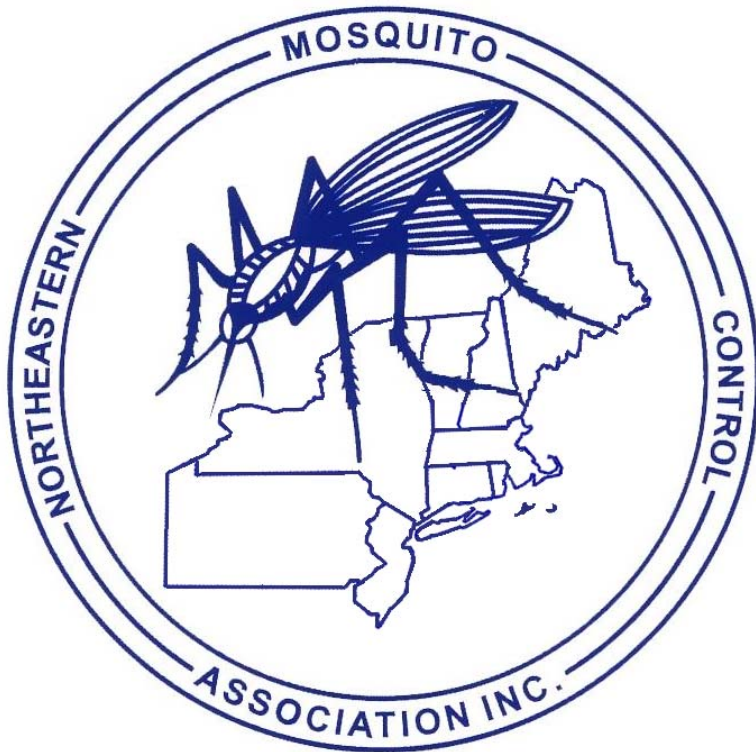


Northeastern Mosquito Control Association, Inc.



Bylaws

Merged and Accepted by Membership Vote December 3, 2012

Northeastern Mosquito Control Association, Inc.

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ARTICLE I

NAME and PRINCIPAL OFFICE

SECTION 1

This Association shall be known as the **Northeastern Mosquito Control Association, Inc.**

SECTION 2

The principal office of the Association shall be any place that the Executive Board may designate within the Commonwealth of Massachusetts.

SECTION 3

This Association shall be a non-profit, educational organization.

ARTICLE II

OBJECTIVE AND PURPOSES

SECTION 1

This Association's objective and purposes shall be;

1. To promote the efficiency of mosquito abatement and related activities through the encouragement of research, development of procedure, and the exchange of information.
2. To circulate among its members and other interested parties, pertinent knowledge relative to mosquito abatement and related subjects.
3. To encourage field trips and meetings of the members.

Bylaws

ARTICLE III
MEMBERSHIP AND DUES

SECTION 1

Anyone concerned with or interested in mosquito abatement and related work may become a member in the Association under one of the three (3) following categories: REGULAR, HONORARY and LIFE.

SECTION 2

The following classes of membership shall be recognized:

REGULAR MEMBERS shall be eligible to vote and hold office, and they shall pay an annual fee as recommended by the Executive Board and approved by the membership at the annual meeting.

(Amended: 2 October 1989)

HONORARY MEMBERS are permanent, non-dues paying members, elected in recognition of outstanding contributions to the field and shall have the same privileges as Regular members.

LIFE MEMBERS shall be eligible to vote and to hold office and they shall pay at the beginning of their lifetime membership a single fee as recommended by the Executive Board and approved by the membership at the annual meeting.

(Amended: 2 October 1989)

SECTION 3

Nomination of candidates for membership as Honorary or Life members shall be made by two (2) members, in good standing, for consideration and election by the Ad-Hoc Membership Committee.

Bylaws

ARTICLE III

MEMBERSHIP AND DUES (continued)

SECTION 4

1. The fiscal year shall be from November 1st to October 31st, and dues are payable on the 1st of January. On the 1st of June, any unpaid dues shall be declared in arrears, and delinquent members shall be declared not in good standing until such arrears are paid.
2. Membership in the Association shall be from annual meeting to annual meeting.

