**WEST TENNESSEE REGIONAL VOLUNTARY ORGANIZATIONS ACTIVE IN DISASTER**

**BYLAWS**

*Amended March 8, 2024*

**MISSION**

The West Tennessee Regional Voluntary Organizations Active in Disaster (VOAD) brings diverse organizations together to meet the needs of communities in support of disaster resiliency, response, and recovery.

**Article I: NAME AND RELATIONSHIPS**

**Section 1:** West Tennessee Regional VOAD is an official regional-level affiliate of the Tennessee Voluntary Organizations Active in Disaster (Tennessee VOAD), an affiliate of the National Voluntary Organizations Active in Disaster (National VOAD).

**Section 2:** West Tennessee Regional VOAD is recognized by Tennessee VOAD as an official VOAD body. West Tennessee Regional VOAD must name a representative and alternate to participate in Tennessee VOAD routine scheduled business meetings.

**Section 3:** West Tennessee Regional VOAD is not intended to be a competing operational entity but an inclusive coalition of existing agencies active in disaster. Each member organization maintains its identity and independence yet works closely with other agencies to improve services and eliminate duplications.

## **VALUES & GUIDING BEHAVIORS**

**Section 1. Cooperation** – To create and foster a climate of cooperation at all levels and in all phases of disaster, to promote active assistance between members engaged in relief efforts, and avoid duplication of assistance.

**Section 2. Communication** – Regularly sharing information about member organizations—their capacities, accomplishments, and commitments. VOAD members try to maintain good channels for sharing information, listen carefully to each other, and deal openly with concerns.

**Section 3. Coordination** – VOAD members are committed to working together and not competitively toward the goal of effective service to disaster survivors. They seek to match services to needs. Through planning and preparation, they equip member organizations to perform in a coordinated fashion in times of disaster.

**Section 4. Collaboration** – VOAD members dedicate themselves to working together to achieve specific goals and undertake specific projects at disaster sites. They form partnerships for preparedness and during disaster response.

**Section 5. Education** – To provide training and increase awareness and preparedness in each organization.

**Section 6. Mitigation** – To support the efforts of member agencies and local government agencies to reduce future adverse effects of disaster through planning and preparedness.

**Section 7. Diversity, Equity, and Inclusion** - The West Tennessee Regional VOAD will value, champion, and embrace diversity in all aspects of our activities, respecting others without regard to age, race, ethnicity, skin tone, sex, gender, sexuality, religion, ability, and socioeconomic status.

**Section 8. Legislation -** Encouraging effective disaster relief legislation and policy and seeking to ensure the availability of needed services and to encourage uniform, impartial provision of these services. The regional VOAD will build and maintain relationships with local and regional governmental entities throughout the emergency response cycle (Response, Recovery, Mitigation, and Preparedness).

## **Article III: MEMBERSHIP**

**Section 1**: Members include representatives of organizations that are members of National VOAD; other local, regional, and state volunteer organizations; local government agencies; nongovernmental organizations; and other interagency disaster collaborative groups. An organization will be defined as one Member irrespective of multiple agency representation within the represented VOAD region. The membership of West Tennessee Regional VOAD is comprised of three tiers of membership as set forth in the following paragraphs:

* + 1. **Full Members**: Full members are organizations that are nonprofit and tax-exempt under Section 501(c)(3) of the Internal Revenue Code. They have a disaster response program and policy for the commitment of resources (i.e., personnel, funds, and equipment) to meet the needs of people anywhere in West Tennessee affected by disaster without discrimination regarding race, creed, gender, or age.
		2. **Affiliate members**: Affiliate Membership may be granted to any organization or business (including government agencies or nonprofit organizations that are not 501(c)(3) exempt) in West Tennessee with disaster planning and operations responsibilities or capabilities but do not meet the requirements for full membership and/or do not have the capacity to be engaged on a regular basis.
		3. **Corporate Partners**: Any business within West Tennessee with a willingness to engage and support the West Tennessee VOAD’s preparedness and response activities.

