

BY LAWS

OF

NORTHERN CALIFORNIA CHAPTER of ASSOCIATION OF PUBLIC-SAFETY COMMUNICATIONS OFFICIALS, INC.



AS AMENDED BY THE QUORUM

VERIFIED AS ACCURATE BY THE C & B COMMITTEE

JANUARY 16, 2009

**BY LAWS
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ARTICLE I MEMBERSHIP

Section 1. General Eligibility Requirements

- 1.1 Members shall be admitted in strict conformity with the category requirements herein set forth. Membership shall not be denied on the basis of race, color, creed, national origin, or numerical limitation.
- 1.2 Except as permitted in Section 2.1.1.1 of this Article (and while so involved), the category of membership enjoyed shall reflect the current employment status of the member.
- 1.3 With the exception of the Governmental Group and Corporate Group member category, the members of the Association are individuals. The membership of NAPCO shall be divided into the following categories: Active Member, Commercial Member, and Member. A designation of Life, Honorary, Chapter Life, Chapter Honorary, Multiple, and Senior may be added to a category.
- 1.4 There shall also be available Governmental Group and Corporate Group membership.
- 1.5 Applications for membership shall be processed in accordance with the provisions of this Article.

Section 2. Categories

- 2.1 Active Member:
 - 2.1.1 As defined in Article I, Section 2.1 of the APCO Bylaws.
- 2.2 Member:
 - 2.2.1 As defined in Article I, Section 2.2 of the APCO Bylaws.
 - 2.2.2 Commercial Member:
 - 2.3.1 As defined in Article I, Section 2.3 of the APCO Bylaws.
- 2.4 Governmental Group Memberships:
 - 2.4.1 As defined in Article I, Section 2.4 of the APCO Bylaws.
- 2.5 Corporate Group Memberships:
 - 2.5.1 As defined in Article I, Section 2.4 of the APCO Bylaws.

Section 3. Designations

3.1 Life Member

3.1.1 As defined in Article I, Section 3.1 of the APCO Bylaws.

3.2 Senior Member

3.2.1 As defined in Article I, Section 3.2 of the APCO Bylaws.

3.3 Multiple Membership

3.3.1 As defined in Article I, Section 3.3 of the APCO Bylaws.

3.4 Honorary Member

3.4.1 As defined in Article I, Section 3.4 of the APCO Bylaws.

3.5 Chapter Life Member

3.5.1 The term CHAPTER LIFE member is an honorary term and shall be in addition to that of the regular membership classification held by the member. It is a special form of the Chapter Honorary membership for which the classification is granted for the life or resignation of the member.

3.5.2 This honor is reserved for those persons who are members of NAPCO in any classification and who have made significant contributions toward the objectives of the Chapter at the Chapter level in a manner and for purposes which are above and beyond those normally required for recognition for any other Chapter award.

3.5.3 To be eligible for this recognition, the nominee will normally be expected to have:

3.5.3.1 Been a member of APCO a minimum of fifteen years, at least five years of which will be as a member of NAPCO, and

3.5.3.2 Made at least five major accomplishments at the Chapter and/or APCO Association level, which have contributed significantly to the needs of the NAPCO Chapter, the commercial community, or the general public safety community. Items considered to be significant shall include, but not be limited to:

3.5.3.2.1 Past NAPCO Chapter President.

- 3.5.3.2.2 Member of NAPCO Board of Directors for a minimum of two years.
- 3.5.3.2.3 NAPCO Chapter Secretary and/or Treasurer.
- 3.5.3.2.4 Regional Conference Chairperson.
- 3.5.3.2.5 Regional Conference Committee Chairperson.
- 3.5.3.2.6 NAPCO Chapter Commercial Committee Chairperson for three years.
- 3.5.3.2.7 APCO Executive Council member at least two years.
- 3.5.3.2.8 APCO Annual Conference Chairperson.
- 3.5.3.2.9 APCO President.
- 3.5.3.2.10 Chairperson of an APCO Standing Committee.
- 3.5.3.2.11 Chairperson of an APCO Annual Conference Committee.
- 3.5.3.2.12 Major contribution to the art of communications.

