

**WASHINGTON STATE SEARCH & RESCUE ADVISORY COUNCIL
BY-LAWS – REVISED 2013**

MISSION: The mission of the Washington State Search and Rescue Volunteer Advisory Council (SARVAC) is to provide a forum and an organization for volunteers to provide input and to assist in providing input on issues directly affecting the search and rescue (SAR) volunteers. It is also the mission to assist in providing training for volunteers in new methods and procedures in search and rescue as well as current methods and procedures.

ARTICLE I-MEMBERSHIP

1.1 ELIGIBILITY

Active membership shall be extended to those volunteer organizations in the State of Washington that are directly involved in conducting search and rescue. All volunteer Representatives must be registered Emergency Service Workers according to Washington State DEM requirements.

1.2 TYPES OF MEMBERSHIP

There shall be three (3) types of memberships in the organization:

A. Voting Members:

Voting members shall be those counties SAR councils or elected representatives who subscribe to the ideals, mission, purpose and By-laws of the corporation each member council or designated county representative shall be entitled to one vote, and shall be eligible to hold elected office, or appointed office, or appointed committee chair position. Each county of the 39 Washington counties shall be entitled to one vote. In the event that a county does not have a SAR council, one vote shall be given to one representative from that county, selected by the SAR units in that county, or if that is not done, appointed by the SAR Coordinator for that county.

B. Advisory Members:

The following agencies, divisions, and organizations shall be designated as Advisory members to SARVAC (if they so choose to participate), not having Voting privileges, nor being able to hold elected office:

- a. The Governor's Emergency Management Advisory Council
- b. The Washington State Emergency Management Division
- c. The Washington State Department of Transportation – Aeronautics Division
- d. The Washington State Search and Rescue Coordinator's Association
- e. The Washington Association of Sheriffs and Police Chiefs

C. Associate Members:

Professional organizations, paid personnel, and those volunteer organizations who act in a support role in search and rescue operations shall be eligible for associate membership, not having voting privileges, or hold elected office.

2.1.1 NOTIFICATION OF MEETINGS

The secretary shall send advance notification of meetings to all current and designated County representatives at least 15 days prior to the meeting date. Notification may be done via U.S. mail, email, phone call, fax or web page notice. The notice will include Date, time, place, and whether there will be one combined meeting, or a separate executive board meeting, followed by a general membership meeting.

2.1.2 MINUTES

Minutes shall be taken during each meeting, and typed / presented to the members present at the next general meeting for review and approval. Minutes shall not be required to be sent out to all members or county representatives.

2.2 QUORUM OF MEMBERS

A quorum for a Regular Meeting of the General Membership will consist of those present, with a minimum of four (4) county representatives.

2.3 SPECIAL MEETINGS

2.2. A special meeting can be called by the President, or a simple majority of the Executive Board, or by a written request of a legal quorum as defined in Section 2.2 Advanced notification shall be made by the secretary at least 15 days prior to the meeting, and can be made by U.S. mail, fax, phone, or email. Notification is only required to county SAR representatives.

A. If a vote is taken at this meeting, the President, and 51% of the executive board must be present at this meeting for the vote to be legally binding.

2.5 COMBINATION OF EXECUTIVE BOARD MEETINGS AND GENERAL

A. The President, with concurrence of the executive board, may choose to combine regular executive board meeting with a general membership meeting.

B. If the general membership is invited to attend the executive board meetings, members will be allowed to participate and speak at the discretion of the President.

- C. If there are votes taken at an executive board meeting at which representatives of the general membership are present, only members of the executive board shall vote.
- D. Meetings of the executive board shall be held at least twice a year or at the discretion of the president. Notification of these meetings shall be according to Section 2.1.1. One of these meetings may be at the Washington State SAR convention. A quorum shall be 51% of the current board, present in person or by proxy.

2.6 EXPENDITURES OF ORGANIZATIONAL MEETINGS

- A. All expenditures over \$200 shall be approved by the executive board.
 - 1. Approval of expenditures is by simple majority (51%) of those present at the board meeting.
- B. All expenditures of less than \$200 may be approved by the President and one other officer.
- C. A financial report shall be sent to the membership.

2.7 VOTING PROCEDURES

Each county representative shall have one vote. The President will not vote except in case of a tie vote.

- A. In the event a ballot by mail is scheduled, a vote may be counted if the designated representative sends via U.S. mail, or email, the completed ballot to the Secretary in time to be opened and counted at the time of the official ballot count. The Secretary, or Board designated member, will be responsible for maintaining the sealed ballots until such time as an official ballot count is conducted. Ballots shall be issued to all members present who have not submitted a mailed ballot.

B. VOTING AND BALLOTING

Voting will be done via voice vote, or show of hands, at any regular or special meeting. If there is consensus, as determined by the President, the vote will be considered final. If there is a question, a voting member may ask for a hand vote, or ask that written votes be cast.

