

IDAHO VOLUNTARY ORGANIZATIONS ACTIVE IN DISASTER

BYLAWS

Article I Name and Relationships

Section A Name

The name of this organization is the “Idaho Voluntary Organizations Active in Disaster”, Inc. (IDAVOAD).

Section B Relationships

IDAVOAD is a state counterpart of the National Voluntary Organizations Active in Disaster (National VOAD). IDAVOAD is not intended to be a competing agency but an umbrella organization of existing agencies. Each member and partner organization maintains its own identity and independence, yet collaborates and coordinates with other agencies to improve service and eliminate duplication.

Article II Purpose

The purpose of this organization shall be to bring together voluntary organizations active in disaster services to foster a more effective response to people affected by a disaster in the State of Idaho through: cooperation, coordination, communication, collaboration, education and training. IDAVOAD seeks to ensure the availability of needed services and to encourage uniform and impartial provisions of these services.

Article III Membership

Section A Membership Categories and Qualifications

1. Categories

- a. Members:** Non-profit, community-based, 501(c)(3), or faith-based organizations are eligible for voting membership.
- b. Partners:** Government agencies, educational institutions, foundations, businesses, and private corporations are eligible for non-voting membership.

2. Qualifications for Membership

- a. Members:** Organizations which are eligible for voting membership are statewide in scope and purpose, qualify under Internal Revenue Service Regulation 501(c)(3), utilize volunteers in providing their services, have a purpose in disaster preparedness, response, relief, recovery, and mitigation, and have a stated policy of commitment of resources to meet the needs of people affected by disaster without discrimination, can become voting members of the IDAVOAD. Organizations that have chapters, districts, conferences, etc. may sit at the table but will only have one vote.
- b. Partners:** Interested businesses, organizations, or governmental agencies may maintain a partnership without vote. Any number of representatives may attend regular and annual meetings.

Section B Conditions of Membership

To maintain membership, an organization must attend at least three meetings per calendar year, preferably in person, but if travel costs are prohibitive, participation via teleconference is acceptable. Membership will be contingent upon an organization being current with dues and membership application as established by IDAVOAD.

Section C Membership Application Procedures

Organizations seeking membership will complete an application provided to them by the Secretary. The applying organization will mail the application, with a check for dues (see Article IX, Section F and Article III, Section E), to PO Box 16761, Boise, ID 83715-6761.

Section D Termination of Membership

Any member may resign by giving written notice to the IDAVOAD Chair. Any member is subject to removal upon recommendation and majority vote of the membership.

Section E Regional/Local COADS (Community Organizations Active in Disaster)

Voluntary Organizations that are members of the National Voluntary Organizations Active in Disaster (NVOAD) in good standing will be granted membership to IDAVOAD after verification with NVOAD. Any sub-state COAD within the State of Idaho will be approved by IDAVOAD and function within the principles and bylaws of IDAVOAD and National

VOAD. Upon submission and approval of the membership application, the sub-state COAD will become a voting member of IDAVOAD.

Article IV Meetings

Section A Meeting Schedule

There will be a minimum of six regular business meetings of IDAVOAD per calendar year. The annual meeting will be incorporated into the IDAVOAD Conference. The Board of Directors may call additional meetings as necessary.

Section B Meeting Notices

Mailed or emailed notice of no less than two weeks in advance to all members shall constitute proper notice for the conduct of business at any regular or annual meeting. Meeting site and date may be decided as a final act of business at each current meeting or delegated by the decision of the Board of Directors if no consensus is reached.

Section C Conduct of Business

Roberts Rules of Order shall be considered the rules for the conduct of meetings. Decisions on any motions, properly seconded, at a meeting of IDAVOAD shall be by majority vote of the member organizations present and voting. Member organizations may email a vote if received four days prior to the meeting.

Section D Meeting Minutes

Minutes will be taken by the IDAVOAD Secretary or a member or partner designated by the Chair in the Secretary's absence. Said minutes shall be distributed by email or mail if email is unavailable, and approved at the next regular meeting. Members must make a request to the Secretary if they wish to receive a copy by mail.

