale of real property by Louisiana APCO.
- . Review and approve the goals and objectives of Louisiana APCO.
- . Approve the annual budget or any change to the approved annual budget.

## **Section 5.4 Terms of Office**

Members of the Board of Officers shall serve from the time they are installed until their successors are installed in office unless they are removed, resign, or otherwise vacate the office or become ineligible by virtue of engaging in a commercial capacity. Normally, office installation shall occur during the Spring Conference, but may occur at such other time as may become necessary due to the filling of a vacancy or other cause.

Terms of office for each Board of Officers position shall be:

- . President, 1<sup>st</sup> Vice President, 2<sup>nd</sup> Vice President, Immediate Past President – One year.
- . Secretary/Treasurer – Three years.
- . Association Executive Council Representative – Two years.

## **Section 5.5 Succession, Nomination and Election**

The 1<sup>st</sup> Vice President shall automatically succeed to the office of President and the 2<sup>nd</sup> Vice President shall automatically succeed to the office of the 1<sup>st</sup> Vice President. The 2<sup>nd</sup> Vice President will be elected annually according to section 5.4 of these Bylaws. All Board of Officer positions shall be elected by a simple majority of the Membership Quorum.

Nominations for the annual election of the 2<sup>nd</sup> Vice President, Association Executive Council Representative (every 2<sup>nd</sup> year) and Secretary/Treasurer (every 3<sup>rd</sup> year) will be opened on February 1<sup>st</sup> at 8:00 a.m. CST and closed on March 15<sup>th</sup> at 5:00 pm. CST. Nominations must be sent in by e-mail to the Nominating Committee Chairperson, whose e-mail address will be posted on the official Louisiana APCO website. Nominations will then be posted on the website prior to the election to be held at the annual Spring Conference. Nominations will be read prior to voting and nominations will also be opened for any additional nominations from the floor prior to voting.

## **Section 5.6 Qualifications**

Candidates for the Board of Officers shall meet or exceed the minimum qualifications listed below:

- . Be a Full or Life Member in good standing serving in a non-commercial capacity.
- . Reside in the state of Louisiana.
- . Have the support of his/her agency
- . Have attended two chapter meetings in the last 2 years (The annual Spring Conference is also considered a chapter meeting).

## **Section 5.7 Meeting and Voting**

The Board of Officers shall meet and conduct the business of Louisiana APCO at such times and places as the President or a majority of the Officers shall indicate. At all meetings of the Board of Officers a majority of the voting membership of the Board of Officers shall be necessary to constitute a quorum for the transaction of business, and the vote of a majority of those at any meeting at which a quorum is present shall be the act of the Board of Officers.

## **Section 5.8 Removal**

Any Officer may be removed for reasons of malfeasance, misfeasance, or nonfeasance of duty, or for committing an act that brings significant discredit to Louisiana APCO.

## ARTICE VI OFFICERS

### Section 6.1 President

The President shall:

- . Preside at all general membership and special meetings.
- . Require, enforce, and rule in matters of parliamentary procedure.
- . Report all measures considered by the Board of Officers during intervals between regularly scheduled business meetings.
- . Appoint committees and Board of Officer Liaisons.
- . Be authorized to approve reasonable and proper emergency or non-routine expenses of up to \$500 for chapter business. Any such emergency or non-routine expense in excess of that amount shall require the approval of the Board of Officers.
- . Perform such other duties as may be required that are not specifically assigned to others.

### Section 6.2 1<sup>st</sup> Vice President

The 1<sup>st</sup> Vice President shall:

- . Serve in the absence of the President.
- . Serve as a Board Liaison on any committee as assigned.
- . Perform such other duties as may be required that are not specifically assigned to others.

### Section 6.3 2<sup>nd</sup> Vice President

The 2<sup>nd</sup> Vice President shall:

- . Serve in the absence of the President, and 1<sup>st</sup> Vice President.
- . Serve as a Board Liaison on any committee as assigned.
- . Perform such other duties as may be required that are not specifically assigned to others.
- . Serve as the Nominating Committee Chairperson to receive and process all nominations for the annual elections.

### Section 6.4 Immediate Past President

The Immediate Past President shall:

- . Serve as an advisor to the new sitting President.
- . Perform such other duties as may be required that are not specifically assigned to others.

## **Section 6.5 Secretary/Treasurer**

The Secretary/Treasurer shall:

- . Be authorized to approve and pay the recurring and/or routine expenditures of the organization.
- . See to the best of his/her abilities that money used on behalf of the organization is used wisely and in a manner which suits the purposes of the organization.
- . Present a financial statement to the Quorum at each regularly called business meeting.
- . Keep a written record of all meetings in order to provide the organization with a record of issues discussed, problems posed, and ideas raised.
- . Recite or re-summarize the Record of Minutes for approval by the Quorum.
- . Perform such other duties as may be required that are not specifically assigned to others.

