



**INENA**

THE FOUNDING CHAPTER OF THE  
NATIONAL EMERGENCY NUMBER ASSOCIATION

**BYLAWS**  
**OF**  
**THE ILLINOIS CHAPTER**  
**OF THE**  
**NATIONAL EMERGENCY NUMBER**  
**ASSOCIATION, INC.**

**Draft 2 updated runoff  
election 04/04/2024**

# **ARTICLE I**

## **NAME**

The name of this 501(c)(3) non-stock corporation chartered in the State of Illinois is the Illinois Chapter of the National Emergency Number Association, Incorporated (NENA) also referred to as "INENA".

# **ARTICLE II**

## **OBJECTS**

The objects of this Chapter 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;
- B) Represent its members before communications regulatory agencies and appropriate policy making and legislative bodies;
- C) Enable all citizens to have immediate access to emergency public safety services so that safety of human life, protection of property and civil welfare are benefitted to the utmost degree.
- D) Aid and assist in the timely collection and dissemination of information relating to a universal emergency telephone number.
- E) Establish and maintain a Chapter Office wherein shall be housed its files, records, equipment, and those functions necessary for the adequate management of the Chapter's activities; and
- F) Provide for membership in this Chapter in accordance with the language and intent of its Bylaws, which are now, and may later, be in effect.

# **ARTICLE III**

## **MEMBERS**

### **Section 1 Membership Categories**

- A) The membership categories of this Chapter shall be designated as defined in the National NENA Bylaws to include Public Sector, Private Sector, Telecommunicator and Associate.
- B) Members shall be admitted in accordance with the requirements set forth in the National NENA Bylaws.
- C) All members are eligible to serve on committees if appointed.

### **Section 2 Regions**

- A) A region is a geographic area established for the purpose of determining representation of the Chapter therein in the conduct of the Chapter's business. For the purpose of designating regional representatives, the State of Illinois shall be divided into eight (8) regions. By majority vote of the voting members, the Board of Directors may alter these boundaries in any manner deemed appropriate to serve the goals and objectives of the Chapter. These eight (8) regions are defined below and include the counties listed therein:
  - 1) Region I includes the county of Cook, excluding the city of Chicago.
  - 2) Region II includes the counties of DuPage, Grundy, Kane, Kankakee, Kendall, Lake, McHenry, and Will.
  - 3) Region III includes the counties of Boone, Bureau, Carroll, DeKalb, Henry, JoDaviess, LaSalle, Lee, Mercer, Ogle, Putnam, Rock Island, Stephenson, Whiteside, and Winnebago.
  - 4) Region IV includes the counties of Champaign, DeWitt, Ford, Fulton, Hancock, Henderson, Iroquois, Knox, Livingston, Marshall, Mason, McDonough, McLean, Peoria, Schuyler, Stark, Tazewell, Vermillion, Warren, and Woodford.
  - 5) Region V includes the counties of Adams, Brown, Cass, Christian, Clark, Coles, Cumberland, Douglas, Edgar, Greene, Logan, Macon,

Macoupin, Menard, Morgan, Moultrie, Piatt, Pike, Sangamon, Scott, and Shelby.

6) Region VI includes the counties of Bond, Calhoun, Clay, Clinton, Crawford, Edwards, Effingham, Fayette, Jasper, Jefferson, Jersey, Lawrence, Madison, Marion, Monroe, Montgomery, Richland, St. Clair, Wabash, Washington, and Wayne.

7) Region VII includes the counties of Alexander, Franklin, Gallatin, Hamilton, Hardin, Jackson, Johnson, Massac, Perry, Pope, Pulaski, Randolph, Saline, Union, White and Williamson.

8) Region VII includes the City of Chicago.

B) For the purpose of membership, the following shall be used to determine a member's Region:

1) Whenever a member has residency in a jurisdiction that encompasses more than one county, for the purposes of designating a region, the County assignment will be the location of the main municipal office, if government or county or intergovernmental cooperative and the principal place of business, if commercial.

