



***SOUTH DAKOTA
EMERGENCY
MANAGEMENT
ASSOCIATION***

***CONSTITUTION
AND
BYLAWS***

**REVISED
SEPTEMBER 2006**

SOUTH DAKOTA EMERGENCY MANAGEMENT ASSOCIATION CONSTITUTION AND BY-LAWS

ARTICLE I NAME

Section 1 Incorporation

The "South Dakota Emergency Management Association." Hereinafter referred to as the Association is a non-profit organization incorporated by and under the Laws of the State of South Dakota.

Section 2 Identity

The Association shall consist of:

- A. Representatives of Local and State Government within South Dakota.
- B. Individuals professionally engaged in Emergency Management and/or Emergency Management.

Section 3 Geographic Division

Within the territorial limits of the State of South Dakota, the Association shall be divided into four (4) geographic areas. These areas will be called regions.

- A. Region I: Aurora, Bon Homme, Brookings, Clay, Davison, Douglas, Hanson, Hutchinson, Lake, Lincoln, McCook, Miner, Minnehaha, Moody, Turner, Union, Yankton.
- B. Region II: Beadle, Brown, Clark, Codington, Day, Deuel, Edmunds, Faulk, Grant, Hamlin, Jerauld, Kingsbury, Marshall, McPherson, Roberts, Sanborn, Spink.
- C. Region III: Brule, Buffalo, Campbell, Charles Mix, Corson, Dewey, Hand, Hughes, Hyde, Jones, Lyman, Potter, Stanley, Sully, Walworth, Ziebach.
- D. Region IV: Bennett, Butte, Custer, Fall River, Gregory, Haakon, Harding, Jackson, Lawrence, Meade, Mellette, Pennington, Perkins, Shannon, Todd, Tripp.

ARTICLE II OBJECTIVES OF THE ASSOCIATION

Section 1 Objectives

The objectives of the Association are to assist local, State, and Federal Governments in:

- A. The establishment and maintenance of Emergency Management as an effective element of National Defense.
- B. The establishment of Emergency Management as an organizational structure by which Local Government can best prepare for, respond to, and recover from all major disasters.
- C. The fostering of information exchange and educational programs which will advance the professional standards of persons engaged in these activities.

Section 2 Purpose

Within the above defined objectives, the Association has as its purposes:

- A. To establish a coordinated emergency and resource information network between public and private agencies.
- B. To recommend effective training and education programs in order to increase the management and technical competence of individuals and professionals engaged in Emergency Management activities.
- C. To strengthen intergovernmental, interagency, and multi-disciplinary liaisons as they relate to Integrated Emergency Management.

ARTICLE III MEMBERSHIP

Section 1 Classification of Membership

A. Active Membership

Active membership in the Association shall only be extended to representatives of State and Local Governments who serve as a paid employee or volunteer of an Emergency Management Program and other individuals professionally engaged in emergency management activities within the territorial limits of South Dakota with full rights to vote and hold office.

B. Corporate Sponsors

Corporate sponsorship may be accepted from any industrial, commercial, educational association, or government organization have an active interest in promoting and participating in Emergency Management and it's functions. May not hold office or vote.

C. Honorary Membership

Honorary membership may be awarded annually to any South Dakota citizen for outstanding contributions toward the advancement of Emergency Management Programs within South Dakota. May not hold office or vote.

D. Life Member

Life membership may be accorded any active member who has at least five (5) years membership in the Association and is no longer associated with a State or Local Organization in the capacity that would make them eligible for active membership. Requests for life membership must be submitted in writing and voted upon by the membership and approved by two-thirds (2/3) of members present at the annual meeting. Once granted, the life member shall have the full rights of an active member.

Section 2 Dues and Fees

- A. The annual term of Association membership shall be January 1st through December 31st
- B. Dues shall be established by a vote of the membership only when convened in their regular annual meeting.
- C. Dues may be changed by resolution and voted on by the membership during their regular annual meeting.
- D. Active and industrial memberships will be required to pay annual dues as set by the membership.
- E. Honorary and life memberships will not be required to pay dues.
- F. Membership fees will be due and payable on January 1st of each year. Unpaid membership as of April 15 will be considered delinquent. Any member that is considered delinquent will be dropped from the roles of the association and will lose all rights of membership. Upon payment of delinquent dues members will have all rights of membership restored. Upon payment of delinquent dues a new membership start date will be established and delinquent members will forfeit previous service dates pertaining to longevity. Any member who does not pay dues during a calendar year automatically forfeits their current Years of Service (YOS) and upon reentry into the Association, will begin at year 1.

