

# **INTERNATIONAL ASSOCIATION OF EMERGENCY MANAGERS (IAEM)**

## **USA COUNCIL**

### **BYLAWS OF REGION 8**

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## **ARTICLE I. ORGANIZATION**

### **Section 1. Regional Relationship to IAEM-USA**

- A. Region 8 is a sub-unit of the International Association of Emergency Managers-USA Council (IAEM-USA). As such, IAEM-USA Region 8 operates under the authority of IAEM-USA.
- B. IAEM-USA is a nonprofit organization incorporated in and under the laws of the Commonwealth of Virginia. Accordingly, IAEM-USA Region 8 operates consistent with the laws of the Commonwealth of Virginia, with these Bylaws, with the IAEM-USA Bylaws, and with administrative policies and procedures adopted by the IAEM-USA Board of Directors.

### **Section 2. Geographic Scope of the Region**

- A. IAEM-USA Region 8 shall include the continental US states of Colorado, Montana, North Dakota, South Dakota, Utah, and Wyoming. This is in unison with FEMA Region 8.
- B. This includes all the local jurisdictions (municipalities and counties) within all states, in addition to, all tribal nations and any other geographic entities assigned to the region as provided by the administrative policies and procedures adopted by the IAEM-USA Board of Directors.

## **ARTICLE II. REGIONAL OBJECTIVES AND PURPOSE**

### **Section 1. Objectives**

- A. IAEM-USA Region 8 seeks to support the vision and mission of IAEM-USA and to serve the emergency management profession within IAEM-USA Region 8. In addition, IAEM-USA Region 8 strives to provide its members with an avenue for sharing emergency management-related information, lessons learned, and best practices; and to strengthen collaboration and partnerships within Region 8.

### **Section 2. Purpose**

Any and all programs and activities conducted by Region 8 must at all times be entirely consistent with the tax-exempt (US Internal Revenue Code 501(c)(3)) mission and purposes of the IAEM-USA. IAEM-USA Region 8 purposes include, but are not limited to, the following:

- A. Supporting the efforts of emergency managers in the region to reduce the effects of disasters on life, property, and the environment by working together to build disaster-resilient communities.
- B. Functioning as a clearinghouse for discussion and education related to all-hazards emergency management in Region 8.
- C. Providing a forum for creative and innovative problem solving on emergency management

issues.

- D. Maintaining professional standards for emergency management practitioners in Region 8.
- E. Fostering informed decision making on public policy related to emergency management in Region 8.
- F. Fostering a more diverse, inclusive, and equitable membership within Region 8.

## **ARTICLE III. MEMBERSHIP**

### **Section 1. Composition**

IAEM-USA Region 8 shall consist of individuals who are members in good standing of IAEM-USA, who are professionally engaged or interested in promoting emergency management or an allied field, and who work or reside in the geographic area of Region 8 as defined in Article I, Section 2, above, and by administrative policies and procedures adopted by the IAEM-USA Board of Directors.

### **Section 2. Eligibility**

Any person who is a member of IAEM-USA in good standing as defined by the IAEM-USA Bylaws, and who works or resides within the geographic area of IAEM-USA Region 8 shall be considered members of IAEM-USA Region 8. IAEM-USA determines regional membership using the mailing address provided by the member when they join IAEM-USA. A member may be affiliated with only one region of IAEM-USA for voting and dues-payment purposes.

### **Section 3. Dues and Fees**

Membership dues and fees shall be set, collected, and paid in accordance with the IAEM-USA Bylaws. Persons wishing to vote at IAEM-USA Region 8 business meetings and elections must be members in good standing of IAEM-USA at the time they cast their vote.

### **Section 4. Fiscal Year**

The fiscal year for IAEM-USA Region 8 shall be the same as that established for IAEM-USA, June 1 to May 31 on the Gregorian calendar.

## **ARTICLE IV. REGION 8 BOARD OF REGIONAL OFFICERS**

### **Section 1. Duties and Responsibilities**

- A. The Region 8 Board of Regional Officers shall conduct the administrative business of IAEM-USA Region 8, subject to the limitations imposed by these Bylaws, by the IAEM-USA Bylaws, and by the administrative policies and procedures adopted by the IAEM-USA Board of

Directors.

