

ByLaws of the Cole County Community Organization Active in Disaster (CC-COAD) Cole County, Missouri

Article I: Name and Relationship

Section A: The name of the organization shall be the Cole County Community Organizations Active in Disaster (CC-COAD). The area served is all of Cole County, Missouri, including the municipalities therein.

Section B: Whereas the CC-COAD is a coalition of disaster-related organizations it has no permanent physical location. Correspondence concerning CC-COAD business should be sent to United Way of Central Missouri, 205 Alameda Drive, Jefferson City, Missouri 65109.

Article II: Purpose & Mission & Vision

Purpose: The purpose of the Cole County COAD shall be to bring together voluntary agencies, businesses, and governmental agencies to foster more effective preparedness, response and recovery to the people of Cole County, 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 unified information).
- Preparedness (increasing mutual awareness and encouraging effective disaster relief policies and procedures).

MISSION STATEMENT: To develop and enhance communication, cooperation, coordination and collaboration among public and private community stakeholders during all phases of a crisis or disaster.

VISION STATEMENT: A resilient community with the capability to recover from disaster where every individual feels safe, supported and empowered.

CORE VALUES

- **Community-Centered:** Prioritizing the needs and voices of the whole community in disaster-related efforts.
- **Empowerment:** Equipping the whole community with the knowledge and resources to act and support themselves and others during emergencies.
- **Collaboration:** Planning and collaborating with local stakeholders, organizations and authorities to enhance disaster preparedness, response and recovery efforts in a climate of cooperation and communication.
- **Compassion:** Providing empathetic and supportive care to the whole community when affected by disasters.
- **Accountability:** Ensuring transparency, integrity and responsible stewardship of resources in all organizational activities.

Article III: Principles of Membership

Section A: The Cole County COAD is not a competing or exclusive agency but is intended to be an umbrella organization for existing agencies that are active in any or all phases of a disaster: mitigation, prevention, preparedness, response, and 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 Cole County COAD shall consist of representatives of local, diverse agencies and organizations that may provide disaster relief services. Participants may represent faith and community-based agencies, local, state, and federal government agencies, community organizations, educational institutions, elected officials and businesses.

(1) To be a voting member, organization or individual must provide assistance to citizens or reside in Cole County (though 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 Cole 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 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. Members may only be listed as one organizations voting member, first alternate, or second alternate (you cannot represent two organizations for a vote).

(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 simple 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 (February, May, August, November) or as needed 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 seven 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.

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 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 Cole County COAD. There shall be five officer positions: Past Chair, Chair, Vice Chair, Secretary, and Treasurer. Additional Executive Committee members include Chairs of the four Standing Committees, Ex-officio and up to five Community Members-at-Large representing groups involved in disaster response and recovery. Executive Committee members 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 calendar year following the election. 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 two years. The Chair will move into the Past Chair role, and Vice Chair will move into the Chair role. 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) Past Chair: The Past Chair will serve in an ex-officio role as support to the Chair and provide leadership duties as requested by the Chair.

(2) Chair: The Chair shall convene and preside at meetings; be the principal COAD representative and spokesperson; assign Standing Committee leadership; delegate tasks; form ad hoc committees as needed; provide overall leadership and other administrative duties as necessary. During disaster, the Chair will liaison between the COAD and the Cole County Emergency Operational Center (EOC) at the request of the Cole County Emergency Management Director and will work with other members of the COAD to ensure there is coordination between the COAD and other responding agencies.

(3) 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.

(4) Secretary: The Secretary shall record minutes from each meeting, maintain them as public documents, and present them for approval by the Cole County COAD. The minutes are to be sent to all Cole 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.

(5) 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 and make available all financial records for review. Minutes shall be maintained to verify deposits and expenditures for audit. The Treasurer shall work in collaboration with the United Way of Central Missouri Finance Director, the 501(c)(3) organization holding fiscal responsibility for the Cole County COAD funds.

(6) Ex Officio: The Cole County Emergency Management Director, or his/her appointee, will be an ex officio, non-voting member of the Executive Committee.

(7) Standing Committee Chairs: The Standing Committee Chairs will appoint a Vice Chair and Secretary; as well as subcommittee chairs for the respective Standing Committees. Standing Committee Chairs will coordinate and oversee the efforts of the subcommittees and report such to the Executive Committee.

(8) Community Members-at-Large: The Community Members-at-Large will participate in subcommittee work and also represent the membership on the Executive Committee.

Section E: Resignation – An Executive Committee member 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 may 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 Cole County COAD, represented by its Chair or designee, will carry out the organization's activities as exhibited in coordination with assignments from the Cole County Emergency Management Director and other members; or duties and tasking, as assigned.

Section B: The Cole County COAD Chair will activate necessary committee(s) immediately following a disaster which will be governed by the Cole County Emergency Management Director.

Article VII: Committees

Section A: Executive Committee

(1) General – The membership of the Executive Committee shall consist of the COAD Past Chair, Chair, Vice Chair, Secretary, Treasurer, Ex Officio, and the Chairs of all standing committees. The Chair will abstain from voting except in the instance of a tie vote, at which time the Chair can cast the deciding vote.

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 – The CC-COAD Standing Committees established in these articles of organization are as follows:

- 1) Preparedness and Planning
- 2) Logistics and Operation
- 3) Finance
- 4) Communications

Subcommittees under the Standing Committees are established by the Executive Committee to meet the needs of the organization and made up of members from the general membership.

Article VIII: Budget and Finances

Section A: Cole County COAD is neither a fund raising nor disbursing organization for the COAD itself or its members. Anyone wishing to make donations to support pre-disaster activities or post disaster relief will be directed to the United Way of Central Missouri, the fiscal agent for the Cole County COAD.

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 Cole 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. 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:

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 Cole County COAD.** Operate or act in any manner that is contrary to the best interest of the COAD.

COLE COUNTY COMMUNITY ORGANIZATIONS ACTIVE IN DISASTER (CC-COAD)

MEMBERSHIP CERTIFICATION AND COMMITMENT TO THE CODE OF ETHICS AND CONDUCT

Organization Name: _____

This certifies that our organization intends to participate as an active member of the Cole County COAD and have appointed two representatives to participate in the CC-COAD.

I certify that I have read and understand the Code of Ethics and Conduct of the Cole County 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 Cole County COAD. I further affirm that the information registering the agency below as a member of the Cole County COAD is correct.

At any time during the term of my affiliation with the Cole County 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 COAD Chair; 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: _____

1st Alternate Signature: _____ Date: _____

Print Name: _____

2nd Alternate Signature: _____ Date: _____

Print Name: _____

ORGANIZATION: _____

PHONE: _____

CONTACT PERSON: _____ PHONE _____

ADDRESS: _____

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