

# **THE NEW ENGLAND PARK RANGER ASSOCIATION BY- LAWS**

*(updated July 6, 2009)*

In accordance with the articles of this organization, the Officers of the Association have adopted the following articles as by-laws.

## **ARTICLE I: NAME**

The name of this organization shall be: THE NEW ENGLAND PARK RANGER ASSOCIATION, (NEPRA), herein referred to as the Association, with mailings at P.O. Box 89, State House, Boston, MA 02133.

## **ARTICLE II: PURPOSE**

The purpose of the Association shall be those stated in the following Articles of Organization.

## **ARTICLE III: ORGANIZATION AND GOVERNANCE**

### **SECTION A: STRUCTURE**

The Association shall consist of the following types of members;

- Officers of the Association:
  - Officers of the Association shall be the governing body for the day-to-day business and operations of the Association, herein referred to as the Board of Directors. Each board member shall hold a full vote during board meetings and annual meetings; attendance in person or by video conference is required for voting.
- General Members:
  - General Members shall be those individuals accepted upon receipt of application and payment of yearly membership dues and shall have the power of vote at annual meetings as defined further herein, provided they are a member in good standing with the Association.
- Good Standing:
  - A member in “good standing” shall be a member who subscribes to the purpose of the Association; and has complied with the By-laws; paid all dues, and/or special assessments, in accordance with these by-laws.
- Supporting Members:
  - Supporting Members shall be individuals or other entities that wish to support the Association through material or financial ways or in-kind donations. Supporting members may attend meetings but do not have the power to vote and will not be considered when selecting officers.

The affairs of the Association shall be governed by the Officers and General Members as herein described.

All reference to a majority vote of the General Membership shall mean, "A majority of the members present and voting" and shall be by members in good standing. No proxy votes will be allowed at any time and each member shall have only one non-transferrable vote.

## SECTION B: OFFICERS

### 1. PRESIDENT:

The President shall be the Chief Executive Officer of the Association and shall, subject to the control of the Articles of Incorporation, these Bylaws and provisions of law, accept and carry out the duties of the office during the administration of the affairs of the Association for their term of office:

- a. Call and preside at all Board of Directors meetings.
- b. Call and preside at the Annual Conference.
- c. Call and preside at all special meetings of the Board of Directors.
- d. Perform additional duties as may be prescribed by Law, these By-laws, the Articles of Incorporation, or as may be prescribed by the Board of Directors, such as signing checks issued by N.E.P.R.A.
- e. Forward all files and records to the successor within fifteen (15) days following the term of office.
- f. Officers of the Association are expected to be physically present at the annual meeting.
- g. This shall be a two (2) year term.

### 2. VICE-PRESIDENT:

The Vice -President shall act as an aid to the President and shall assume the duties of President in the President's absence, and when so acting shall have all the powers, and be subject to all the restrictions, of the President. The vice-president shall have other powers and duties as prescribed by law, these By-laws, the Articles of Incorporation, or as may be prescribed by the Board of Directors.

- a. Oversee, assist, and advise all Committee Chairpersons, of respective committees as assigned by the President.
- b. Shall act as Chairperson to any committee to which he/she may be assigned by the President.
- c. Forward ALL files and records to the successor within fifteen (15) days following the term of office.
- d. Officers of the Association are expected to be physically present at the annual meeting.
- e. This shall be a two (2) year term.

### 3. SECRETARY:

The Secretary shall keep accurate records of all the affairs of the Association, including an active roster and minutes of the Board of Directors' meetings and at the annual business meeting.

- a. Send all notices, either by electronic or standard mail, required by these By-laws or requested by the President or Board of Directors.
- b. Attest to all documents to be executed by the Association.
- c. Forward all files and records to the successor with fifteen (15) days following the term of office.
- d. The secretary will be responsible for the N.E.P.R.A. newsletter.
- f. Submit an annual report detailing the membership status of the association.
- g. Officers of the Association are expected to be physically present at the annual meeting.
- h. This shall be a two (2) year term.

#### 4. TREASURER:

The Treasurer shall collect monies and securities; deposit funds, disburse and depose of same, subject to the regulation of the Board of Directors; shall keep accurate accounts and submit a bank statement either electronically or hard copy at the Board of Directors meetings.