3.5.4 Chapter Life classification shall be bestowed upon a person in the following manner:

- 3.5.4.1 Nomination for CHAPTER LIFE member shall be made by the CHAPTER Nominating Committee at least thirty days prior to the Chapter Annual Meeting.
- 3.5.4.2 The nomination shall be submitted to the Board of Directors, together with a full and detailed statement of the basis upon which such nomination is believed to be justified. The nomination(s) shall be acted upon at the regularly scheduled Board meeting in November prior to the Chapter Annual Meeting.
- 3.5.4.3 The Chapter shall pay annually to the Association Office the dues amount specified in the APCO Policy Manual for each such member during the membership term. (Article 1, Section 3.5.4 of the APCO Bylaws)
- 3.5.4.4 A unanimous vote of a quorum of the Board of directors and a

majority vote of a quorum of the Chapter Annual Meeting shall constitute approval of any such nomination.

3.6 Chapter Honorary Member

3.6.1 The term CHAPTER HONORARY member is an honorary term and shall be in addition to that of the regular membership classification held by the member. It is bestowed upon those persons who have made significant contributions toward the fulfillment of the purpose of NAPCO. Retired members who have held membership for more than ten (10) consecutive years are also eligible for this category.

3.6.1.1 CHAPTER HONORARY status shall require the unanimous vote of a quorum of the NAPCO Board of Directors and a majority vote of the quorum at a regularly scheduled Chapter meeting.

3.6.1.2 In granting this honor, NAPCO shall assume the responsibility for paying the membership dues of the individual.

3.6.1.3 The term of this classification shall be one year and may be reinstated annually.

3.6.1.4 CHAPTER HONORARY members shall be eligible to hold office, vote and serve on committees in accordance with their regular membership classification.

Section 4. Application

Applications for membership shall be made as defined in Article I, Section 4, of the APCO Bylaws.

Section 5. Revocation

Membership in NAPCO may be revoked as defined in Article I, Section 5, of the APCO Bylaws.

Section 6. Status

Loss of required status by a member shall be immediately reported to the President. A majority of a quorum of the Board of Directors, upon investigation, may change the status of a member in accordance with other sections of this Article.

ARTICLE II DUES

Section 1. Rates

The dues structure shall be as specified in Article II, Section 1, of the APCO Bylaws.

Section 2. Payment

Dues payment shall be as specified in Article II, Section 2, of the APCO Bylaws.

**ARTICLE III
MEMBERSHIP QUORUM**

Section 1. Duties

[RESERVED]

Section 2. Meetings

The Active members attending a NAPCO Annual or NAPCO Regular Monthly Meeting shall constitute a quorum of such meeting.

**ARTICLE IV
BOARD OF DIRECTORS**

Section 1. Duties

- 1.1 The Board of Directors shall convene at a special meeting during the month following the Chapter Annual Meeting.
- 1.2 The Board shall appoint all members of the Nominating Committee. The Chairperson shall be the Immediate Past President.
- 1.3 The Board shall be empowered to set the rate of any compensation for services performed for NAPCO.
- 1.4 The Board will approve a twelve-month meeting schedule at its October meeting for the coming calendar year.
- 1.5 The duties of the Board shall include, but not be limited to, consideration of new applicants and the setting of the agenda for the current meeting.
- 1.6 The Board shall be responsible for reviewing the annual audit conducted by the Budget and Audit Committee.
- 1.7 In addition to other such duties as may be required, the President shall:
 - 1.7.1 Preside at Chapter meetings.

- 1.7.2 Preside as Chairperson of the Board of Directors and shall cause an agenda to be circulated prior to the Board meeting.
- 1.7.3 Preside and/or represent NAPCO at Joint Chapter/State Conference meetings and at the Western States Regional and the APCO Annual Conferences.
- 1.7.4 Keep the membership appropriately informed.
- 1.7.5 Make appointments to fill vacancies in office.
- 1.7.6 Set goals, policies, and pursue purpose.
- 1.7.7 Present any proposed amendments to the NAPCO budget in effect during the term of office for consideration and approval of the Board of Directors.
- 1.7.8 Be an ex-officio member of all committees.
- 1.7.9 Be a member of the Conference Committee.
- 1.8 In addition to other such duties as may be required, the President-Elect shall:
 - 1.8.1 Assume all duties and powers of the President during the absence of the President.
 - 1.8.2 With approval of the Board of Directors, attend the Joint Chapter/State Conference, Western States Regional and/or APCO Annual Conferences in lieu of the President, if the latter is unable to attend.
 - 1.8.3 Submit an annual meeting schedule to the Board of Directors at the October Board meeting.
 - 1.8.4 Be Chairperson of the Budget and Audit Committee.
 - 1.8.5 Be a member of the Conference Committee
- 1.9 In addition to other such duties as may be required, the Vice-President shall:
 - 1.9.1 Assume the duties and powers of the President-Elect during the absence of the President-Elect.
 - 1.9.2 Be the Chairperson of the Constitution and Bylaws Committee.
 - 1.9.3 Be the Chairperson of the Conference Committee.
- 1.10 In addition to other such duties as may be required, the APCO Executive Council Member shall:

