

ARTICLE I – Duties of Officers

Section 1. The Officers shall include the President, Vice President, Secretary, and Treasurer.

Section 2. The President.

- A. Shall carry out the purposes of the Association as set forth in the Constitution.
- B. Shall preside at all meetings of the Association and the Executive Board.
- C. Shall serve on the Executive Board.
- D. Shall prepare and submit a budget to the Executive Board no later than December 31st of each year in accordance with Article V, Section 3.
- E. Shall appoint all Committee Chair positions and approve Committee members through the Chairperson's recommendation. The Chairperson needs to consider any conflicts of interest in the selection of their members.
- F. Shall be ex-officio member on all Committees except the Nominating Committee.
- G. Shall represent and speak on behalf of NMAEMP in matters involving emergency management in the State of New Mexico, with the advice and consent from the Executive Board.
- H. Shall perform all other duties incidental to the office.

Section 3. The Vice President.

- A. Shall perform all duties of the President in the absence of the President.
- B. Shall arrange Association meetings as to time, place, food, and agenda.
- C. Shall serve on the Executive Board.
- D. Shall perform such duties as may be assigned by the President or that are incidental to the office.

Section 4. The Secretary.

- A. Shall record minutes of the proceedings at all Association and Executive Board meetings.
- B. Shall publish the agenda for any upcoming Association or Executive Board meeting at least fifteen (15) days prior to the meeting.
- C. Shall retain minutes for all Association and Executive Board meetings as a permanent record (in paper and/or electronic form) and ensure hand-over of same to his or her successor.
- D. Shall serve on the Executive Board.
- E. Shall maintain a current membership roster, in collaboration with the Treasurer, to include all member contact information and make it readily available to all members of the Association.
- F. Shall perform the duties of the Treasurer in the absence of the Treasurer.
- G. Shall perform all other duties incidental to the office.

Section 5. The Treasurer.

- A. Shall receive and maintain responsibility for all monies or securities belonging to the Association or collected in its name.

New Mexico Association of Emergency Management Professionals Bylaws

- B. Shall disburse Association funds as ordered by the Executive Board or the general membership with approval from the President.
- C. Shall pay for approved expenses upon submission of a proper invoice, reimbursement request, or proof of claim by a vendor.
- D. Shall maintain a list of members in good standing, coordinating with the Secretary as needed.
- E. Shall make a full financial report at every Association meeting and/or at the request of the Executive Board. Report shall include income by source and expenditures by amount, check number, payee, and purpose of payment.
- F. Shall prepare and submit other financial reports and forms as required by the state and federal governments, including all Internal Revenue Service (IRS) related documents.
- G. Shall serve on the Executive Board.
- H. Shall perform the duties of the Secretary in the absence of the Secretary.
- I. Shall perform all other duties incidental to the office.

ARTICLE II – Executive Board

Section 1. Composition.

- A. The Executive Board consists of eleven (11) voting members. There is also one (1) advisory position consisting of a representative from the New Mexico Department of Homeland Security and Emergency Management (NM DHSEM) for financial and grant guidance only.
- B. The Executive Board is composed of all four (4) Association Officers, one representative from each of the six (6) state preparedness areas that is appointed by the President at his or her discretion, and the immediate past President. If the immediate past President is ineligible or unable to fulfill their role on the Executive Board, for either all or part of the term, the current President shall appoint, at his or her discretion, a member in good standing to the eleventh position.
- C. A quorum of the Executive Board is required for all official decisions and votes. Quorum guidance can be found in Article VII, Section 5.
- D. Any vacancy within the Executive Board shall remain vacant until filled at the discretion of the President with a member in good standing.

Section 2. Responsibilities of the Executive Board.

- A. Shall establish all Association policies and handle all emergency business.
- B. Shall meet at least once per quarter and shall publish the meeting date and agenda to the Association at least fifteen (15) days in advance of the meeting. Any Association member, in good standing, may attend an Executive Board meeting.
- C. Shall confirm the selection of the financial institution used by the Treasurer to maintain Association funds.
- D. Shall ensure that an audit of the Association's finances is conducted annually.
- E. Shall review and approve presentation of the Association budget to the membership at the January meeting each year.

New Mexico Association of Emergency Management Professionals Bylaws

- F. Shall approve all non-budgeted expenditures.
- G. Shall have authority to make unbudgeted expenditures up to one-thousand five hundred dollars (\$1,500.⁰⁰) without prior membership approval. Such expenditures must be fully documented and must be included on the next Association meeting agenda for discussion.
- H. Shall approve all Association travel for which reimbursement will be authorized. The Executive Board shall also establish the reimbursement rates for all travel expenses (mileage, per-diem, and lodging).
- I. Shall review all proposed amendments to the Association Bylaws.
- J. The Executive Board may investigate and remove a Board member for cause. Cause includes failure to perform or neglect of official Association responsibilities, conversion of Association funds or other property, and/or other behavior that is not conducive to the Association's purpose.

ARTICLE III – Elections

Section 1. General Information.

- A. Officers may not serve more than two (2) consecutive terms in the same office. One term is equivalent to two (2) calendar years. There is no restriction on serving in the same office again after a break in terms.