- a. Render an account to the Board of Directors upon request.
- b. Provide a bond in a fixed amount payable to the Association, the premium for which shall be paid by the Association.
- c. Supervise the true and accurate accounts of the funds of the Association, and as directed by the President sign checks issued by N.E.P.R.A.
- d. The Treasurer and one other (president, vice-president or secretary) will have signatory power. This signatory power will be determined by the board of directors.
- e. Forward ALL files and records to successor within fifteen (15) days following the term of office.
- f. Officers of the Association are expected to be physically present at the annual meeting.
- i. Submit an annual report detailing the year to date financials of the Association.
- j. This shall be a two (2) year term.

#### 5. MEMBERS AT LARGE:

Members at large shall be a representative of non-elected members and shall poll, upon occasion, the general membership for ideas concerning the welfare of the Association.

- a. Will perform duties as deemed necessary by the President and Board of Directors.
- b. They have the power to vote in the Board of Director's meetings
- c. This shall be a one (1) year term.
- d. Officers of the Association are expected to be physically present at the annual meeting.
- e. For voting purposes, the number of elected Members-At-Large should always be an odd number and should not exceed five.

#### SECTION C: APPOINTMENT AND REMOVAL OF OFFICERS

All Officer positions shall be filled by a majority vote of the General Members at the Annual Meeting, unless otherwise provided for in these by-laws. Nominations will be

accepted from the floor at said meeting from the General Membership. Newly elected Officers will assume their new responsibilities immediately after the close of the elections. The offices of President/Vice President shall be elected on alternate years.

- All mid-term vacancies of any office shall be filled from the general membership by a majority vote at a posted meeting, with proper notice to all members through the membership newsletter or email.
- Appointments to temporarily fill such vacancies shall be made by the President until the next meeting of the General membership.
- No individual shall hold more than one Officer position at the same time.
- The term for each Officer of the Association shall be two years, with the exception of the Member-at-Large positions, these shall be one (1) year.
- Officers of the Association must attend at least 4 meetings during the calendar year including the annual meeting.
- Removal of Officers shall require due notice by the Board of Directors and a 2/3 vote of the membership present and voting.
- An Officer or member may resign at will by submitting a signed hardcopy letter of resignation to the President at the N.E.P.R.A. mailing address listed on the front of this document.

#### **ARTICLE IV: PURPOSE**

##### **SECTION A: INTERNAL REVENUE CODE**

I.R.C. Section 501 (c) (6) – purposes this Association is organized exclusively for one (01) or more of the purposes as specified in Section 501 (c) (3) of the Internal Revenue Code, including, for such purposes, making of distributions to Organizations that qualify as exempt organizations under 501 (c) of the Internal Revenue Code.

##### **SECTION B: SPECIFIC OBJECTIVES AND PURPOSE**

The specific objectives and purpose of the Association shall be:

- To promote the advancement of the Park Ranger profession by administering, developing, and disseminating educational opportunities to persons within this field.
- To provide an avenue for the exchange of ideas and concerns, and offer the opportunity to interact with other professionals and students who are interested in and dedicated to the advancement of the Park Ranger profession.
- To recommend and promote professional standards and ethics among Park Ranger personnel.

- To heighten the awareness of the value of professional Park Rangers and the necessity to provide for the management and protection of our natural, cultural, and recreational resources as well as the education of park users for the benefit and pleasure of those people served.

**ARTICLE V: COMMITTEES OF THE ASSOCIATION**

- The Officers of the Association and/or the membership may form any committees for the purpose of expediting the work of the Association.
- The President shall appoint a chairperson and committee members for the purpose of expediting the work of the Association.
- Persons appointed to committees may be General members, and/or supporting members, or persons from the general public whose expertise in any respect is needed for the betterment of the Association.
- Committees shall act purely in an advisory capacity or may carry out tasks as designated by the President and/or the membership.

**ARTICLE VI: MEETINGS**

- MEETING FORMAT:

A. The Robert’s Rules of Order, shall be the guide for the President at all meetings of the Association.

B. QUORUM:

- Quorum for a Board of Directors meeting shall be a majority of the Board of Directors in office.
- A Quorum for the General Membership Meeting shall be a simple majority of the Association members in good standing and in attendance either in person or via video conferencing at said meeting.

