

# NATIONAL ASSOCIATION OF AMUSEMENT RIDE SAFETY OFFICIALS

## CONSTITUTION

### ARTICLE 1 - NAME

The name of this association shall be "National Association of Amusement Ride Safety Officials".

### ARTICLE II - OBJECTIVES

The objectives of this Association shall be:

1. To provide a forum for the discussion of questions related to amusement ride safety, administration, regulation, and enforcement at all levels of City, County, State, Provincial, and Federal Government of the United States and Canada.
2. To provide a mechanism to establish policy and coordinate the activities of the Association in the field of amusement ride safety, on national and international levels.
3. To promote a consensus on model laws, regulations, standard codes, enforcement, and administrative procedures among jurisdictions.
4. To foster cooperation among regulatory officials themselves and between them and all of the manufacturing, industrial, business, and consumer interests affected by their official activities.
5. Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

### ARTICLE III - PROHIBITED ACTIVITIES

1. **Prohibition on Partisan Political Activities.** No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.
2. **Prohibition Against Self-Dealing.** No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof.
3. **General Prohibitions.** Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

### ARTICLE IV - MEMBERSHIP

1. **CLASSES.** Membership in the Association shall be open to those involved in or concerned with amusement ride safety and shall consist of two classes of membership: Active and Associate.
  - A. **Active** membership is open to amusement ride safety officials and jurisdictional agency personnel actively engaged in regulatory service and in the employ of an agency of the Federal Government, Municipalities, States, Commonwealths, Territories, Provinces or Possessions of the United States and Canada, or the District of Columbia. Active members may include those commissioned by, contracted by or authorized by any of the agencies having amusement ride safety jurisdiction. Also, at the discretion of the Board of Directors, Active membership may be available to individuals whose primary responsibility is amusement ride safety.
  - B. **ASSOCIATE** membership is open to representatives of manufacturers, industry, business, consumers, and other persons or organizations who are interested in the objectives and activities of the Association.

2. **APPLICATIONS AND DUES.** Application for membership with payment of the prescribed annual dues shall be submitted, in writing on a form approved by the Board of Directors, to the Treasurer or a designee of a majority of the Board of Directors, who will acknowledge receipt by issuing a membership card and shall enter the member's name on the official roles of the Association.
  - A. The amount of dues for each class membership shall be established and may be amended from time to time by the Board of Directors.
  - B. Membership shall be on an annual basis from January 1 through December 31.
  - C. Members whose dues are unpaid by January 31 shall be deemed in arrears and shall not be entitled to any of the rights or privileges of membership.
  
3. **TERMINATION OF MEMBERSHIP.** The Board of Directors, by affirmative vote of two-thirds of the membership, may suspend or expel a member for cause, set forth in a written charge mailed to the member, after an appropriate hearing, if requested, open to the member and convened upon not less than thirty days notice. Cause shall include, but not be limited to, disrupting or impeding the activities of the Association, or engaging in conduct which is detrimental to the interests and welfare of the Association. An open hearing before the Board of Directors shall only be required if requested by the member in writing within 21 days of the date the written charge is mailed to the member. If no such hearing is requested, the Board may act upon the charge and may summarily impose a suspension or expulsion without further process or notice.

## ARTICLE V - OFFICERS

1. **ELECTED OFFICERS.** These officers of the Association, known as the Executive Board, shall be elected from among, and by, all the Active members:
  - A. Officers shall be:
    1. President
    2. Vice President
    3. Secretary
    4. Treasurer
  
  - B. **NOMINATIONS.** At the annual meeting held in 1991, and in each odd numbered year thereafter, there shall be elected by the membership a Nominating Committee of not less than five voting members of the Association which shall nominate candidates for the offices of President, Vice President, Secretary and Treasurer. The Nominating Committee shall submit its proposed slate of candidates to the Board of Directors on or before November 1st of the odd numbered year of its election. On or before November 15th, a notice setting forth the slate of officers proposed by the Nominating Committee shall be mailed to all Active members.
 

Additional nominations for any office may be made by written petition signed by not less than 25 Active voting members of the Association, provided such petition is presented to the Secretary of the Association by January 1st of the even numbered year in which such election is due to be held.