1.10.1 Represent NAPCO at all meetings of the APCO Executive Council as set forth in the APCO Constitution and Bylaws.

1.10.2 Express the wishes of the NAPCO membership. In the absence of specific guidance from the NAPCO membership, he/she shall represent the NAPCO membership according to their best judgment.

Section 2. Meetings

- 2.1 The Board of Directors shall meet and conduct the business of NAPCO at such times and places as the President or a majority of the Board of Directors shall indicate.
- 2.2 The Board shall as a minimum meet during the NAPCO Monthly (except the months of March and August) Meetings based upon a schedule adopted by the Board of Directors in October for the following calendar year. The Board may modify the approved schedule, as it deems appropriate.
- 2.3 A quorum of the Board of directors shall be six.
- 2.4 The Secretary shall notify all members of the Board, regarding meetings, a minimum of forty-eight hours prior to the scheduled meeting.
- 2.5 Any agenda item requiring a vote by the Board or the general membership shall be listed in the agenda, and any officer or Director shall have the prerogative to table an item once until the next local meeting in order to allow for reasonable time to do research on the issues. Ad hoc expenditures for minor items can be exempted.

Section 3. Terms of Office

- 3.1 Members of the Board of Directors shall serve from the time they are installed in office until their successors are installed in office unless they are suspended or removed from office due to impeachment in accordance with procedures established in this Article, they resign or the office is otherwise vacated.
 - 3.1.1 Normally, officers shall be installed in office during the NAPCO Annual Meeting.
 - 3.1.2 Officers may be installed in office at such time as may become necessary due to the filling of a vacancy or other cause.
 - 3.1.3 The President, President-Elect, and Vice-President shall serve terms of one year commencing with the NAPCO Annual Meeting.
 - 3.1.4 The APCO Executive Council Member shall serve a term of two years commencing with the NAPCO Annual Meeting held in even numbered years.

- 3.1.5 Three elected ACTIVE NAPCO members shall be elected at the NAPCO Annual Meeting occurring in odd years and two elected ACTIVE NAPCO members shall be elected at the NAPCO Annual Meeting occurring in even years.
- 3.1.6 No elected officer shall serve more than two consecutive terms in the same office, except that the APCO Executive Council member may succeed himself/herself indefinitely, if elected again at each bi-annual election.

Section 4. Succession and Election

- 4.1 The President shall automatically succeed to Immediate Past President
- 4.2 The President-Elect shall automatically succeed to the office of President.
- 4.3 The Vice-President shall automatically succeed to the office of President-Elect.
- 4.4 The incoming Vice-President shall be elected by a simple majority vote of NAPCO members at the Annual Meeting.
- 4.5 The procedure established by the Board of Directors shall include the following, as minimum:
 - 4.5.1 It shall be the duty of the Membership and Nominating committee to nominate qualified candidates to replace members of the Board or Directors whose terms will expire at the end of the current calendar year.
 - 4.5.2 Nominations of the selected candidates shall be published in the monthly meeting notice and announced at the regular meeting one month prior to the NAPCO Annual Meeting by the Chairperson of the Membership and Nominating Committee. Additional nominations from the floor may be made only at this meeting.
 - 4.5.3 As the last order of business of the NAPCO Annual Meeting, the President-Elect shall automatically become the President and an election of the other Officers shall be made by secret ballot in the order of their nominations for: Vice-President, APCO Executive Council Member, and Directors to fill any vacancies that have occurred because of expired terms.
 - 4.5.4 The new President shall immediately assume office, make any special announcements, call any special meetings at his/her discretion and adjourn the meeting.