### **Section 3 Chapter Membership**

A) Each member of the Chapter shall, by virtue of joining NENA, become a member of the Region in which the member resides, and to have and exercise all rights and privileges appertaining to such membership in accordance with the Chapter bylaws.

### **Section 4 Voting and Officer Restrictions**

A) Each member of this Chapter in good standing shall have the right to cast one vote on all matters of business that may be brought before the general membership.

B) Proxy voting shall not be permitted in any election or meeting of the Chapter.

- C) All members of this Chapter have the right to hold any of the elective offices except for Private Sector members who can only hold the elected office of Region Director.

## **ARTICLE IV**

### **MEMBERSHIP MEETINGS**

#### **Section 1 Quorum**

- A) The Public Sector, Private Sector, Telecommunicator and Associate category members attending a Chapter meeting shall constitute a quorum of such meeting.
  - 1) The members attending a business session of a meeting shall constitute a meeting quorum.

#### **Section 2 Chapter Meetings**

- A) The Bi-monthly gathering of the membership shall be known as a Chapter meeting.
- B) Site selection and dates for Chapter meetings shall be the responsibility of the President with the approval of the Executive Board and Region Board of Directors.
- C) Meeting format may be a combination of in person or video or audio conference, telephone call or other means of contemporaneous interactive communication.
- D) The Annual Chapter meeting shall take place at the Annual Conference held each year between October 1<sup>st</sup> and November 30<sup>th</sup>.
- E) Special membership meetings may be called by the Board of Directors or upon the written request of a majority of the members. Notice of a special meeting must include the items that will be brought up at the meeting, and only such items may be taken up at the special meeting. Notice of a special meeting, stating the date, time, and location, shall be given to all members at least forty-eight hours prior to a special meeting.

# **ARTICLE V**

## **OFFICERS AND DIRECTORS**

### **Section 1 Designation**

- A) The Officers of the Chapter are President, Vice President, Treasurer and Secretary. The Region Board of Directors of the Chapter represent the eight (8) INENA Regions.
  - 1) A region Director shall be elected to represent each of the eight (8) INENA Regions.

### **Section 2 Powers and Duties**

- A) The President Shall:
  - 1) Serve as the Chair of the Board of Directors, and preside at all meetings of the Chapter or the Board of Directors;
  - 2) Report on the state of the Chapter during the Annual Conference;
  - 3) Appoint committees as required or allowed by these Bylaws or the policies of the Chapter;
  - 4) Make appointments to fill vacancies in the office;
  - 5) Ensure website information is up to date by providing information to the INENA webmaster;
  - 6) Authorize reasonable and proper expenses, up to \$1,000.00, of any Board member for specific Chapter duties;
    - a) Such authorization shall be reported to the full Board, by email, within seventy-two hours; and
  - 7) Engage legal counsel in accordance with Article IX of these Bylaws.
  - 8) Parliamentary Authority
    - a) The President's parliamentary decision upon the Chapter meeting floor shall be final, provided it is not in conflict with

these Bylaws or with the current version of Robert's Rules of Order to the extent practicable.

B) The Vice President Shall:

- 1) Perform all duties of the President in his/her absence;
- 2) When so acting, the Vice President shall have all the powers of and be subject to all restrictions upon the President, and
- 3) Perform such other duties and exercise such other authority as from time to time may be delegated or assigned by the President.

C) The Treasurer shall:

- 1) Be responsible for the maintenance of the financial affairs of the Chapter;
- 2) Prepare a financial status report for each Chapter meeting and each Board of Director's meeting;
- 3) Works with the hired tax agency to complete the annual tax filings that comply with IRS guidelines; and
- 4) Perform other duties and exercise such other authority as from time to time may be delegated or assigned by the President.

D) The Secretary shall:

- 1) Ensure the production and distribution of accurate minutes of all meetings of the Chapter and of the Board of Directors; and
- 2) Perform such other duties and exercise such other authority as from time to time may be delegated or assigned by the President.