- B. The Region 8 Board of Regional Officers shall consist of the Regional President, the Regional Vice President, the Regional Secretary-Treasurer, and the Immediate Past Regional President of IAEM-USA Region 8.
- C. The Region 8 Board of Regional Officers shall meet at the call of the Regional President. Meetings of the Region 8 Board of Regional Officers may be held in-person, electronically, or by phone.
- D. A simple majority of the Region 8 Board of Regional Officers shall constitute a quorum for regional board meetings of the regional officers.
- E. The Regional Secretary-Treasurer shall maintain minutes of the Board's meetings, which it shall share with Region 8 members within fifteen (15) days of approval of the minutes by the Region 8 Board of Regional Officers. The Region 8 Board of Regional Officers shall also provide an annual report on its activities to the membership at the annual meeting.
- F. The Region 8 Board of Regional Officers shall not have the power to take any action in conflict with a vote by the members, these Bylaws, the IAEM-USA Bylaws, or the administrative policies and procedures adopted by the IAEM-USA Board of Directors.

## **ARTICLE V. REGIONAL OFFICERS**

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

The regional officers of IAEM-USA Region 8, who collectively form the Region 8 Board of Regional Officers, shall consist of four (4) positions which are: the Regional President, the Regional Vice President, the consolidated Regional Secretary-Treasurer, and the Regional Immediate Past President. Other miscellaneous at-will positions, that are not officer-level positions, may be temporarily appointed by the Region 8 Board of Regional Officers to assist/advise in the business of the region.

### **Section 2. Regional Officer Duties and Responsibilities**

The business and affairs of IAEM-USA Region 8 shall be managed by and under the direction of its Board of Regional Officers which are listed in detail below:

#### **A. Regional President**

The duties of the Regional President of Region 8 shall include, but are not limited to, the following:

- a. Presiding over meetings of IAEM-USA Region 8.
- b. Serving as the Region's voting representative on the IAEM-USA Board of Directors.
- c. Serving as the liaison between IAEM-USA and IAEM members in Region 8.

- d. Fostering a more diverse, inclusive, and equitable IAEM-USA membership within Region 8.
- e. Proposing expenditures to the Region's membership, depending on the availability of regional funds.
- f. Approving the payment of financial obligations in accord with administrative policies and procedures adopted by the IAEM-USA Board of Directors.
- g. Appointing chairs of Region 8 Regional Committees as necessary.
- h. Performing other duties as required or authorized by these Bylaws, the IAEM-USA Bylaws, or administrative policies and procedures adopted by the IAEM-USA Board of Directors.

**B. Regional Vice President**

The duties of the Regional Vice President of Region 8 shall include, but are not limited to, the following:

- a. Performing the duties of the Regional President in the event of the Regional President's absence or disability prevents them from performing their duties of the office. Such duties may include:
- b. Representing Region 8 at various meetings if the Regional President is unable to attend.
- c. Casting a vote on behalf of Region 8 if formally authorized to do so by the Regional President and in accord with the IAEM-USA Bylaws and any applicable IAEM-USA administrative policies and procedures. In such cases, the Regional Vice President shall submit a written record of their actions to the Regional President.
- d. With the Regional Secretary-Treasurer, jointly authorizing payment of Region 8 expenditures if the Regional President is unable to fulfill this responsibility.
- e. Performing other duties as assigned by the Regional President, in accord with these Bylaws, with the IAEM-USA Bylaws, and administrative policies and procedures adopted by the IAEM-USA Board of Directors.

**C. Regional Secretary-Treasurer (consolidated)**

The duties of the Regional Secretary-Treasurer of Region 8 shall include, but are not limited to, the following:

- a. Maintaining accurate records of the proceedings of all meetings of Region 8.
- b. Performing other duties as assigned by the Regional President, in accord with these Bylaws, with the IAEM-USA Bylaws, and administrative policies and procedures adopted by the IAEM-USA Board of Directors.
- c. Coordinating all fundraising activities of Region 8, including providing support for fundraising for the IAEM Student Scholarship Program.
- d. Maintaining accurate, up-to-date records of all monies and securities belonging to Region.
- e. Jointly with the Regional Vice-President, authorizing payment of Region 8 expenditures if the Regional President is unable to fulfill this responsibility.
- f. Performing other duties as assigned by the Regional President, in accordance with these Bylaws, with the IAEM-USA Bylaws, and administrative policies and procedures adopted by the IAEM-USA Board of Directors.

