

**Alabama Association  
Of  
Emergency Managers**

**Constitution and Bylaws**

**Adopted: February 5, 2003**

**Amended: February 5, 2003**

**ALABAMA ASSOCIATION of EMERGENCY MANAGERS  
CONSTITUTION AND BYLAWS**

**ARTICLE I – NAME**

**Section 1. Name**

The name of the organization shall be Alabama Association of Emergency Managers, hereinafter referred to as the Association.

**Section 2. Incorporation**

The Alabama Association of Emergency Managers (AAEM) is a non-profit organization incorporated by and under the laws of the state of Alabama.

**Section 3. Members**

The Association shall consist of individuals professionally engaged or interested in the promotion of emergency management and allied fields.

**Section 4. Geographical Division**

The Association shall be divided into geographic areas as determined by the majority rule of the membership and shall be identified in the Administrative Policies and Procedures.

**ARTICLE II - VISION AND MISSION**

**Section 1. Vision**

AAEM shall be known as a premier organization for excellence in emergency management.

**Section 2. Mission**

To serve the emergency management community by:

- A. Encouraging the development of disaster resistant communities to reduce the effect of disasters on life and property.
- B. Advocating an emergency preparedness program strong enough to adequately respond to any type of disaster whether it is man made or natural.

- C. Acting as a clearinghouse for information on comprehensive emergency management issues.
- D. Providing a forum for creative and innovative problem solving on emergency management issues.
- E. Maintaining and expanding standards for emergency management programs and professionals.
- F. Fostering informed decision-making on public policy in the emergency management arena.
- G. Establishing an alliance between local Emergency Management offices and other agencies of state and local government who have emergency preparedness responsibilities for the exchange of ideas of mutual interest and concern.
- H. Establishing an effective liaison with businesses, industries and educational institutions.
- I. Promoting necessary legislation to enhance Emergency Management programs at both the state and national levels.

### **ARTICLE III – MEMBERSHIP**

#### **Section 1. Eligibility**

Any person supportive of the Association mission is eligible for membership.

#### **Section 2. Classification of Membership**

##### **A. Individual Member**

Any person responsible for directing, planning, administering or coordinating the activities of Emergency Management for the Federal, State, County, City, or Township Government in the State of Alabama shall be eligible for active Membership upon payment of their dues.

The rights and duties of membership shall be exercised by an Active Member only through a representative designated for this purpose by the jurisdiction holding the membership; provided that the person designated as the representative of an Active Member shall be a planner, director, administrator or coordinator or other official charged with the responsibility for carrying on the

emergency management program within the Active Member's purview.

B. Associate Member

Associate membership is defined as any elected officials, emergency service and support personnel at both the local and state levels and any other person who believes and supports the Association's mission and who is not eligible for membership in any other classification. Associate members shall not be entitled to vote or to hold office but may serve on special committees.

C. Corporate Member

Corporate membership is defined as any businesses and industries, political entities and to other groups and organizations that are interested in furthering the Emergency Management program and the purpose of the Association. The individual designated as the corporate representative shall not be entitled to vote or to hold office in the Association but may serve on special committees.

D. Honorary Member

Honorary membership may be awarded annually by a majority vote of the Board of Directors to two persons for outstanding contributions towards the advancement of Emergency Management.

E. Life Member

Life membership shall be accorded each Individual member who has been a member in good standing as defined in the Administrative Policies and Procedures for 15 years;

1. Providing that the Individual Member is no longer associated with an emergency management function in a capacity which would make them eligible for Individual membership; or
2. Those who are past presidents, having served their term of office, shall by virtue of their accomplishments be known as Past President - Life Members.

F. Student Member

Student membership shall be accorded to any individual attending school full- time in an emergency management program.

### **Section 3. Dues and Fees**

- A. The term of membership for which dues are paid is October 1 through September 30.
- B. Dues shall be established in a manner as identified in the Administrative Policies and Procedures and at a level sufficient to cover the Association's administrative costs.
- C. Dues and fees shall be payable October 1 and thereafter will be considered delinquent after sixty-days (60). Members whose dues are delinquent for a period of 30 days, who have not made arrangements to extend the payment deadline, shall forfeit membership.
- D. Past Presidents must pay their dues while still employed in emergency management. Thereafter, Past Presidents are accorded Life Membership.

### **Section 4. Fiscal Year**

The Fiscal Year is October 1 to September 30.