Section 3 Fiscal Year

The fiscal year of the Association shall be from January 1st through December 31st.

ARTICLE IV OFFICERS

Section 1 Officers

The officers of the Association shall be President, President-Elect, Secretary, Treasurer, immediate Past President, and four (4) Region Vice Presidents.

Section 2 Qualifications

- A. No person may be elected or appointed to office or continue to hold office unless eligible and designated as an active member with dues paid in full for that fiscal/membership year.
- B. Officers shall be nominated and elected by the Active and Life membership in attendance at each annual meeting of the Association; except for the offices of Region Vice Presidents.
- C. The Region Vice Presidents shall be elected by a vote of members of their own Region. Election shall be determined by a majority of all votes cast. The Regional Vice Presidents normal term of office shall be for two (2) years, electing one (1) from each Region.
- D. All officers, except President, shall be elected at the annual conference and shall take office during the last business session of the annual meeting of the year for which elected. The term of office for President and President-Elect shall be for one (1) year. The President shall not succeed him/herself.
- E. The term of office for Secretary and Treasurer shall be for two (2) years, unless determined by the membership at the time of annual election, that the term of office shall be one (1) year.
- F. In the event of three or more candidates for an office, none receiving a majority of all votes cast, the candidate receiving the fewest number of votes shall be dropped, and a new vote taken.

- G. Vacancies in Association officers or on the Board of Directors shall be filled by the Board of Directors except that a vacancy in the office of President shall be filled by the President-Elect not jeopardizing his/her normal term as President.
- H. All elected officers are subject to impeachment for conviction of a felony while in office, negligence, and/or misuse of the office.
- I. Impeachment proceedings involving any elected officer must be presented in writing to the Board of Directors thirty (30) days prior to an annual or special meeting and shall state the reason(s) for impeachment of said officer.
- J. Impeachment of an elected officer requires a two-thirds vote of the regular membership present at the special or annual meeting.

Section 3 Duties of Officers

- A. The President shall preside at all meetings of the Association and serve as Chair of the Executive Committee and Board of Directors. He/she shall not vote on any question except to break a tie. He/she shall appoint a Parliamentarian, Sergeant-At-Arms, all committees not otherwise provided for and shall perform all other duties assigned to him/her by the Executive Committee, Board of Directors, or the membership of the Association.
- B. The President-Elect shall assist the President in conducting meetings and shall assume the duties and powers of the President during his/her absence. He/she shall preside at all meetings of the Association and Executive Committee in the absence of the President and perform all other duties assigned to him or her by the President, Board of Directors, or the Executive Committee.
- C. The Secretary shall have custody of and be responsible for all records of the Association; shall give notices for and keep accurate minutes of all Association, Board of Directors, and Executive Committee meetings; shall mail minutes of the annual meeting to all members within 30 days of the annual meeting; shall attest all necessary instruments and forward all data as directed and provide information to the members; and perform such other duties as the President, Board of Directors, or the Executive Committee may direct.
- D. The Treasurer shall be the custodian of all Association funds, keep an accurate record of all deposits and withdrawals from the Association account, collect all annual dues and have an accurate record of all members in good standing at all meetings; submit a report of all members in good standing to the Board of Directors or

Executive Committee prior to the annual election of officers, give a financial report at all meetings when called upon to do so, prepare a financial report to be attached to the minutes of all meetings for mail-out, and assist the Secretary as required and directed by the President, Board of Directors, or the Executive Committee.

- E. The Region Vice Presidents shall be members of the Board of Directors and act as liaison officer between the individuals in their jurisdiction and the Executive Committee and/or the Association membership. They shall conduct at least one meeting each year, of the members in their Region and prior to the convening of the annual conference. The Region Vice Presidents shall keep accurate minutes of all Region meetings and these minutes shall become part of the records of the Association. These minutes shall be made available for each regular member of the Association by the Region Vice Presidents. Region Vice Presidents shall bring to the attention of the Executive Committee any problems or suggestions their individuals may have pertaining to the good of the Association and its members.

