

BY-LAWS
Central Minnesota Emergency Services Board
Emergency Management Advisory Committee

ARTICLE I: Name

As provided in the Joint Powers Agreement (hereinafter "JPA") creating the Central Minnesota Emergency Services Board (hereinafter "Board") this committee shall be known as the **Central Minnesota Emergency Services Board Emergency Management Advisory Committee**. The committee may be referred to as the "Emergency Management Committee" or the "Committee".

ARTICLE II: Purpose

The purpose of the Emergency Management Committee is to:

- A. Coordinate planning, training, and the purchase and use of equipment to ensure the most effective response to emergencies, both natural and other, within HSEM Region IV, as directed by the Board.
- B. Promote and ensure distribution of grant funds consistent with the membership of HSEM Region IV, the purpose and program of the grants and the direction of the Board.
- C. Advise the Central Minnesota Emergency Services Board on matters of protocol, procedures and operations as it relates to Emergency Management.
- D. Recommend and support legislation for improving and increasing the effectiveness of emergency preparedness.

ARTICLE III: Membership

A. Membership.

Appointed Members - Appointed Members shall consist of those individuals appointed by the parties to the Agreement whose agencies are located wholly or partially within the defined boundaries of HSEM Region 4, who are staff members with specialized skills in the provision of Emergency Management focusing on policy, management and administration. Each appointing authority shall appoint one staff person to serve as the designated representative and may also appoint an alternate authorized to serve in the absence of the designated representative. The appointment should be made within the existing appointment policies of the appointing party. All appointments to the Committee should be in writing and directed to the Chair of the Board. The term of the appointment should be consistent with the appointing party's existing policies and should be valid until vacant or a successor is appointed. The appointing authority shall be required to complete an appointment within 45 days of a vacancy. All Appointed Members, or

alternates in their absence, shall have the power to vote on any issue or matter brought before the Committee. All Appointed Members shall be eligible to serve as Representative or alternate of the Committee on the Board.

Affiliated Members – Affiliated Members shall consist of those individuals appointed by the parties to the Agreement whose agencies are located within the defined boundaries of the Central Minnesota Emergency Services Board but not included in the definition of HSEM Region IV, who are staff members with specialized skills in the provision of Emergency Management focusing on policy, management and administration. Each appointing authority shall appoint one staff person to serve as the designated representative and may also appoint an alternate authorized to serve in the absence of the designated representative. The appointment should be made within the existing appointment policies of the appointing party. All appointments to the Committee should be in writing and directed to the Chair of the Board. The term of the appointment should be consistent with the appointing party's existing policies and should be valid until vacant or a successor is appointed. The appointing authority shall be required to complete an appointment within 45 days of a vacancy. All Affiliated Members, or alternates in their absence, shall have the power to vote on any issue or matter brought before the Committee except for those matters affecting grant planning, distribution, allocation or management. Affiliated Members shall not be eligible to serve as Representative or alternate of the Committee on the Board.

Associate Members – Associate members shall consist of those persons whose business, profession, or interest brings them into close relationship with the Committee. Associate members may participate in scheduled and special meetings of the Committee. Associate members shall be Non-Voting members of the Committee. Associate members are authorized to engage in debate or discussion of any issue before the Committee, when properly recognized in accordance with the rules of the Committee, but may not propose any action or amend any motion. Associate members are not eligible to hold any office or position representing the Committee. They shall not be counted in determining the presence of a quorum for the conduct of business. Any person desiring Associate Member status shall apply in writing to the Chair of the Committee setting forth in detail those circumstances qualifying the party for membership. The Chair shall submit the application to the Committee at the next scheduled meeting for decision under New Business.

B. Term. The term of appointment shall be determined by the appointing authority. Members, once appointed by their respective parties, shall remain the appointee of the Members agency until notified in writing of a change. There shall be no limit on the number of times a member may be reappointed by their respective party.

ARTICLE IV: Executive Committee

The Central Minnesota Emergency Services Board Emergency Management Committee may establish an Executive Committee and establish rules for its conduct.

