

***BY-LAWS***  
***Greene County Missouri***  
***Community Organizations Active in Disasters***  
***COAD***

**Article – I: Name and Relationship**

Section – A The name of the organization shall be the Greene County Community Organizations Active in Disasters (COAD). The area served is all of Greene County, Missouri, including the municipalities therein.

Section – B The business address will be Greene County Community Organizations Active in Disasters (COAD) 1545 N West Bypass, Springfield, MO 65803

**Article – II: Purpose**

The purpose of the Greene County COAD shall be to bring together voluntary agencies, businesses, and governmental agencies to foster a more effective preparedness, response and recovery to the people of Greene County, including the municipalities, as needed, in time of disaster, through:

- Cooperation (creating a climate of cooperation, information sharing, and meeting together);
- Coordination (encouraging a common understanding and providing a liaison with city-county government officials, as well as resource management with the community).
- Communications (publishing and disseminating information).
- Preparedness (increasing mutual awareness and encouraging effective disaster relief policies and procedures).

**Article – III: Principles of Membership**

Section – A The Greene County COAD is not a competing or exclusive agency but is intended to be an umbrella organization for existing agencies throughout the county that are active in disaster response. Each member organization maintains its own identity and independence yet works closely with other agencies to improve service and eliminate unnecessary duplication of effort.

Section – B The Greene County COAD shall consist of representatives of diverse disaster relief agencies. Participants may represent faith- and community-based relief agencies, local, state, and federal government agencies, local community organizations, educational institutes, local elected officials, and local businesses.

1. Voting members must operate locally (may have regional, state or national affiliations).
2. Associate members (non-voting) may represent state and federal governmental agencies and other interested organizations.

Section – C Each member organization, regardless of the number of representatives present, shall have one vote. A simple majority of the member organizations present will constitute a quorum.

Section – D Interested governmental agencies, both state and federal, may hold an Associate Membership status. Associate Members do not have voting status and cannot be elected as officers of the Greene County COAD. These members are encouraged to advise and inform on relevant issues.

Section – E *Conditions for Membership* – Organization representatives shall attend meetings on a regular basis. If attendance has been remiss for one year, a reminder letter will be sent and membership will be suspended if the next scheduled meeting is not attended. If suspended, reinstatement is always encouraged.

1. Only one member from each organization may vote. Organizations may designate the voting member and a first and second alternate.
2. Each voting organization shall complete a registration sheet and the voting member and designated alternates will sign a code of conduct. See Appendix A.
3. A member may be replaced for unethical conduct that is unbecoming to a COAD member or conduct that is disruptive to the functioning of the COAD. This will be done after the Executive Committee has given the said member a hearing, upon a written complaint signed by two current voting members and submitted to the Executive Committee. The Executive Committee will review the complaint, conduct a hearing with the named member, and, if necessary, request the removal of the member. A summary of the facts submitted in the hearing will be provided to the full COAD for their review. After consideration of the facts, the COAD may then dismiss the member by a 2/3 majority of the voting members present at the next COAD meeting.

## **Article – IV: Meetings and Correspondence**

Section – A Regular COAD meetings shall be held quarterly, following the calendar year.

Section – B Additional COAD meetings shall be called by the Executive Committee. All reasonable efforts will be made to notify the membership five days in advance of the meeting. E-mail shall be considered an acceptable form of communication for this purpose.

Section – C *Robert's Rules of Order* shall be considered general rules for conducting all COAD meetings.

## **Article – V: Leadership and Elections**

Section – A Only voting members can hold office in the Greene County COAD. There shall be four officer positions: Chair, Vice-Chair, Secretary, and Treasurer. Officers shall be elected at the last regularly-scheduled meeting of the calendar year, with new officers commencing their duties on the first day of the new calendar year. Officers will serve without pay.

Section – B *Elections* – Officers shall be elected by simple majority of the voting members present.

Section – C *Term of Office* – The term of office shall commence on the first day of the calendar year following the election and the officers shall serve for three years. Officers are eligible to succeed themselves, provided no person holds the same office for more than three consecutive terms.