E) The Immediate Past-President shall:

- 1) Advise the President and Vice President on the precedents, traditions, and history of the Chapter;

- 2) Act as the Parliamentarian of the Chapter, providing guidance on the smooth and expeditious conduct of the meetings of the membership or Board of Directors; and
  - 3) Serves as the chairman of the Nominating Committee; and
  - 4) Assists the other officers in the discharge of their duties when necessary or convenient.
- F) Each Region Director shall:
- 1) Represent the interests of all the members residing in the region from which they were elected Board of Directors; and
  - 2) From time to time, provide reports to the Board of Directors on the activities of their constituent members.
- G) In addition to their specific duties listed above, each Officer or Director shall perform such other duties as may be prescribed by the Bylaws, the duly adopted polices of the Chapter, or by the Board of Directors.

## **ARTICLE VI**

### **BOARD OF DIRECTORS**

#### **Section 1 Designation**

- A) The Board of Directors membership shall include the President, Vice President, Treasurer, Secretary, and all Region Directors.
- B) The immediate Past President and the Chairpersons of all Committees shall serve on the Board of Directors in an advisory capacity only.

#### **Section 2 Authority**

- A) Authority is hereby provided for the Board of Directors, between Chapter Meetings, to perform all functions and do acts, which this Chapter might do or perform except it shall not have the power to amend the Bylaws.
- B) Its decision shall be final in matters determined “reasonable and proper”.



- C) It has the power to convene or poll itself by a majority vote.

### **Section 3 Duties**

- A) The duties of the Board of Directors are as follows:
  - 1) Make appropriate recommendations to the membership at the Chapter meeting on matters considered by the Board since the last Chapter meeting.
  - 2) Approve all accounts and expenses of the Chapter.
  - 3) Review, modify as necessary, and approve the proposed budget of the Chapter.
    - a) Such budget shall 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.

### **Section 4 Executive Board Meetings**

- A) The Board of Directors shall meet at such times as the President shall designate.
- B) A meeting of the Board of Directors shall not be official unless attended by a majority of its members.
- C) The Board of Directors may conduct business using electronic mail between scheduled Board meetings.
- D) Meeting format may be a combination of in person or video or audio conference, telephone call or other means of contemporaneous interactive communication.

### **Section 5 Grievance Procedures**

- A) Any member grievance may be brought to the Board of Directors for resolution. Grievances shall be submitted in writing to the President and mailed through electronic format. The President shall convene a Board of Directors meeting where the grievance will be brought before the Board for resolution. Contact will be made with the party submitting the grievance within thirty days.

# **ARTICLE VII**

## **ELECTION**

### **Section 1 Election Procedure**

- A) The Chair of the Nominating Committee shall request nominations for office from the membership by electronic mail at least ninety days before the Annual Meeting. Nominees must be eligible to hold the office nominated for in accord with Article V, Section 3. A nominee is only eligible to seek election for one office. If an individual is nominated for multiple offices, he/she will be required to choose one office for which he/she will seek election.
  
- B) The Association shall publish on its website a Nomination Form consistent with these bylaws and any applicable policies of the Association, upon which a member may be nominated for election.
  
- C) Any voting member, in good standing, may nominate a candidate, including her or his self, for any position.
  
- D) Timely nominations shall be considered by a Nominating Committee of three members appointed by the President that includes the Immediate Past President, who shall serve as the Chair of the Nominating Committee, and two other members of the Board. If circumstances arise which shall prevent the Past President from serving in this capacity, the President shall appoint an acting Chair.
  
- E) The Nominating Committee shall judge the eligibility and qualifications of each nominee in accordance with these Bylaws and the Association's Nominations Policy and will report a final slate of candidates to the membership at least forty days before the date of the Annual Meeting, together with ballots. Ballots will be electronic in nature. Ballots will be distributed to the membership electronically by email to ensure the reply ballot is from the correct member.
  
- F) Election ballots shall be returned to the Chair of the Nominating Committee not later than Noon on the day on which elections are scheduled to be held at the Annual Meeting. The full committee will then open and count each ballot. Challenges as to the validity of any ballot shall be settled by the President. Upon completion and certification of the ballot count, the results shall be forwarded to the President.

