

NORTH CAROLINA EMERGENCY MANAGEMENT ASSOCIATION

CONSTITUTION and BY-LAWS

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ARTICLE I

NAME and TERRITORIAL LIMITS

Section 1 The name of this organization is the “North Carolina Emergency Management Association.

Section 2 The primary territorial limits of this Association shall be confined within the geographic boundaries of the State of North Carolina.

ARTICLE II

PURPOSE

Section 1 The purpose of this Association shall be:

- A. To coordinate the efforts of its members in a common front to protect the lives and property of all persons within its territorial limits. To coordinate and assist in the efforts of all member organizations throughout the State of North Carolina with emergency management responsibilities; including those for cities, towns and districts.

- B. To strive for the constant improvement of standards, practice and effectiveness of emergency management activities in the State of North Carolina. To collect and disseminate helpful information concerning matters related to emergency management. To coordinate communications between local, state and federal emergency management partners.

- C. To serve as a clearinghouse of experiences, ideas and suggestions. To promote successful courses of action among Association members and agencies, both private and governmental, in those matters pertinent to emergency management programs.

- D. To afford opportunities for members to keep abreast of new developments and approved principles relating to emergency management programs.
- E. To act in concert with, and in a professional advisory capacity to, other organizations (both private and governmental and primarily in the State of North Carolina) in those matters regarding emergency management.

ARTICLE III

MEMBERSHIP, FEES AND VOTING

Section 1 Membership:

A. Active Membership:

Active membership in this association shall be comprised of individuals from any county or tribal emergency management agency who has paid their annual dues to the North Carolina Emergency Management Association. During the membership year, membership may be transferred from one individual to another within the same organization holding a similar position. Active members shall have voting privileges equal to one vote per county or tribal jurisdiction.

B. Associate Membership:

Associate membership may include professional and technical persons in associated fields who have paid their annual dues in the North Carolina Emergency Management Association. Associate members may also include governmental (e.g. Federal, state and municipal), academic or volunteer agencies (or their employees), who are actively engaged in some phase of emergency management. During the membership year, membership may be transferred from one individual to another within the same organization holding a similar position. Associate members shall not have voting privileges; however, are extended all other privileges extended to Active Members.

C. Corporate Membership:

Corporate Membership in this association shall be comprised of any individual from any commercial or business entity having interest in Emergency Management activities who has paid their annual dues in the North Carolina Emergency Management Association. During the membership year, membership may be transferred from one individual to another within the same organization holding a similar position. Corporate Members shall not have voting privileges; however, they are extended all other privileges extended to Active Members.

D. Student:

Student Membership in this association shall be comprised of any individual enrolled in a Community College, College or University having interest or course of study in Emergency Management activities who has paid their annual dues in the North Carolina Emergency Management Association. Student Members shall not have voting privilege; however, they are extended all other privileges extended to Active Members.

E. Lifetime Membership:

The North Carolina Emergency Management Association, upon recommendation of the Executive Committee and by majority vote of the Active Members present at the annual meeting, may confer Lifetime Membership upon any person who has met the following requirements:

1. Nominee is past or current member in good standing.
2. Must be a retired or an active member who has been in good standing for at least 10 years.
3. Nominee should have contributed outstanding service to the North Carolina Emergency Management Association.
4. Nomination must come in writing from within the membership in the form of a letter addressed to the North Carolina Emergency Management Association Executive Committee stating the reasons the nominee should be considered for Lifetime Membership.

Lifetime membership has all the privileges of active membership with the exception of voting privileges. Dues are not required of lifetime members.

Section 2 Membership Fees.

- A. The Association Treasurer will annually solicit renewal of all current members. The Treasurer will invoice each member for dues at the beginning of the calendar year.
- B. Changes to the annual fee for each category of membership shall be established at the Association's Fall Meeting.

ARTICLE IV

OFFICERS

Section 1 The officers of the Association shall consist of a President, First Vice-President, Second Vice-President, Secretary and a Treasurer who shall be a member of a county or tribal emergency management agency.

