

# **CAL-EDA - California Emergency Dispatcher Association Bylaws**

Updated: July 23, 2011

## **ARTICLE I: NAME AND PURPOSE OF THE ASSOCIATION**

A. The name of the Association shall be the "California Emergency Dispatcher Association" hereinafter referred to as "CAL-EDA" or the "Association".

B. The purpose of the CAL-EDA is to educate, train, promote, and increase the knowledge and standards of professional Public Safety Dispatchers; to provide networking opportunities for Public Safety Dispatchers in the State of California, provide social and special events throughout the year; and to act as advocates for Public Safety Dispatchers.

C. To further the objectives stated above, but not in limitation thereof, the Association shall have the power to collect and disseminate statistics and other information; to conduct research and investigations; to engage in various fund raising activities; to conduct promotional activities, including advertising and publicity, in or by a suitable manner or media; and to hold property as is necessary to accomplish its purposes. The Association shall have the power to do any lawful act reasonably necessary or desirable to carry out its purposes and for protecting the lawful rights and interests of its members or affiliates.

## **ARTICLE II: MEMBERSHIP**

### **A. TYPES**

There shall be three categories of membership. Application for membership and annual dues payment shall be submitted to the Executive Secretary for review and approval. Each membership category shall have the following requirements, and the membership term will be yearly on the anniversary of joining the association. The amount of annual membership dues shall be set by the Executive Board and be equal for both Active and Associate members.

1. ACTIVE members shall enjoy all the rights and privileges of membership in the Association, including the right to vote. Active members are:

a. Full-time or Part-time Public Safety (Police or Fire) civilian dispatchers or civilian supervisors, including the rank of Manager, or equivalent.

Only ACTIVE members are entitled to run for positions on the Executive Board.

2. ASSOCIATE members are:

a. Full-time sworn law enforcement officers, up to and including the rank of Chief or Sheriff;

b. Full-time fire department personnel, up to and including the rank of Chief;

c. Those individuals who are employees of firms that provide equipment and services to Public Safety dispatchers, telephone company liaison to law enforcement, or other technical specialists that directly deal in an aspect of public safety dispatch.

d. Individuals who have a professional interest in public safety dispatch (retirees or reserve dispatchers), and

their membership will benefit the Association as well as themselves. Examples include retirees who qualified for membership prior to their retirement.

Associate members may participate in Association meetings and functions, but shall not have the right to vote or hold office, and may not attend or participate in meetings and functions in which confidential matters (as determined by the Executive Board) are discussed or presented.

3. HONORARY LIFE MEMBERSHIPS are granted by the Executive Board to those persons, who, in their opinion, have rendered outstanding service to the Association or to the field of Public Safety Dispatch, or who, by virtue of their contributions to the discipline of Public Safety Dispatch, have been deemed worthy of life membership. Honorary Life Memberships shall be granted only after a thorough evaluation of the prospective member reveals that such service has been rendered voluntarily, altruistically or without consideration of personal gain.

a. Life members shall enjoy all the rights and privileges of membership in this Association, except that they may not hold office.

b. Honorary Life members are not required to pay annual dues.

All memberships are the sole and exclusive property of CAL-EDA and may be suspended and/or revoked "for cause" by the Executive Board..

#### B. ADMISSION

1. Every applicant for membership, other than Honorary shall apply for membership on a form approved by the Membership Committee.

2. All Active memberships shall be deemed to be accepted upon submission of membership application if all necessary requirements are complete at the time of the submission.

3. Each Associate membership application shall be reviewed by the Membership Committee and either rejected or sent on to the Executive Board with a recommendation for acceptance or further review.

#### C. VOTING RIGHTS

1. Executive Board members shall have one vote for each matter under consideration by the membership, or the Board.

2. When necessary, each Regular member shall have one vote for each matter under consideration by membership.

3. No other voting rights are either expressed or implied for other type of membership category.

#### D. TERMINATION OF MEMBERSHIP

1. Any member may resign by filing with the Secretary, a written declaration of intent to resign.

2. Any membership will lapse if any member's dues are not paid within thirty days past their renewal date.

3. Any membership, terminated for non-payment of dues, may be reinstated with no loss of privileges, provided said dues are paid in full within sixty days from the date they were due.

4. Any membership may be terminated upon recommendation of the Membership Committee and vote of the Executive Board. Each individual membership is the property right of CAL-EDA and may be recalled and/or terminated at the will of the Executive Board for conduct that reflects in a negative manner in any form or fashion upon the organization and its members. The right to recall and/or terminate an individual membership is solely determined by the Executive Board. No appeal process is expressed or implied and the decision of the Executive Board shall be final.

### **ARTICLE III: CODE OF ETHICS**

A. Any person whose application for membership is accepted by CAL-EDA shall, as a condition of membership, agree to abide by, and consent to, these By-laws and all Policies and Procedures, Rules and Regulations currently enacted, or to be enacted in the future.