## **ARTICLE IV – OFFICERS**

### **Section 1. Officers**

The officers of the Association shall be President, President-Elect, Secretary, Treasurer, Area Directors, and Immediate Past President. Section 2. Duties of Officers

- A. The President shall preside at meetings of the Association and the Board of Directors; authorize expenditures within budget appropriations approved by the Board of Directors; and perform such other duties as required and provided for in the Administrative Policies and Procedures.
- B. The President-Elect shall perform the duties of the President in the absence or disability of that officer and performing such other duties as required by the Administrative Policies and Procedures.
- C. The Secretary shall maintain accurate records of the proceedings of all meetings of the membership, the Board of Directors, and perform such other duties as required by the Administrative Policies and Procedures.
- D. The Treasurer shall maintain accurate up-to-date records of all monies and securities belonging to the Association in accordance with the Administrative Policies and Procedures.

- E. Area Directors shall act as liaison officers between the Association and constituents. Each shall serve as the representative of the Association in the Area in all matters pertaining to the Association. Subject to the approval of the President, each shall act on behalf of the President in matters pertaining to the Area in accordance with the Administrative Policies and Procedures.

### **Section 3. Qualifications**

To be elected or appointed to an office, a member shall meet the following requirements:

- A. Has been an Individual member for a minimum of three continuous years prior to seeking office.
- B. 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.

### **Section 4. Method of Selection**

The officers shall be selected as follows:

- A. The President-Elect shall succeed to the office of President when the President's term ends or if the President terminates that involvement for any reason.
- B. President-Elect shall be elected at the Annual meeting, in accordance with the Administrative Policies and Procedures.
- C. Area Directors shall be elected each year by the respective Area membership.
- D. The President shall appoint the Secretary and Treasurer with majority vote of Board of Directors.
- E. The person holding the office of President at the time of the election of officers shall be designated the Immediate Past President for the ensuing year.

### **Section 5. Term of Office**

- A. The term of office for the President-Elect shall be one year. The term of office for Secretary and Treasurer shall be for one year. The term shall

commence immediately following the installation of officers, which shall be conducted at the Annual conference.

- B. The President and President-Elect shall not succeed themselves in their respective offices.

### **Section 6. Vacancy in Elected Offices**

- A. If a vacancy occurs in the office of President, the President-Elect shall automatically assume the office of President. This does not preclude the President-Elect from serving the term of office for which elected.
- B. If a vacancy occurs in the office of the President-Elect, the position will remain vacant until the next election of officers at which time a President will be nominated as a part of the slate of officers.
- C. If a vacancy occurs simultaneously in the office of the President and the President-Elect, a majority of the Board of Directors shall elect a President Pro-Tempore from within the Board of Directors.
- D. If a vacancy occurs in either the office of Secretary and/or Treasurer, the President shall, with the Board of Directors' confirmation, appoint a qualified member to fill the vacancy for the remainder of the term.
- E. If a vacancy occurs in the office of the Area Director, the President shall, with the Board of Directors' confirmation, appoint a qualified member to fill the vacancy for the remainder of the term.

## **ARTICLE V - BOARD OF DIRECTORS**

### **Section 1. Membership**

The Board of Directors shall consist of the Association Officers as defined in Article IV Section 1.

### **Section 2. Board Meetings**

- A. Immediately following the Annual meeting, the Board of Directors shall meet to determine policy for the ensuing year. The Board of Directors shall meet to conduct business 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 special board

meetings, only the business that necessitated the meeting shall be acted upon.

- C. Assuming it may be necessary to conduct a meeting of the Board via the electronic media, procedures for conducting such a meeting shall be as established in the Administrative Policies and Procedures.

### **Section 3. Quorum**

A majority of the members of the Board of Directors shall constitute a quorum.

### **Section 4. Designation of Appointed Agents**

- A. The President and Board of Directors shall, as provided in the Administrative Policies and Procedures, make the selection and appointment of any appointed agents, paid or unpaid.
- B. The duties and responsibilities of any appointed agents shall be delineated in the Administrative Policies and Procedures.

### **Section 5. Administrative Policies and Procedures**

- A. At the Board meeting immediately following the Annual meeting, the Board of Directors shall ratify and/or amend the Administrative Policies and Procedures which shall set forth the duties and responsibilities of all those who act on behalf of the Association.
- B. Amendments to the Administrative Policies and Procedures may be submitted to the Board of Directors by any member of the Association. Such amendments shall be considered and acted upon by a roll call vote of the Board of Directors.
- C. Annually, all members shall be informed in writing of any amendments adopted in the Administrative Policies and Procedures.