- G) 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 by one candidate is not achieved, the candidate receiving the most votes shall be declared the winner.
- H) In the event of a tie in an election for any INENA position, the Chairman of the Nominating Committee will inform the President and Candidates of the tie. The re-election process will take place within ten (10) days of the close of the first election period following bylaw election guidelines and using the “two-round system”, a voting system used to elect a single winner, whereby only the two (2) candidates from the first round having the highest number of votes continue to the second round. The candidate receiving the most votes in the second round of voting will thereby be declared the winning candidate.

If the tie is in any of the Region Board Director vacancy elections, only those in that region will be allowed to cast another vote. If a tie is for the offices of the President, Vice-President, Treasurer or Secretary voting is open to the full membership to vote.

An appeal for a recount of the ballots can be made from a candidate to the Executive Board. Appeals must be filed within forty-eight (48) hours from the completion of the ballot counting, in writing electronically, to the President who will forward the requests to the Executive Board. The Executive Board may accept or refuse the request and their decision is final. The Executive Board will conduct any re-count.

Once the re-election process has been closed and election results have been provided the Chair of the Nominating Committee will inform the President of the winners within three 3 days and the President will inform the candidates.

## **Section 2 Nomination**

- A) Candidates for President, Vice President, Secretary or Treasurer shall meet or exceed the minimum qualifications listed below:
- 1) Be a current Public Sector or Telecommunicator category member of the Illinois Chapter of NENA in good standing.
  - 2) Attended 50% of the General Memberships meetings during the two years preceding the election.
  - 3) Attended two IPSTA Conferences as a registered attendee in the last four years.
  - 4) In addition to paragraphs 1-3 above, must have served a full term as a

voting member of the Board of Directors (President, Vice President, Secretary, Treasurer or Region Director) or is an active member of one of the following INENA Committees-Legislative, IPSTA Conference, Training or Public Education.

- 5) In the absence of candidates meeting the requirements of this section, the Board of Directors may waive the requirements of paragraphs 2, 3 and/or 4.
  - 6) In the absence of candidates meeting the requirements of this section after the waiver of paragraphs 2, 3 and/or 4, the Board of Directors will declare an open election for office vacancies.
  - 7) Presidential candidates must have written permission from their employer to be eligible to run for office and serve if elected.
- B) Candidates for Region Director shall meet or exceed the minimum qualifications listed below:
- 1) Be a current Public Sector, Private Sector or Telecommunicator category member of the Illinois Chapter of NENA in good standing.
- C) Members can only run or serve in one Chapter position/office at a time.

### **Section 3 Terms of Office**

- A) Elected officers shall assume their duties and authority upon being sworn into office at the Annual Conference meeting as provided in this Article.
- B) Officers shall remain in the office until the installation of the successor, as provided in Section 3 of this Article or at such time as may be practical.
- C) Each officer will serve for a term of two years.
  - 1) The President, Secretary, and the Region Directors of Regions 1, 3, 5 and 7 will have their terms expire in odd numbered years.
  - 2) The Vice President, Treasurer, and the Region Directors from Regions 2, 4, 6, and 8 will have their terms expire in even numbered years.
  - 3) The President, Vice President, Secretary and Treasurer shall serve a maximum of two consecutive two-year terms. All other officers may succeed themselves in office if elected.

#### **Section 4 Succession of Office**

- A) An investiture will be held during the Annual Conference meeting wherein the person duly elected by ballots cast by Chapter Membership or by voice will be placed in their respective office.

#### **Section 5 Vacancies in Office**

- A) Vacancies in the office of President shall be filled by the advancement in rank, and such fulfillment shall be in an acting capacity until the next Chapter meeting where the Acting Officer shall be eligible for regular investiture to office.
  - 1) Such acting capacities shall have otherwise no effect upon their normal terms of office or eligibility thereto.
- B) Vacancies in the office of Vice President, Treasurer, Secretary and Region Directors shall be filled by appointment of the President with the advice and consent of the Board of Directors for the remainder of the term.

