

## **IAEM Region 9 BYLAWS**

### **ARTICLE I – NAME**

#### **Section 1. Regions**

Region 9 is a legal sub-unit of IAEM-USA.

Formation, identification, and fiscal management of regions are defined in the Administrative Policies and Procedures.

#### **Section 2. Members**

IAEM-USA Region 9 shall consist of United States citizens or individuals legally residing in the US or its territories and protectorates professionally engaged or interested in the promotion of emergency management and allied fields.

### **ARTICLE II – VISION AND MISSION**

Refer to IAEM-USA Bylaws

### **ARTICLE III - MEMBERSHIP**

#### **Section 1. Eligibility**

Any person who meets the criteria of a membership class, established by the IAEM-USA, and defined in Section 2 below, who is supportive of the IAEM USA's corporate and tax-exempt purposes and who qualifies for and continuously remains a member in good standing in IAEM-USA is eligible for membership in Region 9. Continued membership shall be based on geographic location, residence or business address. A Region 9 member can ONLY be a member of one IAEM-USA Region.

#### **Section 2. Classification of Membership**

Membership is available to any person as classified in the IAEM-USA Bylaws, Article III, Section 2.

#### **Section 3. Termination of Membership**

Any person established as a member of Region 9 who fails to comply with the membership eligibility requirements as set forth in Article III, Section 1 above, or in the membership requirements as set forth in Article III, Section 1 of the IAEM-USA Bylaws, shall cease to be a member of Region 9.

#### **Section 4. Dues**

- A. The IAEM-USA sets term of membership and establishes cost of dues, which cover 12 months of membership and is based on the date on which new members join IAEM.
- B. A percentage of each IAEM-USA members' dues are provided to the Region of which they are a member per IAEM-USA APP, Article II, Administration, Subsection B.

#### **Section 5. Fiscal Year**

The Fiscal Year is June 1 to May 31.

### **ARTICLE IV - OFFICERS**

#### **Section 1. Officers**

The officers of IAEM Region 9 shall be a President and Vice-President, Secretary/Treasurer and Immediate Past President.

#### **Section 2. Executive Committee**

There shall exist an Executive Committee comprised of the elected officers outlined in Section 1 as well as the Immediate Past President for the purpose of sharing Presidential workload and duties.

##### ***Section 2.1***

The Region President should appoint a non-voting Diversity Advisor/Representative to the Executive Committee

##### ***Section 2.2***

The President should appoint a Student member as a non-voting Student Advisor/Representative to the Executive Committee. See Section 3.6 for selection criteria.

##### ***Section 2.3***

The Region President may appoint additional *ex-officio* members to the committee. Terms of any appointed additional *ex-officio* members are limited to the same length of service as that of the President.

##### ***Section 2.4***

*Ex-officio* members may be appointed to the Executive Committee. *Ex-officio* members have a vote unless that privilege is removed by the Officers of the Region.

##### ***Section 2.5***

The Executive Committee is vested with the responsibility of administering routine Region 9

business economically and efficiently.

### **Section 3. Duties of Officers**

#### **3.1 President**

The President shall preside at meetings of IAEM Region 9, propose expenditures to membership, pending the availability of funds; serve as the Region's representative on the IAEM-USA Board of Directors and when not available, appoint the Vice President, another officer, or an alternate (in this priority) and notify the IAEM- USA President and Executive Director of such appointment prior to allowing that alternate to vote as a member of the Board; serve as liaison between the IAEM-USA and IAEM-USA members in the Region; perform such other duties as required and provided for in the Administrative Policies and Procedures of IAEM-USA.

The President, at their discretion, may select Regional Committee Chairs.

The President shall serve as a liaison to at least one IAEM-USA standing committee, caucus, ad hoc committee, task force or commission. See Section III - Committees for more details about Board Liaison responsibilities.

Payment of financial obligations must have the authorization of the President, in accordance with the Administrative Procedures of IAEM-USA. If the President is unable to fulfill this responsibility, the Vice President and Secretary/Treasurer may jointly authorize payment of expenditures.

#### **3.2 Vice-President**

The Vice-President shall perform the duties of the President in the absence or disability of that officer and perform such other duties as may be assigned by the President. The Vice-President may represent and cast votes on behalf of the Region 9 at various meetings if the President is unable to attend, in accordance with the Bylaws of IAEM-USA. In such cases, the Vice President will submit a written record of his/her actions to the President.

