

# **Massachusetts Communications Supervisors Association (MCSA)**

## **By-Laws and Constitution**

### **ARTICLE I. THE ORGANIZATION**

#### **Section I. NAME**

The name of this association shall be: Massachusetts Communications Supervisors Association, referred to in these Bylaws as 'this Organization'.

#### **Section II. PURPOSE**

##### **A. MISSION**

This Organization's mission is to facilitate the professional resources needed by Public Safety Communications Centers to deliver quality communications services to the public. These professional resources will include but are not limited to training and support.

##### **B. VISION**

To see effective, high quality, public safety communications services provided to all residents of and visitors to Massachusetts; to assist public safety communications centers facilitate an accurate response within a reasonable time after a call for help; and further to provide all public safety professionals with the support they need in their protection of life and property, to the extent of their training and ability.

##### **C. STRATEGY**

This Organization will work to achieve this vision by-

1. Working with public safety call taking/dispatch centers, ambulance, fire, rescue, law enforcement, hospital, emergency management and other agencies to promote mutual cooperation and understanding.
2. Joining with federal, state, county and other local officials for the purpose of promoting public safety communications, disseminating information, and funding public safety communications programs and training.
3. Initiating and/or assisting in community awareness activities, news releases and education to keep the general public aware of important issues affecting public safety communications.
4. Undertaking action with area public safety communication services and organizations in the pursuance of training, certification, upgrading of services and equipment, quality management programs and continuing education.
5. Sending representation to regional councils or boards, and other similar organizations requesting our involvement.

## **ARTICLE II. MEMBERSHIP**

### **Section I. GENERAL MEMBERSHIP**

- A. This Organization is open to representatives from agencies and organizations that are actively involved in public safety communications. The membership will include, but not be limited to:
  - 1) Municipal and statewide public and private safety agencies (Voting);
  - 2) Associate Memberships to include the following (Non-Voting):
    - a. Individual Membership;
    - b. Retired statewide public and private safety agency employees;
    - c. Other organizations deemed appropriate by the Membership.
- B. Membership shall not be withheld from any person or organization by reason of race, creed, color, gender, physical disability, sexual orientation, or national origin.
- C. Membership of each organization or agency must be confirmed by the Executive Board.

### **Section II. VOTING MEMBERSHIP AND EXECUTIVE BOARD**

- A. The Membership represents the principle voting body of this Organization, and consists of one representative of each member agency in good standing.
- B. The Executive Board shall represent the voting and management body of this organization when the Membership is not in session at the annual meeting or at a special meeting of the Membership.
- C. The Executive Board shall manage the affairs of this Organization; set all policies; receive, manage, and disperse any and all moneys and property overseen by this Organization; and shall do all other things needed to carrying out the mission of the Organization.
- D. If a Member of the Executive Board resigns or is removed during his/her term of office the position shall be filled as soon as feasible by the President.
- E. A Member of the Executive Board may be suspended or removed by vote of a two-thirds (2/3) majority of the Membership or by vote of a two-thirds (2/3) majority of the Executive Board, only after reasonable written notice and opportunity to be heard.

### **Section III. MEMBERSHIP DUES**

- A. Annual membership dues are payable to the Treasurer by August 1<sup>st</sup> of each year, and must be paid within sixty (60) days to retain membership status and voting privileges. Dues are to be determined by the Membership at the Annual Meeting for the next Fiscal Year.

- B. If dues are not paid the Treasurer shall report same to the Executive Board and they shall suspend all member's privileges. The member shall be afforded a hearing at which time the Organization shall consider further action.

## **ARTICLE III. OFFICERS**

### **Section I. ELECTED OFFICERS**

- A. The officers of this Organization shall be chosen from the Membership at the Annual Meeting for one year terms, and consist of:
1. President
  2. Vice-President at Large
  3. Secretary
  4. Treasurer
  5. Five Regional Vice-Presidents

No person should hold more than one of these offices at one time.

The Executive Board shall consist of the President, Vice-President at Large, Secretary, Treasurer, all Regional Vice-Presidents, and the State 911 Commission representative nominated by the MCSA who will be a non-voting member.

- B. This Organization's representatives to regional councils and boards shall be chosen at the Annual Meeting or, between annual meetings, by the Executive Board.
- C. Terms of the elected officers shall be from July 1<sup>st</sup> through June 30<sup>th</sup> following the Annual Meeting.
- D. There is no limit on the number of times an officer or representative may be re-elected.

### **Section II. DUTIES**

- A. The President presides over meetings and acts as a representative of the Organization; schedules and reserves locations for regular, special and annual meetings; prepares an agenda for each meeting; and manages the Executive Board including the assignment of any special tasks or duties to other members of the Executive Board.
- B. The Vice-President at Large acts on behalf of the President should he/she be unavailable and also assists the President in such duties as may be assigned.
- C. The Secretary is responsible for the keeping of minutes of the meetings; for sending copies of the minutes to all member organizations; for keeping a record of attendance; for submitting an Annual Report for corporate compliance; and for maintaining a list of all members including their names, addresses, phone numbers, and email addresses.

- D. The Treasurer shall maintain a record of any and all financial transactions of this Organization; and provides a monthly and (written) annual financial report.
- E. Five Regional Vice Presidents shall represent the interests of the Organization on the Executive Board. They shall be elected by a plurality of votes from among their regional members at the Annual Meeting beginning at the first annual meeting after the annual meeting that adopts this clause creating regional vice presidents. Until that time, they will be appointed by the Executive Board.