#### Section – D *Duties and Responsibilities*

- (1) Chair: The Chair shall convene and preside at meetings; be the principal COAD representative and spokesperson; form ad hoc committees and assign committee leadership; delegate tasks; provide overall leadership and other administrative duties as necessary.
- (2) Vice-Chair: The Vice-Chair will assume the duties of the Chair in his or her absence. The Vice Chair shall be the parliamentarian and maintain order at all meetings. If a voting member must leave during a meeting, he should excuse himself to the Vice Chair and designate his alternate to assure a quorum is maintained.
- (3) Secretary: The Secretary shall record minutes from each meeting, maintain them as public documents, and present them for approval by the Greene County COAD. The minutes are to be sent to all Greene County COAD members prior to the next meeting. The date, time, and place of the next meeting shall be included. He or she shall serve as the chairperson in the absence of the Chair and Vice-Chair.
- (4) Treasurer: The treasurer shall make a financial report to the membership at each regular meeting. The treasurer will ensure that adequate records are kept of all receipts and disbursements of funds designated for each disaster. The treasurer shall make available all financial records for review. Minutes shall be maintained to verify deposits and expenditures for audit. The Treasurer shall be a representative from the 501(c)3 organization holding fiscal responsibility for the Greene County COAD funds.

Section – E *Resignation* – An officer may resign from his or her position by submitting a written resignation letter to either the Chair or the Secretary. In the event of the resignation of the Chair the Vice-Chair shall assume the duties of the Chair. Other officer vacancies shall be filled by appointment by the Chair (in consultation with the Executive Committee); officers so appointed shall serve until the end of the term for which they are appointed.

Section – F *Nominations* – The Chair shall appoint a nominating committee at least two months prior to the meeting at which new officers will be elected. The nominating committee will identify a slate of officers for potential COAD positions; individuals desiring to be a candidate for any office may submit their name to any currently serving officer or to the nominating committee. The nominating committee shall serve until immediately following the election for which their nominees are considered.

### **Article – VI: Function During Disasters**

Section – A The Greene County COAD, represented by its Chair or designee, will carry out the organization's activities as exhibited in coordination with assignments from the Springfield-Greene County Office of Emergency Management; or duties and tasking, as assigned.

Section – B The Greene County COAD Chair will set up a Long Term Recovery Committee immediately following a disaster which shall be governed by the Greene County COAD.

### **Article – VII: Committees**

## Section – A *Executive Committee*

(1) General – The membership of the Executive Committee shall consist of the COAD Chair, Vice-Chair, Secretary, Treasurer, and the Chairs of all standing committees.

(2) Purpose – The purpose of the Executive Committee is to expedite the order of business at the regular membership meetings by considering and referring appropriate matters of business to the full membership for consideration and action. In an emergency, the Executive Committee may make and act upon decisions affecting the entire organization; decisions so made shall be presented to the membership at the next regular or ‘special’ meeting for approval.

Section – B *Other Committees* – No standing committee, other than the Executive Committee, is established in these articles of organization. Standing committees may be established by the Executive Committee to meet the needs of the organization. The Chair may appoint additional ad hoc committees to accomplish specific tasks of the organization, as needed. Sub-committees may be appointed at the discretion of the Chair.

## **Article – VIII: Budget and Finances**

Section – A Greene County COAD is neither a fund raising nor disbursing organization for the COAD itself or its members. Rather, funds raised, gathered and distributed will be for the purpose of assisting community members affected by disaster in their recovery process and/or approved casework expenses.

Section – B Any Greene County COAD funds collected can be disbursed with the approval of the Executive Committee. Any money disbursed will go to the service provider, not the individual.

Section – C The Greene County COAD shall require the signatures of two separate Executive Committee members on all disbursement orders issued by the COAD.

Section – D Donations to the Greene County COAD will be accepted as tax deductible under the United Way of the Ozarks, 320 N Jefferson, Springfield, MO 65806.

Section – E In the event of the dissolution of the Greene County COAD, any remaining funds will be donated to the non-profit organization(s) active in disaster relief acting as fiscal agent.

Section – F The audit for the non-profit organization that is serving as fiscal agent for the COAD will constitute a valid audit for the Greene County COAD. The Treasurer shall report the audit agency’s findings at the next scheduled meeting following the audit.