If no additional nominations for an office are made, the Secretary of the Association shall cast at the annual meeting a unanimous ballot for the candidate nominated for such office by the Nominating Committee and such candidate shall be declared duly elected. Where additional nominations have been made for an office, an election shall be held for such office, with voting on the candidates for such office being conducted by mail.
  
  - C. The term of each officer in office at the date of adoption of this amended Constitution shall, notwithstanding any contrary provision in a prior Constitution, expire at the conclusion of the annual meeting in 1992. Thereafter, all elected officers shall serve for uniform terms of two years, beginning at the close of the annual meeting at which they are elected, and with all terms expiring at the conclusion of the regularly scheduled annual meeting in the next even numbered year.
  
  - D. The officers in any contested election shall be elected by the use of paper ballot.
  
  - E. A majority of all Active member votes cast shall constitute the legal choice for the designated office in any contested election.
  
  - F. No member shall run for or hold more than one office at a time, and no member shall be eligible to serve more than two consecutive terms in the same office.

- G. Any vacancy arising in an office shall be filled through appointment for the unexpired term by vote of the Board of Directors.
2. **DUTIES.** The principle duties of the officers are:
- A. **PRESIDENT.** The President of the Association is the principal presiding officer, and shall preserve order, enforce the Constitution and Bylaws, appoint members and chairpersons of the Standing Committees and other committees and subcommittees to carry out the business of the Association, review all requests for purchases and bills rendered, approving payment for only those bills which are within the approved budget. The President, with the advice and consent of the Board of Directors, shall appoint an Executive Director, to conduct the day to day ministerial affairs of the Association.
  - B. **VICE PRESIDENT.** The Vice President will assist the President with the activities and duties of the President. In the absence of the President, the duties of that office shall be fulfilled by the Vice President.
  - C. **SECRETARY.** The Secretary shall keep a record of the official proceedings and actions of the Association, including voting results, with the exception of financial records which are the responsibility of the Treasurer.
  - D. **TREASURER.** The Treasurer shall supervise the financial transactions made by the Executive Director, make a financial report to the Association annually, including a report at each regular meeting of the Association; he shall countersign all checks or other financial disbursement instruments prepared and signed by the Executive Director.
3. **INDEMNIFICATION.** The Association shall indemnify any officer, agent, director, employee or committee member made or threatened to be made a party to any claim or litigation to the fullest extent allowed under applicable Ohio Nonprofit Corporation Law in any claim or litigation threatened or made involving or pertaining to NAARSO-related activities.

## ARTICLE VI - MEETINGS

1. **TYPES**
- A. Regular meetings of the Association include the Annual Meeting for the election of officers; receiving and voting on reports of officers and committees; and transaction of other business.
  - B. Special meetings of the Association may be called by:
    - 1. A majority of the elected officers; or
    - 2. A majority of the Board of Directors; or
    - 3. A majority of the Active members.

The purpose of such meetings shall be stated in the call and business shall be limited to the stated purpose.
  - C. Meetings of the Committees and Task Force Groups may be called by their Chairpersons.
2. **CONDUCT OF BUSINESS**
- A. The Annual Meeting shall be held during the first quarter of the calendar year. Notice of the Annual Meeting shall be mailed to all members at least 30 days prior thereto.
  - B. The order of business shall be restricted to that which is specified in the agenda or program. The order of business will follow Robert's Rules.
  - C. All Association meetings shall be open to all members.
  - D. The privilege of the floor is extended to all classes of membership at all meetings of the Association.
3. **VOTING SYSTEM**

- A. Voting Rights
  - 1. All Active members of the Association shall have one vote.
- B. Associate members will have a vote in matters of the Association only at committee, subcommittee and task force levels.

4. **VOTING RULES**

The following voting procedures are applicable, with exception of election of officers, to all meetings of the Active membership of the Association:

- A. All Active members of the Association shall have one vote.
- B. Associate members will have a vote in matters of the Association only at committee, subcommittee and task force levels.
- C. Proxy votes are not permitted.
- D. All voting is by show of hands, paper ballot, standing vote, or machine (electronic). No voice voting shall be done.
- E. Whenever possible association business should be conducted by mail ballot.
- F. Robert's Rules of Order and Parliamentary Procedure shall apply.