C. VOTE COUNTING

1. Voice vote tally will be done by the President, who will determine if consensus has been reached.
2. Written voters shall be tallied by two individuals designated by the President.

D. WRITTEN PROXY VOTES

Written proxy votes are permitted if the voting representative files a written signed proxy with the Secretary, or sends an email, prior to any voting. Such proxy voting privileges must be given to a designated voting alternate from the SAR Council or county usually represented by the absent representative. Written or email proxies may be for proxy vote on any or all issues or for specific issues. Any limitations of a written or email proxy shall be stated on the copy filed with the secretary.

E. PROXY AND VOICE VOTES

In the event a ballot by voice acclamation is conducted at a stated Regular or Special meeting, any proxy votes from eligible representatives must be presented to the Secretary prior to the voice vote.

F. TIE PROCEDURES

In the event of a tie, additional ballots may be conducted. Only one recount of Any one ballot may be conducted. If the results of a voice vote result in an Apparent tie, a written vote may be conducted, at the discretion of the President. If a written vote results in a tie, the President will cast the deciding vote.

ARTICLE III – OFFICERS AND BOARD OF DIRECTORS

3.1 EXECUTIVE BOARD OF DIRECTORS

The Board of Directors shall consist of the President, Vice President, Secretary, Treasurer, Past President (if any), a Trustee, and two elected Board Members At Large.

3.2 TERMS OF OFFICE

All Board Members are elected for a two (2) year term of office and shall serve until their successor is elected. The President, Treasurer, and one Member At Large shall be elected in years ending in an odd number. The Vice President, Secretary and one Member At Large shall be elected in years ending in an even number. The Trustee will be selected by the President subject to approval by the Board.

3.3 OFFICERS RESPONSIBILITIES

A. PRESIDENT

1. Shall conduct all stated Regular and Special Meetings
2. Shall conduct all meetings in accordance with these By-Laws
3. Shall call Special Meetings when deemed necessary
4. Shall conduct Executive Board meetings
5. Shall be the official agent of the corporation
6. Shall direct and coordinate the daily activities of the Council as so empowered, including correspondence in the name of the Council
7. Shall represent the Council at legislative or government hearings or meetings as necessary.

B. VICE PRESIDENT

The Vice President shall substitute, if able, for the President in any official or other duties in such case, as the President is not able to attend or perform those duties.

C. SECRETARY

1. Shall keep a written record of all organization meetings, including Board Meetings.
2. Shall keep a written record of all organization matters, including, but not limited to archiving minutes, records, training materials and membership information.
3. Shall maintain a current mailing list of the voting membership.
4. Shall receive and issue official Council correspondence.
5. Shall archive rosters, training materials, training records and curriculum as directed by the Executive Board.
6. Shall maintain a written master copy of the Articles of Incorporation and by-laws and all amendments thereto.
7. Shall provide all minutes within 30 days of meeting in email, U.S. mail or fax to the members of the Executive Board.

D. TREASURER

1. Shall collect and receive all monies ofr the organization and belongings to the organization. Such monies, including all dues, donations or grant funds, shall be deposited in a bank, which is approved by the Executive Board.
2. Shall pay, with organization funds, all organizational accounts as directed by The Executive Board. Disbursements shall be made by organization check only.
3. Shall maintain clear documentation of all funds received and disbursed including the name, amount received or disbursed, and any specific designation for funds received. Such documentation shall include, but not be

limited to, the original checkbook register(s), all cancelled checks, all bank statements, and all original vendor invoices or receipts.

4. Shall maintain open books subject to audit at all time.
5. Shall report the current financial status of the Council at all Regular or Special Stated meetings.
6. Shall be responsible to file all required financial reports with the appropriate Agency.

E. PAST PRESIDENT
Is a member and may sit on the board.

F. TRUSTEE
Shall be responsible to assist the Officers and the Board as assigned.

G. MEMBER AT LARGE

Shall be responsible to represent the search and rescue volunteers of the State of Washington.

ARTICLE IV – FISCAL YEAR, NOMINATION, AND ELECTIONS

4.1 FISCAL YEAR AND STATUS

The fiscal year shall commence on July 1 and end on June 31 of each calendar year.

4.2 NOMINATIONS FOR OFFICE

- A. Elections shall be held at the November meeting, for the officers as indicated in Section 3.2.
- B. Nominations shall be taken at the September meeting.
- C. Nominations shall be either by voice vote or written means.
- D. The person nominated shall indicate either by voice or phone, that he/she accepts the nomination prior to the vote.

4.3 ELIGIBILITY FOR OFFICE

A member who is registered with the state, is in good standing with his/her county and/or council, is eligible to run for office.