Section 5. Candidates for Office

- 5.1 Candidates for Vice-President, APCO Executive Council Member, and Director shall meet or exceed the minimum qualifications listed below. The Membership and

Nominations Committee shall evaluate the qualifications of each candidate and shall certify compliance with these requirements to the quorum.

5.1.1 Be an Active Member of NAPCO in good standing.

5.1.2 Be a citizen of the United States of America.

Section 6. Vacancies

6.1 A vacancy in the office of President, and President-Elect shall be filled by advancement in rank. Such advancement in rank shall be in "Acting" capacity only, until the next regular election.

6.2 A vacancy in the office of Vice President and Director shall be filled by an appointment made by the President and shall be subject to confirmation by the remaining Board of Directors upon receipt of certification by the Membership and Nominations Committee that the appointee otherwise satisfies the eligibility requirements contained in Section 5.1 of Article IV of NAPCO Bylaws. Such an appointment shall be in "Acting" capacity only until the next regular election.

Section 7. Removal from Office

7.1 The President, Immediate Past President, President-Elect, Vice-President, APCO Executive Council Member and Director(s) 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 NAPCO by a two-thirds majority vote of the Board of Directors and subsequent concurrence of a two-thirds majority of those ACTIVE members present at the next regularly scheduled Chapter meeting. Notice of such action shall be distributed to all members at least two weeks prior to the Chapter meeting and shall include the time and place of such meeting.

7.2 Any member of the Board of Directors who has two consecutive unexcused or cumulative unexcused absences from regularly scheduled Board meetings shall be considered to have voluntarily resigned from that office. Absences shall be deemed excused or unexcused at the direction of the Board of Directors.

ARTICLE V SECRETARY AND TREASURER

Section 1. Secretary/Treasurer and Term of Office

1.1 The offices of Secretary and Treasurer may be combined as a single office to be known as the Secretary/Treasurer in which case the Secretary/Treasurer shall perform the duties and satisfy the requirements of both the Secretary and the Treasurer as described in this Article.

- 1.2 The Secretary and the Treasurer (or the Secretary/Treasurer) shall be appointed by the President subject to the concurrence of the Board of Directors for a one year term beginning in January of each year. They may be re-appointed each year.

Section 2. Secretary

- 2.1 The Secretary shall maintain a complete current roster of NAPCO membership. The roster shall be published and distributed to all NAPCO members as directed by the Board of Directors.
- 2.2 The Secretary shall receive and answer written communications and perform such other duties as may be required by the President and/or the Board of Directors.
- 2.3 The Secretary shall keep minutes of the regularly scheduled Board of Directors and General Meetings. The minutes of Chapter meetings shall include all actions of significance and they shall be reported in writing to the Association Office not more than thirty-days after the adjournment of such meetings.
- 2.4 The Secretary shall post the monthly meeting notice, in accordance with Article IV, Board of Directors, Section 2. Meetings, in addition to the agenda and the previous month's meeting minutes on the official NAPCO website.
- 2.5 The Secretary shall be the official custodian of all NAPCO records and documents.
- 2.7 The Secretary shall have the authority to represent NAPCO and to sign for the NAPCO President on FCC docket comments and petitions to be submitted with the name of NAPCO.
- 2.8 The Secretary shall be appointed by the President with the concurrence of the Board of Directors within thirty days after the NAPCO Annual Meeting.

Section 3. Treasurer

- 3.1 The Treasurer shall receive all NAPCO monies and shall establish and maintain checking and saving accounts for the deposit of such monies.
- 3.2 The Treasurer shall pay all bills drawn against NAPCO as authorized by the Board of Directors.
- 3.3 The Treasurer shall issue invoices for membership dues for each MULTIPLE member. They shall also report member information to ACPO Headquarters.
- 3.4 The Treasurer shall report the financial status of NAPCO at each meeting of the Board of Directors.
- 3.5 The Treasurer shall have specific authority to:

- 3.5.1 Monitor the expenditure of funds by NAPCO to ensure such expenditures are in accordance with the Annual Budget and NAPCO policies.
 - 3.5.2 Monitor the use and disposal of NAPCO assets to ensure that such use/disposition is in accordance with NAPCO Policies.
 - 3.5.3 Report discrepancies in the expenditure of funds and/or the use or disposal of NAPCO assets directly to the President and the Board of Directors, as he/she deems appropriate.
 - 3.5.4 Monitor NAPCO members' personal and travel expenses directly related to NAPCO business purposes and shall pay the member who incurred an expense, predicated upon prior Board approval for such reimbursement, and providing that all travel and personal expenses are reimbursed up to the limit established and published by the Federal Internal Revenue Service (IRS).
- 3.6 The Treasurer shall be appointed by the President, with the concurrence of the Board of Directors, within thirty days after the NAPCO Annual Meeting.

