

BY - LAWS

LOUISIANA EMERGENCY PREPAREDNESS ASSOCIATION

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ARTICLE I

IDENTITY AND SCOPE OF THE ORGANIZATION

The organization described in this document is the Louisiana Emergency Preparedness Association (LEPA), a non-profit organization incorporated under the laws of the State of Louisiana. The organization shall consist of individuals who share a sincere and common interest in the Emergency Preparedness system in Louisiana. If at any time this organization is dissolved, all assets will be transferred to an organization approved by the Board of Directors.

ARTICLE II

PURPOSE

The purpose for which this association is formed and its objectives are hereby declared to be:

- To assist in the efforts of member organizations in the State of Louisiana with emergency preparedness responsibilities, including those for cities, towns, parishes, and districts.
- To collect and disseminate helpful information related to homeland security and emergency preparedness.
- To facilitate the contact between local, state, and federal homeland security and emergency preparedness agencies and industry.
- To perform acts and services necessary or desirable in the furtherance of homeland security and emergency preparedness in the State of Louisiana.

ARTICLE III

MEMBERSHIP AND FEES

Membership in this association shall be confined to persons who have paid their annual dues. Membership can be transferred from one individual to another individual within the same organization and the same or similar position.

The fee for an Individual membership, shall be paid annually in advance on a calendar year basis, and shall be seventy-five dollars (\$75.00).

Student membership shall be twenty dollars (\$20.00) annually.

Corporate/Government/Institutional membership will be based upon the company employee count and voting members will be based upon the amount of dues paid:

<u>Number of Employees</u>	<u>Annual Dues</u>	<u>Eligible Voting Members</u>
1-500 – Tier I	\$600.00	8
500+ - Tier II	\$1,000.00	12

Louisiana Emergency Manager (LEM) Certification Fee:

LEPA Members: \$100.00

Non-LEPA Members: \$175.00

(A refund of any dues or fees paid may be provided for by a majority decision of the Board on a case-by-case basis.)

Companies and corporations desiring to financially support, through donation at Gold Status, the Annual LEPA Workshop or a Scholarship will be granted 2 voting memberships and corporate membership status commensurate with their employee count.

- o Bronze: \$500
- o Silver: \$500 - \$1,000
- o Gold: \$1,000 - \$2,500
- o Platinum: \$2,500 +

ARTICLE IV

BOARD OF DIRECTORS

The Board of Directors shall consist of no more than twenty-one (21) members, 17 of which are elected by the voting membership for a 3-year term. The Board may temporarily expand it's maximum number of 21, if the unexpired 3-year term of the outgoing President extends as Past President. This unexpired term balance, for Past President, shall not count against the full 3-year term. The Board includes all officers of the Association, past President of the

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Association, and standing positions which are the Chairman of the HAZMAT Alliance, Chairman of the Regional Coordinators, Director of the Governor's Office of Homeland Security and Emergency Preparedness, and Chairman of the State Emergency Response Commission. In the event an elected member fills one of the standing positions, the member will be allowed to complete his elected term.

Election of the directors shall be by an electronic ballot by the active members. The membership shall receive a brief resume' of the nominees by email with a notice to vote electronically by an established deadline. At the time of new membership or membership renewal, a member may choose to elect to vote by U.S. Postal Service Mail. If so, a self-addressed stamped ballot shall be provided for the convenience of that member and the ballot must be postmarked no later than the established deadline in order to be counted. The ballot is to be completed with names offered or write-in names as the member so desires. The nominees receiving the most votes shall be elected. To qualify for nomination for election to the Board of Directors, a person must have been a paid member of LEPA for the past consecutive 12 months. At least three (3) positions on the Board of Directors should be represented by private business/industry, so as to continue to promote the ongoing mission of LEPA of private-public partnerships.

A vacancy created for any reason may, at the discretion of the Board of Directors, be filled by appointment of the first alternate candidate who received the next number of highest votes in the last election.

A Board member may request a Leave of Absence which must be approved by the LEPA Board. Any such leave should not normally exceed 60 days, unless the leave is associated with active or reserve military status. All requests for Leaves of Absence must be addressed to the President of LEPA.

