



MICHIGAN EMERGENCY MANAGEMENT ASSOCIATION

BY-LAWS

“Progress through Unity”

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ARTICLE I ORGANIZATION, DISTRICTS AND PURPOSE

Section 1. Organization - shall be the Michigan Emergency Management Association, a non-profit organization.

Section 2. Districts - in these By-Laws shall be defined as the districts established by the Michigan State Police Emergency Management Districts.

Section 3. Purposes Board Objectives:

- a. To support and enhance emergency management in the State of Michigan by representing emergency management at the local, state and federal level;
- b. To promote emergency management program standards;
- c. To encourage sound legislation supporting mitigation, preparedness, response and recovery issues; and
- d. To develop unity among emergency management professionals.

Section 4. Purposes Specific:

Within these broad objectives, the Michigan Emergency Management Association has as its purposes:

- a. To maintain an effective and coordinated liaison between local emergency management programs and the State and Federal Governments.
- b. To assemble information from local emergency management programs concerning their common experience and, in order to improve the professional stature of all emergency management programs, to disseminate such information to the members and to the State and Federal Governments.

- c. To act as a representative to express legislative concerns of individuals and entities with emergency management responsibilities.
- d. To develop and build productive working relationships with industrial, commercial, and educational organizations and local emergency management programs.
- e. To provide educational opportunities for emergency management professionals.

ARTICLE II DUES

Section 1. The annual dues for Active Members of the Association shall be Thirty Dollars (\$30.00) in U.S. currency. The Annual Dues for Corporate Members shall be Three Hundred Dollars (\$300) in U.S. currency. Annual dues shall become payable January 1 of each year and shall be considered delinquent after March 1 of each year. Dues paid at the annual fall meeting shall be applied to the next membership year.

Section 2. Dues can be changed upon vote of the Board.

ARTICLE III MEETINGS

Section 1. All members are welcome to attend all meetings of the Board of Directors.

Section 2. All members, regardless of membership type, are encouraged to attend regularly scheduled board meetings, and special membership meetings as published in the newsletter.

Section 3. MEMA Monthly Board of Directors Meetings may now be conducted as a meeting in person, or by conference call or video conferencing. The type of meeting will be determined by the President or Officer conducting that meeting prior to the meeting.

ARTICLE IV MEMBERSHIP

Section 1. Active Membership:

Any person responsible for or assisting in, directing, planning, administrating or coordinating the activities of emergency preparedness for the federal, state, county, city, township, or village government in the State of Michigan or any other jurisdiction in the United States, or employee(s) of any firm, business, corporation or utility company with an interest in or responsibility for emergency preparedness shall be eligible for Active Membership.

The rights and duties of membership shall be exercised by an Active Member or only through a representative designated for this purpose by the active member, provided that the person designated as the representative of an Active Member shall be a planner, director, administrator coordinator or other official responsible for emergency preparedness within the Active Member's purview.

Section 2. Life Membership:

- a. All past presidents, after serving their term of office, shall by virtue of their accomplishments be accorded Life Membership in the Association.
- b. Life Membership in the Association shall be accorded to each Emergency Management Director/Coordinator/Administrator who has been continuously, for fifteen (15) years, and providing further that the

Director/Coordinator/Administrator is no longer associated with the political subdivision in that capacity or any other capacity which would make him/her eligible for Active Membership.

Section 3. Voting:

Active members and Life members shall be entitled to vote at regular and special membership meetings.

ARTICLE V COMMITTEES

The President, with the consent of the Board of Directors, shall establish such committees as deemed necessary to efficiently conduct the affairs of the Association. The President shall appoint the members of each committee so established. Each member appointed to a committee shall serve until replaced by the President.

The President, with the approval of the Board of Directors, may appoint members from business, industry, public and private sectors and various organizations and individuals who are not active members, interested in furthering emergency management, as ex-officio members of the Board of Directors and/or of any committees established by the President.

ARTICLE VI OFFICER TERMS OF OFFICE

Section 1. Terms of Office:

The terms of office for Officers of the Association and members of the Board of Directors shall be two (2) year terms. The split of Board positions will allow continuous continuity to the association. This will begin on January 1, 2009.