## **Section 6.6 Association Executive Council Representative**

The Association Executive Council Representative shall:

- . Represent Louisiana APCO at the International APCO level.
- . Keep Louisiana APCO informed of business conducted at the International APCO level.
- . Perform such other duties as may be required that are not specifically assigned to others.

## **Section 6.7 Commercial Advisory Member**

The Commercial Advisory Member (CAM) shall be selected by a majority of the commercial members of the chapter annually under the same schedule written herein for nomination, election, and installation of officers. The Commercial Advisory Member shall:

- . Provide guidance and support to enhance the relationship between the commercial community and Louisiana APCO.
- . Provide guidance and support to the Board of Officers on matters related to the vendor hall portion of the Spring Conference and any other conference or events that involve corporate sponsorship and/or participation.
- . Assist the Board in soliciting sponsors for Louisiana APCO programs and events.
- . Promote the active participation of members in the Commercial Member category.

## **Section 6.8 Historian**

The Historian shall be responsible for:

- . Locating and recommending an appropriate permanent location for the Chapter's historic items.
- . Negotiating for the Chapter's approval, a 'custody agreement' with the agreed upon location.
- . Receiving and delivering boxes of historic APCO items to the custodial facility.
- . Providing guidance and assistance in the storage, cataloging, and display of historic materials.
- . Continuing as the Chapter's liaison with the custodial facility to monitor observance of the terms of the custody agreement.
- . Promoting the purposes of the Chapter's historical collection by encouraging other members and non-members alike to use the collection materials and to continue toward the collection's utility.

## **Section 6.9 Vacancies**

A vacancy in the office of President, or 1<sup>st</sup> Vice President, other than a temporary vacancy expected to last less than 90 days, shall be filled by advancement-in-rank by the next lower ranking elected officer. Such advancement-in-rank shall be in a "Acting" capacity.

A vacancy in the office of Secretary/Treasurer or Association Executive Council Representative, other than a temporary vacancy expected to last less than 90 days, shall be filled by an appointment made by the President. Such appointment shall require ratification by a majority vote of the Board of Directors and is subject to all requirements as stated in Article VI of these Bylaws.

# **ARTICLE VII MEMBERSHIP DUES**

## **Section 7.1 Dues**

The members shall pay annual dues to APCO International in accordance with its policies.

# **ARTICLE VIII POLICY MANUAL**

## **Section 8.1 Establishment and Modification**

The Chapter Policy Manual is hereby established. The Policy Manual shall further define the requirements of the Bylaws, and may define the operating policies, practices, and procedures that are essential to the proper conduct of the day-to-day affairs of the Chapter. In the event of a conflict between the Policy Manual and the Bylaws, the requirement in the Bylaws shall prevail. Modification of the Policy Manual shall require a majority vote of the Board of Officers.



## **ARTICLE IX GENERAL PROVISIONS**

### **Section 9.1 Indemnification**

Louisiana APCO shall, to the full extent of its power to do so, indemnify any and all present and former officers, Board of Officers, committee members, and other agents against expenses, including attorneys' fees, judgments, fines and amounts paid in settlement actually and reasonable incurred by them in connection with any action, suit or proceeding in which they, or any of them, are made parties, or a party, by reason of their being or having been officers, committee members, or agents of Louisiana APCO; except in relation to matters as to which any such person be finally adjudicated in any such action, suit or proceeding not to have acted in good faith in the reasonable belief that his or her action was in the best interest of Louisiana APCO, or, with respect to any criminal action or proceeding, where such person is finally adjudged to have had reasonable cause to believe that his or her conduct was unlawful.

## **ARTICLE X ADMENDMENTS**

### **Section 10.1 Power to Amend**

These Bylaws may be amended or repealed, and new Bylaws may be adopted, by a two-thirds majority of the Membership Quorum provided that notice of the proposed amendment is made no later than thirty days prior to the meeting of the Membership Quorum. Such amendments shall become effective upon the adjournment of the meeting at which they were adopted.

### **Section 10.2 Emergency Conditions**

Upon making a finding that an unusual circumstance exists for which significant harm would come to Louisiana APCO if action were delayed until the next meeting of the Membership Quorum, The Board of Officers may waive or modify a requirement contained in the Bylaws subject to a requirement that three-fourths of the Board of Officers agree to a finding that an unusual circumstance exists and shall agree to the recommended course of action. Furthermore, the President shall notify the membership via E-mail the finding of the Board of Officers of an unusual circumstance and its nature and the course of action taken by the Board of Officers.