

KEMA Bylaws

Article I – Name and Organization

Section 1. The official name of the Association shall be the Kansas Emergency Management Association, Incorporated.

Section 2. Territorial Limits: The territorial limits of the Association shall be confined to the State of Kansas, and divided into seven (7) Homeland Security Regional areas as follows:

- KC Metro Region: The Counties of Leavenworth, Wyandotte and Johnson*.
- Northeast Region: The Counties of Washington, Marshall, Nemaha, Brown, Doniphan, Riley, Pottawatomie, Jackson, Atchison, Jefferson, Geary, Wabaunsee, Shawnee, Douglas, Morris, Chase, Lyon, Osage, Franklin, Miami, Coffey, Anderson, and Linn.
- North Central Region: The Counties of Smith, Jewell, Republic, Osborne, Mitchell, Cloud, Clay, Lincoln, Ottawa, Ellsworth, Saline and Dickinson.
- Northwest Region: The Counties of Cheyenne, Rawlins, Decatur, Norton, Phillips, Sherman, Thomas, Sheridan, Graham, Rooks, Wallace, Logan, Gove, Trego, Ellis, Russell, Ness, and Rush.
- Southeast Region: The Counties of Greenwood, Woodson, Allen, Bourbon, Elk, Wilson, Neosho, Crawford, Chautauqua, Montgomery, Labette, and Cherokee.
- South Central Region: The Counties of Barton, Rice, McPherson, Marion, Pawnee, Stafford, Reno, Harvey, Edwards, Kiowa, Pratt, Kingman, Sedgwick, Butler, Comanche, Barber, Harper, Sumner and Cowley.
- Southwest Region: The Counties of Greeley, Wichita, Scott, Lane, Hamilton, Kearny, Finney, Hodgeman, Stanton, Grant, Haskell, Gray, Ford, Morton, Stevens, Seward, Meade, and Clark.

Note: For the purposes of clarification and conformity of purpose, the KC Metro Region will be represented by the Vice President of the Northeast Region at their request.

Article II – Purpose

Section 1. Mission Goals and Values

- a. Mission: Kansas Emergency Management Association is a network of leaders dedicated to providing excellence in emergency management for Kansas.

- a. Goals: To fulfill its mission, the Kansas Emergency Management Association will strive:
 - To promote the profession of emergency management and a culture of preparedness.
 - To advance the professional growth of members through the development, provision and promotion of training and professional standards.
 - To provide recognition for excellence in emergency management.
 - To provide opportunities for exchanging ideas and sharing lessons learned from emergency management activities.
 - To address planning and procedural issues critical to all levels of emergency management.
 - To serve as a partner to the Kansas Division of Emergency Management and other State agencies to improve the overall preparedness for all levels of government.
 - To advise and advocate for local emergency management issues.
 - To influence public policy on emergency management through the legislative process at the federal, state, and local levels.
 - To coordinate the efforts and plan of this association with other organizations having common interests.
 - To promote the Principles of Emergency Management (POEM) as the bench mark of emergency management practices.

- b. Values: Among the membership and within the emergency management community in Kansas, KEMA is committed to:
 - Professionalism: KEMA promotes excellence.
 - Teamwork: KEMA fosters communication and cooperation.
 - Responsiveness: KEMA solicits input and active participation.
 - Leadership: KEMA advocates for progressive growth.

Section 2. Prohibited Use: This Association is established as non-commercial, non-profit and non-partisan. Use of the Association, its name, or its influence for the purpose of any commercial, profit or partisan political activity is strictly prohibited.

Article III – Incorporation

Section 1. Registered Office and Agent: The registered office and agent shall be appointed by the Board of Directors.

Section 2. Incorporators: The incorporators of the Kansas Emergency Management Association, Incorporated are:

1. Donald Rectenwald, P.O. Box 329, Salina, KS 67401
2. Eugene R. Beaver, Jr., 1850 N. St. Paul, Wichita, KS 67203
3. Donald E. Millsap, 701 N. 7th St., Room B-20, Kansas City, KS 66601

Section 3. Articles of Incorporation: The Articles of Incorporation were filed in the office of the Secretary of the State of Kansas, July 7, 1977. The term for which the Corporation is to exist is 99 years from the date of Incorporation.

Section 4. Directors: The Directors of the Corporation shall be the current members of the Association Board of Directors.

Section 5. Private/Non-Profit Status: The Kansas Emergency Management Association, Incorporated applied for and was granted federal income tax exemption as a 501(c)(3), Section 509(a) (2) organization with the Internal Revenue Service on November 6, 2003.

Section 6. Policy: All policies and procedures of the Association not established by these by-laws shall be established by a majority vote of the Board of Directors.