Odd Year of Elections	Even Year of Elections
President	First Vice-President
Second Vice President	Third Vice-President
Secretary	Treasurer
District Liaisons 1, 3, 5, 7	District Liaisons 2N, 2S, 6, 8
Legislative Liaison	

Section 2. Nominating Committee:

A Nominating Committee shall consist of a MEMA representative from each of the eight areas. The President, with the approval of the Board of Directors, will appoint one of the representatives as Chairman of the Nominating Committee.

The Nominating Committee will mail to each member, to the address on record with the Association's Treasurer, a nomination form not later than July 1st of each year soliciting nominations for each office for which an election will be held that year. The nomination form will be due back to the Nominating Committee not later than August 1st.

The Nominating Committee will then prepare numbered election ballots based on those nominations to be distributed to Active Members and Life Members prior to the Annual Meeting, and present those ballots to the President not less than twenty (20) days prior to the Annual Meeting. Active Members and Life Members will receive election ballots via mail not less than fifteen days prior to the annual meeting. Members receiving election ballots may then vote and drop their ballots in ballot boxes placed in (an) appropriate location(s) at the annual meeting or may mail their ballots to the Nomination Committee such that the ballot is received not less than five days prior to the annual meeting. The

Nominating Committee will then collect the ballots and tally the results of the election. The Association's Secretary and Treasurer will be present when the votes are counted to verify the results.

The President will then announce, prior to the end of the annual meeting, the results of the election, at which time those new Officers and District Liaisons will be duly sworn to their positions.

ARTICLE VII OFFICERS, THEIR ELECTION AND THEIR DUTIES

Section 1. Officers and their Election:

- a. Officers shall be elected from the active membership.
- b. The Officers of this Association shall be President, First Vice-President, Second Vice-President, Third Vice-President, Treasurer, Secretary, and Legislative Liaison.
- c. The Ex-Officio position will be a non-elected position as this position is designed to be the former President for the continuity of business for the Association and assisting the new President.
- d. Change in elections will take effect January 1st of each calendar year following the elections.

Section 2. Duties of the President:

The duties of the President shall be: To conduct the affairs of the Association; to preside at all Board of Directors and general membership meetings; and to perform such other duties as may be required in the Constitution or by the Board of Directors.

Section 3. Duties of the First Vice-President:

The First Vice-President shall perform the duties of the President in the absence of the President and perform such other duties as are designated by the President. Also be a member of the Strategic Planning Committee.

Section 4. Duties of the 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 other duties as are designated by the President. Also be a member of the Conference Planning Committee.

Section 5. Duties of the Third Vice-President:

The Third Vice-President shall perform the duties of the Second Vice-President in the absence of the Second Vice-President and perform such other duties as are designated by the President. Also be a member of the Training Committee.

Section 6. Duties of the Treasurer:

The duties of the Treasurer shall be to receive, collect, safely keep and disburse, under the direction of the Board of Directors, all funds of the Association and maintain record of receipts and disbursements as required. The Treasurer shall obtain and maintain a security bond, at the expense of the Association, in such amount as may be required by

the Board of Directors. The Treasurer shall maintain a current and accurate list of all Association memberships.

Section 7. A Deputy Treasurer shall be appointed by the President, and in the absence of the Treasurer, assume all duties of the Treasurer.

Section 8. Duties of the Secretary:

The duties of the Secretary shall be to keep the minutes of the meetings of the regular membership and of the Board of Directors; have care and custody of the books of record of the Association; countersign all necessary papers and legal documents pertaining to this Association; and perform such other duties as may be required by the Board of Directors. The Vice-Secretary, if appointed, shall assist the Secretary and perform other duties as assigned by the President.

Section 9. A Vice-Secretary may be appointed by the President, and in the absence of the Secretary, assume all duties of the Secretary.

Section 10. Duties of Legislative Liaison:

The duties of the Legislative Liaison shall be to gather information on proposed and/or existing legislation impacting emergency management. A legislative activities report shall be provided at each meeting of the Board of Directors.