#### **Section 6 Removal from Office**

- A) Any member of the Chapter may initiate the impeachment procedure at any time.
- B) The President, Vice President, or a Region Board Director of the Chapter may be removed from office only for reason of malfeasance of duty, misfeasance of duty, nonfeasance of duty, or for committing an act that brings significant discredit to the Chapter.
- C) The President may suspend an officer from the performance of his/her duties during the period between that officer being impeached and the Chapter adjudicating the matter. In the event the President is impeached, then the senior member of the Board of Officers who was not impeached may suspend the President from the performance of his/her duties during the period between the President being impeached and the Chapter adjudicating the matter.
- D) The proposal to begin the impeachment procedure shall be submitted by the maker in electronic written form to the President and its format shall in order be:
  - 1) Indication of the name of the maker of the proposal;

- 2) Indication of the intent of the proposal;
  - 3) Indication of the Article(s), Section(s), and Paragraph(s) of the Bylaws proposed to be considered as grounds for impeachment.
- E) The president shall convene a special meeting of the Board of Directors to review and consider the proposal to being impeachment proceedings.
- F) By two-thirds (2/3) vote of the Board of Directors, a member or officer may be impeached for just cause but before such proceedings become final, the officer shall be accorded all the legal rights and privileges that are available to citizens of the United States, including the right of counsels, to reply to charges and to testify in his/her own behalf before the Executive Board. Said person shall be notified in writing and copies delivered by certified mail, return receipt requested.
- G) If upon completion of the review by the Board of Directors, it is deemed necessary to proceed, the President shall direct the Secretary to prepare a special ballot noting the intent of the proposal.
- H) The Secretary shall then disburse the ballot by mail to all current voting members.
- I) The Board of Directors shall convene a special meeting to count the ballots.
- J) The results of the special impeachment ballot shall be announced at the next immediate Chapter meeting, at which time, replacement or succession as defined in Section 4 of this Article, shall take place.
- K) A two-thirds (2/3) majority vote of the total voting Chapter membership shall be required for the removal from office of an officer of this Chapter.

# **ARTICLE VIII** **COMMITTEES**

## **Section 1 Standing Committees**

### A) Nominating Committee

- 1) This Committee shall gather and report a slate of nominees for each of the offices of the Chapter.
- 2) The slate of nominees shall be presented to the membership in accord with the election procedure slated in Bylaws Article VII, Section 1.

### B) Illinois Public Safety Telecommunications Association (IPSTA)

- 1) This Association shall plan and administer all the aspects pertaining to the joint INENA-IAPCO Annual conference on behalf of INENA.
- 2) The INENA President shall serve as a member of the IPSTA Board of Directors.

## **Section 2 Other Committees**

- A) Other committees may be appointed by the President, as necessary.
- B) Members of these committees shall serve at the pleasure of the President.
- C) Their terms shall expire concurrently with that of the President.

## **Section 3 Duties of Committees**

- A) Where not otherwise specified, duties of committees shall be designated by the President.

## **ARTICLE IX**

### **EMPLOYMENT OF COUNSEL**

#### **Section 1 Employment Procedures**

- A) Counsel shall be employed upon a recommendation by the President and a simple majority approval of the Board of Directors.
- B) The Board of Directors shall stipulate the retainer fee.

#### **Section 2 Purpose**

- A) Counsel shall be employed for the purpose of providing legal advice to the Chapter and for the preparation of matters before governmental bodies as desired by the Chapter.

## **ARTICLE X**

### **ANNUAL CHAPTER BUDGET**

#### **Section 1 Purpose**

- A) The purpose of the annual Chapter Budget is to document and guide the financial activities of the Chapter over the course of its fiscal year which is defined as January 1<sup>st</sup> until December 31<sup>st</sup>.

#### **Section 2 Procedures**

- A) The annual budget shall be prepared by the Treasurer with the assistance of the President in a form developed by him or her that is in keeping with sound budget and accounting procedures and practices and providing a balanced budget.