Member agencies and members are grouped in the following Regions by location of the member agencies:

1. Northeast Region (composed of Essex County)
2. Middlesex and Suffolk Region (composed of Middlesex and Suffolk counties)
3. Southeast Region (composed of Norfolk, Plymouth, Bristol, Barnstable and Dukes counties)
4. Central Region (composed of Worcester County)
5. Western Region (composed of Franklin, Hampshire, Hamden, and Berkshire counties)

The President will assign specific duties to each Vice President such as membership drive, committee chair, etc.

### **Section III. STATE & REGIONAL COUNCIL & BOARD REPRESENTATIVES**

- A. The representatives to regional councils and boards attend regional meetings; participate on regional committees; report back to the membership on state and regional issues; represent the best interest and votes of this Organization at meetings.
- B. Effective June 2012, representatives will be elected by a majority vote of the members from that region or by the membership as a whole, at the annual meeting to serve on state and regional councils and boards. The Executive Board can nominate any new person to fill a vacancy in the interim.

## **ARTICLE IV. COMMITTEES**

### **Section I. APPOINTMENTS**

- A. The President will be responsible for appointing any committees deemed necessary by this Organization.
- B. Each committee shall consist of a chairperson and at least two other members from the general membership.

- C. The President is responsible for determining the length of term of each committee and has the power to disband any committee when deemed necessary by the Organization.
- D. Standing committees shall consist of but not limited to the following:
  - 1) Executive Committee
  - 2) Education and Training Committee
  - 3) Standards Committee
  - 4) Legislative Committee

## **ARTICLE V. MEETINGS**

### **Section I. ANNUAL MEETING**

Effective June 2011, the Annual Meeting of this Organization shall be held during the month of June at a place designated by the Organization, which would facilitate the attendance, by the public.

### **Section II. REGULAR MEETING**

- A. Regular meetings shall be held on a regularly scheduled basis, generally monthly (excluding July & August), with the time, day of the week, and location to be determined by the Executive Board.
- B. Should a regular meeting date fall on a legal holiday the President may reschedule the meeting and provide reasonable notice to all members.
- C. Regular meetings shall be held at a place designated by the Executive Board, which would facilitate the attendance by the public.

### **Section III. EXECUTIVE BOARD MEETING**

The Executive Board will meet concurrently with all meetings of this Organization.

### **Section IV. SPECIAL MEETING**

Special meetings of this Organization's Membership or the Executive Board may be scheduled by the President, who will provide reasonable notice to all members.

### **Section V. RULES OF ORDER**

All meetings of this Organization will follow parliamentary procedure and be conducted following the current edition of "Robert's Rules of Order Newly Revised".

### **Section VI. QUORUMS AND VOTING**

- A. There must be at least 10 Member agencies present in order to conduct business at the Annual or any Special Meeting of the Membership.

- B. A simple majority shall be sufficient to carry a motion, except where otherwise stated in these Bylaws.
- C. Proxy voting is allowed. The President must be informed verbally or in writing by the regular representative that a proxy is given. Proxy voters must introduce themselves to the presiding officer of the meeting.
- D. No person may hold more than one (1) proxy.
- E. Votes shall be cast orally, unless changed via parliamentary procedure.

## **ARTICLE VII. OTHER PROVISIONS**

### **Section I. FINANCIAL ORGANIZATION**

- A. The fiscal year of this Organization shall be from July 1 to June 30.
- B. No member shall incur any debts in the name of this Organization without express approval of the Board of Directors.
- C. The President shall be authorized to execute contracts on behalf of the Organization in accordance with established Executive Board policy. In addition, the Executive Board may authorize other officers or agents to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Organization, with such authority being confined to specific instances.
- D. All checks, drafts, or other orders for payment of money, notes or other evidences of indebtedness issued in the name of the Organization or to the Organization, shall be signed or endorsed by the President and or the Treasurer of the Organization and in such manner as shall be determined by resolution of the Executive Board.
- E. All funds of the Organization not otherwise employed shall be deposited expeditiously to the credit of the Organization in such banks, trust companies or other depositories as the Board may select.

### **Section II. CORPORATE STATUS**

It is the intent of this Organization to be a recognized non-profit corporation under the General Laws of the Commonwealth of Massachusetts. These Bylaws shall be binding regardless of the corporate status of this Organization.

## **ARTICLE VIII. BYLAWS**

## **Section I. AMENDMENTS TO THESE BYLAWS**

- A. Any member may propose an amendment to the Bylaws.
- B. Proposed amendments must be moved and seconded at a regularly scheduled meeting, included in the minutes of the meeting and distributed to all members, immediately prior to the meeting at which a vote is to be taken on the amendment.
- C. The President may choose to appoint a By-Laws Committee to study the amendment and report back at the following meeting.
- D. A two-thirds majority vote of the Membership at the Annual Meeting is required for any changes in the Bylaws.

## **Section II. SEPARABILITY**

If any article, section, paragraph, sentence, clause, provision, phrase or word of these Bylaws shall be adjudged not valid, the adjudication shall apply only to the material so adjudged and the remainder of the Bylaws shall continue to be binding.

## **Section III. NON-DISCRIMINATION**

This Organization recognizes the rights of all persons to equal opportunity in employment, compensation, promotion, education, positions of leadership and power, and shall not at any time discriminate against any employee, applicant for employment, director, officer, contractor or any other person with whom it deals, because of race, age, religion, color, sex, national origin or handicap, if otherwise qualified.