## **Article – IX: Amendments – Ratification of Bylaws**

Section – A These bylaws and any proposed changes shall become effective immediately upon ratification by a majority vote (two-thirds), of the voting members eligible to vote on policy issues who are present at the meeting at which the vote is taken.

Section – B     Proposed amendments must be distributed by mail or email not less than two weeks prior to a meeting of the membership at which the amendments will be considered.

## APPENDIX A

### AGENCY REGISTRATION AND CODE OF ETHICS AND CONDUCT

The Greene County COAD is a not-for-profit organization that demands the highest ethical performance from its members. All member agencies are required to sign the Code of Ethics and Conduct form certifying that, in delivering services and in all other COAD activities, they shall meet the following standards of conduct:

- **Compliance Requirements.** All members are required to comply with applicable federal, state and local laws and regulations.
- **Actions Prohibited by the Code of Ethics and Conduct.** No member shall engage in the following actions:
  1. **Personal Use.** Authorize the use of or use for the benefit or advantage of any person, the name, emblem, endorsement, services or property of the COAD, except in conformance with COAD business.
  2. **Financial Advantage.** Accept or seek on behalf of or any other person, any financial advantage or gain of other than nominal value offered as a result of the member's affiliation with the COAD.
  3. **Affiliation.** Publicly use any COAD affiliation in connection with the promotion of partisan politics, religious matters or positions on any issue not in conformity with the official position of the COAD.
  4. **Confidentiality.** Disclose any confidential COAD information that is available solely as a result of the member's affiliation with the COAD to any person not authorized to receive such information, or use to the disadvantage of the COAD any such confidential information, without the express authorization of the COAD.
  5. **Improper Influence.** Knowingly take any action or make any statement intended to influence the conduct of the COAD in such a way as to confer any financial benefit on any person, corporation or entity in which the individual has a significant interest or affiliation.
  6. **Conflict of Interest.** Operate or act in a manner that creates a conflict or appears to create a conflict with the interests of the COAD and any organization in which the individual has a personal, business or financial interest. In the event there is a conflict, the COAD has a structured conflict of interest process. First, the individual shall disclose such conflict of interest to the chairman of the board. Next, a decision will be made about the conflict of interest, and, where required, the individual may be required to recuse or absent himself or herself during deliberations, decisions and/or voting in connection with the matter.
  7. **Retaliation.** Retaliate against any member who seeks advice from, raises a concern with or makes a complaint to an officer or other member of the COAD, or any whistleblower program, about fraud, waste, abuse, policy violations, discrimination, illegal conduct, unethical conduct, unsafe conduct or any other misconduct.
  8. **Contrary to the Best Interest of the Greene County COAD.** Operate or act in any manner that is contrary to the best interest of the COAD.

## CERTIFICATION OF COMMITMENT TO THE CODE OF ETHICS AND CONDUCT

I certify that I have read and understand the Code of Ethics and Conduct of the COAD and agree to comply with it, as well as applicable laws that impact the organization, at all times. I affirm that I have no personal, business or financial interest that conflicts, or appears to conflict, with the best interests of the COAD. I further affirm that the information registering the agency below as a member of the Greene County COAD is correct.

At any time during the term of my affiliation with the COAD, should an actual or potential conflict of interest arise between my personal, business or financial interests and the interests of the COAD, I agree to: (1) disclose promptly the actual or potential conflict to the Chair of the COAD; and (2) until the COAD approves actions to mitigate or otherwise resolve the conflict, refrain from participating in any discussions, deliberations, decisions and/or voting related to the conflict of interest.

Voting Member Signature: \_\_\_\_\_ Date: \_\_\_\_\_

Print Name: \_\_\_\_\_

1<sup>st</sup> Alternate Signature: \_\_\_\_\_ Date: \_\_\_\_\_

Print Name: \_\_\_\_\_

2<sup>nd</sup> Alternate Signature: \_\_\_\_\_ Date: \_\_\_\_\_

Print Name: \_\_\_\_\_

ORGANIZATION: \_\_\_\_\_

PHONE: \_\_\_\_\_

CONTACT PERSON: \_\_\_\_\_ PHONE \_\_\_\_\_

ADDRESS: \_\_\_\_\_

ORGANIZATION CATEGORY and SERVICES AVAILABLE (i.e. disaster relief, homeless services, church, health)

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