Article V Voting and Quorum

Section A Voting Rights

Any number of representatives may attend regular and annual meetings, with voice, with the provision that each member organization will have only one vote. Partners do not have voting rights.

Section B Proxy Voting

Member organizations may email a vote if received four days prior to the meeting.

Section C Quorum for Meetings

A quorum shall be the member organizations present and voting.

Section D Voting for Passage of Motion

Decisions on any motions, properly seconded, at a meeting of IDAVOAD shall be by majority vote of the member organizations present and voting.

Section E Recording of Votes

The Chair shall direct the Secretary to record the votes.

Article VI Board of Directors

Section A Board Composition

The IDAVOAD Board of Directors shall consist of: Chair, Vice Chair, Secretary, Treasurer, and the State Voluntary Agency Liaison (VAL). Only members (not partners) on the Board of Directors may vote.

Section B Eligibility of Board Candidates

Members and Partners may be appointed to committees and hold office in those committees, including the Board of Directors. At no time will Partners hold more than one position on the Board of Directors; this excludes the State VAL who is not a member-elected position.

Section C Election of the Board

Board members will be elected by popular election of the IDAVOAD membership at large. Terms of office will be staggered and be for two years with a maximum of three consecutive terms. Elections will be held in September or October of each year. Terms of service will begin January 1 following the election. The Chair and Treasurer will be elected in even

numbered years; the Vice Chair and Secretary will be elected in odd numbered years. No compensation shall be paid to the Board of Directors for their services as such.

Section D Vacancies on the Board

Board vacancies will be filled by appointment of the Chair until a special election can be held. The Chair shall appoint a Nominating Committee at the next regularly scheduled meeting of the membership (see Article VIII, Section A). The membership shall receive at least two weeks' notice prior to a special election.

Section E Election of Officers

The officers of the IDAVOAD are the Board of Directors.

Section F Meetings of the Board of Directors

The Board of Directors will meet when called by the Chair as necessary to conduct business or by request of any two other members of the Board of Directors. Attendance at all IDAVOAD meetings is mandatory for the Board of Directors unless excused by the Chair or members of the Board of Directors. Members should weigh this requirement when deciding whether to serve on the Board of Directors.

Section G Powers and Responsibilities of the Board of Directors

1. Chair

The Chair shall be the principal executive officer of the IDAVOAD and shall supervise and control all of the business and affairs of the IDAVOAD. The Chair shall preside at all meetings of the Members and Board of Directors, unless unavailable. The Chair may sign any contract, or other instruments which the Members have authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by these bylaws to some other officer or agent of the IDAVOAD, or shall be required by law to be otherwise signed or executed. The Chair shall perform all duties incident to the office of the Chair. When requested, the Chair or their designee will act as liaison to the Idaho Emergency Operations Center.

2. Vice Chair

The Vice Chair shall preside at meetings in the absence of the Chair. The Vice Chair shall assume the position of Chair in the event that the Chair

fails to complete his/her term. The Vice Chair shall also perform such other duties as may be assigned by the Chair.

3. Secretary

The position of Secretary is responsible to keep the minutes of meetings. The Secretary shall see that all notices are duly given in accordance with the provisions of these bylaws or as otherwise required. The Secretary shall be the custodian of the IDAVOAD records. The Secretary shall perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned by the Chair.

4. Treasurer

The Treasurer shall have charge and custody of, and be responsible for, all funds and securities of the organization. The Treasurer shall receive and give receipts for moneys due and payable to the IDAVOAD from any source. The Treasurer shall deposit all such moneys in the name of the IDAVOAD in such banks, trust companies, or other depositories as shall be selected by the Board of Directors. The Treasurer shall provide copies of the Treasurer's report, to include monthly bank statements, to the Secretary. The Treasurer shall complete and submit the appropriate IRS Form 990 every year. The Treasurer shall perform all duties incident to the office of Treasurer and such other duties as from time to time may be assigned by the Chair.

Article VII Officers

The officers of the IDAVOAD are the Board of Directors.

Article VIII Committees and Subcommittees

Section A Committee Authorization

The Board of Directors and their responsibilities are authorized per Article VI, Section G.