B. No member will act in a manner prejudicial to the Association or contra the best interests of the Association.

### **ARTICLE IV: PROCEDURES FOR DISCIPLINARY ACTION**

A. Grounds for disciplinary action will result from any of the following: any conduct detrimental to the objectives or interests of CAL-EDA, including any violation of the herein referenced By-laws, Policies, Procedures, or Rules and Regulations of the Association.

B. Any member may notify the Executive Board, in the form of a confidential writing, of any conduct, by any member, detrimental to the objectives or interests of Association.

C. A Hearing Board, consisting of the Executive Board will investigate any allegations made and take whatever action is deemed appropriate in lieu of the circumstances.

### **ARTICLE V: DUES**

A. The Board of Directors shall determine, once per year, the annual dues payable to CAL-EDA by its members. There will be no pro-rata of dues.

B. Dues will be payable upon submission of membership application. Dues are renewed on the members anniversary date.

C. Honorary members shall be exempt from paying dues or any other monetary fee otherwise mandated during their membership in CAL-EDA.

D. Active members shall pay annual membership dues of \$35.00.

E. Associate members shall pay an annual membership fee of \$35.00

### **ARTICLE VI: MEETINGS**

A. An annual training conference, for the purpose of conducting corporate business, will be held once a year, the place and time to be determined by the Executive Board.

B. Regular meetings shall be scheduled quarterly for the purpose of training and conducting corporate business. These meetings will be called by the Executive Board. The place and time of these meetings will be determined by the Executive Board.

C. AGENDA

1. Order of Business:

- (a) Roll call;
- (b) Introduction of new members and guests;
- (c) Reading of minutes and correspondence;
- (d) Report of officers and committees;
- (e) Unfinished business;
- (f) Elections;
- (g) New business;
- (h) Training.

2. All orders of business, not otherwise provided for in these By-laws, shall be governed by the procedures set forth in "ROBERT'S RULES OF ORDER".

#### D. NOTICE

Written notice, stating the place and the hour of any meeting of the membership, shall be conveyed via standard mail or e-mail to each member at least thirty days prior to the date of said meeting. Such notice will state the purpose of the meeting.

#### E. QUORUM

A simple majority of the voting members, or when appropriate, two thirds of the Board, shall constitute a quorum. For voting purposes, voting members must be present to vote. Votes by proxy and/or by absentee ballot will not be permitted.

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## **ARTICLE VII: DUTIES & ELECTION OF OFFICERS AND DIRECTORS**

#### A. BOARD OF DIRECTORS COMPOSITION

The Board of Directors will be comprised of the following:

President;

Vice-President

Secretary

Treasurer

Nine Regional Directors

- a. 2 Police Regional Directors per region
- b. 1 Fire Regional Director per region

## (2) Training Coordinators

Communications Manager Representative

Technology Director

Public Information Director

Membership Director

## B. DUTIES OF THE BOARD OF DIRECTORS

The governing body of the Association shall be the Executive Board . No Officer, Director, or member serving on a committee as such shall receive any salary or compensation for services rendered to the Association. However, Officers, Directors, and/or members may be reimbursed for out-of-pocket expenses incurred reasonably and necessarily in conducting the affairs of the Association.

## C. OFFICERS/EXECUTIVE BOARD

The officers of the Association shall be active members with a minimum of one-year's membership, and be active Public Safety Dispatchers, at the time of their election or appointment. The Executive Board shall consist of the following and hold terms of office as indicated below:

### 1. PRESIDENT – 4 year term (starting January 1, 2010)

The President shall be the exclusive officer of the Association and shall supervise the business affairs of the Association. It shall be the duty of the President to call and preside over all regular and special meetings. The President shall see that the By-laws and Rules and Regulations are respected and obeyed. The President shall cast the deciding vote in case of a tie. The President shall, from time to time as is necessary, appoint all committees and may designate their Chairperson. The President shall appoint pro-tempore officers in the event of absences. The President shall perform such other duties as are usual and incidental to the office of the President. The President is a member ex-officio of all committees.

### 2. VICE-PRESIDENT - 2 year term

The Vice-President shall actively assist and support the President in the performance of all presidential duties, and shall be the President pro-tempore in the absence of the President, during which time the Vice-President shall assume all duties and responsibilities of that office. The Vice-President shall act as liaison between the President and Regional Directors. The Vice-President shall act as liaison between the President and Chairpersons of committees. In the event of a vacancy in the office of the President during elective term, the Vice-President shall succeed to that office for the remainder of the unexpired term.

### 3. SECRETARY – 2 year term

It shall be the duty of the secretary to accurately record the proceedings at the meeting, read the minutes of previous meetings and all communications. The Secretary shall call the roll of Officers and note absentees. The Secretary shall communicate and correspond with all persons and Associations both within and outside the Association relative to Executive level business.

### 4. TREASURER – 2 year term

It shall be the duty of the Treasurer to collect all monies due this Association, giving receipt thereof. The Treasurer shall keep a suitable set of books of record of same. The Treasurer shall deposit all monies of this Association in a bank designated by the Executive Board. The Treasurer shall render statements in detail at each meeting of the Association, showing receipts and disbursements in full to date, and the monies into the Treasury. The Treasurer shall, as is necessary, draw all checks and other obligations. The account books as well as all papers in the care, custody and control of the Treasurer shall be open for inspection and examination by the Board of Directors.