Standing Board members may designate a representative, in writing, to participate on the Board in their absence. Such representatives will function in all respects as the Board member when the standing member is not personally present. Standing positions enjoy only a single vote per organization represented by the standing board position.

DISTINGUISHED LIFE MEMBERS

Distinguished life board members are those individuals recognized for their contributions to LEPA and public safety. These individuals are non-voting members of the LEPA Board. In the event an elected Board member is voted as a distinguished life member, the member will be allowed to complete his/her elected term. Once elected to Distinguished Life member status, the Life member shall retain that status regardless of whether or not they return to active membership. If a distinguished Life member is elected to the Board after their election as a distinguished life member, the member must fulfill all other requirements as a member, including payment of dues, in order to serve the elected term.

ARTICLE V

OFFICERS OF THE ASSOCIATION

The officers of LEPA shall consist of the following:

- President
- President Elect
- Treasurer

The officers shall be elected by the Board members at the meeting of the Board to be held the day prior to the annual workshop. The newly elected officers shall be announced at the annual workshop and shall assume office at 12:01 a.m. on July 1 of each year. The officers of the Board shall be elected in the manner prescribed in Robert's Rules of Order. Vacancies in any elected office, other than the President, shall be filled by election at the next meeting of the Board of Directors. To qualify for nomination for election to an officer position, a candidate must serve on the Board of Directors, in an elected capacity, for at least one (1) year prior to nomination.

ARTICLE VI

DUTIES OF THE BOARD OF DIRECTORS AND THE ELECTED OFFICERS

Board of Directors: The Board of Directors, who are elected from the various areas of the state of Louisiana, will act as a liaison between the Association, its membership and the various political subdivisions of the state. The Board will ensure that the officers of the Association carry out a comprehensive program for the benefit of the membership.

President: The President shall preside at meetings of the membership and the Board of Directors. The President shall be responsible for authorizing expenditures within the approved budget to perform duties of the office according to Robert's Rules of Orders. The President shall have the authority to spend allocated funds to promote the concepts for which LEPA upholds. The documentation of expenses shall be provided to the Treasurer for reimbursement. The President shall appoint the Chairperson for all committees. The President may also recommend members to serve on committees.

President Elect: The President Elect shall preside at meetings of the membership and the Board of Directors in the absence of the President. If the President is unable to complete the term of office, the President Elect shall automatically succeed to the position of President. A new President Elect shall be elected at the next meeting of the Board of Directors. The President Elect shall also serve as Chairperson of the Nominating Committee.

Treasurer: The Treasurer shall have the responsibility of controlling and safeguarding all monies and securities belonging to the Association, and, according to practices and policies established by the Board of Directors, disburse or direct the disbursement of Association funds. The Treasurer shall keep a record of all monies received and disbursed by the Association, and perform such other duties as may be required by the Board of Directors. The Treasurer shall present financial reports at each scheduled meeting of the Board of Directors and a Financial Report to the membership annually in the newsletter. An annual peer audit will be conducted to ensure fiscal responsibility. The auditor will be approved by the Board of Directors. At the expiration of his term of office, he shall turn over to his successor all records, funds, and property of the Association in his control.

LERC Representative: The Board of Directors shall elect an individual from the general LEPA membership to act as representative of the LEPA organization on the Louisiana State Emergency Response Commission (LERC). This individual will attend LEPA Board meetings for status reporting purposes and shall serve a term of at least four years, concurrent with the LERC appointed term.

ARTICLE VII

MEETINGS OF THE BOARD OF DIRECTORS

The Board of Directors will meet each quarter or whenever necessary and on the day prior to the annual Workshop of the Association. Other special meetings of the Board of Directors may be called by the President for specific purposes. Notices for meetings should be sent at least fifteen (15) days prior.

Board members who cannot attend a scheduled Board meeting should notify the Association Coordinator. Elected Board members who miss two (2) unexcused consecutive meetings or fail to attend half of the Board meetings for the past consecutive twelve (12) months are subject to possible dismissal. Dismissal will be determined by the LEPA Board. (An unexcused absence is defined as not contacting the Association Coordinator prior to the scheduled Board meeting.)