Section 2. Eligibility for Position of an Elected Officer.

- A. Any active member of the Association whose dues are current shall be eligible for election to office. However the makeup of the Officers and the Executive Board cannot be made up of more than forty-nine percent (49%) or five (5) members of employees and/or contractors from any State of New Mexico department(s). No employee of the State of New Mexico shall serve as President of the Association.
- B. If a sitting Officer becomes an employee or contractor to any State of New Mexico department and their employment creates a greater than forty-nine percent (49%) situation, as stated in Article III, Section 2, A, he or she must resign from office.

Section 3. Nominations.

- A. In accordance with the NMAEMP Constitution, the Nomination Committee shall consist of three (3) members, who are not Officers, and all nominations shall be made to the Committee with the Committee announcing who the nominees are at the meeting prior to the meeting at which voting will occur. If no nominees are received or a nominee rescinds themselves, only then shall nominations be permitted from the floor by Association members on Election Day.
- B. At the time the Nomination Committee makes its announcement of nominees the floor shall be open to accept additional nominees from the Association.
- C. No name shall be placed on an election ballot or announced by the Nomination Committee without prior consent from the nominee.

New Mexico Association of Emergency Management Professionals Bylaws

Section 4. Elections.

- A. Elections shall be held at the first meeting of the year, which is the Association's annual business meeting. The Officer positions of President and Secretary shall be up for election in even numbered years and the Officer positions of Vice President and Treasurer shall be up for election in odd numbered years.
- B. The candidate receiving the majority of the votes for each office shall be declared elected. In the event that no candidate receives the majority of the votes a runoff election shall occur. The Association shall vote for the two candidates receiving the highest number of votes on the first ballot with the one receiving the majority of these votes to be declared elected.
- C. In the event there is only one nominee for an Officer position the President shall declare that the nominee is elected by acclamation.
- D. The newly elected Officer shall assume their duties upon completion of the election process.
- E. All ballots shall be destroyed after each election is finalized.

Section 5. Vacancies.

- A. Officer vacancies shall be filled by a majority of votes from active members. The nominee name shall be presented by the Nomination Committee or by a nomination from the floor. The individual elected shall serve for the remainder of the term for the office he or she is filling. No name shall be placed on the ballot without prior consent of the nominee.
- B. Elections to fill Officer vacancies shall be conducted at the next scheduled Association meeting and the newly elected Officer shall assume their duties upon completion of the election process.

ARTICLE IV – Committees

Section 1. Committees

- A. To form the following Standing Committees the President shall appoint a Chairperson, at their discretion, and the Chairperson shall then select the committee members with advice from the Executive Board, as needed.
 - i. Legislative Committee – This Committee shall consist of at least three (3) members and shall maintain liaison with state and federal legislators and appropriate associations, committees, and task forces in matters relating to emergency management. The Committee shall also monitor legislation of interest to the Association and make recommendations to the Executive board and/or the Association regarding positions relative to legislative issues. The Committee may draft legislation and testify for or against legislation as appropriate and as directed by the Association.
 - ii. New Mexico Certified Emergency Manager (NMCEM) Committee – This Committee shall consist of at least five (5) members and shall be responsible for the recommendation of planning, development, coordination, promotion, administration, and oversight of all credentialing activities for the Association. All NMCEM Committee decisions are made with support from the President and are to be considered final, with no exceptions.

New Mexico Association of Emergency Management Professionals Bylaws

- iii. Awards Committee – This Committee shall consist of at least two (2) members and shall be responsible for accepting and reviewing all nominees for an award and determining the person selected to receive an award. Awards will be based upon performance and contributions in the field of Emergency Management and must adhere to the criteria listed on the NMAEMP Awards Nomination Form. The categories of awards shall be the Emergency Manager of the Year, the Advancement and Promotion of Emergency Management, the Emergency Management Support Staff Member of the Year, and Other recognition (must be specified). Each year at the discretion of the President, he or she can select a President’s Choice Award recipient if they so choose.
- B. Ad Hoc Committees may be created with a Chairperson appointed at the discretion of the President when an objective or issue needs consideration and action and no standing Committee within the Association can absorb that issue into its scope.
- C. All Standing and Ad Hoc Committees must advise the President of their meeting dates and agendas. Chairpersons of Committees need to consider any conflicts of interest when selecting members that may arise from the member’s employer in relation to the tasks of that committee. If travel is needed to conduct Committee business please refer to Article II, Section 2, Item H.

ARTICLE V – Dues and Finances

Section 1. Membership.

- A. The Executive Board shall recommend changes to the annual dues to the Association. The Association will then vote on the proposed change at the next scheduled Association meeting. The vote shall take place no later than the third quarterly meeting of that calendar year.
- B. Dues shall be paid annually to the Treasurer no later than the first meeting of each year.
- C. Annual Association membership dues are paid per person.

Section 2. Dues Payment.

