

IAEM-USA REGION 10 BYLAWS

ARTICLE I – NAME AND ORGANIZATION

Section 1. Name

IAEM-USA Region 10 (Region 10) is a legal sub-unit of IAEM-USA. Formation, identification, and fiscal management of regions are defined in the IAEM-USA Administrative Policies and Procedures (APP).

Section 2. Members

Region 10 shall consist of United States citizens or individuals legally residing in Alaska, Idaho, Oregon, or Washington, who are professionally engaged or interested in the promotion of emergency management and allied fields. The membership of Region 10 also includes those IAEM-USA members who are assigned to work outside of the United States and its territories or protectorates and have Army Post Office (APO), Armed Forces Europe (AE), Armed Forces the Americas (AA), or Fleet Post Office (FPO) addresses.

Section 3. Fiscal Year

The Fiscal Year of Region 10 is June 1 to May 31.

ARTICLE II – VISION AND MISSION

Refer to Article II of the IAEM-USA Bylaws.

ARTICLE III - MEMBERSHIP

Section 1. Eligibility

- A. Any person who meets the criteria of a membership class as defined in Section 2, who is supportive of 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 10. Continued membership shall be conditioned upon the individual remaining a member in good standing of Region 10, and the member continuing to have geographic location, residence or business address in the Region's territory.
- B. An IAEM-USA member may only be a member of one IAEM-USA Region at a time. However, members are not restricted from attending meetings of more than one region of IAEM-USA and are encouraged to share suggestions and/or recommendations to the region(s) in which they work or reside.

Section 2. Classification of Membership

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

Section 3. Termination of Membership

Any person established as a member of Region 10 who fails to continue to comply with the membership eligibility requirements as set forth in Section 1, 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 10.

Section 4. Dues

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

ARTICLE IV - OFFICERS AND STATE REPRESENTATIVES

Section 1. Officers

The officers of Region 10 shall be the President, Vice President, and Secretary.

Section 2. Duties of Officers and State Representatives

Section 2.1. President

- A. The President shall preside at meetings of IAEM Region 10; 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 IAEM-USA and Region 10 members; and perform such other duties as required and provided for in the Administrative Policies and Procedures of IAEM-USA.

- B. The President, at their discretion, may select Regional Committee Chairs.
- C. The President shall serve as a liaison to at least one IAEM-USA standing committee, caucus, ad hoc committee, task force, or commission.
- D. The President shall authorize payment of financial obligations, in accordance with the Administrative Procedures of IAEM-USA. If the President is unable to fulfill this responsibility, the Vice President and Secretary may jointly authorize payment of expenditures.
- E. The President shall be responsible for receiving financial statements from IAEM-USA related to Region 10 and for sharing the statements with the Region Executive Committee, along with an accounting of an expenditures to the membership.

Section 2.2. Vice President

- A. The Vice President shall perform the duties of the President in the absence or disability of that officer and perform such other duties as the President may assign.
- B. The Vice President may represent and cast votes on behalf of Region 10 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.

Section 2.3. Secretary

- A. The Secretary shall ensure the maintenance of accurate records of the proceedings for all meetings of the Region membership and the Executive Committee; and perform such other duties as required.
- B. The Secretary shall ensure that Region social media accounts are maintained and may use volunteers to do so.
- C. The Secretary shall coordinate fundraising activities of Region 10, including the support of fundraising for the IAEM Student Scholarship Program.

Section 2.4. State Representative

State Representatives shall be elected by each of that state's members of the Region to represent the concerns and interests of each of the individual states at the Executive Committee.

Section 3. Qualifications of Officers and State Representatives

- A. To be elected or appointed as a Region 10 Officer or State Representative, a candidate shall meet the following requirements:
 1. Be an individual or student member in good standing for a minimum of two consecutive years prior to seeking office. Life members may not hold office, and Student members may not hold the office of President or Vice President.
 2. Be a current IAEM-USA member in good standing with dues paid for the current period and be a member of IAEM Region 10 at the time they notify IAEM-USA of their candidacy.
- B. A candidate interested in pursuing election as a Region 10 Officer or State Representative may make announcements and communicate with members in accordance with the IAEM-USA Administrative Policies and Procedures.
- C. A person cannot hold and cannot run for more than one office at a time.
- D. If at any time an elected Region 10 Officer or State Representative ceases to be a member in good standing of IAEM-USA, is no longer affiliated with Region 10 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 shall notify the Executive Committee in writing and resign from the elected office, creating a vacancy.