**Section 2:** **Membership Term:** The term of agency membership is one year with annual renewal by submission of application and acceptance via member organization vote, except as set forth in Article III, Section 6. (including designation of primary and alternate representative)

**Section 3:** **Membership Application Procedures**

* + 1. Organizations requesting memberships will apply for and renew membership with tools made available by the executive committee. Candidate organizations are encouraged to attend West Tennessee Regional VOAD meetings during the pendency of their application.
		2. The West Tennessee Regional VOAD Membership Committee will determine the category eligibility of the candidate organization using the West Tennessee Regional VOAD bylaws and present the application for discussion at the next business meeting.
		3. The West Tennessee Regional VOAD Members will vote after the application is presented and discussed to extend or deny an offer of membership to the candidate organization.

**Section 4: Membership List:**

* + 1. The Membership Committee of West Tennessee Regional VOAD shall maintain an accurate and current list of the names and contact information of the members of West Tennessee Regional VOAD. Such list shall be available for inspection at all meetings by any and all Members of West Tennessee Regional VOAD.
		2. Each member agency or organization shall provide to the Membership Committee, for placement on the official list of voting members, the names, and addresses of the persons appointed to represent it and to vote for it at West Tennessee Regional VOAD meetings.

**Section 5: Responsibilities of Membership:**

* + 1. The leadership of a West Tennessee Regional VOAD member organization must be committed to sending knowledgeable representatives to attend West Tennessee Regional VOAD meetings.
		2. The Member representative must have access to their organization's resources to serve disaster survivors' needs. West Tennessee Regional VOAD member organizations are encouraged to designate one alternate to attend West Tennessee Regional VOAD meetings.
		3. The leadership of a West Tennessee Regional VOAD member organization shall designate the primary representative and one alternate representative in a letter to the Membership Committee. This does not limit the number of representatives that can attend West Tennessee Regional VOAD meetings or Committee Meetings from member organizations, only the number of voting members for the member organizations.
		4. West Tennessee Regional VOAD strongly encourages all members to complete IS-288 online training: The Role of Voluntary Agencies in Emergency Management at [http://training.fema.gov.](http://training.fema.gov/) This course facilitates understanding our Partner member agencies and the VOADs’ overarching role in disaster.
		5. All members pay annual dues as established by the Executive Committee.
		6. West Tennessee Regional VOAD member organization is requested to sit on one of the standing committees.
		7. If a member cannot attend a meeting, a representative from the organization must communicate to the Executive Committee that their agency will not attend for an excused absence.

**Section 6: Membership Termination:**

* + 1. Membership may be terminated after written notification to the organization.
		2. The membership of any Member Agency may be terminated at any time by a majority vote of the Executive Committee for the following reasons:

Any agency membership may be terminated if that member agency fails:

to pay the annual membership fee to West Tennessee Regional VOAD and/or

to have organizational representation attendance at 50% consecutive meetings of the membership of West Tennessee Regional VOAD and/or

to abide by Article II of the West Tennessee Regional VOAD bylaws

## **ARTICLE IV: VOTING**

**Section 1. Qualifications**

1. Each Full Member organization is entitled to one formal vote.
2. Members present at a properly noticed meeting, as defined in Article VI, Section I, shall constitute a quorum to do business.
3. All voting except as otherwise provided for in these bylaws shall pass by simple majority vote.
4. The meeting minutes will record all votes (formal or consensus reached).
5. If, for some reason, there needs to be an immediate vote of the West Tennessee Regional VOAD, voting may be done through email, other electronic platform, or by proxy.
6. An individual may represent more than one member organization; however, an individual has one vote regardless of the number of organizations he/she may represent.

**Section 2. Officer Elections:**

**a) Eligibility: Officers must be from a Full Member organization. Individuals, not organizations, are elected; however, individual organizations are limited to having one representative serving as an officer in any election term.**

**b) Procedure for nomination: Any West Tennessee Regional VOAD member may nominate officers. Nominations must be seconded to be accepted.**

**c) Election of Officers: A list of the accepted nominees must appear on the agenda for the second to last meeting of the even-numbered year.**

**d) Formal voting for officers takes place at the last annual meeting of the even-numbered year and is open to all Full Members of the West Tennessee Regional VOAD.**

