

**CONSTITUTION
OF THE
INTERNATIONAL MUNICIPAL
SIGNAL ASSOCIATION
GREAT BASIN SECTION**



SUBMITTED TO THE EXECUTIVE COMMITTEE
MARCH, 2001 - SALT LAKE CITY, UTAH

ARTICLE I – NAME

- A. The name of this organization shall be “International Municipal Signal Association, Great Basin Section” hereafter referred to as the ‘Section’ or “Association”.
- B. The bodies comprising the Section shall be the State of Utah.
- C. The Governing Body of the Section shall be the Executive Committee.

ARTICLE II – OBJECTIVE

- A. To unite those who are involved or interested in, and the problems connected with the engineering, construction, operation, and maintenance of electrical, electronic, and graphic communications, signal, and related systems used in public safety service.
- B. To collect and disseminate information and educational material on such systems and associated materials for the benefit of the association members and the industry.
- C. To cooperate in the formulation of standards for the safe installation, operation and maintenance of such systems.
- D. To promote closer technical cooperation between all members of the industry with the intent of improving the efficiency of these systems and encouraging free and open consideration of all engineering concepts and opinions.
- E. To cooperate with other organizations whose objectives also promote the objectives of this association.

ARTICLE - III

- A. Classes of Membership: Membership in the Association shall be in the following classes:
 - 1) Active
 - 2) Associate
 - 3) Public Utility
 - 4) Public Agency
 - 5) Sustaining
 - 6) Life
 - 7) Honorary
- B. Membership Qualifications:
 - 1. Active Member: Any employee or official of a governmental agency who is actively engaged or involved in the public safety service operations as defined in Article II shall be eligible for Active Membership, except as hereinafter specified, the privileges of voting and holding office are limited to active members. This limitation does not apply to the office of Secretary/Treasurer.
 - 2. Associate Member: Any individual (not eligible for active membership), or any commercial, industrial, or nonprofit organization having special knowledge, experience, or interest in any phase of the associations activity

shall be eligible for associate membership and any such organization may designate an individual as its representative. Associate members shall not have the right to hold office, except as Secretary/Treasurer of a Section, nor shall they have the right to vote except on Association or Section Committees to which they may be elected or appointed.

3. Public Utility Member: Any non-governmental or investor-owned corporation furnishing electric, gas, telephone, water or other utility type service to the general public under a published rate structure shall be eligible for Public Utility Membership.
4. Public Agency Member: Any local, county, city, state, provincial, or other governmental body or agency concerned with the objectives of the association as defined in Article II shall be eligible for Public Agency Membership.
5. Sustaining Member: Any individual, firm, organization, corporate official, or employee with special knowledge, experience or interest in the objectives of the association as defined in Article II desirous of especially aiding and furthering these objectives shall be eligible for Sustaining Membership. Firms, organizations or corporations may designate an individual as its representative at the Sustaining Members Section meetings.
6. Life Membership: Life Membership may be granted by the Board of Directors to an Active Member upon his retirement from employment as defined in Article II. Life membership may continue during the life of the member and shall entitle him, without further payment of Service Fees, to all the privileges of Active membership in the Association, until such time as his re-employment conflicts with the intent of this Article. During such conflicting employment his Life Membership shall be temporarily suspended. Life Membership may be granted under the following conditions:
 - 1) The prospective Life member shall have been a member in good standing continuously for not less than fifteen (15) years, or,
 - 2) He shall have been an Officer of the Association or of a Section of the Association, and shall have been a member in good standing Continuously for not less than ten (10) years,
 - 3) A request for the granting of a Life Membership shall be submitted to the International Office by the Prospective Life Members Section Secretary at least thirty (30) days prior to the annual meeting of the Board of Directors.
7. Honorary Membership: Honorary Membership may be granted by the Board of Directors. Such Membership may continue during the life of the Honorary Member, and shall entitle him, without payment of Service Fees, to all of the privileges of an Associate Membership in the Association. Honorary Membership may be granted to any person under the following conditions:

- 1) In the judgment of the Board of Directors, the prospective Honorary Member has rendered special, conspicuous, and unusual service to the Association or a Section of the Association and,
- 2) A request for granting of an Honorary Membership shall be submitted to the International Office by not less than three (3) Active Members in good standing at least thirty (30) days prior to the annual meeting of the Board of Directors, and,
- 3) Such request shall document the special, conspicuous, and unusual service to the Association performed by the candidate for Honorary Membership.

ARTICLE IV – SERVICE FEES

Service fees for the classes of Active, Associate, Public Utility, Public Agency, and Sustaining Members shall be as prescribed by the Board of Directors in the Association By-Laws. All Service Fees shall be paid to the Association Office.

ARTICLE V – MEMBERSHIP ROSTER

- A. The Section Secretary/Treasurer shall be responsible for the preparation of an annual Section Membership Roster, in accordance with Article X of the By-Laws of the Section.
- B. The Section Secretary/Treasurer shall be responsible for the distribution of the annual Section Membership Roster, in accordance with Article X of the By-Laws of the Section.