Section 4. Method of Selection

Officers and State Representatives shall be elected by the Region 10 membership. Elections shall precede the annual meeting of IAEM-USA. Elections will be conducted as prescribed by IAEM-USA. Only members of that State may vote in the elections for a State Representative.

Section 5. Term of Office

- A. The term of office for the President, Vice President, and Secretary shall be two years. The term of office for the State Representative shall be one year. The term shall commence at the time specified in the IAEM-USA APP.
- B. The following term limits shall apply for all Officer positions and State Representatives:
 - a. The President, Vice President, and Secretary are eligible to serve three consecutive, two-year terms (6 consecutive years in total). If 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 (approximately seven total years).
 - b. The President, Vice President, and Secretary may hold that

same office again after reaching the three-term limit, after a two-year break from holding that specific office.

- c. State Representatives may hold their positions for no more than four consecutive years. They may hold that office again after a one-year break.
- d. Officers are immediately eligible for another position once they have reached the term limit of their current position.

Section 6. Vacancy in Elected Offices

- A. If a vacancy occurs in the office of the President, the Vice President shall automatically assume the office of the President for the remainder of the term. Appointment to a partial term does not preclude the person from serving three additional consecutive terms if subsequently duly elected to fill the office.
- B. If a vacancy occurs in the office of the Vice President, the Secretary shall automatically assume the office of the Vice President. If the Secretary is unable or ineligible to fill the office of the Vice President, the President shall, with the confirmation of the Executive Committee, appoint a qualified Region 10 member as interim Vice President, and the Secretary shall remain in their office as Secretary. The appointee shall finish the remainder of the term for which they are appointed. Appointment to a partial term does not preclude the person from serving

three additional consecutive terms if subsequently duly elected to fill the office.

- C. If a vacancy occurs in the office of the Secretary, the President shall, with the confirmation of the Executive Committee, appoint a qualified Region 10 member as interim Secretary. The appointee shall finish the remainder of the term for which they are appointed. Appointment to a partial term does not preclude the person from serving three additional consecutive terms if subsequently duly elected to fill the office.
- D. If a vacancy occurs in the office of a State Representative, the President shall, with the confirmation of the Executive Committee, appoint a qualified Region 10 member of that state as interim State Representative for that state. The appointee shall finish the remainder of the term for which they are appointed. Appointment to a partial term does not preclude the person from serving four additional consecutive terms if subsequently duly elected to fill the office.
- E. If the vacancy occurs due to the individual being elected to an IAEM-USA position, the individual shall continue their Region 10 responsibilities until sworn into their national position.
- F. Where no elected officer is available to fill the unexpired term of the office of the President until an election

occurs, the IAEM-USA Council President shall appoint an eligible member in good standing of Region 10 to act as President for the remainder of the term. The remainder of the officers shall be selected in accordance with the first paragraphs of this section.

Section 7. Removal of an Officer or State Representative

- A. An Officer or State Representative may be removed from their office by either:
 - a. A two-thirds vote of the Region 10 Executive Committee
 - b. A determination by the IAEM-USA Board of Directors in accordance with the IAEM-USA Bylaws and APP that the officer is unable to fulfill their duties.
- B. Before the action becomes final, the Officer shall be notified in writing by registered mail of the charges which have been made and shall be afforded not less than fifteen 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

Section 1. Membership

- A. The Executive Committee shall consist of the following individuals with voting privileges:
 - a. Officers, as defined in Article IV, Section 1.
 - b. State Representatives.

- B. The following individuals may also be appointed to the Executive Committee by the President with the confirmation of the Executive Committee but shall not have voting privileges. The terms of these individuals shall expire upon the expiration of the term of the President.
 - a. Immediate Past President
 - b. Diversity, Equity, and Inclusion Advisor.
 - c. Student Representative.
 - d. Members from Standing Committees, Ad-Hoc Committees, Caucuses, and/or Commissions.
 - e. Other individuals as the President deems appropriate.

Section 2. Duties of Appointees

Section 2.1. Immediate Past President

The Immediate Past President provides valued experience and continuity of relationships between the Region and other organizations. Outgoing Presidents are strongly encouraged to serve in this capacity but are not required to do so.

Section 2.2. Diversity, Inclusion and Equity Advisor

The Diversity, Inclusion, and Equity Advisor provides guidance to the Executive Committee on matters relating to Diversity, Inclusion, and Equity.

Section 2.3. Student Representative

The Student Representative represents the concerns and interests of students at the Executive Committee.