ARTICLE V: Delegate/Alternate for CM Emergency Services Board

~~The Chairperson and the Vice Chairperson shall serve as the committee's appointments to the Central MN Emergency Services Board (CMNESB). The Chair will serve as the delegate and the Vice Chair will serve as the alternate. The Emergency Management Advisory Committee shall designate, by majority vote, an Appointed Member to serve as a voting member of the Board and an alternate. Such selection shall be on an annual basis at the same meeting and time as election of Officers to serve the Committee.~~

ARTICLE VI: Officers

- A. Elected Officers. The elected officers shall be Chairperson, ~~and~~ Vice Chairperson and Secretary.
- B. Term of Office, Vacancies. In December of every year, the Committee shall elect officers from its Appointed and Affiliated Members. The term of office shall be for one calendar year and until a successor is elected beginning in January of the year following election. Any vacancies occurring in the officer position shall be filled by the following succession: Chairperson, Vice Chairperson, and Secretary in that order. Subsequent vacancies shall be filled by appointment by the Chair, subject to a majority vote of the Committee. Membership shall fill all vacancies at the next regular scheduled meeting of the Emergency Management Committee.
- C. Duties.
 1. Chairperson – The Chairperson shall preside at all meetings of the Central Minnesota Emergency Services Board Emergency Management Committee. The Chairperson is responsible for making committee appointments and delegating assignments with the advice of the committee membership. He/She may appoint sub-committees and may be an Ex-Officio member of all work groups.
 2. Vice Chairperson – The Vice Chairperson shall act in the place of the Chairperson in his or her absence and shall hold responsibilities as directed by the membership.
 3. Secretary – The Secretary shall keep minutes of each meeting and perform other functions usually associated with such office. Additionally, the secretary is responsible for the archival of all minutes of meetings and retention of Committee records in accordance with the requirements of statute and the policies of the Board.

ARTICLE VII: Voting, Nominations and Elections

- A. Voting. Each member appointed by a party to the Agreement (JPA) shall be entitled to a vote on all matters considered by the Emergency Management Committee as provided in these By-Laws. Under no circumstances will any jurisdiction be entitled to more than one (1) vote per member actually present. In the absence of a Member and alternate, no vote shall be cast on their behalf (proxy vote). The following exceptions apply as noted in Article III Affiliated Members and Article V Delegate/Alternate to Serve on the Board:
- a. Affiliated members may not vote on those matters affecting grant planning, distribution, allocation or management.
 - b. Affiliated members may not vote for the selection of a representative or alternate to serve on the Board representing the Committee.
 - c. Associate members may not vote under any circumstances.
- B. Candidates. Any Appointed or Affiliated Member in good standing appointed by a member jurisdiction to a term fully inclusive of the proposed term of office may be nominated for office.
- C. Quorum and Voting. For the purpose of conducting business at any meeting, a quorum shall consist of at least 50% of the Appointed members or alternates. Approval by a majority of the members in attendance authorized to vote shall be valid.

ARTICLE VIII: Sub-Committees

Sub-Committees. The Committee may create Sub-Committees as needed. The Committee Chair shall appoint all work group chairs & members, subject to a majority approval of the full Committee. It shall be the function of the Sub-Committees to conduct studies and to make recommendations to the full Committee and to carry on such further activities as may be delegated by the Chair or Committee. All Sub-Committees shall meet at the call of the group leader and/or request of the Chair.

ARTICLE IX: Meetings and Fiscal Year

- A. Meetings.
1. Regular meetings shall be held at a time and place determined in accordance with a schedule adopted by the Emergency Management Committee. The schedule may be modified by the membership at any time in a manner to be determined by the Emergency Management Committee.
 2. The agenda and supporting materials will be distributed electronically at a minimum of ten (10) days prior to the meeting date.

3. Special meetings may be called by the Chairperson after polling, by phone or e-mail, and obtaining the consent of members representing at least fifty percent (50%) of the Appointed Members of the Emergency Management Committee.
 4. The recording Secretary will deliver draft meeting minutes to all members via email, to review, at a minimum of ten (10) days prior to the meeting.
- B. Fiscal Year. The fiscal year shall run from January 1 through December 31.

ARTICLE X: Rules of Order

All business shall be guided and governed by Robert's Rules of Order when not in conflict with the Joint Powers Agreement or the Bylaws. These rules are a reference for the conduct of the meetings. The Authorized Version shall be the most recent version available.

ARTICLE XI: Amendments to By-Laws

These By-Laws may be amended at any meeting by a minimum of two-thirds (2/3) vote of those Appointed and Affiliated members present, providing a quorum has been established (see Article VI, Section C, Nominations and Elections, Quorum/Voting). A minimum thirty (30) day written notice of the intent to change the By-Laws must be submitted to the entire Committee. Amendments may be initiated by any Member or Officer of the Committee. All modifications and addendums to the Emergency Management Committee By-Laws must be approved by the Central Minnesota Emergency Services Board before taking effect.

ARTICLE XII: Limitations

Membership Expenses. The Emergency Management Committee shall not be responsible for any expenses of members. All member jurisdictions shall be solely responsible for expenses incurred by their representatives.

ARTICLE XIII: Dissolution

Dissolution. The Emergency Management Committee may only be dissolved as provided by the parties to the agreement forming the Central Minnesota Emergency Services Board.

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