#### **3.3 Secretary/Treasurer**

The Secretary/Treasurer shall maintain accurate records of the proceedings for all meetings of the Region membership, executive board, and perform such other duties as required.

The Secretary/Treasurer shall maintain accurate up-to-date records of all monies and securities belonging to the Region. The Treasurer is responsible to the members for verifying that the financial records of IAEM-USA are maintained and that the fiscal guidelines are followed. Specific tasks include an Annual Report to the membership on the general fiscal condition of the Region and finance reports to the Executive Committee (determine timeline).

The Secretary/Treasurer will coordinate fundraising activities of Region 9, including the support of fundraising for the IAEM Student Scholarship Program.

### **3.4 Immediate Past President**

Provides valued experience and continuity of relationships between the Region and other organizations.

### **3.5 Diversity Advisor/Representative**

Provides relevant guidance to the Executive Committee.

### **3.6 Student Advisor/Representative**

Should be selected by the student members of the Region to represent the concerns and interests of students at the Executive Committee.

## **Section 4. Executive Committee Meetings**

Within 30 days of the Annual Meeting of the membership, the Executive Committee shall meet to determine goals for the ensuing year. The Officers shall meet to conduct business at such other times as the President may direct, provided that the Executive Committee shall be notified at least ten (10) days in advance of such meetings.

The President may call an Executive Committee Meeting when deemed necessary or at the written request of a majority of the Executive Committee. At such Executive Committee Meeting, only the business that necessitated the meeting shall be acted upon.

A majority of the members of the Executive Committee shall constitute a quorum.

## **Section 5. Qualifications**

To be considered for election as a Regional Officer, a member shall meet the following requirements:

- A. Be an individual or student member in good standing for a minimum of two (2) continuous calendar years prior to seeking office. Reminder that student members cannot run for President or Vice President.
- B. Be a current IAEM-USA member in good standing with dues paid for the current period and be a member of IAEM Region 9 at the time they notify IAEM-USA of their candidacy.
- C. Candidate interested in pursuing election as a Region 9 officer may make announcements and communicate with members in accordance with the IAEM-USA Administrative Policies and Procedures.
- D. If at any time an elected Region Officer ceases to be a member in good standing of IAEM-USA, is no longer affiliated to Region 9 by residency (permanent or via military assignment) or is no longer professionally engaged or interested in the promotion of emergency management and its allied fields, that officer must notify the Executive Committee in

writing and resign from the elected office, creating a vacancy.

### **Section 6. Method of Selection**

The officers shall be selected as follows:

The President shall be elected in odd-numbered years. The Vice President shall be elected in even-numbered years. The Secretary/treasurer shall be appointed by the elected President.

Elections shall precede the annual meeting of IAEM-USA. Elections will be conducted as prescribed by IAEM-USA. Person(s) elected to office shall take office effective with the installation of Officers of IAEM-USA at the annual meeting of IAEM-USA.

### **Section 7. Term Limits**

The following term limits shall apply for all Officer positions. Officers are eligible to serve three consecutive, two-year terms (6 consecutive years in total). In the event that an Officer is appointed to serve a non-expiring term, that Officer is eligible to finish the appointed term, plus three consecutive, two-year terms (seven total years).

Officers may run for the same position again, after a two-year break from holding that specific office. Officers may also run for another position once they have reached the term limit of their current position.

### **Section 8. Vacancy in Elected Offices**

If a vacancy occurs in the office of President, the Vice President will become the President, and the Secretary/Treasurer will become the Vice-President. The new President will then appoint an interim Secretary/Treasurer from eligible IAEM Region 9 members in good standing. The appointee shall finish the remainder of the term for which they are appointed. If the Secretary/Treasurer is unable to fill the role of the Vice President, the President will appoint an eligible member of IAEM Region 9 in good standing to complete the term. Appointment to a partial term does not preclude the person from serving two additional consecutive terms if subsequently duly elected to fill the office.

If the vacancy occurs due to the individual being elected to an IAEM-USA position, the individual will continue their Region 9 responsibilities until sworn into their national position.

Where no elected officer is available to fill the unexpired term until an election can occur, the IAEM-USA Council President shall appoint an eligible member in good standing of Region 9 to act as President for the remainder of the term. The remainder of the officers will be selected per the guidelines set forth in the first paragraph of Section 9.