Section 11. Duties of the Ex-Officio:

The duties of the Ex-Officio shall assist the President with his/her duties as this person was the last President. This position has been developed as a method of continuing with a continuity of business so that the changing of the Presidents position does not effect the Association. This person will be relieved of duty once a new President is elected/appointed, as then the former President will become the new Ex-Officio. This position will act with the full authority given by the President. This position will have voting rights.

ARTICLE VIII BOARD OF DIRECTORS

Section 1. There shall be a Board of Directors composed of the President, three Vice-Presidents, Treasurer, Secretary, Ex-Officio, Legislative Liaison, and a M.E.M.A. member (District Liaison) elected from each of the constituted emergency management areas of the state.

Section 2. Board of Directors Authority:

The Board of Directors shall be the governing body of the Association and shall have authority to take the appropriate measures required to accomplish the goals and objectives of the Association. The Board of Directors shall, by issuing rules, establish a formal procedure for the conduct of the affairs of the Association in accordance with the provisions of the By-Laws. Such rules shall include membership procedure, regulations governing the budgeting, receipt, custody, disbursement of, accounting of Association funds, order of business, conduct of the Annual Meeting, meetings of the Board of Directors, adoption, use of the official seal and insignia of the Association.

If, in the Board's opinion, a question must have the approval of the Active Members, the Board of Directors may call a special meeting of the Active Membership of the Association or allow voting at the annual meeting.

The Board of Directors shall appoint a Registered Agent, who need not be a member of the Association, whose principle duty will be to file the Association's annual corporate

report with the Department of Commerce of the State of Michigan. The appointment shall be for a minimum of five (5) years. In the event a vacancy occurs, it shall be filled by the Board of Directors within sixty (60) days after the vacancy occurs.

Section 3. Voting Privileges:

- a. Members of the Board of Directors may vote on all matters under consideration by the Board.
- b. Each Active Member and Life Member shall have the privilege of electing the Officers of this Association at the Annual Meeting, or any Special Meeting called by the Board of Directors for that purpose or any other purpose that the Board deems necessary.
- c. Voting Methods: Authorized voting methods shall be: Vote in person, Vote over open lined telephone/television (conference call or video conferencing), proxy vote to another board member, and/or a written vote.

Section 4. Quorum:

A simple majority of the seated members of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board of Directors. A majority shall be defined as one more than half of the currently filled Officer and District Liaison positions on the Board of Directors.

Section 5. Officers and District Liaisons are encouraged to attend all regularly scheduled Board meetings. District Liaisons are expected to appoint an alternate from the active membership to represent them in the event they cannot make a meeting.

Section 6 Communications:

- a. As we will be using our "Web-Site" more its contents must be monitored. The Board of Directions has authorized the President, Secretary and Treasurer to approve items to be placed on the MEMA Web-site. All items must have one of their approvals prior to being placed on the MEMA Web-site. Once approved by one of those three then they will forward the information to the either the Web-Master or the MEMA Liaison assigned to that Web-Master.
- b. For any reason a meeting must be cancelled the person to authorize the cancellation shall be the person conducting the meeting. If the "City Watch Notification System" needs to be used for notification to the committee or membership the only three persons authorized to activate the system will be the President, Secretary and the product host. These three people have the secured code to do so.

Section 7. Filling Vacancies:

In the event any Officer of the Association ceases to be an Active Member or otherwise is deemed unable or unavailable to perform the duties of his/her office, the Board of Directors shall declare that office vacant. If any vacancy occurs in the office of President, the First Vice-President, or Second Vice-President, that vacancy shall be filled by succession. When a vacancy occurs in the office of Third Vice-President, Treasurer,

District Liaison, or Legislative Liaison the President, with the approval of the Board of Directors, shall fill such vacancy by appointment from the eligible Active Membership of

the Association. Such appointments shall be effective only for the balance of the current term of office.

ARTICLE IX REIMBURSEMENTS

Officers and Directors shall serve without compensation, except for reimbursement of actual expenses with prior approval from the Board of Directors.