- A. Dues for members joining the Association after January 31st will be pro-rated based on the number of whole months remaining in the calendar year. The Executive Board shall notify the Association by the October meeting concerning dues payment to ensure dues are paid by the January meeting. Members who have not paid by the first meeting in January may not vote or be elected to office.
- B. Suspension action will be taken on any member who does not pay their annual dues by March 31. See Article VI, Section 3, A.

Section 3. Finances.

- A. The Association will operate on a calendar year and shall be from January 1 to December 31. The President shall submit the annual budget to the Executive Board each year for review no later than the December Executive Board Meeting. The Executive Board shall approve the budget to be presented to the association at the January quarterly meeting.

New Mexico Association of Emergency Management Professionals Bylaws

- B. The Association approved budget shall take effect immediately upon approval. Any amendments to the budget shall be reviewed by the Executive Board and then approved by the Association at the next meeting.
- C. No fund raising activities shall be undertaken by any member of the Association, in the name of the Association, without prior approval from the Executive Board.
- D. Any member of the Association may request that a financial review be conducted. Approval of a financial review is subject to a vote of the Association.
- E. Quarterly and year-to-date financial statements shall be presented to the Association for review and approval at all Association meetings.

Section 4. Debt Obligation

- A. All contracts and evidences of debt may be executed only as directed by the Association. The President and the Treasurer shall execute, in the name of the Association, all contracts, checks, or other instruments as authorized by the Association.

ARTICLE VI – Suspension

Section 1. Removal of an Officer or Member.

- A. Any Officer or Member may be removed at any regular or special meeting, with or without just cause, by two-thirds (2/3) written vote of the Association Members present. Notice of the intent to call for such a vote must be announced in writing to all members at least thirty (30) days prior to the meeting.

Section 2. Removal of an Officer for Non-Attendance.

- A. Any Officer of the Association shall automatically be dismissed upon missing two (2) Association meeting in one (1) calendar year, providing the absences are deemed unexcused. A simple majority of Association Members present at the meeting shall decide the validity of absences.

Section 3. Non-Payment of Dues.

- A. Members whose dues are delinquent in excess of ninety (90) days shall have their membership suspended from the Association. No formal action is required.

ARTICLE VII – Meetings

Section 1. Regular Meetings.

- A. The Association shall hold not less than four (4) regular meetings each calendar year. The date, time, and location of regular meetings will be published with the Agenda for the scheduled meeting.

New Mexico Association of Emergency Management Professionals Bylaws

Section 2. Executive Board Meetings.

- A. The Executive Board shall hold not less than four (4) meetings each calendar year. The meetings will be scheduled approximately thirty (30) days prior to a regular meeting with the date, time, and location of the meeting to be published with the Agenda for the scheduled meeting.

Section 3. Special Meetings.

- A. The President, with at least forty-eight (48) hour notice to the Association, may call special meetings of the Association or Executive Board. Such notices shall include a written statement from either the President or the Secretary listing the purpose, date, time, and location of the special meeting.

Section 4. Notification.

- A. The Secretary shall provide written notice of Association and Executive Board meetings to members at least fifteen (15) days prior to the meeting with a copy of the agenda. The only exception to this is a Special Meeting notice.

Section 5. Quorum.

- A. A quorum shall be those members present at any regular or special and properly announced Association or Executive Board meeting.
- B. At least two (2) Officers are required to conduct business at any regular or special Association meeting. A proxy may not be used by the Officers to fulfill the requirements of being physically present.
- C. At least two (2) Officers and at least 51% of the Executive Board members are required to conduct business at any regular or special Executive Board meeting. A proxy may not be used by the Officers to fulfill the requirements of being physically present. In addition, only Executive Board members can make a motion or vote on items during an Executive Board meeting.

Section 6. Meeting Rules.

- A. All meetings shall follow the Roberts Rules of Order. (<http://www.robertsrules.org>)

Section 7. Telephone, Electronic, and Other Digital Meeting Forums.

- A. Telephone, electronic, or other digital meeting forums may be used as an acceptable form of a Committee Meeting, Special Meeting, or Executive Board Meeting.
- B. Minutes for meetings must be taken by the Committee Chairperson or the Association Secretary respectively. Written copies of the minutes, paper and/or electronic, must be approved by the Committee Chair or the President prior to them being sent out to the Association.
- C. In this type of meeting all voting shall be held by “roll-call” administration for each vote.

ARTICLE VIII – Amendment or Repeal

Section 1. Amendment.

- A. These bylaws can be amended by a two-thirds (2/3) vote of the Association members present at any regular or special meeting. The amendment must be submitted to the members in writing at least fifteen (15) days prior to the meeting. Any amendment adopted by the Association shall become effective immediately upon approval.

Section 2. Repeal.

- A. These bylaws can be repealed by a two-thirds (2/3) vote of the Association at any regular or special meeting. The repeal must be submitted to the members in writing at least thirty (30) days prior to the meeting.

ARTICLE IX – Effective Date

These bylaws shall become effective after adoption by at least two-thirds (2/3) approval of the Association members present at the January 7, 2020 NMAEMP Annual Business meeting.

NMAEMP President – Seth Muller

NMAEMP Secretary – Emily Sand

NMAEMP Vice President – Richard Clark

NMAEMP Treasurer – Jeremy Cuddeback