An excused absent Board member may appoint another Board member as their proxy. Such appointments shall be made in writing to the Association President or by email to the LEPA Association Coordinator prior to that scheduled Board Meeting. A Board member shall not be empowered as proxy for more than one (1) excused Board member per LEPA Board meeting. This rule of proxy voting shall not apply to the election of officers of the LEPA Board.

ARTICLE VIII

QUORUMS AT MEETINGS

A minimum of one-half of the Board members represented in person or by proxy constitutes a quorum.

ARTICLE IX

STANDING COMMITTEES

Standing committees are established to ensure that the various aspects of the management, administration, and organizational affairs of the association are carried out in an orderly manner.

The standing committees are:

- Nominating
- Legislative
- By-Laws
- Awards
- Workshop
- Membership
- Scholarship
- Certification

The President will be responsible for appointing the Chairperson of each Standing Committee and working with this Chairperson to name the members of each committee. The Board of Directors will be responsible for defining the responsibilities in writing for each Standing Committee, and shall amend, modify, or otherwise change and update the responsibilities as conditions warrant. The responsibilities of standing committees will be defined in ARTICLE X.

In addition to the Standing Committees, the President or Board of Directors may create Ad Hoc Committees to perform special tasks when the need arises. The President will appoint the Chairperson of Ad Hoc Committees and the members of the committees will be appointed in the same manner as all other committees of the Association.

ARTICLE X

NOMINATING COMMITTEE

The nominating committee shall be appointed and chaired by the President Elect. This committee will coordinate the election of Board of Directors by attempting to select at least twice as many nominees as there are vacancies and presenting them to the Board of Directors. The Chairperson will contact nominees prior to submitting their names to the Board of Directors. The Board of Directors will select the names to be submitted to the membership to be voted upon for election to a three (3) year term. The Committee Chairperson will be responsible for tallying the ballots and determining the newly elected Directors. The Committee Chairperson will communicate the results to the President and the Board of Directors.

LEGISLATIVE COMMITTEE

The Legislative Committee shall be responsible for monitoring State of Louisiana House and Senate legislation pertinent to the goals of LEPA. This committee shall develop a position and recommendations on relevant issues for the Board to consider. A copy of all such legislation will be provided to Board members.

BY-LAWS COMMITTEE

The By-Laws Committee shall be responsible for the review of the LEPA By-Laws and policies. Such review will be conducted to keep the by-laws current. This committee shall present a draft of by-laws changes to the Board of Directors for consideration and approval.

AWARDS COMMITTEE

The Awards Committee shall be responsible for soliciting nominees for LEPA awards. The committee will determine the recipients of awards in accordance with selection criteria and guidelines approved by the Board of Directors. The awards will be presented at the annual LEPA workshop.

WORKSHOP COMMITTEE

The Workshop Committee shall be responsible for organizing the Annual LEPA Workshop. This will be done in accordance with the LEPA Board's direction and approval. This committee will conduct the LEPA Workshop within the budget set and approved by the LEPA Board.

MEMBERSHIP COMMITTEE

The Membership Committee, by direction of the LEPA Board shall solicit new and renewed membership of LEPA. The committee will be responsible for developing and executing an organized approach of soliciting potential LEPA members and for maintaining a current membership listing.

SCHOLARSHIP COMMITTEE

The scholarship Program was established in 2000. The Scholarship Committee shall administer the Program. The mission of the program is to raise awareness of LEPA and its activities through LEPA sponsored activities, donations and academic partnerships to fund a-scholarships each year to individuals pursuing a career in emergency management in higher education or at regional related training sessions or conferences. The committee shall provide guidance and recommendations to the Board of Directors on the selection process and the dispensation of funding.

CERTIFICATION COMMITTEE

The Certification Committee is designed to develop, promote and advance emergency management and disaster preparedness in Louisiana. The program (Louisiana Emergency Manager) will encompass training experience and testing and will follow the IAEM Certified Emergency Manager curriculum. LEPA will manage and administer the LEM program.