- A. The President, First Vice-President and Second Vice-President shall serve successive one year terms.
- B. The following officers shall be elected at the Fall General Membership Meeting by a majority of the active members present; Second Vice-President, Secretary and Treasurer. (Except for the first year in which the President, First Vice-President and Second Vice-President shall be elected to serve successive one year terms.)

- Section 2 No person shall hold office in this Association unless qualified as an active member. (Dues paid)
- Section 3 The officers, elected at the general membership meeting held in conjunction with the Fall Conference, will assume their duties following the general membership meeting.
- Section 4 The President may appoint a Parliamentarian.
- Section 5 The President may appoint a Chaplain.
- Section 6 The Immediate Past President shall be a member of the Executive Committee.
- Section 7 Should a vacancy occur in the Executive Committee by death, resignation or any cause other than expiration of term of office, the vacancy shall be filled in the following manner:
- A. Should the vacancy be as to the incumbent President; then the First Vice-President and the Second Vice President will move up successively, and the Second Vice-President office shall remain vacant until the next general membership meeting.
 - B. Should the vacancy be as to the Secretary or Treasurer; the President shall appoint an active member to fill the vacancy.
 - C. Should the vacancy be as to the Immediate Past President; the President may appoint some other Past President to serve for the remainder of the time.
- Section 8 In case the President, First Vice-President and Second Vice-President are absent, or are unable to perform their duties, the remaining members of the Executive Committee, as the case may be, may appoint a President Pre-tempore.

ARTICLE V

DUTIES OF OFFICERS

Section 1 President:

The President shall promote the mission and objectives of the Association and act as a representative of the Association to other associations and/or government entities involved in emergency management programs and activities. The President shall convene meetings of the Executive Committee and serve as the Chair of the Executive Committee; but, shall not vote on any questions except to break a tie. The President shall appoint a replacement in the event of a vacancy of a member of the Executive Committee for the remaining term of that office, and make other appointments as necessary. The President shall appoint members of the Executive Committee to serve as liaisons/ex-officio members to the Standing Committees and special committees for the purpose of facilitating communication between each committee and the Executive Committee. The President shall authorize expenditures within the budget appropriations approved by the Executive Committee. The President shall be responsible for keeping the Association informed of the activities of the President's office, furnishing reports informing Association members of the activities of the President's office at each general membership meeting. The President shall insure Association general membership meetings are held at least twice per year, and convene "special meetings" as directed by the membership or

the Executive Committee. The President shall sign the Association's official records, enforce the provisions of this Constitution and By-Laws, and shall perform all the duties usually performed by presidents of like associations.

Section 2 First Vice-President:

The First Vice-President shall, in the absence of the President or in the event of the President's inability or refusal to act, perform the duties of the President. When so acting, the First Vice-President shall have all the powers of, and be subject to the restrictions upon, the President. The First Vice-President shall assist the President in conducting meetings and perform all other duties assigned to him by either the President or the Executive Committee.

Section 3 Second Vice-President:

The Second Vice-President shall perform the duties of the First Vice-President in the absence of the First Vice-President and perform such others duties as are designated by the President.

Section 4 Secretary:

The Secretary shall keep the minutes of the meetings of the general membership of the Association, and of the meetings of the Executive Committee. The Secretary shall be responsible for safeguarding the records of the Association, shall countersign all necessary papers and legal documents pertaining to this Association, and shall act as its historian. The Secretary shall perform such other duties as may be required by the Executive Committee.

Section 5 Treasurer:

The Treasurer shall receive and have in charge, all monies and securities belonging to the Association or collected in its name, and shall disburse or otherwise deal with the same as shall be ordered by the Executive Committee. A separate itemized statement shall be kept on the Association conferences, indicating all credits and debits that pertain to each conference. Thirty (30) days after each conference, an itemized audit will be presented to the President and the Executive Committee for their approval. This statement will be presented at the next conference to the full membership, and will be included in the financial statement. An inventory of all Association property will be conducted and presented with the financial statement at each conference. All checks will be signed by the Treasurer, with the concurrence of the President of the Association. The Treasurer shall invoice each member for dues at the beginning of each calendar year.