Section B Standing Committees

1. Board of Directors

- a. The Board of Directors shall be: the Chair, Vice Chair, Secretary Treasurer, and the State Voluntary Agency Liaison (VAL). The VAL only serves as a technical advisor and is a non-voting, non-

office holder on the Board of Directors. As much as possible, membership will be representative of differing organizations. Local VOAD members are also encouraged to seek and participate as IDAVOAD Board Members. The members of the Board of Directors shall realize that their commitment is to the overall business practice and issues of concern for the totality of IDAVOAD.

- b. The Board of Directors will meet when called by the Chair as necessary to conduct business or by request of any two other members of the Board of Directors.
- c. The Board of Directors shall have the power to act for IDAVOAD between regular meetings within the adopted guidelines of the organization.
- d. Attendance at all IDAVOAD meetings is mandatory for the Board of Directors unless excused by the Board of Directors. Members should weigh this requirement when deciding whether to serve on the Board of Directors.

Section C Subcommittees, Ad-Hoc, Working Groups

1. Temporary and Standing Committees may be established to carry out specific charges such as providing guidance and planning, and preparing products as needed. The Committee Chair will be appointed by the Board of Directors. The Board of Directors shall provide the Committee Chair with the objectives of the committee. Committees shall be dissolved upon completion of their charge or the term of the appointment.
2. Committee Chairs are required to report on work progress and decisions, and to provide information to the Board of Directors, and at the discretion of the Chair, to the membership. The Chairs will report at the Executive meeting when warranted. Committee Chairs do not have a vote in the Executive Meeting.

Article IX Budget and Finance

Section A Fiscal Year

The Fiscal year is from January 1 to December 31 to coincide with the IRS reporting.

Section B Budget

The Board of Directors establishes the budget.

Section C Fiscal Agent

The Treasurer shall have charge and custody of, and be responsible for, all funds and securities of the organization. The Treasurer shall receive and give receipts for moneys due and payable to the IDAVOAD from any source. The Treasurer shall deposit all such moneys in the name of the IDAVOAD in such banks, trust companies, or other depositories as shall be selected by the Board of Directors. The Treasurer shall perform all duties incident to the office of Treasurer and such other duties as from time to time may be assigned by the Chair.

Section D Expenditures

1. Authorization

The Treasurer may only disburse funds when authorized by the Chair or Vice Chair.

2. Cash Donations Management

During non-disaster times, IDAVOAD is not a fund-raising or disbursing organization. Any funds collected may be used to meet the administrative expenses of the organization. During disaster response and recovery, if the State of Idaho receives donated funds, they will be returned to the donor with a recommendation that they donate to the IDAVOAD or other non-profit organizations. If the funds are subsequently donated to the IDAVOAD, the distribution of funds will be voted on by a majority of members at an IDAVOAD meeting or a Board of Directors meeting.

Section E Financial Statements and Accountability

The Treasurer shall provide copies of the Treasurer's report, to include monthly bank statements, to the Secretary.

Section F Dues

Dues will be set on an annual basis by the Board of Directors according to the needs of IDAVOAD. Dues will be billed in advance prior to the beginning of each new fiscal year (January 1).

Section G Dissolution

The IDAVOAD may be dissolved by two-thirds majority vote of its membership. All assets held by IDAVOAD will be reverted to the National VOAD.

Article X Function in a Disaster

The role of the IDAVOAD is to provide a coordinated, whole-community approach in responding to and recovering from disasters. IDAVOAD will use WebEOC to further situational awareness, and convene the membership via teleconference.

ARTICLE XI AMENDMENTS

Section A Proposed Changes

Proposed amendments shall be distributed by email no less than two weeks prior to a meeting at which the amendments will be considered for adoption. Members must make a request to the Secretary if they wish to receive a copy by mail.

Section B Bylaw Amendments

Amendments to these bylaws shall be made by a two-thirds majority vote of represented organizations at any regular meeting, telephone conference, or e-mail. Vote via email would be made by two-thirds majority vote of responding agencies within the specified time period. The vote will be recorded by the Secretary.

Section C Review

The IDAVOAD bylaws will be reviewed every two years or earlier if initiated by the Board of Directors.

Approved by the Membership this 16th day of November, 2017.