### **Section 9. Removal of an Officer**

A two-thirds vote of the Regional Executive Committee or determination that the Board member is Unable to Fulfill Job Duties by the IAEM-USA Board of Directors per IAEM-USA Bylaws, Article I Governance, A.2 will result in removal of an elected or appointed officer for cause. However, before the action becomes final, due process requires that the officer be notified, in writing, by registered mail of the charges which have been made and must be afforded not less than fifteen (15) days after receipt of said charges to reply to the allegations set forth in the charge, either in writing or by appearing before the Executive Committee or IAEM-USA Board of Directors with or without personal legal counsel.

## **ARTICLE V - EXECUTIVE COMMITTEE OF THE REGION**

### **Section 1. Membership**

The Executive Committee is the overall leadership team for Region 9. The Executive Committee may be organized further to include others from various Standing Committees and Ad-Hoc Committees and/or Task Forces but will always include officers as defined in Article IV. The term “Board of Directors” will refer to that of the IAEM-USA only. The Region shall always maintain an Executive Committee, whose voting members shall include all of the elected officers as defined in Article IV. At a minimum, the President should appoint a Regional Diversity Advisor/Representative and a Student Member Advisor/Representative to provide guidance to the Executive Committee.

### **Section 2. Executive Committee Meetings**

- A. Immediately following the Annual General Meeting of the membership of Region 9, the Executive Committee shall meet in whole, to determine policy for the ensuing year. The Executive Committee shall meet to conduct business at such other times as the President may direct, provided that the members of the Executive Committee shall be notified at least ten (10) days in advance of such meetings.
- B. The President may call a Special Executive Committee Meeting when deemed necessary or at the written request of a majority of the Executive Committee. At such special Executive Committee Meeting, only the business that necessitated the meeting shall be acted upon.
- C. Assuming it may be necessary to conduct a meeting of the Executive Committee via the electronic media, procedures for conducting such a meeting shall be as established in the Administrative Policies and Procedures of the IAEM-USA.

### **Section 3. Quorum**

A majority of the members of the Executive Committee shall constitute a quorum for any overall Executive Committee Meeting.

#### **Section 4. Additional Details**

- A. The Executive Committee for Region 9 shall consist of the elected and appointed IAEM-USA Region 9 Officers and other positions as defined in Article IV. The election for positions shall take place pursuant to procedures established in the Administrative Policies and Procedures of the IAEM-USA.
- B. The Executive Committee shall conduct the administrative business of Region 9 subject to the limitations imposed upon them in the Administrative Policies and Procedures of the IAEM-USA.
- C. The Executive Committee shall meet at the direction of the President.
- D. The Executive Committee shall provide minutes of its meetings within 30 days of such meetings, and quarterly reports of its activities to the general membership.
- E. The Executive Committee shall not have the power to take any action in conflict with the IAEM USA's Bylaws and the Administrative Policies and Procedures of the IAEM-USA or the Region 9 Bylaws.

#### **Section 5. Designation of Appointed Agents and Representatives**

- A. The President and Executive Committee shall provide, pursuant to the Administrative Policies and Procedures of the IAEM-USA, for the selection and appointment of any appointed agents or representatives, paid or unpaid.
- B. The duties and responsibilities of any appointed agents or representatives shall be delineated in the Administrative Policies and Procedures of the IAEM-USA.

#### **Section 6. Administrative Policies and Procedures**

- A. As noted above, specific guidance, policies and procedures associated with various positions for Region 9 can be found in the IAEM-USA's Administrative Policies and Procedures document. This document is organized and ratified by the overarching IAEM-USA Board of Directors.
- B. No Regional Administrative Policies and Procedures shall supersede or invalidate any of the policies or procedures found in the Administrative Policies and Procedures of the IAEM-USA.
- C. If there is a policy or procedure needed by the Region, which is not covered by the Administrative Policies and Procedures of the IAEM-USA, the Region shall utilize its Annual General Meeting (or any other Executive Committee Meeting) to establish or amend any unique policy or procedure specific to this Region, through a majority vote of the voting

members of the Executive Committee. Any amendments to the Administrative Policies and Procedures shall be posted on the Region 9 section of the IAEM-USA web site within 30 days of adoption by the Region 9 Executive Committee.

## **ARTICLE VI - MEETINGS**

### **Section 1. Meetings of the Membership Body**

- A. The Annual General Membership (AGM) Meeting of Region 9 shall occur in person or virtually within 30 days of the IAEM-USA Annual Conference.
- B. With the majority approval of the Executive Committee, a Special General Meeting (SGM) of the membership may be called by the Region 9 President to address urgent matters that require the consideration of the full membership of the Region. Individual, Life and Affiliate members can request the Region 9 President call such a meeting. The decision to call a SGM is the Regional President's; however, if the request is from a majority of the Region's membership, an SGM must be held within 60 days of the request.
- C. Any new business introduced at the AGM should be in writing and presented to the Region 9 Executive Committee at least 10 business days prior to the AGM.
- D. Other meetings of the Region's membership and its subunits to advance the mission association are encouraged.

