

## Bylaws

### Golden Crescent Community Organization Active in Disasters (GCCOAD)

#### **Article – I: Name and Relationship**

**Section – A** The name of the organization shall be the Golden Crescent Community Organizations Active in Disasters (GCCOAD). The area serviced are the Calhoun, DeWitt, Goliad, Gonzales, Jackson, Lavaca, and Victoria Counties, including the municipalities therein.

**Section - B** The business address will be North, 8793 US-87, Victoria, TX 77904

#### **Article - II: Purpose Statement**

The purpose of the Golden Crescent 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 the Golden Crescent, 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);
- **Communication** (publishing and disseminating information)
- **Preparedness** (increasing mutual awareness and encouraging effective disaster relief policies and procedures)

#### **Article – III: Principles of Membership**

**Section – A** The Golden Crescent COAD is not a competing or exclusive agency but is intended to be an umbrella organization for existing agencies throughout the Golden Crescent region that are active in disaster response or recovery. 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 Golden Crescent 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 institutions, local elected officials, and local businesses.

1. Voting members must live and/or operate in the Golden Crescent region (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 Golden Crescent 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 alternate.

(3) A member may be replaced for unethical conduct that is inconsistent with actions outlined in the Code of Ethics and Conduct (Appendix A). This will be done after the Executive Committee has given the said member a hearing, upon receiving 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 will be available upon request to the full Golden Crescent COAD membership. Requests of the summary of the facts must be signed and submitted in writing to the Executive Committee. The Executive Committee will then have 30 days to provide a written report of the events that took place at the hearing to the petitioners.

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

**Section – A** Regular Golden Crescent COAD meetings shall be held quarterly or as needed following the calendar year.

**Section – B** Additional Golden Crescent COAD meetings shall be called by Executive Committee. All reasonable efforts will be made to notify the membership seven days in advance of the meetings. Email 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 Golden Crescent COAD meetings.

**Section – D** The Chair may deem it necessary to allow for electronic voting to allow for time sensitive needs and convenience. An electronic vote will be initiated by the Chair and simple two thirds majority is needed. The voting and outcome will then be discussed at next regularly scheduled meeting.

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

**Section – A** Only voting members can hold office in the Golden Crescent COAD. There shall be four officer positions: Chair; Vice-Chair, Secretary, and Treasurer. Officers shall be elected at the last regularly scheduled meeting of March, with new officers commencing their duties on the first

day of the first meeting in April. Officers will serve without pay. The Office of Emergency Management shall also hold a seat on the Executive Committee, however, their seat will not be an elected position.

**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 two consecutive terms.

**Section – D Duties and Responsibilities:**

(1) Chair: The Chair shall convene and preside at meetings; be the principal Golden Crescent 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 or she 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 Golden Crescent COAD. The minutes are to be sent to all Golden Crescent 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) pending organization holding fiscal responsibility for the Golden Crescent 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 appointed 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 Golden Crescent 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 Golden Crescent COAD, represented by its Chair or designee, will carry out the organization’s activities as exhibited in coordination with assignments from the regional Emergency Management Offices; or duties and tasks, as assigned.

**Section – B** The Golden Crescent COAD Executive Committee will engage, activate, or reactivate Long-Term Recovery Group (LTRG) immediately following a disaster.

## **Article – VII: Committees and Groups**

### **Section – A** Executive Committee

(1) General – The membership of the Executive Committee shall consist of the Golden Crescent COAD Chair, Vice-Chair, Secretary, Treasurer, Chairs of all standing committees, and a representative of the regional Offices of Emergency Management.

(2) Purpose – The purpose of the Executive committee is to expedite the order of business at 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** Long-Term Recovery Group will be established, activated, or reactivated following a disaster as determined by the Executive Committee.

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

**Section – A** These bylaws and any proposed changes shall become effective immediately upon ratification by a two thirds majority vote, of all 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 time the amendments will be considered.

## ATTACHMENT A

### AGENCY REGISTRATION AND CODE OF ETHICS AND CONDUCT

The Golden Crescent COAD is a 501(c) (3) pending 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 Golden Crescent COAD activities, no member shall engage in the following actions:

1. **Personal Use:** Authorize the use or use for the benefit or advantage of any person, the name, emblem, endorsement, services or property of the Golden Crescent COAD, except in conformance with Golden Crescent COAD business.
2. **Financial Advantage:** Accept or seek on behalf of any other person, any financial advantage or gain of other nominal value offered as a result of the member's affiliation with the Golden Crescent COAD.
3. **Affiliation:** Publicly use any Golden Crescent 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 Golden Crescent COAD.
4. **Confidentiality:** Disclose any confidential Golden Crescent COAD information that is available solely as a result of the member's affiliation with the Golden Crescent COAD to any person not authorized to receive such information, or use to the disadvantage of the Golden Crescent COAD any such confidential information, without the express authorization of the Golden Crescent COAD.
5. **Improper Influence:** Knowingly take any action or make any statement intended to influence the conduct of the Golden Crescent 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 Golden Crescent COAD and any organization in which the individual has a personal, business, or financial interest. In the event there is a conflict, the Golden Crescent COAD has a structured conflict of interest process. First, the individual shall disclose such conflict of interest to the Chair. 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 Golden Crescent 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 Golden Crescent COAD:** Operate or act in any manner that is contrary to the best interest of the Golden Crescent 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 Golden Crescent 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 Golden Crescent COAD. I further affirm that the information registering the agency below as a member of the Golden Crescent COAD is correct.

At any time during the term of my affiliation with the Golden Crescent COAD, should an actual or potential conflict of interest arise between my personal, business, or financial interests and the interests of the Golden Crescent 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 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: \_\_\_\_\_

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

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