Article IV – Membership

Section 1. Eligibility: Membership in KEMA is open to any person involved or interested in emergency management, emergency response or related fields. Membership in the Association shall be established by submission of proper application and payment of annual dues, as set forth in the policies and procedures of the Association.

Section 2. Classes of Membership: There shall be three (3) classes of membership in the Association – Regular, Life, and Honorary. Requirements for each are set forth in the policies and procedures of the Association.

Section 3. Termination of Membership: Membership in the Association shall be terminated as prescribed by the policies and procedures of the Association.

Article V – Meetings

Section 1. Regular Meetings: There shall be regular scheduled meetings of the Association. The time and method of notification shall be as set forth in the policies and procedures of the Association.

Section 2. Special Meetings: Special meetings of the Association may be called by a majority vote of the Board of Directors for any specific purpose, or by the President.

Section 3. Rules of Order: All meetings of the Association shall be conducted in accordance with the latest edition of Roberts Rules of Parliamentary Procedure.

Section 4. Quorum: Those regular and life members of the Association in good standing, voting at any regular or special meeting, shall constitute a quorum.

Article VI – Officers

Section 1. Board of Directors: The Board of Directors shall consist of the President, President-Elect, Secretary, Treasurer, Area Vice-Presidents, and the Immediate Past President, all of whom shall be current members in good standing of the Association.

Section 2. Method/Term/Duties: The method of election, term of office, and duties of officers shall be prescribed in the policies and procedures of the Association.

Article VII – Board of Directors

Section 1. Authority: The Board of Directors of the Association shall be the governing body of the Association.

Section 2. Meetings: The Board of Directors shall meet as necessary, but at least quarterly, with one of the meetings being held in conjunction with the Annual Conference, and at other times and places as may be called by the President. All meetings of the Board shall be open to all members of the Association, but only those elected members of the Board shall have a vote.

Section 3. Quorum: A simple majority of the voting members of the Board of Directors of the Association will constitute a quorum and shall be required to conduct any Board business. All Board members shall be notified at least fifteen (15) days in advance of meetings; each member shall have one vote.

Section 4. Records: The minutes of the Board of Directors meetings will be recorded by the Secretary and be maintained in official files of the Association, along with such documents, correspondence, and materials as the Board may deem necessary.

Section 5. Association Positions: The Board of Directors shall be responsible for establishing positions, primarily on legislative/governmental issues. Information from the general membership, through their respective Area Vice President or Standing Committee Chairs, will be used in the formulation of such positions. When necessary, the Board, or their representatives, may be required to state the Association positions in support or opposition to regulations, legislation or other issues which may affect Emergency Management.

Section 6. Qualifications of Officers and Regional Vice Presidents: To be elected or appointed to a position to serve on the Board of Directors, a member shall meet the following requirements.

- Have been an individual KEMA member for a minimum of two consecutive years prior to seeking office, and in good standing with KEMA.
- President-Elect must have served as a Area Vice President of KEMA and hold a KCEM.
- In order to be placed on the ballot for election to office, the person must meet the qualifications as established in the Administrative Policies and Procedures.

Article VIII – Committees

Section 1. Standing Committees: Standing committees shall include the following:

- Audit Committee
- Nominating Committee
- Standards & Practices Committee
- Bylaws, Policies and Procedures Committee
- Government Affairs Committee
- Conference Committee

Section 2. Other Committees: The Board of Directors, by a majority vote, may establish such other committees/special offices as may be appropriate.

Section 3. Committee Actions: The Board of Directors must approve any activities or actions of a standing committee.

Article IX – Elections

Section 1. Annual Elections: An election of officers shall be held in a manner prescribed by the Association's Policies and Procedures.

Section 2. Manner of Election: The President declares the Association open for election of those Officers to be elected before the annual meeting via electronic voting. Each

officer shall be elected by separate vote and monitored by the Nomination Committee. No provisions are made in these By-Laws for proxy votes.

Section 3. Voting Procedure: Only Regular or Life Members shall have a vote on motions to elect. A plurality vote shall constitute election to an office.

Section 4. Special Elections: At any meeting of the Association when a special election is in order, the manner of election and voting shall be as prescribed in Section 2, except there will be no report from the Nominating Committee.

Article X – Voting Rights

Section 1. Number of Votes: Each Regular and Life Member shall have one vote on any Association business requiring a vote.

Article XI – Amendments

Section 1. Any amendment to these By-laws may be adopted by a two-thirds (2/3) majority of the members voting via the electronic voting process. These changes will be provided to the membership 30 days prior to the annual meeting with an explanation of the by-law change. At the annual meeting the change to the bylaws shall be provided to each member of the Association. The provisions of such change shall take effect immediately following the vote.

Section 2. The Secretary shall distribute amendments to the By-laws to the general membership of the Association as soon as possible via link to the Association's website or hard copy via mail for members without internet access.