### **Section 2. Quorum**

- A. A majority of the voting members who are registered and present at an Annual Region 9 General Membership Meeting shall constitute a quorum.
- B. Business requires a majority of the vote unless otherwise specified in the Region Bylaws or Administrative Policies and Procedures.

### **Section 3. Voting**

- A. The right to vote as a member of Region 9 may be exercised only by an eligible Region 9 member as described in Article III, Section 1.
- B. Individual, Affiliate, and Life members shall have the right to vote (consistent with Article VIII) on any issue put before the body assembly of the organization.
- C. Regions can utilize the IAEM-USA electronic voting process.



D. Voting by proxy is not permitted.

## **ARTICLE VII – STANDING COMMITTEES and AD HOC COMMITTEES**

Within thirty (30) days after taking office, the Region 9 President shall, with the consent of the Executive Committee, make appropriate amendments to the list of Standing Committees established within the Region. The President shall then appoint chairs and vice chairs to the standing committees, ad hoc committees, and caucuses, and give a mandate to each of the Committees. The President shall submit appropriate amendments to the lists in the Administrative Policies and Procedures.

### **Section 1. Standing Committees**

- A. Standing Committees are bodies with an ongoing, operational function.
- B. Activities of Region Committees will be reported according to established dates by the Region 9 Executive Committee.

### **Section 2. Ad Hoc Committees**

The President may appoint Ad Hoc Committees as deemed essential to the business and well-being of the Region. Such committees shall cease to function when their specific task has been completed.

### **Section 3. Caucuses**

Caucuses are groups with a special focus or function within the practice of emergency management. Caucuses are normally formed by IAEM-USA. The region may be requested to provide representation for their membership.

### **Section 4. Commissions**

Commissions are semi-autonomous groups with an ongoing, operational function. Membership is normally appointed by a defined process. The region may be requested to provide representation for their membership.

## **ARTICLE VIII - RIGHTS OF MEMBERS**

### **Members in Good Standing**

Members are considered to be "in good standing" at the regional level if all applicable dues, fees and other amounts owed are paid in full to IAEM-USA. Members in good standing are expected to abide by the Code of Ethics and Bylaws as established in the Region 9 and USA Bylaws.

- A. Individual, Affiliate and Life members in good standing have the right to: Vote, according to the process established in the Administrative Policies and Procedures on:
  - 1. Amendments to the Bylaws.
  - 2. Election of officers.

3. Matters of business arising at the Annual General Membership Meeting.

B. Members are eligible to hold office and leadership roles according to Administrative Policies and Procedures. Life Members may not hold office, and Student Members may not hold the office of President or Vice President.

## **ARTICLE IX – CHAPTERS**

### **Section 1. Student Chapters**

Student Chapters are established according to the Administrative Policies and Procedures.

## **ARTICLE X - PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of Robert's Rule of Order, Newly Revised, shall govern the proceedings of IAEM-USA in all cases not provided for in these Bylaws or in the Administrative Policies and Procedures.

## **ARTICLE XI - DISCLAIMER OF ENDORSEMENT**

No individual member or group of members representing IAEM-USA shall have authority to endorse or recommend any product, service, or organization in the name of IAEM-USA Region 9, or by elected or appointed title unless so authorized by the IAEM-USA or Region 9 Executive Committee.

## **ARTICLE XII - AMENDMENT OF BYLAWS**

If IAEM-USA Bylaws are amended, the IAEM-USA Bylaws Committee, with assistance by Region representatives, shall review and adjust the affected Region Bylaws accordingly for consistency and to eliminate conflicts. The changes must be approved by the Executive Committee. If the Executive Committee does not approve, the document will be presented to IAEM-USA for vote.

Eligible voting members must be given 30 days to vote on potential amendments to these Bylaws pursuant to procedures established in the IAEM-USA Bylaws, Article V and Administrative Policies and Procedures. Approval requires two-thirds of the votes cast.

Changes to the Bylaws will be captured on a form attached to the Bylaws that reflects the change and date approved with signature of the current President.

This document shall take effect immediately upon its passage by the membership, and supersede all constitutions and Bylaws previously adopted.