SECTION 5

A member in good standing may resign from membership by submitting a written resignation to the Secretary, and a member who does not resign and whose dues remain unpaid for one fiscal year shall be dropped from membership.

ARTICLE IV

OFFICERS AND DIRECTORS

SECTION 1

The Officers of this Association shall consist of:

1. A President, a 1st Vice-President and a 2nd Vice-President, who shall be elected for terms of two (2) years each.
2. A Secretary and a Treasurer, who shall be elected for terms of three (3) years each.

Bylaws

ARTICLE IV

OFFICERS AND DIRECTORS (continued)

SECTION 2

Directors shall consist of the following:

1. Three members, other than the officers, who shall serve as directors on the Executive Board: 1 for 1 year, 1 for 2 years, 1 for 3 years. After the first election there will be only one elected each year for a term of three (3) years, replacing the 1-year member whose term expires.
2. An Industry Representative, who shall be elected for a term of three (3) years.
(Amended: 6 December 1999)
3. A Director of Communications, who shall be elected for a term of three (3) years.
(Amended: 2 December 2009)
4. The immediate Past President who shall serve for a term of (2) years.

SECTION 3

Officers and Directors shall be elected and installed at the annual meeting by a majority of those Regular, Honorary and Life members present and voting.

SECTION 4

All Officers and Directors shall continue to hold office until their successors have been duly elected and installed.

SECTION 5

No President shall succeed him or herself for more than one term.

Bylaws

ARTICLE V
EXECUTIVE BOARD

SECTION 1

The Executive Board shall consist of all the elected Officers, Directors, and the immediate Past President, and five (5) shall constitute a quorum for any meeting of this Board.

ARTICLE VI
POWERS AND DUTIES OF EXECUTIVE BOARD MEMBERS

SECTION 1

The Executive Board or general administration Officers of the Association are directly responsible to the membership and shall consist of the President, who shall serve as Chair of the Board; the 1st Vice-President, 2nd Vice-President, Secretary, Treasurer, the immediate Past President, an Industry Representative, the Director of Communications, and three (3) other members who have been elected to the Board. *(Amended: 2 December 2009)*

1. This Executive Board shall also be responsible for the consideration on an annual basis of scholarships and/or grants of assistance as recommended by the Scholarship Committee in an amount as deemed appropriate by the NMCA Treasurer. A majority vote of the Executive Board members present and voting shall be required for adoption.
(Amended: 27 November 2006)
2. The three (3) elected members to the Executive Board, the immediate Past President, the Industry Representative and the Director of Communications shall attend meetings and assist the Officers in making decisions and formulation of policy for the good of the Association.
(Amended 2 December 2009)

Bylaws

ARTICLE VI

POWERS AND DUTIES OF EXECUTIVE BOARD MEMBERS

SECTION 2

The President shall be responsible for the functioning of the following committees (Chair) and make periodic reports of their activities and progress to the Executive Board and to the membership at the Association's Annual Meeting.

ADVISORY ~ NOMINATING ~ SCHOLARSHIP

(Amended: 1 December 2003)

SECTION 3

The 1st Vice-President shall assist the President in work delegated to him/her and perform the duties of the President whenever the latter is absent. The 1st Vice-President when acting as President may delegate some of his/her duties to another member.

The 1st Vice-President shall be responsible for the functioning of the following committees (Chair) and make periodic reports of their activities and progress to the Executive Board and to the membership at the Associations Annual Meeting.

(Amended: 1 December 2003)

BYLAWS ~ PROGRAM

SECTION 4

The 2nd Vice-President shall be responsible for the functioning of the following committees (Chair) and make periodic reports of their activities and progress to the Executive Board and to the membership at the Association's Annual Meeting.