Section 6 Parliamentarian:

In accordance with the guidance provided in Robert's Rules of Order, the Parliamentarian shall advise the officers and members of all matters of procedure not specifically covered by the Constitution and By-Laws of this organization.

Section 7 Chaplain:

The Chaplain is appointed by the President to minister to the members of this Association and to perform non-denominational religious functions at meetings, conferences and public assemblies; as well as compiling a list of members and friends who have passed away during the year and presenting this list during general membership meetings.

ARTICLE VI

NOMINATION OF OFFICERS

- Section 1 At least thirty (30) days prior to each Fall Conference General Membership Meeting there shall be appointed by the President, a Nominating Committee consisting of seven (7) active members; two members each from the three NC/EM Branches, plus one member at large. The committee shall present a slate of nominees to the members at the Fall Conference. Further, the presiding officer shall call for nominations from the floor.
- Section 2 Nominees for an office shall have been an active member of the Association for a period of no less than three (3) years.
- Section 3 Elected officers shall be installed in the business session at the end of the Fall Conference General Membership meeting with a term of one year (the Secretary and Treasurer may be re-elected for as many terms as desired by the membership).
- Section 4 Should a vacancy occur mid-year in the line of succession for President or First Vice President or Second Vice President, the nomination for Second Vice President shall be made by the Nominating Committee at the next General Membership meeting. Installation shall occur during the business session at the end of that same General Membership meeting.

ARTICLE VII

EXECUTIVE COMMITTEE

- Section 1 The Executive Committee shall consist of the officers of the Association, the Immediate Past President, SERC representative and two (2) At-Large members each from the three NCEM Branches.
- Section 2 The Executive Committee shall meet at each conference of the Association and at such other times as may be called by the President. As soon as practical after the Fall Conference, the committee shall meet to formulate plans for the new year.
- Section 3 The Executive Committee shall be the governing body of the Association and shall have the authority to take appropriate measures required to accomplish the goals and objectives of the Association. The Executive Committee shall, by issuing rules, establish a formal procedure for the conduct of the affairs of the Association in accordance with the provisions of the Constitution and By-Laws. If, in the committee's opinion, a question must have the approval of the general membership, the Executive Committee may call a special meeting of the Association membership or allow for voting at any normally scheduled general membership meeting. The Executive Committee shall establish representatives and ad hoc committees on a case-by-case basis to further the purposes of the Association. The Executive Committee shall supervise the activities of the Executive Director.
- Section 4 The Executive Committee shall provide a nominee to the Governor for appointment to the NC State Emergency Response Commission (SERC) from the list of active members. Nominees will be provided as requested by the Governor and should be prepared to serve a minimum of two, two-year terms of active membership status.

Section 5 At-Large Committee members shall be elected by each branch and installed at the Fall Conference to serve one year terms. Each At-Large member of the Executive Committee shall serve no more than three consecutive years in the At-Large position. They will not be eligible again for an at-large position until one full year has passed.

ARTICLE VIII

COMMITTEES

Section 1 The President shall appoint the following standing committees: Awards, Constitution and By-Laws, Legislative, Membership, Nominating, Program, Site, Technology/Communications and Training. Unless otherwise stipulated in Article IX, the minimum number of members of each committee shall be seven (7), two (2) from each of the three (3) different branches and one (1) at large.

Section 2 Special committees may be appointed by the President, and they shall perform such duties as may be defined in their creation.

ARTICLE IX

DUTIES OF THE STANDING COMMITTEES

Section 1 The duties of the **Nominating Committee** shall be to select capable, qualified candidates for nomination as elected officers of the Association. The committee will solicit nominees from the membership, confirm interest and qualifications of all candidates, and compile a slate of contenders prior to the general membership meeting conducted in conjunction with the Fall Conference. During the Fall Conference general membership meeting; present candidate listing to the Association President, who will accept nominations from the floor, and conduct the elections in accordance with Robert's Rule of Order. Current elected officers of the Association are excluded from serving as members of the Nominating Committee. Additional guidance concerning the nominating process is described in Article VI.