**e) A term of office is for two (2) consecutive years. A term of office begins with the first meeting following the election. No officer may serve more than two (2) full terms consecutively in the same position.[[1]](#footnote-1)**

**f) Filling Vacant Positions: When an officer’s position is vacated, the Chairperson shall call for nominations for individuals to serve the unexpired term and will hold an election no later than the next business meeting.**

## **ARTICLE V. Structure**

**Section 1:** The Executive Committee consists of the following officers:

1. Chairperson

Functions include but are not limited to, the following: Convenes and presides at meetings, acts as spokesperson, and represents West Tennessee Regional VOAD; delegates tasks as pertain to West Tennessee Regional VOAD business; nominates committee members to be voted on by the Executive Committee; convenes meetings and provides leadership; serves as the Tennessee VOAD Liaison; and all other related duties as needed. The Chairperson, with the consent of the voting membership, may engage in external contracts. A listing of resources to assist the Chairperson in fulfilling the role shall be maintained by the Administrator. Qualifications for candidates for the role of Chairperson should include the following: Previous executive board experience, leadership training and/or experience, or disaster recovery experience.

1. Vice-Chairperson

*Functions include the following: Assumes the role of Chairperson in the absence of or at the request of the Chairperson; completes tasks as delegated by the Chairperson.* *Should a vacancy occur in the Chairperson role due to resignation or term limits, the Vice-Chairperson may assume the role of Chairperson in lieu of election.*

1. Administrator

*Functions include the following: Maintains organizational records, sends organization-wide notifications, keeps minutes of meetings, maintains listing of training resources for VOAD members, and other tasks as delegated by the Chairperson.*

1. Treasurer

*Functions include the following: Maintains financial records of the West Tennessee Regional VOAD, serves as primary liaison between the VOAD and its fiscal agent, and other tasks as delegated by the Chairperson.*

## **Section 2: STANDING COMMITTEES**

## The following Standing Committees will be appointed in accordance with the bylaws. Committees shall be representative of the West Tennessee Regional VOAD member organizations. Standing committee definitions, objectives, goals, and duties for each committee will be established by a majority vote of Full Members. Ad hoc committees can be created as needed by the Executive Committee. The Chairperson/President will serve as ex officio member of all standing committees and ad hoc committees.

## **Membership Committee**

## **Disaster Response/Recovery Committee**

## **Executive Committee**

## **Fundraising Committee**

## **ARTICLE VI: MEETINGS**

**Section 1. Time & Place**

All meetings may be called by the Executive Committee and may be held anywhere within West Tennessee. All meetings will include a virtual option of attendance, with options including telephone, conference call, web meeting, or similar technology.

Thirty days’ notice shall be provided for general meetings.

Thirty-six hours’ notice shall be provided for special meetings.

Twenty-four hours notice shall be provided for emergency/disaster meetings. **Section 2: Annual Meeting**

There shall be a business meeting of the full membership at least once per calendar year. During this meeting, the Chair shall give a report of the business, status, and affairs of the West Tennessee Regional VOAD for the past year to the membership. During an election year, the Vice Chair will be elected by the membership. Any other business as may properly be presented to the full membership for consideration and action shall also take place.

**Section 3: Committee Meetings:**

* + 1. Committee meetings are limited to committee members.
		2. Technical advisors may attend committee meetings at the request of the chairperson.
		3. All work conducted by a committee must be submitted to the Executive Committee for review and dissemination to members.

## **ARTICLE VIII: BUDGET AND DUES**

Dues to West Tennessee Regional VOAD from local agencies will be set by a majority vote of the Executive Committee. Notification of any change in the annual dues will be made available to the agency members by the Treasurer at least two months prior to the effective date of the change. Funds received by West Tennessee Regional VOAD from any source will be maintained with a separate accounting from the fiscal agency.

**ARTICLE IX: AMENDMENTS**

All proposed amendments to the By-Laws must be submitted to the Executive Committee, who shall distribute copies among the entire membership for general discussion before a formal vote by the Full Members. The Executive Committee shall review the Bylaws for potential amendments every two years.

1. Should a member or another officer step in to fill part of a term when an Officer is unable or unwilling to serve, the partial service shall not be considered as a term of office. [↑](#footnote-ref-1)