AUDITING ~ PUBLICATIONS

Bylaws

ARTICLE VI

POWERS AND DUTIES OF EXECUTIVE BOARD MEMBERS

(continued)

SECTION 5

The immediate Past President shall be responsible for the functioning of the following committees (Chair) and make periodic reports of their activities and progress to the Executive Board and to the membership at the Association's Annual Meeting.

CHARITABLE ~ OUTREACH AND EDUCATION

(Amended: 2 December 2009)

SECTION 6

The Treasurer shall receive and record all monies of the Association; make disbursements as authorized by the Executive Board; prepare the annual financial statement for the fiscal year and prepare budget estimates for the next fiscal year. The Treasurer shall make periodic reports to the Executive Board and the membership at the Association's Annual Meeting.

SECTION 7

The Secretary shall send notices for annual and special meetings; record all proceedings at meetings of the Association; send out notices of all proposed amendments to the Constitution and/or Bylaws; turn over all monies to the Treasurer for deposit and receive receipts for same.

SECTION 8

The Industry Representative shall assist with the responsibilities for the functioning of the Exhibits Committee such as making periodic reports of the Committee's activities including all matters regarding the Association's exhibits and exhibitors.

Bylaws

ARTICLE VI

POWERS AND DUTIES OF EXECUTIVE BOARD MEMBERS

(continued)

SECTION 9

The Director of Communications shall assist with the responsibilities for the functioning of the Publications Committee such as making periodic reports of the Committee's activities including all matters regarding the membership, newsletter, website and Proceedings in creation, distribution and submissions.

ARTICLE VII

NOMINATION of OFFICERS

SECTION 1

The Nominating Committee shall canvass the membership and submit one nomination for each office to be filled by election.

SECTION 2

Additional nominations may be made from the floor at the time the election is held.

ARTICLE VIII

ELECTION of OFFICERS

SECTION 1

Elections shall be held annually, the place and date of elections to be determined by the Executive Board, and only Regular, Honorary and Life members in good standing shall be eligible to participate.

Bylaws

ARTICLE VIII
ELECTION of OFFICERS

SECTION 2

All elected officers shall be chosen by a majority of votes cast, and each Regular, Honorary and Life member in good standing shall be entitled to cast one ballot in each contest.

(Amended 2 December 2009)

SECTION 3

A member of the Executive Board may be removed from office when the majority of the Board agrees that sufficient cause exists for such removal. Vacancies occurring in office between annual meetings shall be filled by the Executive Board, except that a vacancy in the office of President shall automatically be filled by the 1st Vice-President.

(Amended 2 December 2009)

ARTICLE IX
EXECUTIVE BOARD CONDUCT

SECTION 1

1. In the transaction of Executive Board business, all communications shall be addressed to the Chair of the Executive Board.
2. Every written motion addressed by an Executive Board member to the Chair, shall be duplicated and a copy furnished to each member of the Executive Board.

Bylaws

ARTICLE IX
EXECUTIVE BOARD CONDUCT

SECTION 1 (continued)

3. Any Executive Board member desiring to second; to dissent from; to comment upon; to move an amendment to; or to move a substitute for the original motion, shall do so in written communication addressed to the Chair, of which a copy shall be sent to each member of the Executive Board.
4. If a written motion is seconded and approved by every other member of the Executive Board, the Chair without further action may declare the motion carried unanimously and so notify the members of the Executive Board in written form.
5. If one or more seconds to a written motion is received by the Chair but unanimous consent is not indicated, the motion remains open for discussion until there is a call for the question.
(Amended 2 December 2009)
6. A meeting of the Executive Board may be called by the President or upon the request of three (3) or more members of the Board. At any time that the President feels that an emergency exists, he / she may call the Board to meet by telephone or other means.

ARTICLE X
ANNUAL MEETING

SECTION 1

There shall be one Annual Meeting, the time and place to be determined by the Executive Board. There shall also be such other meetings as may be designated by the Executive Board.

Bylaws

ARTICLE XI

QUORUM ~ VOTING of MEMBERSHIP

SECTION 1

A quorum shall consist of ten (10) voting members, three (3) of whom shall be Officers.