ARTICLE VI – THE EXECUTIVE COMMITTEE

- A. Number of Members on the Committee: The Executive Committee shall consist of the Officers of the Section those officers being defined in Article VII, Paragraph C, of this Constitution.
- B. Election by the Section Membership: The Executive Committee shall be elected in accordance with Article VII, Paragraph B, of this Constitution.
- C. Term of Service of the Executive Committee-. The regular term of service of the Executive Committee, shall be approximately two (2) years in accordance with Article VII, Paragraph C. of this Constitution.
- D. Required Meetings of the Executive Committee: The Executive Committee shall schedule no less than (2) regular meetings per Section Fiscal Year, and shall meet additionally, if determined necessary by the Section President for the good of the Section or International Association.
- E. Quorum for a Meeting of the Executive Committee: The number of Section Officers required for a meeting of the Executive Committee shall be at least one-half of the total membership of the Executive Committee.

- F. Vacancies on the Executive Committee: When a vacancy occurs on the Executive Committee it is to be filled as soon as possible in accordance with Article IX of the By-Laws of the Section.
- G. Management Powers Vested in the Executive Committee: The Executive Committee shall be the managing body of the Section, and shall direct its appropriations, investments, and care of the funds of the Section. The Executive Committee shall have exclusive authority in decisions on the Section Policy relative to both section and International Association matters consistent with objectives of the Section as defined in Article II of this Constitution except as restricted in Article VI, Paragraph I and J of this Constitution. The Executive Committee shall notify the Section Membership of any actions taken that are not routine as authorized in the By-Laws of the Section.
- H. Certain Powers Not Vested in the Executive Committee: The Executive Committee shall not have the power to commit the Section on a policy or standard relating to any equipment or technology pertinent to those fields defined in Article II, paragraph A, of this Constitution, without authority of a vote of the eligible members of the section. If the matter voted upon falls under the jurisdiction of a Section Committee, the eligible members shall be advised as to the recommendations of the concerned Section Committee, prior to any vote. The vote may be taken by mailed ballots - issued and tabulated by the Section Secretary/Treasurer, or by written ballot or roll call vote at a regular or special business meeting of the Section. Passage of any matter relative to the scope of this Paragraph, requires an affirmative vote of at least fifty percent (50%) of the eligible members of the Section when handled by mail, or an affirmative vote of at least two-thirds (2/3) of the eligible members of the Section present when handled at a regular or Special Business Meeting of the Section. The Secretary/Treasurer shall notify the Section Membership of the results of such a vote.
- I. Changes in this Constitution: The Executive Committee shall not have the power to commit the Section to any change in the Articles of this Constitution without authority of a vote of the eligible members of the Section. As any matter relative to this paragraph falls under the jurisdiction of the Section Constitution and By-Laws Committee prior to any vote. The vote may be taken by mailed ballots - issued and tabulated by the Section Secretary/Treasurer, or by written or roll call vote at a regular or special Business Meeting of the Section. Passage of any matter relative to the scope of this paragraph requires an affirmative vote of at least fifty percent (50%) of the eligible members of the Section when handled by mail, or by an affirmative vote of at least two thirds (2/3) of the eligible members present when handled at a regular or special business meeting of the Section. The Secretary/Treasurer shall notify the Section Membership of the results, of such a vote.

ARTICLE VII – OFFICERS

- A. Number and Titles: There shall be seven (7) officers of the Section who shall be known as the Executive Committee. The Officers of the section shall be a President, a First Vice-President, a Second Vice- President, a Secretary/Treasurer, Two (2) Directors, who shall also serve on the Board of Directors of the International Association as representatives of the Section, and the Immediate Past President.
- B. Nomination and Elections: The officers of the Section shall be nominated and elected from the membership of the Executive Committee, those eligible members serving as Chairmen of National or Section Standing Committees, or those eligible members serving as Committeemen on a National or Section Standing Committee as applicable in accordance with Article IX of the By-Laws of the Section, in its entirety.
- C. Term of Office: The tenure of office for all officers positions in the Section, unless further specified within the scope of this paragraph or in the By-Laws of the Section, shall be approximately two (2) years or until a successor, or successors, to the specific office, or offices is elected.
- D. Presiding Officers: The President shall preside at all meetings of the Executive Committee and at the Section meetings. In his absence, the delegation of authority, to preside, shall be as follows:
 - 1. First Vice-President
 - 2. Second Vice-President
 - 3. Senior Director
 - 4. Junior Director
 - 5. Immediate Past-President
 - 6. Secretary/Treasurer

ARTICLE VIII - COMMITTEES

- A. Constitutionally Mandated Standing Committees: Within the first thirty (30) days following his election to office and installation thereto, the President shall appoint a Finance Committee, and a Nominating Committee, each comprised of not less than three (3) members, subject to the approval of the Executive Committee. The Chairman of each of these two Committee appointments shall be in accordance with Article XII of the By-Laws. The tenure of the Committee appointments, their duties, makeup, and limits of authority shall be in accordance with Article II of the By-Laws of the Section and consistent with the terms of their appointing officer.
- B. Other Standing Committees: Other Standing Committees shall be authorized in the By-Laws of the Section or by Resolution of the Executive Committee. Within the first thirty (30) days following his election to office and installation thereto, the President shall appoint a Chairman to each of the Standing Committees, subject to the approval of the Executive Committee. The tenure of the Committee