#### **Section 3 Annual Budget Provisions**

- A) The annual budget shall contain all expenditures and revenues reasonably expected to be incurred or anticipated over the fiscal year to conduct normal Chapter activities and events.
- B) Expenditures shall include, but are not limited to, costs associated with the annual conference, expenses incurred by Chapter members in conducting



Chapter business, costs associated with preparing items of clothing or other such materials intended for sale by the Chapter, and legal costs, including those incurred in retaining legal counsel.

- C) Revenues shall include, but are not limited to, income generated from fees, subscriptions, and dues, including those remitted back to the Chapter from National NENA, income which is generated from associated revenue generated from the annual conference, and income associated with any grants or contributions provided the Chapter.

#### **Section 4 Authority of the Board of Directors**

- A) The Board of Directors shall be empowered to make all decisions regarding expenditures made and income received by the Chapter. This includes, but is not limited to, setting the rates and limits for incurring the services of legal counsel, setting the rates and limits for any costs incurred associated with conducting normal Chapter business and activities, the Board of Directors is empowered to revise all provisions contained within the annual budget, providing that the financial status of the Chapter remains sound and solvent at all times.

## **ARTICLE XI** **WHISTLE BLOWER POLICY**

#### **Section 1 Purpose**

- A) INENA is committed to operating in furtherance of its tax-exempt purposes and in compliance with all applicable laws, rules, and regulations, including those concerning accounting and auditing, and prohibits fraudulent practices by any of its board members, officers, employees, or volunteers. The policy outlines a procedure for employees or members to report actions that an employee or member reasonably believes violates a law, or regulation or that constitutes fraudulent accounting or other practices. The policy applies to any matter which is related to INENA's business and does not relate to private acts of an individual not connected to the business of INENA. (See Chapter Policy)

# **ARTICLE XII**

## **GRANTS AND CONTRIBUTIONS**

### **Section 1 Application for Funds**

- A) The President of this Chapter or any member designated by him/her may make application to philanthropic organizations, corporations, agencies, groups or person for grants or contributions of funds or property for carrying out general or specific purposes of this Chapter.

### **Section 2 Acceptance of Grant or Contribution**

- A) Any member who may be offered a grant, contribution or contract for this Chapter shall immediately notify the President.
- B) No grant or contribution shall be accepted by the Chapter except upon the approval of the Board of Directors.
- C) The terms of any such grant or contribution shall be set forth in writing and signed on behalf of the Chapter and the donor.
- D) Any grant or contribution accepted by the Chapter shall be credited to its general fund unless, under the terms thereof, a special fund is prescribed.
- E) The budgeting, receipt, custody, and disbursement of any such grant or contribution shall follow the procedure defined for general funds of this Chapter, unless provided otherwise in the terms of the grant or contribution and agreed to by the Board of Directors.

### **Section 4 Training Grants**

- A) The Chapter, through the Board of Directors, may make grants of Chapter funds for training and education purposes to any region according to the following procedure:
  - 1) The Regional Director on a form approved by the Board of Directors shall make application for the grant.
  - 2) Each Region shall be limited to grant/grants in an amount to be determined by the Board of Directors on an annual basis.

- 3) No grant amount shall exceed the amount set by the Board of Directors.
- 4) The nature of the training funded by the grant shall be specifically related to telecommunications, emergency dispatch or 9-1-1 related issues.
- 5) The Board of Directors shall approve or deny each application for training funds based on the nature of the training and its impact on the Region's membership.

## **ARTICLE XIII**

### **RETENTION OF PROPERTY INTEREST**

#### **Section 1 Retention of Title**

- A) All right, title, and interest, both legal and equitable, in and to property of this Chapter shall remain in the Chapter.

#### **Section 2 Requirement for Return of Property**

- A) Any property of the Chapter in the possession or trust of a member or employee shall be returned immediately to the Chapter in the event of his/her death, resignation, suspension, or expulsion.