ARTICLE V BOARD OF DIRECTORS

Section 1 Membership

The Board of Directors shall consist of the President, President-Elect, Secretary, Treasurer, Region Vice Presidents, immediate Past President, and the SD OEM Director.

Section 2 Board of Directors Meetings

- A. Immediately following the annual meeting, the Board of Directors shall meet to determine Association policy for the ensuing year. The Board of Directors shall meet at least twice each year to conduct business of the Association or at such other times as the President may direct, provided that the members of the Board shall be notified at least ten (10) days in advance of such meetings.
- B. Upon the written request of the majority of the Board of Directors, the President shall call a special board meeting. At such a special board meeting, only the business necessitating the meeting shall be acted upon.
- C. When it is necessary to conduct a meeting of the Board via the electronic media, procedures for conducting such a meeting shall be the same as for a regular meeting. Board members shall be notified at least 24 hours in advance of the meeting.
- D. Voting by proxy is not permitted.

Section 3 Quorum

A majority of Board members must be present at a Board of Directors meeting to constitute a quorum.

Section 4 Executive Committee

- A. The executive committee of the Board of Directors shall consist of the following officers: President, President-Elect, Secretary, Treasurer, Past President, and SD OEM Director.
- B. The executive committee shall meet on the call of the President.
- C. A majority of the executive committee shall constitute a quorum.
- D. Voting by proxy is not permitted.

ARTICLE VI COMMITTEES

Section 1 Standing Committees

A. Within thirty (30) days after taking office, the President shall appoint and give a mandate to the following Standing Committees:

- 1. Legislative
- 2. Awards
- 3. By-Laws and Resolutions
- 4. Auditing
- 5. Training and Education
- 6. Conference Site
- 7. Nominations and Credentials
- 8. Public Information
- 9. Certified Emergency Manager

B. The duties of the Standing Committees shall be delineated in the Association's Administrative Policies and Procedures and shall be reviewed and ratified as required to assure current and accurate responsibilities.

Section 2 Ad Hoc Committees (Special Committees)

The President may appoint Ad Hoc (Special) Committees as deemed essential to the business and well-being of the Association. Such committees shall cease to function when their specific task has been completed.

ARTICLE VII RIGHTS OF MEMBERSHIP

Section 1 An active or life member in good standing may:

A. Hold office.

B. Vote on the following:

1. Amendments to By-Laws.

2. Election of Officers.

3. Change in dues.

4. All matters of business arising at the annual or special meetings.

C. Members may not vote by proxy.

Section 2 All actions passed by majority vote at the Annual Conference shall be final and not subject to change by the Board of Directors or Executive Committee, except the date of the annual meeting which is subject to change, should conditions dictate.

ARTICLE VIII EACH REGION SHALL COMPLY WITH THE BY-LAWS OF THE ASSOCIATION

ARTICLE IX AMENDMENTS OF BY-LAWS

These By-Laws may be amended by two-thirds (2/3) vote of those present at the annual business meeting of the Association. All proposed amendments to these By-Laws must be received by the membership thirty (30) days prior to the annual business meeting.

ARTICLE X MEETINGS

Section 1 Annual Meeting

There shall be one annual meeting of the Association each year, the date of which shall be set by a majority vote of the membership at the annual conference which may be subject to change by the Board of Directors should conditions dictate such a change.