Section 2 The duties of the **Awards Committee** shall be the development of award competition guidelines, membership notification soliciting award nominations, review of recommendation packages, selection of recipients, and presentation of awards at the Association's Fall Conference. The committee will determine the recipients of awards in accordance with standard selection criteria and guidelines approved by the Executive Committee and the general membership of the Association. If, in the opinion of the Awards Committee, an awards category receives no nomination which meets the established standard, the committee may decide that no award shall be presented for this category. Membership in the Awards Committee shall consist of 10 members total, three members elected from each branch (Central, East and West) and a Chairman which will be appointed at large by the President to facilitate the Committees duties and only vote in the case of a tie.

Section 3 The duties of the **Membership Committee** shall be to make recommendations concerning the development and maintenance of a strong, active membership and actively seek new members in all membership categories of the Association. Committee members will oversee Association marketing strategies in order to increase membership and will provide information to other

agencies, associations, businesses and individuals regarding the significant role the Association plays in furthering effective “emergency management” throughout our State.

- Section 4 The duties of the **Legislative Committee** shall be to develop, monitor and maintain the legislative priorities of the Association; coordinate legislative strategy sessions to help define the Association’s legislative agenda; and prepare and promote the Association’s legislative agenda. Remain aware of all proposed legislation at the federal, state and/or local level that may impact emergency management activities or the goals of the Association. Make recommendations to the Executive Committee, and/or the membership, regarding Association positions relative to legislative issues and request action by the members, as appropriate. Maintain liaison with state and federal legislators and appropriate associations, committees, and task forces in matters relating to emergency management. Provide education information to federal and state legislators pertaining to issues important to the emergency management program. Draft legislation and testify for or against legislation as appropriate and directed by the Association; informing the President prior to taking any direct action with the state legislature or Congress. This committee will also coordinate with emergency management organizations at the national level in support of the emergency preparedness program.
- Section 5 The duties of the **Constitution and By-Laws Committee** shall be to periodically review the governing rules of this Association; in order to ensure the document truly reflects the organization’s structure and activity. Monitor adherence to provisions of the constitution and by-laws and review administrative policies and procedures with the Executive Committee for consistency to the constitution and by-laws. Receive, review and evaluate proposed changes to the constitution and by-laws as either (1) submitted by the Association’s membership, (2) requested by the Executive Committee, (3) necessitated by outside influences, such as changes in laws or other instruments that supersede the organization’s authority or (4) determined by the committee to be in the best interests of the organization. Prepare and submit to members a consolidated listing of proposed changes to the constitution and by-laws at least ten days in advance of any general membership meeting. During general membership meetings, present all proposed changes to the constitution and by-laws to the Association for consideration and vote for adoption. Additional guidance concerning the amending process of the Constitution and By-Laws is described in Article XIII.
- Section 6 The duties of the **Site Committee** shall be to select a site for the Spring and Fall Conferences, in the best interest of the Association. On a year-to-year basis, consideration should be given to rotate conference placement among differing geographic sections of the State; in order to both afford a variety of locations for attendees and to preclude recurring lengthy travel for any particular membership group. The committee will also participate, as requested by the Executive Committee, in identifying locations and facilities for other Association sponsored events.
- Section 7 The duties of the **Training Committee** shall be to, in coordination with the North Carolina Training and Standards Advisory Board, develop and implement a statewide training and education program to enhance emergency management knowledge and professionalism throughout the State’s emergency response community. Provide information to Association membership on training opportunities and other subjects of interest related to training. Encourage the development of an instructor cadre within the membership to facilitate intergovernmental training and the utilization of shared resources. In conjunction with the North Carolina Training and Standards Advisory Board; promote the inclusion into the State’s annual training program those courses comprising the certification program curriculum.

Section 8 The duties of the **Program Committee** shall be to plan, coordinate and develop the agenda for all Association sponsored state-wide conferences. The committee will be responsible for all facets of the conference activities; including topics, schedule, speaker identification, support document design and the coordination of any training or seminars offered in conjunction with the conferences. The committee will also participate, as requested by the Executive Committee, in developing the program for all other Association sponsored events.