ARTICLE VI SERGEANT-AT-ARMS

Section 1. Term of Office

The Sergeant-At-Arms shall be appointed by the President subject to the concurrence of the Board of Directors for a one-year term beginning in January of each year. He/she may be re-appointed each year.

Section 2. Duties

- 2.1 Ensure that Chapter meetings are conducted in an orderly and efficient manner.
- 2.2 Advise and assist the meeting's host staff with regard to registration, meal tickets, and raffle.
- 2.3 During times of Chapter elections and votes, Sergeant-At-Arms shall have primary responsibility for verifying member voting status; issuing, counting and destroying completed ballots.
- 2.4 At Board of Directors meetings, ensure that seating arrangements provide for both the needs of the Board of Directors and the needs of the audience (non-board members).
- 2.5 Ensure the privacy of any Board of Directors executive sessions, and assist the Parliamentarian (President) as needed.

ARTICLE VII WEB-MASTER

Section 1. Term of Office

The WEB-Master shall be appointed by the President subject to the concurrence of the Board of Directors for a one-year term beginning in January of each year. He/she may be re-appointed each year.

Section 2. Description

Shall use good design techniques and audience analysis to develop, modify and regularly update NAPCO's web page to fit the target purpose audience.

Section 3. Duties

- 3.1 Design, compose, structure, maintain and regularly update the NAPCO website.
- 3.2 Use HTML to construct web pages with text, lists, links, tables, graphics, frames, forms, and other features of a dynamic web page.
- 3.3 Serve as chairperson of Web Team.

ARTICLE VIII COMMERCIAL ACTIVITIES COORDINATOR

Section 1. Term of Office

- 1.1 The Commercial Activities Coordinator shall be elected by secret ballot by NAPCO Commercial members at the NAPCO Annual Meeting, for a one-year term beginning in January of each year.
 - 1.1.1 A vacancy in the Commercial Activities Coordinator position shall be filled by an appointment made by the President and shall be subject to confirmation by the Board of Directors. Such as appointment shall be in an "Acting" capacity only until the next regular election.

Section 2. Description

The Commercial Activities Coordinator represents the NAPCO Commercial member vendor community by acting as liaison between NAPCO Commercial members, the Board of Directors and the NAPCO general membership.

Section 3. Duties

- 3.1 Serve as chairperson of the Commercial Activities Committee.

- 3.2 Performs the duties as described in the Commercial Activities Committee, Article IX, Section 7.
- 3.3 Be a member of the Conference Committee.

ARTICLE IX COMMITTEES

Section 1. Standing Committees

- 1.1 The standing committees of NAPCO shall be the:
 - 1.1.1 Frequency and Engineering Advisory Committee
 - 1.1.2 Membership and Nominating Committee
 - 1.1.3 Constitution and Bylaws Committee
 - 1.1.4 Wire line and Interagency Systems Committee
 - 1.1.5 Operations Committee
 - 1.1.6 Commercial Activities Committee
 - 1.1.7 Historical Committee
 - 1.1.8 Dockets Committee
 - 1.1.9 Budget and Audit Committee
 - 1.1.10 Emergency Medical Services Committee
 - 1.1.11 Programs Committee
 - 1.1.12 Conference Committee
- 1.2 Members of standing committees shall serve until the expiration of their terms and thereafter, until the Secretary is notified in writing by the current President of the names of their authorized successors.
- 1.3 Except for the Frequency and Engineering Advisory Committee, Historical Committee, Conference Committee and Membership and Nominating Committee, no member shall serve simultaneously on more than two standing committees.
- 1.4 Standing committees, other than the Frequency and Engineering Advisory Committee,

Historical Committee, and Conference Committee shall consist of three members, one of whom shall be appointed chairperson by the President.