- appointment, their duties, makeup, and limits of authority, shall be in accordance with Article II of the By-Laws of the Section.
- C. The Executive Committee: The Executive Committee of the Section, as per Article VI, Paragraph A, of this Constitution shall consist of the officers of the Section. The tenure of office of the individual members of this Committee shall comply with Article VII, Paragraph C, of this Constitution in its entirety, and the specific duties and authority of the individual members of this Committee shall be in accordance with Article XI of the By-Laws of the Section.
 - D. Committee Membership: The Chairman of each Standing Committee, excluding Finance, Nominating, and Executive Committees, shall appoint the other members of the Committee, in accordance with Article II of the By-Laws of the Section.
 - E. Special Committees: The President shall have the right to appoint Special Committees, with the approval of the Executive Committee, providing that the scope of the Special Committee's work does not duplicate the work of the Standing Committee.
 - F. Ex-Officio Members of Committees: the President, or Senior Presiding Officer and Secretary/Treasurer shall be Ex-Officio Members of all committees.
 - G. Vendors Committee: The chairman of the Vendors Committee shall be elected by sustaining members of IMSA.

ARTICLE IX – MEETINGS OF THE SECTION AND THE EXECUTIVE COMMITTEE

- A. Meetings of the Section: Unless otherwise specified within the body of this Constitution, or stipulated within the text of the By-Laws of the Section, the following conditions shall be applied to meetings of the Section:
 - 1. Number and Period: There shall be two (2) meetings of the Section each year. The first meeting shall be held during the first half of the year; the second meeting shall be held in the second half of the year, but not within twenty (20) calendar days prior to twenty (20) days following the annual meeting of the International Association. The restriction attributed to the twenty (20) calendar day period as applied to the second meeting of the Section may be waived only if the Section or majority of its members are acting as hosts of the Annual Meeting of the International Association.
 - 2. Time and Place of Meetings: The exact dates and place of future first and second regular meetings of the Section may be decided by a vote of the Active Members of the Section present at a prior regular first or second meeting of the Section or by the Executive Committee. Provided no action is taken by the Active Members of the Section present at a Section meeting in regard to the next meeting place, or if it is found that the selected days are not satisfactory to a majority of the

- membership, or for the good of the Section, the Executive Committee shall arrange for the location and dates of the next regular meeting.
3. Special Meetings: Special meetings of the Section may be called by the President through the Secretary/Treasurer, at the request of a majority of the Executive Committee to the Secretary/Treasurer, or by the request of a majority of the Active Members of the Section to the Secretary/Treasurer. Such request shall be made to the President through the Secretary/Treasurer.
 4. Notification of Meetings: The Secretary/Treasurer shall notify the membership of the Section of the date, times, and places for all regular or special meetings, in accordance with Article II, Paragraph F, of the By-Laws of the Section.
 5. Quorum: A quorum for transactions of Section or International Association business at a special or regular meeting, duly called shall consist of ten (10) Active Members in good standing, including at least one officer in accordance with Article VII, Paragraph D, of this Constitution.
 6. Record of Proceedings: The proceedings of each meeting shall be recorded by the Secretary/Treasurer in the manner prescribed by the Executive Committee.

ARTICE X – AMENDMENTS

- A. Origination: Amendments to this Constitution may be proposed by an eligible member of the Section, by any member of the Executive Committee, or by the Constitution and By-Laws Committee.
- B. Working of Proposed Amendments: Before offering a proposed amendment for vote, it shall be sent to the Constitution and By-Laws Committee with regard to intent, phraseology, and form. It must then be sent to each member of the Executive Committee for approval before vote.
- C. Voting for Adoption: No ballots may be submitted to the eligible members of the Section without first having the approval of the President or a majority of the Executive Committee. This Constitution may be amended by either a mailed ballot issued and tabulated by the Secretary/Treasurer, or by written ballot or roll call vote at a regular or special business meeting of the Section. Passage of any proposed amendment requires an affirmative vote of at least fifty percent (50%) of the eligible members of the Section when handled by mail, or an affirmative vote of at least two-thirds (2/3) of the eligible members of the Section present when handled at a regular or special business meeting of the Section.

ARTICLE XI – NATIONAL ASSOCIATION CONSTITUTION

- A. Nothing in this Constitution shall be construed to be in conflict with the Constitution of the International Association. The Secretary/Treasurer of the Section shall promptly file with the International Office an authentic copy of this Constitution and subsequent proposed amendments thereto, and amendments made thereto.

ARTICLE XII – BY-LAWS

- A. The Section shall prepare and adopt a series of By-Laws, which shall govern its procedure and that of the Section Officers and Committees under this Constitution.
- B. Such By-Laws shall be adopted or may be amended by a concurring vote of the eligible members of the Section in the same manner as specified for Constitutional amendments in Article X Paragraph C, of this Constitution.