Section 3. Executive Committee Meetings

- A. Immediately following the Annual General Meeting of the membership of Region 10, the Executive Committee shall meet to determine goals 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 IAEM-USA APP.

Section 4. Quorum

A majority of members (either virtually or in-person) of the Executive Committee shall constitute a quorum.

Section 5. Executive Committee

- A. The Executive Committee shall conduct the administrative business of Region 10 in an economic and efficient way, subject to the limitations imposed upon them in the IAEM-USA APP.
- B. The Executive Committee shall provide minutes within 30 days of its meetings, and quarterly reports of its activities, to the general membership.
- C. The Executive Committee shall not have the power to:
 - 1. Change directives issued by IAEM-USA.
 - 2. Take any action in conflict with these Bylaws, or the IAEM-USA Bylaws or APP.

Section 6. 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 IAEM-USA APP.

Section 7. Administrative Policies and Procedures

- A. The IAEM-USA APP provides specific guidance, policies, and procedures associated with various positions and activities of Region 10. The IAEM-USA APP is organized and ratified by the 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 IAEM-USA APP.
- C. If there is a policy or procedure needed by the Region that is not covered by the IAEM-USA APP, the Executive Committee shall meet to establish or amend any such policy or procedure through a majority vote of the Executive Committee. Any additions, deletions, or amendments to Regional policies or procedures shall be posted on the Region 10 section of the IAEM-USA web site within 30 days of adoption by the Executive Committee.

ARTICLE VI – MEETINGS

Section 1. Meetings of the Membership Body

- A. The Annual General Membership (AGM) Meeting of Region 10 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 10 President to address urgent matters that require the consideration of the full membership of the Region. Individual, Life, and Affiliate members may request that the Region 10 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 shall be in writing and presented to the Region 10 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 (either virtually or in-person) at the Region 10 Annual 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. A quorum is not required to hold a meeting provided no votes occur during the meeting.

Section 3. Voting

- A. The right to vote as a member of Region 10 may be exercised only by an eligible Region 10 member as described in Article III.
- 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. Region 10 shall utilize the IAEM-USA electronic voting process.
- D. Voting by proxy is not permitted.

ARTICLE VII – STANDING COMMITTEES, AD HOC COMMITTEES, CAUCUSES, AND COMMISSIONS

Section 1. General

Within 30 days after taking office, the Region 10 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, caucuses, and commissions. The President shall then appoint and give a mandate to each. Activities of Region Committees shall be reported according to

established dates by the Region 10 Executive Committee.

Section 2. Standing Committees

Standing Committees are bodies with an ongoing, operational function.

Section 3. Ad Hoc Committees

The President may appoint Ad Hoc Committees to complete a specific assignment of limited duration and shall cease to function when their specific task has been completed.

Section 4. 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 5. Commissions

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

ARTICLE VIII - RIGHTS OF MEMBERS

Section 1. Membership in Good Standing

Members of Region 10 are considered to be "in good standing" if all applicable

dues, fees, and other amounts owed to the Region and/or IAEM-USA are paid in full. Members in good standing are expected to abide by the Bylaws of Region 10 and IAEM-USA, and the Code of Ethics as established in the Region 10 and IAEM-USA Bylaws.

- A. Individual, Affiliate, and Life members in good standing have the right to vote according to the process established in these Bylaws and the IAEM-USA Administrative Policies and Procedures on:
 - 1. Amendments to the Bylaws.
 - 2. Election of officers.
 - 3. Matters of business arising at the Membership Meetings.
- B. Members are eligible to hold office and leadership roles according to these Bylaws and the IAEM-USA 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 IAEM-USA Administrative Policies and Procedures.

ARTICLE X - AMENDMENT OF BYLAWS

- A. 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 and Administrative Policies and Procedures. Approval requires two-thirds of the votes cast.

- B. 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.
- C. If the 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 shall be presented to IAEM-USA for vote.

elected or appointed title unless so authorized by IAEM-USA or the Region 10 Executive Committee, as applicable.

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

Adopted: **October 30, 2019**

ARTICLE XI - PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rule of Order, Newly Revised, shall govern the proceedings of Region 10 in all cases not provided for in these Bylaws or in the Administrative Policies and Procedures.

ARTICLE XII - DISCLAIMER OF ENDORSEMENT

No individual member or group of members representing Region 10 or IAEM-USA shall have authority to endorse or recommend any product, service, or organization in the name of Region 10 and/or IAEM-USA, or by