- 1.5 The President shall appoint all members of each standing committee in accordance with the Bylaws.
- 1.6 Standing committees and their chairpersons shall determine the matters they shall consider, subject to direction, as the President shall deem desirable in order to achieve the purposes of NAPCO.
- 1.7 A quorum of a committee, except as otherwise provided for, shall be its chairperson and any number of members participating in a meeting or a membership poll.
- 1.8 Actions of a committee shall, except as otherwise provided for, be taken at each meeting by poll of the membership to direction from the chairperson.
- 1.9 The distribution of necessary committee reports, as may be determined by the President, shall be provided by NAPCO.
- 1.10 Standing committee members shall be ACTIVE members; except the Commercial Activities Committee and Conference Committee can consist of COMMERCIAL members.
- 1.11 The chairperson of each committee is expected to maintain knowledge and awareness and to research activities in their assigned field with written reports or recommendations to the Board of Directors on activities in the committee's area of concern.
- 1.12 The chairperson of each committee shall contact and share information with other chairpersons on items of joint interest.

Section 2. Frequency and Engineering Advisory Committee (FEAC)

- 2.1 The FEAC shall be composed of a chairperson and assistant chairpersons as appointed by the President, and approved by a quorum of all ACTIVE members present at any regularly scheduled NAPCO meeting.
- 2.2 The chairperson is authorized to clear non-controversial frequency requests and make decisions that, in his/her opinion, will facilitate action regarding frequency coordination matters.
- 2.3 The chairperson shall report all interim actions, pertinent to NAPCO, at the immediate following meeting.
- 2.4 The chairperson shall serve as the APCO Local Frequency Advisor and shall process all requests for frequency coordination in accordance with requirements of APCO AFC, Inc.

- 2.5 Action taken regarding a request shall be published via the monthly meeting notice and forwarded to each member.
- 2.6 The FEAC shall issue clearances regarding frequency matters in accordance with the Federal Communications Commission's Rules and Regulations and NAPCO Communications Standards.
- 2.7 The chairperson shall be reimbursed by the Treasurer for approved expenditures incurred while carrying out their FEAC responsibilities.
- 2.8 The chairperson of FEAC shall coordinate the frequency advisory activities of NAPCO with the other Public Safety Frequency Advisory Committees of Northern California.
- 2.9 The chairperson shall be responsible for assistance to governmental entities in accordance with Article I of the Constitution.
- 2.10 The President may establish one or more sub-committees of the FEAC where geographic and/or other special considerations indicate this would be a prudent course of action. The chairperson of each sub-committee would be an assistant chairperson of the FEAC.

Section 3. Membership and Nominating Committee (MANC)

- 3.1 The MANC shall consist of the Immediate Past President and two ACTIVE members appointed by the President and approved by the Board of Directors. The Immediate Past President shall serve as the Chairperson of the committee.
- 3.2 The chairperson shall be responsible for processing applications in accordance with Article I of the Bylaws.
- 3.3 The MANC shall determine the eligibility and status of the applicant and forward information to the Board of Directors.
- 3.4 At Board of Directors meetings and General membership meetings, the chairperson shall be responsible for presenting "New Member" qualifications and recommending classes of membership.
- 3.5 In conjunction with the Board of Directors, the chairperson shall be responsible for planning additional methods for creating interests for present and prospective members.
- 3.6 In conjunction with the Board of Directors, the chairperson shall be responsible for creating informative material and/or brochures to be forwarded to present and prospective members.
- 3.7 The MANC shall solicit nominations for NAPCO members to replace officers and

directors whose term will expire at the end of the current calendar year. A slate of candidates shall be presented to the Board of Directors in October of each year.

- 3.8 The MANC shall review and confirm the qualifications of all candidates for elected office in NAPCO.

Section 4. Constitution and Bylaws Committee (CABC)

- 4.1 The CABC shall consist of the Vice-President and two ACTIVE members appointed by the President and approved by the Board of Directors. The Vice-President shall serve as the Chairperson of the Committee.
- 4.2 The committee shall recommend changes in the Constitution and Bylaws as required.
- 4.3 The committee shall review changes in the Constitution and Bylaws proposed by Resolution and make a recommendation to the Chapter regarding passage.