Section 9 The duties of the **Technology/Communications Committee** shall be to serve the Association leadership and membership as a focal point for technology/communications issues and information dissemination; utilizing both existing and emerging technology relative to the emergency management community. The committee will establish a network bringing together emergency management practitioners and allied professionals to enhance and improve the provision of emergency management services to their respective constituencies. The committee will manage and maintain the Association Website and Social Media accounts to ensure the information distributed is timely and useful for the benefit of the Association's membership. In conjunction with the Program Committee, develop and/or coordinate technology and subject matter updates and activities for inclusion in all conference programs. Provide reasonable technical assistance to members. Report on emerging technology relative to emergency management at the general membership meetings held in conjunction with Conferences. Develop and distribute relevant time sensitive emergency management news items directly to Association members, as appropriate.

ARTICLE X

CONFERENCES and MEETINGS

Section 1 The Association shall meet as follows, unless otherwise changed by the Executive Committee. The Fall Conference shall be held in one of the following months September, October or November. The Spring Conference shall be held during one of the following months; March, April or May. The date and place of the conferences will be determined by the Site Committee; with the approval of the Executive Committee. On a year-to-year basis, consideration should be given to rotate conference placement among differing geographic sections of the State; in order to both afford a variety of locations for attendees and to preclude recurring lengthy travel for any particular membership group.

Section 2 The membership shall be notified of all conferences sixty days prior to the conference date. Members present at any conference, or meeting of the Executive Committee, shall constitute a quorum.

ARTICLE XI

FISCAL YEAR

Section 1 The fiscal year of this organization shall be the Association fiscal year, which shall correspond to the calendar year, January 1 through December 31.

ARTICLE XII

PARLIAMENTARY AUTHORITY

Section 1 Robert's Rules of Order shall be the parliamentary authority for all matters of procedure not specifically covered by the Constitution and By-Laws of this organization.

ARTICLE XIII

AMENDMENTS

Section 1 The Constitution and By-Laws may be amended at all general membership meetings of this Association by a two-thirds (2/3) vote of the members in attendance. Notice must be provided at least ten (10) days in advance of said conference. Such notice shall contain a copy of the amendments. Proposed amendments must be submitted through the Constitution and By-Laws Committee, or the Executive Committee, at least sixty (60) days in advance of the said conference.

ARTICLE XIV

TRAVEL EXPENSES

Section 1 Travel expenses paid by the Association, with prior approval of the Executive Committee, shall be limited to expenses incurred by the President or representative on the membership. The expenses must be related to official business on which the President and/or membership representative are representing the Association.

ARTICLE XV

DISCLAIMER ENDORSEMENTS

Section 1 No individual member or group of members of this Association shall have the authority to endorse or recommend any product or service in the name of the Association.

ARTICLE XVI

REVOCAATION

Section 1 Upon the adoption of these By-Laws by the membership of the Association, all prior editions and revisions are hereby revoked.

ARTICLE XVII

VOTING

Section 1 Any active member may designate a person of his choice to cast a proxy vote on any matter of the Association. The active member shall notify the Association Secretary in writing twenty-

four hours in advance of the commencing of any general membership meeting of the Association.

ARTICLE XVIII

QUORUMS AT MEETINGS

Section 1 A majority of the eligible members present at any properly called meeting of the Association will constitute a quorum. A majority of the Executive Committee or Committees appointed by the President, present at any properly called meetings, will also constitute a quorum.

RECORD OF CHANGES:

Adopted	September 21, 1971
Amended	September 18, 1973
Amended	September 11, 1979
Amended	September 30, 1980
Amended	September 14, 1981
Amended	September 21, 1982
Amended	September 20, 1983
Amended	October 16, 1986
Amended	October 31, 1989
Amended	October 14, 1992
Amended	October 26, 1994
Amended	November 1, 1995
Amended	March 17, 1998
Amended	October 17, 2005
Amended	October 25, 2010
Amended	October 24, 2011
Amended	March 12, 2013
Amended	October 14, 2014
Amended	March 22, 2016
Amended	March 14, 2017

President

Date

1st Vice-President

Date

2nd Vice-President

Date

Secretary

Date

Treasurer

Date