C. ORDER OF BUSINESS

Shall be as follows:

- Call to order.
- Reading of the minutes of the last meeting.
- Reports of Committees
- Unfinished Business
- New Business
- Remarks from the floor
- Adjournment

D. DISCUSSION:

- ATTENDANCE:

Attendance by phone or video conferencing is permitted, but a valid vote requires attendance in person or via video conferencing. The participant video conferencing must make every attempt to remain for the duration of the meeting. Attendance through email or instant messaging is not permitted. Officers are expected to attend the annual meeting in person.

Any question or subject relating to the specific objectives and purpose of the Association shall be allowed to be discussed or introduced at a meeting of the membership.

- BOARD OF DIRECTORS MEETINGS:

The officers of the Association shall hold meetings prior to the General Membership meeting when possible, if there is a need.

- MEETINGS OF COMMITTEES:

Committees may hold unannounced meetings so long as the dates, times, places, and substance of any such meeting are recorded with the secretary no later than one (1) week after the date of any such meeting.

- REQUIRED MEMBERSHIP MEETINGS

a. The Association shall hold no less than four (4) meetings during the calendar year, one of which will be an annual General Membership Meeting for the required annual reports to be given by the designated Officers and any necessary elections to take place and one of which will be an annual Board Meeting. These meetings will be for the purpose of discussing, and /or acting upon the affairs of the Association in any manner not prohibited or otherwise provided by these by-laws, the Articles of Organization, or State, Federal Law.

b. These meetings shall be held exclusive of training sessions of any form. However, training may accompany these meetings.

c. The President, Treasurer, Secretary and Committees (active), shall submit yearly reports to the membership at the annual General Membership Meeting.

## **ARTICLE VII. GENERAL MEMBERSHIP**

### **SECTION A: QUALIFICATIONS AND ADMISSION**

- Membership in the Association shall be open to persons meeting the qualifications as defined in these by-laws, regardless of national origin, race, creed, gender, age (minimum of eighteen (18) years old) or persuasion.

- Individuals who have a legitimate and valid interest in the support, promotion and the advancement of the purpose, identified in Article IV of these by-laws, are eligible for membership.

#### **SECTION B: DURATION**

The duration of the membership in the Association shall be for twelve (12) months, and shall be renewable annually on a continuing basis by prompt payment of dues and/or special assessments, providing member remains in good standing with the Association.

#### **SECTION C: DUE DATE**

Dues will be accepted at any time and will be good for the next twelve (12) months from the date payment is received. The treasurer shall notify members of delinquency after sixty (60) days in arrears, and those dues that are not paid within thirty (30) days thereafter may be dropped from membership in the Association

#### **SECTION D: AMOUNT**

Members with all rights and privileges of the Association shall pay full dues. The amount of said dues shall be reviewed and determined during the business portion of the annual General Membership Meeting. Dues shall be payable in United States funds.

#### **SECTION E: VOTING**

General Members hold a full vote at the annual meeting when voting for Officers, acceptance of bylaws, change in association dues, and any other vote deemed necessary by the Board of Directors.

#### **ARTICLE VIII: AMENDMENTS**

These by-laws may be amended at the annual General Membership Meeting of the Association by a two-thirds  $2/3$  vote, provided that the proposed amendment has been submitted in writing to the board of Directors at least ninety (90) days prior to such Annual meeting, and further provided that such amendments shall not be in conflict with the purpose of the Association as identified in Article IV of these by-laws.

Amendments that provide for an increase of membership dues needs to be voted on by general membership before being activated.

#### **ARTICLE IX: DISSOLUTION**

In the event of dissolution or final liquidation of the Association, all of its assets remaining, after payment of its obligations shall be made or provided for, shall be distributed to and among organizations, which operate with a purpose consistent with those of the Association, as designated by the Board of Directors.

#### **ARTICLE X: LOCAL CHAPTERS**

Local Chapters are permitted provided they are not in conflict with Articles I – IX. Any person or group looking to establish a Local Chapter must make a formal request in writing, state their intentions, and complete the Local Chapter Application Form to the Board of Directors.

#### SECTION A: REQUIREMENTS

- A. A minimum of three (3) members are needed to form a Local Chapter.
- B. At least one (1) member of a Local Chapter must attend the Annual Meeting.
- C. Training sessions must be approved by the Board of Directors to ensure consistency throughout the Association

cc: NEPRA's Officers of the Association  
Secretary of the Commonwealth