4.4 ELECTIONS

- A. Elections will be done at the Fall meeting.
 - 1. A written or voice vote shall be conducted at the Fall meeting by the President, after the slate of candidates has been read aloud at the Fall meeting.
 - 2. Voting will be done according to Section 2.7 of the Bylaws.
- B. A candidate will be considered elected if they receive a simple majority of the total votes cast.
- C. A recall of any member may be done by written or voice vote of 2/3rd of members present at any regular or special meeting of the organization.

4.5 VACANCIES

Any vacancies of the executive board will be filled for the unexpired term by an appointment by the President of the executive board, subject to approval by a majority of the board present at the meeting.

ARTICLE V – COMMITTEES AND REPRESENTATIVES

5.1 COMMITTEES

Committees will be appointed by the President, as needed, for the purpose of conducting SARVAC business, and carrying out SARVAC goals and objectives.

5.2 SAR Coordinators Representative (WSSARCA)

This will be the SARVAC President, unless he/she specifically appoints another person to serve in this capacity.

ARTICLE VI – FINANCES

- 6.1 The Washington State Search and Rescue Volunteer Advisory Council (WSSARVAC) shall be registered with the Washington Secretary of State as a non-profit, charitable organization.

6.2 DEPOSIT OF FUNDS

Funds shall be deposited in the bank approved by the Executive Board.

6.3 FUND RAISING

The WSSARVAC organization may solicit funds for equipment, training, technology, and to support the annual conference through direct donations from private individuals,

private or public business sectors, grants or estates. Such fund-raising may be for the direct support and advancement of search and rescue.

ARTICLE VII – AMENDMENTS

7.1 AMENDMENTS TO THE ARTICLES OF INCORPORATION

- A. Changes may be submitted by any member of the organization.
- B. A vote on any proposed changes will be taken at the next regular or special meeting.
- C. The articles will be amended if 2/3rd of those eligible voting members present at any regular or special meeting affirm the change.

7.2 AMENDMENTS TO THE BY-LAWS

- A. Changes may be submitted by any member of the organization.
- B. A vote on any proposed changes will be taken at the next regular or special meeting.
- C. The articles will be amended if 2/3rd of those eligible voting members present at any regular or special meeting affirm the change.

ARTICLE VIII – DISSOLUTION

8.1 DISSOLUTION BY THE MEMBERSHIP

The eligible voting representatives of the organization may dissolve the organization at Any time by the written and signed consent of not less than two thirds (2/3) of the voting Representatives present or by proxy. The Executive Board shall ensure that all proper Documents are completed and filed wit the proper authorities including the Secretary of State.

8.2 ORGANIZATION ASSETS

The organization assets will be collected by the treasurer and disposed of in a legal manner as prescribed in the Articles of Incorporation and in accordance with the Internal Revenue Code and regulations thereunder.

ARTICLE IX – ORDER OF BUSINESS

9.1 REGULAR OR SPECIAL MEETINGS

The suggested Order of Business at Regular or Special Meetings will be as follows:

1. Roll call and sign in of attendees.
2. Introduction of guests
3. Minutes of the last meeting
4. Executive Board report
5. Report of the President
6. Report of the Secretary
7. Report of the Treasurer
8. Committee Reports
9. Election of officers (at official election meetings)
10. Regional mission and activity reports
11. Old Business
12. New Business
13. Discussions
14. Adjournment

9.2 EXECUTIVE BOARD MEETINGS

The suggested Order of Business at Executive Board Meetings will be as follows:

1. Minutes of the last meeting
2. Report of the Secretary
3. Report of the Treasurer
4. Committee or Special reports for consideration
5. Old business
6. New business
7. Discussions
8. Adjournment

9.3 PARLIAMENTARY PROCEDURES

All questions of order and procedure not provided for in the Articles of Incorporation or By-Laws may be determined by the provisions contained in Robert's Rules of Order.

ARTICLE X – LIABILITY AND INDEMNIFICATION

No Director or officer of the non-profit corporation will be personally liable for the payment the non-profit corporation's debts and liabilities except as any Director or officer may be liable by reason of his or her own conduct or acts. Relief from liability for the non-profit corporation's debts will not, however, apply in any instance where that relief is inconsistent with any provisions of the Internal Revenue Code applicable to organizations described in Section 501(c)(3).

Subject to the previous paragraph, the non-profit corporation shall indemnify every Director or officer, his or her heirs, executors and administrators, against expenses actually and reasonably incurred by him or her, as well as any amount paid upon judgment, in connection with any

action, suit or proceeding, civil or criminal, to which he or she may be made a party by reason of having been a Director or officer of the non-profit corporation.

This indemnification is being given since the Directors will be requested to act by the non-profit corporation for the non-profit corporation's benefit. This indemnification is exclusive of all other rights to which a Director may be entitled.