

# Teton County VOAD/ State of Wyoming

## Bylaws

**As of November 15, 2012**

Approved January 18, 2013

Amended on April 22, 2013

VOAD is the acronym for Voluntary Organizations Active in Disaster.

Wyoming VOAD operates under the auspices of American Red Cross National VOAD member. The Teton County VOAD group operates under the authority of the Bridger-Teton Branch

### **Article I. Purpose and Mission**

The purpose and objective of the Teton County VOAD shall be to foster more effective service to the people of Teton County affected by disaster through **communication, coordination, cooperation, and collaboration** with Teton County Emergency Operations Plan (EOP) directed by Teton County Emergency Management.

### **Article II. Membership**

**A. Voting Membership** – Teton County VOAD Voting Membership is open to all non-profit, community based 501(c)3 and 501(c)4, community based service clubs, or faith based organizations who want to find a way they can donate their time and expertise to demonstrate a commitment to support the Teton County VOAD Mission.

**The Chairperson of the Board will not vote, except to break a tie.**

**B. Non-Voting Membership** – Teton County VOAD Non-Voting Membership is open to Governmental and the Private Sector that brings resources to the VOAD movement and demonstrates a commitment to support the Teton County VOAD Mission.

**The Executive Director is a non-voting member.**

**C. Membership Application Procedures** – To be a member an entity must meet the membership requirements and get the approval of fifty-one percent (51%) of the Board of Directors plus the Teton County Emergency Management Coordinator and the Director of the American Red Cross Bridger-Teton Branch.

**D. Termination of Membership (voluntary and involuntary)** – Term of membership shall be perpetual, except if member voluntarily requests exclusion. An involuntary termination may take place upon a two-thirds vote

of the Directors either in person or by phone, e-mail, or written terminating the membership.

### **Article III. Meetings**

- A. Notice of Meeting** – Written, printed, or electronic notice stating the place, day, hour, and purpose of the meeting shall be sent not less than 10 days before the date of the meeting at the direction of the Chairperson and/or Executive Director.
  
- B. Agenda** – The agenda will be set by the Teton County Emergency Management Coordinator, American Red Cross Bridger-Teton Director, Chairperson, or Executive Director. Any member may request an addition to the agenda.
  
- C. General Membership Meeting Schedule** – Meetings may be called as necessary but not less than annually.
  
- D. Place of Meetings** – The Directors may designate any place within Teton County appropriate for a meeting that will accommodate the membership. Unless otherwise designated meetings will take place in the Executive Director’s place of business, First Western Trust.
  
- E. Action Without a Meeting** – Any action required or permitted to be taken by the members or Board of Directors at a meeting may be taken without a meeting if a quorum of members entitled to vote consent in writing or by electronic transmission to the adoption of a resolution authorizing the action.
  
- F. Emergency Situation** – In an emergency situation the Board of Directors may take action without a meeting but with the phone consent of all Directors and the agreement of the Teton County Emergency Management Coordinator and the American Red Cross Bridger-Teton Director.
  
- G. Documentation of Action Without a Meeting** – All resolutions and consents of actions without a meeting and in emergency situations shall be filed in written/electronic form by the Executive Director with the minutes of the proceedings of Teton County VOAD.
  
- H. Quorum at a General Meeting** – Fifty-one percent (51%) of the voting members will represent a quorum.
  
- I. Board of Directors Meetings** – The Board shall meet not less than quarterly and may do so by teleconference. Fifty-one percent (51%) attendance shall be a quorum.

## Article IV. Board of Directors

**A. General Powers** – The Board of Directors is responsible for the oversight and operations of the VOAD organization. The Board may adopt such rules and regulations for the conduct of their meetings and management of the organization they may deem proper and which are not inconsistent with the purpose and mission and does not interfere with Teton County Emergency Management and the American Red Cross.

**B. Number** – Each Board Member must represent a Voting Member Organization. The Board of Directors will consist of not more than 12 members plus the Executive Director from First Western Trust.

**C. Chairperson** – Election of the Chairperson will require approval of two-thirds of the Board plus the approval of Teton County Emergency Management Coordinator and the American Red Cross Bridger-Teton Director. All nominees shall be submitted in writing prior to the election date

Term limit will be set at a later date.

**D. Voting** – To pass an action fifty-one percent (51%) of the Board Members must approve the motion.

**E. Removal of a Director**– For good cause a Director may be removed by a two-thirds vote of the Board, which may be done in person or electronically.

**F. Vacancy on Board** – A vacancy on the Board of Directors may be filled by election and requires a fifty-one percent (51%) approval.

**G. Resignation** – A Board Member may resign at any time with written notice and will be effective upon receipt. Should extenuating circumstances exist the member may resign by calling the Chairperson.

**H. Compensation** – No compensation shall be paid to the Directors for their service, except that the Directors may receive reimbursement for VOAD expenses, if the Board so provides.

## Article V. Executive Director

**A. Designation** – The Executive Director will come from the non-voting member of First Western Trust.

**B. Responsibilities** – The Executive Director shall be responsible for conducting the day to day policies, functions, and administration of the Teton County VOAD as directed and authorized by the Board of Directors. They will insure the safekeeping of the minutes of all meetings and maintain a list

of addresses and contact information of each member. They are responsible for all notices.

**C. Termination (voluntary and involuntary)** – The position of Executive Director shall be perpetual, except if they voluntarily resign. They may be removed, for cause only, by the Teton County Emergency Management Coordinator and the American Red Cross Bridger-Teton Director.

**D. New Executive Director** – A new Executive Director will be elected by the Board of Directors with the approval of the Teton County Emergency Management Coordinator and the American Red Cross Bridger-Teton Director.

## **Article VI. Function in Disaster**

Teton County VOAD is not an emergency response agency. During a disaster our members should take care of themselves, their family, and their neighbors. They can report for their chosen volunteer job, if needed and circumstances permit.

## **Article VII. Amendments to Bylaws**

The Bylaws may be amended, restated, or repealed with a 30 day notice and two-thirds approval of voting members.