**E. Regional Immediate Past President (emeritus)**

The duties of the Regional Immediate Past President of Region 8 shall include, but are not limited to, the following:

- a. Assisting in providing continuity of operations for Region 8.
- b. Performing other duties as assigned by the Regional President, in accord with these Bylaws, with the IAEM-USA Bylaws, and administrative policies and procedures adopted by the IAEM-USA Board of Directors.

**Section 3. Regional Officer Qualifications**

To be considered for election as a regional officer of Region 8, a region member shall meet the following requirements at the time of seeking office, and for the duration of any term in office:

- A. Be a member in good standing of IAEM-USA for a minimum of two consecutive calendar years prior to seeking regional office.
- B. Be a current member in good standing of IAEM-USA Region 8.
- C. If seeking office as the Regional President, have obtained and maintain throughout the term an Associate Emergency Manager (AEM®) or Certified Emergency Manager (CEM®) as conferred by the IAEM Certification Program.

**Section 4. Method of Regional Officer Selection and Election Cycles**

Region 8 candidates seeking regional office shall formally declare their intention to run for regional office after calls for regional officer elections are issued by IAEM-USA. Region 8 candidates shall prepare and submit in writing (electronically) all required information, statements, and disclosures as required by IAEM-USA for review and verification within the established call period. On occasion, and if determined necessary, IAEM-USA may extend the deadline for submissions. After the call period closes, IAEM-USA will review and verify submissions. Once candidate submissions are successfully verified, those regional candidates will be added to the regional ballot as possible choices for the regional electorate to vote upon for election to regional office. Region 8 officer elections shall use a simple majority, also known as a relative majority, to determine the winning candidate in the election cycles.

Region 8 regional officers shall be selected as follows:

- A. The Regional President shall all be elected in years ending in even numbers.
- B. The Regional Vice-President, and the Regional Secretary-Treasurer, shall be elected in years ending in odd numbers.
- C. Elections shall precede the annual meeting of IAEM-USA and will be conducted as prescribed by IAEM-USA Bylaws and applicable IAEM-USA administrative policies and procedures.

- D. Persons elected to regional office shall take regional office effective at the time of installation of IAEM-USA Officers, which typically occurs at the annual meeting of IAEM-USA.

### **Section 5. Term of Office and Term Limits for Regional Officers**

- A. The term of office for Region 8 Regional President, Regional Vice President, Regional Secretary-Treasurer, and Regional Immediate Past President shall be two (2) consecutive years.
- B. Regional officers are eligible to serve for not more than two consecutive two-year terms, for a total of four (4) consecutive years in a regional officer position.
- C. After a two-year break from holding a specific regional office, regional officers may run for the same regional officer position again. Regional officers may also run for another regional officer position after reaching the term limit on their current regional position.
- D. Regional officers may not run for or serve in more than one officer position at any one time.

### **Section 6. Regional Officer Vacancies**

- A. If a vacancy occurs in the office of Regional President, the Regional Vice President will become the Regional President, and the Regional Secretary-Treasurer will become the Regional Vice President. The new Regional President will then appoint an interim Regional Secretary-Treasurer from eligible IAEM-USA Region 8 members in good standing to complete the term until the next election cycle.
- B. If a vacancy occurs in the office of Regional Vice President, the Regional Secretary-Treasurer will become the Regional Vice President. If the Regional Secretary-Treasurer is unable to fill the role of the Regional Vice President, the Regional President will appoint an eligible member in good standing of IAEM-USA Region 8 to complete the term until the next election cycle.
- C. If a vacancy occurs simultaneously in the office of the Regional President and the Regional Vice President, the Regional Secretary-Treasurer shall become the acting Regional President for a period not to exceed six months, until a special election can be held to fill the vacant regional officer positions.
- D. If no elected regional officer is available to fill the unexpired term of the Regional President until an election can occur, the IAEM-USA President shall appoint an eligible member in good standing of region 8 to act as Regional President for the remainder of the vacated term. This IAEM-USA appointed Regional President, will then appoint a Regional Vice President and a Regional Secretary-Treasurer until an election can be held at a regular or special meeting of Region 8 members.
- E. If a vacancy occurs in the office of the Regional Secretary-Treasurer, the Regional President



shall, with the Region 8 Board of Regional Officers confirmation, appoint a qualified member to fill the vacancy for the remainder of the term.