ARTICLE X RULES OF ORDER

Whenever any question comes before any meeting of the Association not specifically provided for by these By-Laws, or rules adopted by the Board of Directors, the presiding officers shall be governed in their decision by the rules laid down in the current edition of *Robert's Rules of Order*; as revised.

ARTICLE XI METHOD OF AMENDING BY-LAWS

By-Laws may be altered or amended by two-thirds vote of the eligible voting members present at any regular meeting or special meeting called for that purpose, provided that before a vote shall be taken on any amendment, such amendment shall be presented at a Board of Directors meeting prior to submission to the members.

ARTICLE XII REVISIONS

The By-Laws, as printed in this document, are similar in nature to the original Constitution and By-Laws of the Civil Defense Director's Association of Michigan, Inc., and dated September 22, 1961.

This document contains revisions of:

October 26, 1967
June 15, 1973
May 21, 1980
May 23, 1984
May 21, 1985
May 20, 1986
January 20, 1988
January 26, 1989
October 17, 1995
October 28, 1999
October 7, 2002
October 3, 2005
April 22, 2008

PRESIDENTS of the CIVIL DEFENSE DIRECTORS ASSOCIATION OF MICHIGAN (CDDAM) and the MICHIGAN EMERGENCY MANAGEMENT ASSOCIATION (MEMA)

<u>YEAR SERVED</u>	<u>PRESIDENT</u>	<u>AFFILIATION</u>
1960	Helen Luther	Genesee County & Flint
1961	Helen Luther	Genesee County & Flint
1962	Helen Luther	Genesee County & Flint
1963	Helen Luther	Genesee County & Flint
1964	John Flickema	Muskegon County
1965	Frank Ward	City of Battle Creek
1966	Robert Marshall	Chippewa County
1967	Robert Marshall	Chippewa County
1968	James Holcomb	City of Lansing
1969	James Holcomb	City of Lansing
1970	Paul Schaefer	City of Detroit
1971	Paul Schaefer	City of Detroit
1972	Charles Frost	Clinton County
1973	Walter Jones	Kalamazoo County
1974	Walter Jones	Kalamazoo County
1975	Marilyn Barclay	Genesee County
1976	Andrew Domson	Bay County
1977	Andrew Domson	Bay County
1978	Glen Timmer	Ottawa County
1979	Jack Bensley	Grand Traverse County
1979	Robert W. Cade	Ingham County
1979	Gerald Harderrg	City of Dearborn
1980	Nellis Riisberg	Mason County
1981	H.W. Thornton	Kent County
1982	Daniel Harsh	Washtenaw County
1983	Mike Gage	Huron County
1984	Daniel Harsh	Washtenaw County
1985	Richard Winsett	Livingston County
1986	Richard Winsett	Livingston County
1987	John P. Perry	Macomb County
1988	John H. West, Jr.	Genesee County
1989	Joe Corden	Grand Traverse County
1990	Norm Davis	MichCon, Wayne County
1991	Dallas Jenks	Osceola County
1992	Cowenda Garner	Genesee County
1993	Jeffrey Friedland	St. Clair County
1994	Jeffrey Friedland	St. Clair County
1995	Kathleen Simmons	C.C.E.
1996	J. Robert Johnson	City of Sterling Hts.
1997	J. Robert Johnson	City of Sterling Hts.
1998	Charles Seehase	Macomb County
1999	Steven Lehman	Clinton County
2000	Mitch Yudasz	Monroe County
2001	L. Charlene Reinsch	MSP-EMD 5th District
2002	L. Charlene Reinsch	MSP-EMD 5th District
2003	L. Charlene Reinsch	MSP-EMD 5th District
2004	Grace Ranger	Genesee County
2005	Sue Barthels	Kent County
2006	J. Robert Johnson	City of Sterling Hts.
2006	James VanBendegom	F. & V. Engineering, Kent County
2007	James VanBendegom	F. & V. Engineering, Kent County
2008	Paul R. Baker	Kalamazoo County