## **ARTICLE XIV**

### **DISBURSEMENT OF ASSETS UPON DISSOLUTION**

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

- A) Should INENA be dissolved, all assets shall be distributed to an organization, or organization of similar purpose as selected by a two-thirds majority vote of a Chapter meeting quorum.

## **ARTICLE XV**

### **DOCUMENT RETENTION**

#### **Section 1 Purpose**

- A) The purposes of the document retention policy are for INENA to enhance compliance with the Sarbanes-Oxley Act and to promote the proper treatment of corporate records of the Organization.

## **ARTICLE XVI**

### **CONFLICT OF INTEREST**

#### **Section 1 Purpose**

- A) It is in the best interest of INENA to be aware of and properly manage all conflicts of interest and appearances of a conflict of interest. This conflict-of-interest policy is designed to help directors, officers, employees, and volunteers of the INENA to identify situations that present potential conflicts of interest and to provide INENA with a procedure to appropriately manage conflicts in accordance with legal requirements and the goals of accountability and transparency in INENA's operation. (See Chapter Policy)

## **ARTICLE XVII**

### **TRADEMARK PROTECTION**

#### **Section 1 Statement of Policy**

- A) The NENA logo is a registered trademark and its use, except as specifically provided for in this Article, shall be strictly controlled by the NENA Board of Directors.
- B) The Illinois Chapter is specifically authorized to use the NENA logo for stationary purposes in the pursuit of its normal business activity.
- C) The use of the logo in the manufacture of jewelry and hardware and in conjunction with identification and/or commercial activities is governed by the INENA and Bylaws.

# **ARTICLE XVIII**

## **RULES OF ORDER**

### **Section 1 Parliamentary Authority**

- A) The Rules contained in the current version of “Roberts Rules of Order”, shall govern the Chapter in all cases to which they are applicable, and in which they are not inconsistent with the Bylaws or the special rules of order of this Chapter.

# **ARTICLE XIX**

## **AMENDMENT**

### **Section 1 Requirements**

- A) The Bylaws of this Chapter may be amended only by a two-thirds majority vote of a Chapter meeting quorum in regular session except as provided for under Section C of this Article.
- B) A proposal to amend the Bylaws of the Chapter shall be honored by any member.
  - 1) Errors in the format of such proposal shall not be sufficient cause for rejection.
- C) The Bylaws Committee may make non-substantive changes to the Bylaws to correct errors 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 numbering 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 section. Such non-substantive changes shall require the approval of the Board of Directors.

### **Section 2 Procedures**

- A) An amending proposal shall be submitted by the maker in written form to the President.
- B) Its format shall in order be:
  - 1) Indication of the name of the maker of the proposal;
  - 2) Indication of the intent of the proposal;

- 3) Indication of the Chapter meeting where consideration is desired;
- 4) Indication of the Article(s), Section(s) and Paragraph(s) of the Bylaws proposed to be amended;
- 5) Proposed amending language.

#### C) Drafting Resolutions to Amend

- 1) A resolution to amend the Bylaws of this Chapter shall be based upon the required amending proposal and, with the guidance of the President.
- 2) If desired, the Secretary shall assist in drafting the amendment.
- 3) A copy of the draft resolution shall be provided to the maker prior to consideration for his/her occurrence.
- 4) Participation by the Board of Directors in the matters shall not be construed to imply their support of the measures considered therein except when the Board of Directors initiates an amending resolution.

#### D) Required Publication

An amending resolution, which has been processed with the requirement of Section B and C of this Article shall be published and distributed to all members of this Chapter through the meeting minutes at least thirty days prior to the meeting at which consideration is desired.

#### E) Quorum Revision of Resolutions

A Chapter meeting quorum may amend and revise the language of a proposed resolution to amend by majority vote on each such proposed revision.

#### F) Effective Date of Amendments

All amendments passed and adopted by this in accordance with the Bylaws shall be in full force and effect upon the adjournment of the meeting wherein considered and adopted, provided an exception to this is not otherwise contained in the language of the amending resolution itself.