## **ARTICLE VI - MEETINGS**

### **Section 1. Meetings of the Membership Body**

- A. The membership shall meet annually at a time and place designated in accordance with the Administrative Policies and Procedures.
- B. Other meetings of the Association as a body may be held throughout the year but not for the purpose of conducting the business designated to be conducted at the annual meetings.

## **Section 2. Quorum**

- A. A majority of the voting members who are registered and present at a business meeting shall constitute a quorum.
- B. Business requires a majority of the vote unless otherwise specified in the Bylaws or Administrative Policies and Procedures.

## **Section 3. Voting**

- A. The right to vote as a member of the Association may be exercised only when the appropriate membership fee has been paid.
- B. Individual and Life members shall have the right to vote (consistent with Article VIV) on any issue put before the body assembly of the organization provided they are in attendance at a business meeting of the Association or have returned a mail ballot distributed prior to the meeting.
- C. Mail ballots are permitted. If a mail ballot is submitted, a member present at the Business Meeting who has already cast the ballot may not re-cast it in person.
- D. Voting by proxy is not permitted.

## **ARTICLE VII - COMMITTEES**

### **Section 1. Standing Committees**

Within thirty-days (30) after taking the Oath of Office, the President shall, with the consent of the Board of Directors, make appropriate amendments to the list of Standing Committees in the Administrative Policies and Procedures. The President shall then appoint and give a mandate to each of the Standing Committees. The Nominations and Credentials shall be a permanent Standing Committee.

### **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 VIII - RIGHTS OF MEMBERS**

### **Section 1. Members in Good Standing:**

Members are considered to be "in good standing" if all applicable dues, fees and other amounts owed are paid in full.

Members in good standing are expected to abide by the Bylaws and the Code of Ethics (APP I.D.2).

Members in good standing have the right to:

- A. Hold office according to guidelines established in the Administrative Policies and Procedures.
- B. Vote, according to the process established in the Administrative Policies and Procedures on:
  - 1. Amendments to the Bylaws.
  - 2. Election of officers.
  - 3. Matters of business arising at the annual meeting.
- C. Veto by a majority vote Administrative Policies and Procedures actions of the Board of Directors affecting the rights of members on:
  - 1. Changes in dues.
  - 2. Voting procedures.

### **Section 2. Procedures for Administrative Policies and Procedures**

- A. Proposed changes to Administrative Policies and Procedures affecting the rights of members as defined in Article VIII- Section I -C shall be published in advance of the annual meeting or 90 days prior to the date of implementation.
- B. A minimum of twenty members may petition the President no less than 30 days prior to the annual meeting requesting that the proposed change be placed on the ballot for action at the annual meeting.
- C. Actions of the Board in amending the Administrative Policies and Procedures may be vetoed only by a two-third majority of the eligible members who vote.

**ARTICLE IX - AREA BYLAWS**

Areas are legal sub-units of the Association. Each Area shall comply with the Bylaws and Administrative Policies and Procedures of the Association.

**ARTICLE X - AMENDMENT OF BYLAWS**

These Bylaws may be amended by a two-thirds (2/3) majority of the votes cast, pursuant to the procedures established by the Administrative Policies and Procedures. The proposed changes to the Bylaws must be circulated to the membership 30 days prior to said business meeting. Any proposed changes, which are supported by a 4/5 vote at the business-meeting can, however, be adopted into the Bylaws without satisfying the 30-day requirement.

**ARTICLE XI - PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of Robert's Rule of Order, Newly Revised shall govern the proceedings of the Association in all cases not provided for in these Bylaws or in the Administrative Policies and Procedures.

**ARTICLE XII - DISCLAIMER OF ENDORSEMENT**

No individual member or group of members representing the Association shall have authority to endorse or recommend any product, service, or organization in the name of the Association, or by elected or appointed title unless so authorized by the Board of Directors.

This document shall take effect immediately upon its passage by the membership, and supersede all constitutions and bylaws previously adopted.

Adopted this 5th day of February 2003.

\_\_\_\_\_  
Dan Isley, President

Amended this 5<sup>th</sup> day of February 2003.

Sworn and subscribed before me this  
\_\_\_\_\_ day of \_\_\_\_\_, 2003.

\_\_\_\_\_  
Phyllis Little, Notary Public

My commission expires \_\_\_\_\_.