ARTICLE XI

HAZMAT ALLIANCE

Membership: Membership shall consist of all current dues paying members of LEPA designating their interest in the HAZMAT Alliance.

Organization: The HAZMAT Alliance shall have two co-chairpersons: (1) representing the lead state authority involving hazardous materials, and (2) an industrial representative involved in emergency response or hazardous materials response.

The co-chairpersons shall be elected triennially during the HAZMAT Alliance Training day during a LEPA Workshop and serve their entire elected term. Only one of the co-chairs may represent the HAZMAT Alliance on the LEPA Board as a voting member.

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The co-chairs will designate and lead a HAZMAT Alliance Steering Committee of interested persons in the emergency response community across the state to participate in and lead the activities of the HAZMAT Alliance. The members of the Steering Committee may come from municipal responders, fire chiefs, industry representatives, independent contractors, LEPC/OEP personnel, etc. Membership shall not be limited to any particular field of interest or expertise.

The HAZMAT Alliance shall meet as a full group at least yearly at the LEPA Workshop. Other meetings may be organized based on need or the discretion of the Steering Committee. Announcement of the meetings will be made as far in advance of the meeting as possible.

The Steering Committee shall meet as needed, with one of the meetings during the LEPA Workshop. The Committee will determine meeting time and location.

Finance: The HAZMAT Alliance is funded through LEPA's Operating Budget. Budget expenditures are determined by the co-chairs. An annual budget report will be prepared and submitted to the LEPA Board, and the HAZMAT Alliance general membership.

Objectives: The primary objectives of the HAZMAT Alliance are listed, but not limited to the following activities:

- * Development, maintenance, promotion, review, and operation of the Louisiana Mutual Aid Agreement.
- * Development, promotion, testing, and certification of municipal and industrial hazardous materials emergency responders and response teams.
- * Update of statewide hazardous materials response issues and HAZMAT Alliance activities through promotional opportunities, such as the quarterly LEPA Newsletter, LEPA Website, LCA/TransCAER Newsletter, etc.

ARTICLE XII

ANNUAL WORKSHOP OF THE ASSOCIATION

The annual workshop of the Association will be scheduled each year at a time and place to be established by the Board of Directors. The workshop will be presided over by the President who will announce the officers elected by the Board of Directors. The site of the workshop for the succeeding year will be announced at the workshop. The membership will be notified of the place and time for the workshop.

In addition to the Workshop, special meetings of the membership of the Association may be called by a majority vote of the Board of Directors at any meeting of the Board.

ARTICLE XIII

FISCAL YEAR

The fiscal year of the Association shall be on a calendar year, January 1 through December 31. As stated in ARTICLE III, dues and membership, will also be paid on a calendar year basis, January 1 through December 31.

ARTICLE XIV

PARLIAMENTARY AUTHORITY

Robert's Rules of Order shall be the parliamentary authority for all matters of procedures not specifically covered in this document.

ARTICLE XV

DISCLAIMER OF ENDORSEMENTS

No individual member or group of members of this Association shall have the authority to endorse or recommend any product or service in the name of this Association.

ARTICLE XVII

AMENDMENTS

These by-laws may be amended by a two-thirds (2/3) vote of the Board of Directors present at any meeting of the members where notice has been communicated not less than fifteen (15) days prior to such meeting that amendments are to be considered at the meeting. Such notice shall state the proposed amendments and the present section(s) to be amended. There shall be a discussion included as to the reasons the proposed amendments are being offered. Any such proposed amendments must have been proposed by the Charter and By-Laws Committee to the Board of Directors and approved by them.

The Association Coordinator shall maintain the original copy of the By-Laws and provide a copy to an Association member so requesting.

These by-laws are approved and adopted this 14th day of November 2014.

President

President-Elect

Treasurer

Revisions:

6/4/97; 3/98; 7/8/98; 3/12/99; 4/7/00; 2/9/01; 10/25/02; 12/12/03; 10/01/04; 11/19/04; 5/26/05;
3/24/06, 12/08/06, 1/26/07,05/30/11, 9/12/14