5. **QUORUM**

A quorum for the conduct of business at a regular meeting consists of at least ten percent (10%) of the Active members. A quorum for a special meeting consists of at least ten percent (10%) of the voting members. A quorum for the conduct of business by mail shall consist of at least two-thirds return of ballots.

**ARTICLE VII - AMENDMENT OF CONSTITUTION AND BYLAWS**

- 1. Proposed changes in the Constitution and Bylaws shall be submitted in writing to the Board of Directors at least 90 days before the date of the annual meeting. The Secretary shall mail the proposal to the voting members, together with the recommendation of the Board of Directors at least 45 days before the date of the next meeting.
- 2. This Constitution and Bylaws may be changed by a two-third majority vote of voting members. Mailed ballots must be received by the Secretary at least 15 days prior to the meeting.
- 3. Approved changes shall take effect at the conclusion of the meeting at which they are adopted.

**ARTICLE VIII - STANDING COMMITTEES**

The following shall be standing committees of the Association, their titles indicating their primary focus:

- A. **EXECUTIVE COMMITTEE.** The Executive Committee shall consist of the Association's President, Vice President, Secretary, Treasurer and Chairperson of the Board of Directors. It shall perform functions as may be delegated to it by the Board of Directors.
- B. **CODES AND STANDARDS**
- C. **INSPECTOR QUALIFICATIONS/CERTIFICATION** -The Certification Committee shall consist of Active members who hold a minimum of a Level II NAARSO certification.
- D. **ASTM LIAISON**
- E. **PUBLIC RELATIONS/NEWSLETTER**
- F. **MEMBERSHIP**

- G. **CONSTITUTION/ETHICS/BY-LAWS**
- H. **PARKS, CARNIVALS & EXPOSITIONS**
- I. **BUDGET/AUDIT**
- J. **EDUCATION**-The Education Committee shall consist of Active members who hold a minimum of a Level II NAARSO Certification.
- K. **EMPLOYEE SAFETY**
- L. **PAST PRESIDENTS COMMITTEE** - The purpose of this committee is to advise the Board of Directors on projects that were not completed under his/her term as President, and make recommendations on such things as NAARSO Person of the Year. The Committee's recommendations are not binding on the Board of Directors. The current Past President shall chair the new standing committee of NAARSO's Past Presidents. This committee is described under the new standing committee that is proposed under this by-law change. This Chairperson will always be the most recent past President in Juniority.

The President shall appoint the Chairperson of each committee. All members, whether Associate or Active, are eligible for appointment by the President to the position of Committee Chairperson.

#### **ARTICLE IX - BOARD OF DIRECTORS**

- 1. The Active members who are Chairpersons of Standing Committees and the elected Officers shall constitute the Board of Directors of the Association. The Board of Directors shall manage the affairs of the Association. The Board shall elect one of its members, other than the elected Officers, to preside as Chairman of the Board.

#### **ARTICLE X - EXECUTIVE DIRECTOR**

- 1. The Executive Director shall conduct the day to day ministerial affairs of the Association on behalf of its officers, including but not limited to, mailing membership renewal announcements at least 45 days prior to the end of the calendar year; collecting all application fees and giving receipts; maintaining the membership records of the Association; mailing notices to members in arrears by January 31; paying all bills approved by the President; keeping a detailed record of all receipts and disbursements; and making purchases approved by the President.
- 2. The Executive Director shall serve for a period of six years following appointment by the President and confirmation by the Board of Directors, with such compensation as may be determined from time to time by the Board of Directors, provided however, that his employment may be terminated for cause in the discretion of the Board of Directors.

#### **ARTICLE XI - DISSOLUTION**

- 1. Upon dissolution of the Association, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future tax code, or shall be distributed to the federal government, or to a state or local government for a public purpose. Any such assets not so disposed, shall be disposed of by the Court of Common Pleas of the county in which the principal office of the Association is then located, exclusively for such purposes or to such organization or organizations as the court shall determine, which are organized and operated exclusively for such purposes.