Section 2 Special Meetings

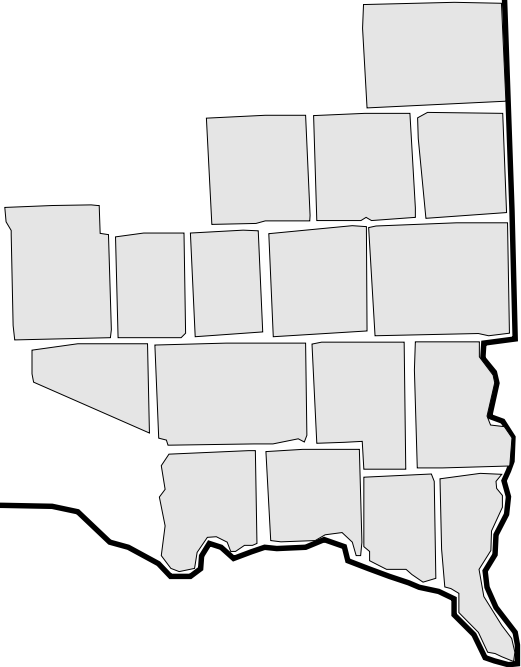
Special meetings of the Association may be called by order of the President when deemed advisable or on call in writing by the Board of Directors. Only the business that necessitated the meeting shall be acted upon.

ARTICLE XI PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order shall govern the proceedings of the Association in all cases not provided for in these By-Laws.

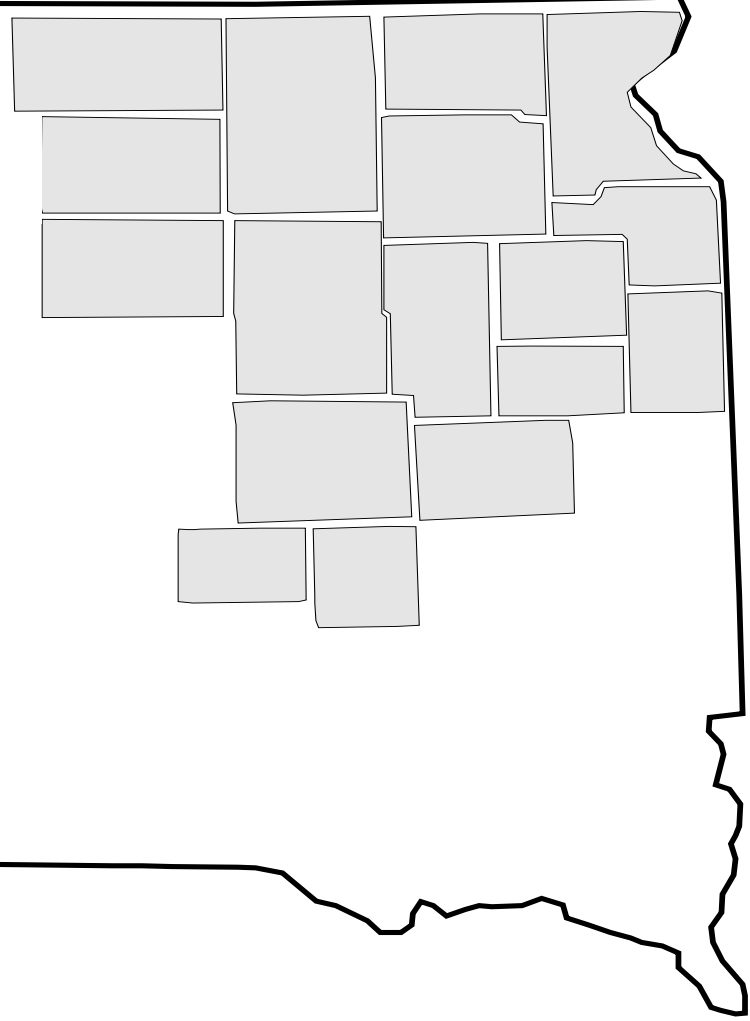
SDEMA REGION I

- | | | |
|-----------|------------|-----------|
| Aurora | Bon Homme | Brookings |
| Clay | Davison | Douglas |
| Hanson | Hutchinson | Lake |
| Lincoln | McCook | Miner |
| Minnehaha | Moody | Turner |
| Union | Yankton | |



SDEMA REGION II

Beadle	Brown	Clark
Codington	Day	Deuel
Edmunds	Faulk	Grant
Hamlin	Jerauld	Kingsbury
Marshall	McPherson	Roberts
Sanborn	Spink	



SDEMA REGION III

Brule	Buffalo
Campbell	Charles Mix
Corson	Dewey
Hand	Hughes
Hyde	Jones
Lyman	Potter
Stanley	Sully
Walworth	Ziebach