- F. If a vacancy occurs in the office of the Regional Immediate Past President, the office shall remain open until the then-Regional President assumes the position of the Immediate Past President.
- G. If a vacancy occurs due to a regional officer being elected to a position as an IAEM-USA officer, the individual will continue their Region 8 responsibilities until sworn in as a national officer to the IAEM-USA Board.
- H. When a regional officer is appointed to serve the unexpired term of a predecessor in a regional office following a vacancy, the individual appointed to serve is eligible to finish the unexpired term of the regional officer they succeed, and may then serve two consecutive, two-year terms if elected by Region 8 members and meets all qualifications.

### **Section 7. Removal of a Regional Officer**

- A. If at any time an elected or appointed regional officer of Region 8 ceases to be a member in good standing of IAEM-USA, moves outside the geographic scope of Region 8, or leaves emergency management or an allied profession, the regional officer will automatically be removed from office, creating a vacancy.
- B. An elected or appointed regional officer of Region 8 may be removed from office for cause by a two-thirds vote of the members in good standing of Region 8 who are eligible to vote. The vote to remove a regional officer must be held at a meeting called for that purpose. That meeting may be called to order and presided over by a quorum of the other regional officers who are not at present time subject to the removal process. Before the meeting at which the removal vote is to be held, the Regional Secretary-Treasurer, or their designee or another regional officer, must notify the regional officer subject to the removal process in writing, either electronically or by registered mail, of the time and place of the vote and the basis for removal. Additionally, the Regional Secretary-Treasurer, or their designee or another regional officer, must notify the IAEM-USA Board of Directors of these actions. The regional officer who is the subject of the proposed removal proceedings must be given at least fifteen (15) business days after receiving the notice to reply in writing to the allegations in the notice and submit them to the other regional officers and the IAEM-USA Board of Directors.

## **ARTICLE VI. REGIONAL GROUPS**

### **Section 1. Establishing Regional Committees, Ad Hoc Committees, and Chapters**

The Regional President of Region 8 may, in their discretion and in consultation with the Region 8 Board of Regional Officers, designate standing or ad hoc committees to assist in assessing and addressing issues impacting Region 8. The Regional President, in their discretion and in consultation with the Region 8 Board of Regional Officers, may also appoint chairs and vice chairs (if necessary) to the standing committees, ad hoc committees, and give a mandate to each of those

regional standing committees, regional ad hoc committees, and, if established, regional chapters. Additionally, the Region 8 Regional President shall, with the consent of the IAEM-USA Board of Directors, make appropriate updates to the list of regional standing committees, regional ad hoc committees, and regional chapters established within Region 8. The Regional President shall submit appropriate updates to the lists as required by the IAEM-USA Bylaws and within the policies and procedures adopted by the IAEM-USA Board of Directors.

## **Section 2. Committee Membership**

Membership on committees may be solicited at the annual business meeting of the Region or at other times as necessary. The Regional President also may, in their discretion and in consultation with the Region 8 Board of Regional Officers, appoint members in good standing of Region 8 to serve as members of committees. Regional members appointed to committees shall serve at the pleasure of the Region 8 Board of Regional Officers.

## **Section 3. Official Appointment of Regional Members to Other Groups**

The Regional President of Region 8 may, in their discretion and in consultation with the Region 8 Board of Regional Officers, officially appoint regional members in good standing to serve as a representative to other national boards, caucuses, chapters, commissions, committees, consortiums, and other affiliated groups.

# **ARTICLE VII. MEETINGS**

## **Section 1. Required Annual Business Meeting of Region 8**

The membership of IAEM-USA Region 8 shall hold an official business meeting at least once each calendar year. The annual official business meeting may be held in conjunction with the IAEM-USA annual conference, or at another time, as determined by the Regional President and in consultation with the Region 8 Board of Regional Officers. Written notice of such meeting shall be delivered to IAEM-USA by the Regional President.