Section 5. Wire-line and Interagency Systems Committee

- 5.1 The chairperson shall be responsible for informing NAPCO regarding changes or proposed changes in wire-line equipment and/or procedures including 9-1-1 activities.
- 5.2 The chairperson shall be responsible for informing NAPCO regarding interagency radio (i.e., CLEMARS, CLERS, FIRE WHITE, etc.) changes and proposed changes.
- 5.3 The chairperson shall be responsible for informing NAPCO on State disaster preparations, plans and resources.

Section 6. Operations Committee

- 6.1 The chairperson shall be responsible for setting up an annual program of meetings specifically designed to meet the needs of operating personnel concerned with all types of Public Safety Communications.
- 6.2 The chairperson shall be responsible for coordinating operations meetings, for notifying interested personnel, and for creating interest and enthusiasm for the programs.

Section 7. Commercial Activities Committee

- 7.1 The chairperson shall be responsible for coordinating commercial activities regarding the display, demonstration and advertising of equipment.
- 7.2 The chairperson shall be responsible for coordinating proposed commercial programs with the NAPCO Secretary prior to monthly meeting notice printing.
- 7.3 The chairperson shall be responsible for coordinating the proposed commercial

program with the host of the monthly meeting regarding space and facilities.

- 7.4 The chairperson shall be responsible for coordinating commercial activities at the Joint Chapter Meeting/State Conference or NAPCO hosted Western States Regional Conference.

Section 8. Historical Committee

- 8.1 The chairperson shall be responsible for preparing and updating the history of NAPCO.
- 8.2 The chairperson shall be responsible for collecting and preserving artifacts pertaining to NAPCO, its members and their activities.
- 8.3 The chairperson shall represent NAPCO on the APCO Historical Committee.
- 8.4 The chairperson shall be known as Chapter Historian.

Section 9. Emergency Medical Services Committee (EMS)

- 9.1 The chairperson shall keep NAPCO informed on activities of Federal, State and local entities affecting EMS.
- 9.2 The chairperson shall be responsible for coordination efforts in regional EMS plans as they pertain to inter-regional use of the EMS UHF channels.
- 9.3 The committee membership should be composed of one member from each HSA-EMS region, one member from the State Emergency Medical Services Authority, and one member from each interested association who is willing to serve.
- 9.4 The chairperson shall communicate with their CPRA Chapter of APCO (Southern California) counterpart, exchanging information and ideas for improving EMS statewide.

Section 10. Dockets Committee

- 10.1 The Chairperson shall be responsible for informing NAPCO of all matters of interest contained in FCC dockets.
- 10.2 The chairperson shall be responsible for preparing comments and additions or deletions to proposed dockets.

Section 11. Interim Committees

The President may appoint such interim Committees as may be necessary to perform specialized and/or temporary tasks.

Section 12. Programs Committee

- 12.1 The chairperson shall be responsible for providing technical or operations programs at the monthly meetings.
- 12.2 The chairperson shall be responsible for coordinating proposed programs with the NAPCO Secretary prior to monthly meeting notice printing.
- 12.3 The chairperson shall be responsible for coordinating the proposed program with the host of the monthly meeting regarding space and facilities.

Section 13. Conference Committee

- 13.1 Chairperson shall be responsible for planning the NAPCO/CPRA Joint Chapter Meeting/State Conference or NAPCO hosted Western States Regional Conference. Duties include, but are not limited to, coordinating:
 - 13.1.1 Facilities
 - 13.1.2 Technology and Operations Seminars
 - 13.1.3 Training
 - 13.1.4 Catering
 - 13.1.5 Registration
 - 13.1.6 Sponsorships
 - 13.1.7 Marketing
- 13.2 Along with the Vice President, members of the Conference Committee shall include, but not be limited to, the Immediate Past President, President and President Elect.

**ARTICLE X
ASSET MANAGEMENT**

Section 1. Retention

All rights, title and interest, both legal and equitable, in and to property of NAPCO, shall remain in NAPCO.

Section 2. Release

NAPCO property in the hands of others for the purposes of NAPCO shall be returned to NAPCO immediately upon demand.

Section 3. Dissolution

Should NAPCO be dissolved, all of its interests shall be distributed to an organization or organizations of similar purposes as selected by a two-thirds vote of an annual meeting Quorum.