SECTION 2

Voting and holding of office shall be restricted to Regular, Honorary and Life members in good standing.

ARTICLE XII

APPOINTMENT of COMMITTEES

SECTION 1

There shall be the following Standing Committees, consisting of at least three (3) members:

1. Advisory: consists of at least nine (9) members, not more than one (1) from any state.
2. Auditing
3. Bylaws
4. Charitable
5. Nominating
6. Outreach and Education
7. Program
8. Publications
9. Scholarships and Awards
(Amended 2 December 2009)

Bylaws

ARTICLE XII

APPOINTMENT of COMMITTEES (continued)

SECTION 2

Standing committee members shall be appointed by the Chair unless otherwise ordered by the Association. The terms of all committees shall expire at the end of the next annual meeting, unless otherwise specified by the vote of the Association.

1. The Chair of all standing committees shall make periodic reports of their activities and progress to the President.
2. The Chair of all standing committees shall submit annual reports of the activities of their committee directly to the President or Vice-President and the Secretary.
3. A quorum for all standing committees shall be a majority of the committee as constituted.

ARTICLE XIII

COLLABORATION

SECTION 1

The Association shall collaborate with other organizations and agencies in matters of mutual concern.

SECTION 2

As a medium of such collaboration there shall be an Advisory Committee.

SECTION 3

Meetings of the Advisory Committee shall be called by its Chair in the manner most convenient for its members.

Bylaws

ARTICLE XIV
FUNDS

SECTION 1

The funds of the Association shall be collected, entered, disbursed and accounted for by the Treasurer and as prescribed by the Bylaws (ARTICLE VI, Section 6). In the event of asset liquidation all remaining funds shall be transferred to the New Jersey Mosquito Control Association, Inc.

(Amended: 16 November 1992)

SECTION 2

Dues of the Association shall be assessed to each member as prescribed by the Bylaws. (ARTICLE III, Section 2).

ARTICLE XV
RESOLUTIONS

SECTION 1

Resolutions shall be submitted, by members in good standing, to the Secretary who will refer them to the Ad-Hoc Committee on Resolutions and a majority vote of the members present and voting shall be required for adoption.

ARTICLE XVI
AMENDMENTS

SECTION 1

These Bylaws may be amended at any Annual Meeting of the Association. All proposals for amendments must be submitted, in writing, to the Secretary for referral to the Executive Board and the Standing Committee on Bylaws, at least four (4) months before the date of the next annual meeting.

Bylaws

ARTICLE XVI
AMENDMENTS

SECTION 2

The Secretary shall make a true copy of the proposed amendment available to each voting member, at least 30 days before the next annual meeting.

1. A two-thirds affirmative vote of those members present at the next annual business meeting and voting thereon shall be required for passage.
(Amended 2 December 2009)
2. These Bylaws may also be amended at any annual meeting of the Association, without previous notice, by a three-fourths affirmative vote of those members present and voting thereon.

ARTICLE XVII
PUBLICATIONS

SECTION 1

1. Publications. The NMCA shall publish the proceedings of its annual meeting and maintain a website as its electronic outlet. The NMCA may occasionally publish, as needs warrant: news letters, special bulletins and other publications.
2. Publications Committee. This committee shall consist of the Director of Communications and at least two (2) other members. The Publications Committee shall be responsible for all NMCA publications as well as maintaining the NMCA website.

Bylaws

ARTICLE XVIII
PARLIAMENTARY AUTHORITY

SECTION 1

The rules outlined in Robert's "Parliamentary Law" and Robert's "Rules of Order, Revised" shall govern the Association procedure in instances where they are applicable.

Bylaws

APPENDIX A

All votes of acceptance of amendments to these bylaws are available in the NMCA Business Meeting minutes of the corresponding year of amendment – please check the NMCA Proceedings for a copy.

****Note:** The NMCA Constitution and Bylaws were combined in 2012 to form a single governing document now known as the NMCA Bylaws. All original documents, including the Constitution and Bylaws, have been archived for reference and are available upon request.

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