## **Section 2. Quorum for the Annual Business Meeting of Region 8**

A quorum for the purpose of conducting business at the official annual business meeting of the association's membership shall be not less than fifteen (15) IAEM-USA members in good standing, who are also members in good standing of Region 8. When less than a quorum is present, the official business meeting may be adjourned and/or rescheduled for another time where a quorum can be established.

## **Section 3. Parliamentary Authority**

Official business meetings of Region 8 shall be conducted in accordance with the most current edition of Robert's Rules of Order.

## **Section 4. Method of Meetings**

Meetings of the members of Region 8 may be conducted in person, or electronically through video conference, conference call, telephone, or other appropriate methods.

### **Section 5. Additional Meetings**

Additional Region 8 member meetings, that are not deemed as official business meetings, may be held throughout the year at the discretion of the Regional President and in consultation with the Region 8 Board of Regional Officers. These meetings may be used to provide routine updates on regional activities and to conduct the general activities of the region. Quorums for these meetings not required to be established unless the Regional President determines it necessary. In which case, a simple quorum of the regional officers will suffice.

### **Section 6. Voting**

- A. Members in good standing of IAEM-USA and Region 8, shall be eligible to vote on any issue put before Region 8 members as provided by the IAEM-USA Bylaws and by the policies and procedures adopted by the IAEM-USA Board of Directors.
- B. Unless otherwise specified in these Bylaws, in the IAEM-USA Bylaws, or in administrative policies and procedures adopted by the IAEM-USA Board of Directors, voting on the business of Region 8 requires a majority of the eligible members casting votes.
- C. Election of Region 8 regional officers shall take place utilizing the electronic voting capability of IAEM-USA. Elections will take place at least thirty (30) calendar days in advance of the IAEM-USA Annual Meeting and Conference. Results of the election will be announced at the Annual Meeting and Conference. The Region shall share the results of the election with its membership in an electronic communication for that purpose.
- D. Voting by proxy is not permitted.

## **ARTICLE VIII. AMENDMENT OF REGIONAL BYLAWS**

### **Section 1. Two-Thirds Vote of Region Members Required**

These Bylaws may be amended by a vote of the members in good standing of Region 8 who are eligible to vote. Proposed amendments must be approved by at least two-thirds (2/3) of the votes cast by eligible members in good standing.

### **Section 2. Proposing Amendments for Member Vote**

- A. The Region 8 Board of Regional Officers, by a two-thirds (2/3) vote of the said regional board members, may place proposed amendments to these Bylaws on the ballot for a vote by the members of Region 8 in good standing who are eligible to vote.
- B. Members of Region 8 who are in good standing and are eligible to vote may petition to place proposed amendments to these Bylaws on the ballot for a vote of the region's members by obtaining the signatures on a petition for that purpose. Such member petitions shall be

signed by no less than ten percent (10%) of Region 8 members who are eligible to vote and are in good standing. The petition must clearly specify the changes proposed to these Bylaws in writing using underline and strikeout text.

### **Section 3. Voting on Proposed Amendments**

- A. All proposed changes to the Bylaws must be shared electronically with members in good standing of Region 8 at least thirty (30) calendar days prior to any vote on the proposed amendments.
- B. Members of Region 8 shall be given no less than thirty (30) calendar days in which to cast their vote on the proposed amendments to these regional Bylaws. Members may vote on proposed amendments to these regional Bylaws using electronic means following the procedures set forth in the IAEM-USA Bylaws or applicable IAEM-USA administrative policies and procedures. Members also may vote on proposed amendments to these Bylaws at the annual business meeting of IAEM-USA Region 8.
- C. Region 8 shall share the results of the vote with its members, including the total votes for and against the proposed Bylaws amendment, in an electronic communication for that purpose.

## **ARTICLE IX. DISCLAIMER OF ENDORSEMENT**

### **Section 1. Endorsement Restrictions**

No member of IAEM Region 8 shall have authority to endorse or recommend any product, service, or organization on behalf of IAEM-USA unless pre-authorized by the IAEM-USA Board of Directors.

## **ARTICLE X. PROMULGATION**

### **Section 1. Effective Adoption Date**

This document shall take effect immediately on its approval by a majority of votes cast by eligible members in good standing of IAEM-USA Region 8. On approval of these Bylaws by the members, the newly approved Bylaws supersede all previously adopted Bylaws for the region.