Section 4. Bonding of Personnel

The Board of Directors shall require persons in NAPCO who are identified as those handling significant amounts of NAPCO'S funds to be adequately bonded.

Section 5. Liability

The Board of Directors shall be responsible for having NAPCO adequately covered by liability and other necessary insurance.

Section 6. Costs

NAPCO shall bear the costs associated with the provisions of this Article.

Section 7. Fiscal Year and Annual Operating Budget

- 7.1 NAPCO's fiscal year shall be July 1 to June 30.
- 7.2 The NAPCO Board of Directors and its elected Officers shall take prudent steps to manage and adopt an annual operating budget to ensure the Chapter is fiscally sound and remains solvent.
- 7.3 The Board of Directors and its elected Officers shall present the annual operating budget to the general membership 60 days-prior to the new fiscal year.
- 7.4 The budget shall be adopted during the June meeting.

ARTICLE XI AWARDS

Section 1. Awards

NAPCO may make awards at all levels of NAPCO as evidence of appreciation to those who have performed outstandingly in the field of public safety and related communications.

ARTICLE XII RULES OF ORDER

Section 1. Parliamentary Authority

Meetings of the Board of Directors and Chapter meetings shall be conducted in accordance with the APCO Constitution and Bylaws, the NAPCO Constitution and Bylaws and the rules contained in "Robert's Rules of Order Revised". Any conflict between these documents shall be resolved by an order of precedence which establishes the APCO Constitution and Bylaws as the highest authority, the NAPCO Constitution and Bylaws next, and Robert's Rules last.

ARTICLE XIII AMENDMENT

Section 1. Requirements

- 1.1 The Bylaws of NAPCO may be amended only by a majority vote of a Regular Meeting Quorum in regular session except as provided for under Section 1.2 of this Article.
- 1.2 The Constitution and Bylaws Committee may make non-substantive changes to the Bylaws in order to correct errors in grammar, punctuation, and spelling 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 sections. Such non-substantive changes shall require approval of the Board of Directors and ratification by the General Membership in accordance with the requirements of Section 2 of Article XIII of the Bylaws.
- 1.3 A proposal to amend the Constitution or Bylaws of NAPCO shall be considered only when it is made in proper form by the Board of Directors, an Active member, or a committee.

Section 2. Process

- 2.1 A proposal to amend shall be submitted by the maker, by written resolution, to the Board of Directors at least thirty days prior to submission to the general membership. The form of the resolution shall indicate its contents in the following order:
 - 2.1.1 Intent.
 - 2.1.2 Purpose.
 - 2.1.3 Name of the maker.
 - 2.1.4 {Reserved}
 - 2.1.5 Deficiencies of current, or need of added, language.
 - 2.1.6 Gains and benefits to be made.
 - 2.1.7 Article(s), Section(s), and Paragraph(s) to be amended in order to correct such

deficiencies and enjoy such gains and benefits.

2.1.8 Narrative of the methods and/or language for the proposed amendment.

2.2 A proposal by the Constitution and Bylaws Committee to make non-substantive changes to the Constitution and/or Bylaws shall be submitted to the Board of Directors in writing showing the entire paragraph for which a change is proposed with all changes highlighted.

2.3 The Constitution and Bylaws Committee shall assist in the drafting of an amending resolution when so requested by the maker(s).

2.3.1 The Constitution and Bylaws Committee shall submit such drafts to the Board of Directors for such comment as may be appropriate before returning them to the maker(s) with such comments.

2.3.2 Such assistance shall not be construed to be support for such measures.

2.4 An amending proposal so processed, shall be published by the Secretary in the following monthly meeting notice.

2.5 An ACTIVE General Membership Quorum may amend and revise the language of a proposed resolution to amend, by majority vote on each such proposed revision.

Section 3. Effective Date

3.1 Ratification of any proposed amendment(s) shall not occur at any meeting of NAPCO held before fifteen days after completion of the requirements of Section 2 of this Article.

3.2 A two-thirds majority of the ACTIVE members representing a quorum at any regular meeting shall be necessary to ratify the proposed amendment(s).

3.3 Resolutions to amend shall be in effect upon the adjournment of the regular meeting as described in Section 3.2 of this Article.