#### 5. REGIONAL DIRECTORS – 2 year term

The Regional Directors shall perform all tasks and duties as assigned. The Regional Directors shall act as liaisons between the Executive Board and the three Regions. These representatives shall provide regional reports at all Executive Board business meetings and will assist the Regional officers in the training programs and membership activities of their respective regions. Regional Representatives will involve themselves in the training and membership programs of their respective Regions.

#### 6. TRAINING COORDINATOR – 2 year term

The training coordinator reports to the President of the association and will carry out all aspects of training for the Association, including, but not limited to, securing qualified instructors, with primary emphasis on Public Safety Dispatchers as instructors, coordinating submission of classes to POST for CPT credit, coordination of training sites/ times/dates with the Regional Directors of the respective regions, continue to watch for relative, quality training which may benefit Association members.

#### 7. COMMUNICATIONS MANAGER REPRESENTATIVE – 2 year term

The communications manager representative will be filled by a Communications Center Manager (or equivalent title) who is an active member of this association; will report to the President; will foster relationships with other Communications Center Managers; provide input on all aspects of the Association; act as liaison with other Communications Center Managers, attend meetings as requested by members of the Executive Board or Communications Managers to promote the Association.

#### 8. TECHNOLOGY DIRECTOR – 2 year term

The Technology Director shall maintain and update the CAL-EDA website, email, Facebook and Twitter accounts and pages. Assist with maintenance of the membership database "Memberships" The Technology Director shall assist with any other CAL-EDA technologic issues that may arise.

#### 9. PUBLIC INFORMATION DIRECTOR – 2 year term

The Public Information Director shall work in conjunction the local and national press, CAL-EDA Allies and California Law Enforcement Agencies to promote a positive image on CAL-EDA, the dispatching profession and the citizens of California. The Public Information Officer shall post on Facebook and Twitter, positive information and articles that promote a positive image of Law Enforcement.

#### 10. MEMBERSHIP DIRECTOR – 2 year term

The Membership Director shall maintain the membership rolls using the membership database, document new memberships, advise members of their impending expiration of membership, assist with membership recruitment, etc. The Membership Director will work closely with Regional Directors on all membership issues.

Board members may assist fellow board members with duties not in their area of responsibility. Teamwork is important and encouraged.

### **ARTICLE VIII: ELECTION TO THE BOARD OF DIRECTORS**

A. Membership on the Executive Board shall be an elected position of varied term. Vacancies which occur in any of the Association offices or positions on the Executive Board, through resignation, death, or impeachment, shall be filled by appointment(s) made by the Executive Board. The President has the authority to call for the resignation of any Board member for cause; i.e. inability to attend meetings/handle the business of the Association, inaccessibility, etc. At least 4 other Board members must concur with this action.

B. When necessary, any member of the Executive Board may nominate an ACTIVE member currently in good standing, for appointment to the Executive Board. All nominations will be reported to the Secretary, in writing, with acceptance from the nominee, and will be in effect upon acceptance by the nominee. The nominated candidate receiving the greater number of votes shall be declared elected.

C. The 13 positions originally elected to the first Executive Board will remain on the Board permanently after their first term to ensure the direction of the Association remains true to the goals established by the founding members. The only manner in which these 13 members leave the Board after their first term is via resignation.

D. A quorum shall be two-thirds of the Executive Board. The nominated candidate receiving the greater number of votes shall be declared elected. A vote of a quorum of the Board of Directors shall act as vote for the membership in total.

E. Except as otherwise indicated in these By-laws, no Associate member shall ever be eligible for any position on the Executive Board. Any act of the majority of the Executive Board shall be the act of the total Board, provided a quorum is present. Any vacancy on the Board of Directors shall be filled, by appointment, by the Board, for the remainder of the term of the vacant office.

F. Once board members terms are complete, they will no longer have voting rights.

## **ARTICLE IX: COMMITTEES**

Committees may be appointed, from time to time, to further the work of the Association. These committees shall be appointed and supervised by the President or the Executive Board, and will conduct themselves in accordance with "Robert's Rules of Order." Said committees may be disbanded at any time by order of the President or the Executive Board. There shall be the following standing committees:

- (1) Executive
- (2) Conference
- (3) Training/Speakers
- (4) Web Site

## **ARTICLE X: CONTRACTS**

The Board may authorize any officer or agent of the Association to enter into any contract or execute and deliver any instruments in the name of, or on the behalf of the Association.

## **ARTICLE XI: MISCELLANEOUS**

A. The Board shall provide for the issuance of identification cards or badges which identify members of the Association.

B. The fiscal year of the Association shall begin on the first day of January and shall end with the last day of December of each year.

C. The By-laws of the Association may only be amended, repealed, or added to, by an affirmative 2/3 vote of the Board of Directors.

D. The Association may be dissolved by unanimous approval of the Executive Board.

## **ARTICLE XII: DISSOLUTION**

Upon dissolution of the CAL-EDA – The Executive Board will direct any remaining proceeds to be donated to a charity to be named later.