

WASHINGTON EDPLORER SEARCH AND RESCUE

BY-LAWS

REVISED JANUARY 2000

WESAR CORPORATION

These are the By-Laws of Washington Explorer Search and Rescue (WESAR), a non-profit corporation of the State of Washington, as described in the Articles of Incorporation dated October 26, 1979.

STATEMENT OF PURPOSE

The following are specifically included here as an amplification of the general statement of purpose in Article III of the Articles of Incorporation.

- A. To promote the interchange of information on search and rescue techniques and practices.
- B. To maintain standards of expertise and professionalism among member units.
- C. To provide guidance for established units.
- D. To promote the establishment of new units.
- E. To promote and maintain a constructive relationship with other statewide Search and Rescue Units.
- F. To promote Search and Rescue in our community by attempting to conduct such that it reflects only a positive image of Explorer Search and Rescue (ESAR).

MEMBERSHIP

- A. Membership shall consist of certified and non-certified ESAR units.
- B. Each ESAR unit shall provide two representatives (delegates) to WESAR. The selection of delegates is to be made by the member unit.
- C. Only delegates from certified units shall be eligible to vote.
- D. There shall be only one recognized ESAR unit per county. That unit will be comprised of all ESAR members within that county
- E. WESAR unit membership may be obtained by a vote of the Board of Directors following written request from an organized county ESAR unit.
- F. Membership may be revoked by the WESAR Board.
- G. No member unit will discriminate (membership in their unit) on any basis in accordance with local, state and/or federal guidelines.
- H. Associate members of WESAR are defined as individuals who have an interest in WESAR and whose membership has been approved by the Board of Directors. Associate members shall have no vote.

BOARD OF DIRECTORS

- A. Membership – The WESAR Board of Directors shall consist of five persons.
- B. Election
 - a. Any registered member of a certified ESAR unit or an Associate WESAR member, 21 years of age or older, shall qualify as a candidate for the Board of Directors.
 - b. Candidates are to be selected by:
 - A. The nominating committee
 - B. Nominations from the floor.

- c. Elections shall take place at the first regularly scheduled meeting of the year.
 - d. Three Directors will be elected in even numbered years and two Directors in odd numbered years.
 - e. Election shall be by a simple majority vote of the delegation present.
- C. Term
- a. The Board members will serve beginning upon election, a two-year term or until their successors shall have been elected.
 - b. Should a vacancy occur, the remaining Directors shall appoint a qualified person to complete the unexpired term, subject to majority approval of the delegates present at the next regularly scheduled Delegates meeting.
- D. Duties
- a. Conduct the business of WESAR in the best interest of the organization, and in accordance with the By-Laws and appropriate state and federal law.
 - b. To control the finances of WESAR as described elsewhere in these By-Laws.
 - c. To solicit and consider opinions and recommendations from the delegates and other members of the units.
 - d. To make recommendations to the delegates and other members of the units.
 - e. Hold meetings as described elsewhere in these By-Laws and other meetings as deemed necessary.
 - f. At least three months prior to elections, appoint a nominating committee to consider candidates for the position of member of the Board of Directors. The nominating committee is to consist of three delegates where no more than one is currently a member of the Board.
- E. Board Decisions
- a. A motion will be considered passed if it receives a simple majority vote of all the Directors.
 - b. Motions may be properly considered at any regularly scheduled meeting, special meeting or telephone meeting of the Board.
- F. Removal of Board Members from Office
- Members of the Board of Directors may be removed from office by a 2/3 vote of the delegates present at any regularly scheduled Delegates meeting, provided that such a motion is announced at the previous regularly scheduled delegates meeting or the delegates are notified by mail of this pending motion at least two weeks prior to the meeting at which the motion will be considered

ELECTIONS

- A. The Chairman and Vice-Chairman will be elected by the Board of Directors at the second regularly scheduled meeting of each odd numbered year.
- B. Any registered member of a certified ESAR unit or an Associate WESAR member, 21 years of age or older, shall qualify for the position of Chairman or Vice-Chairman.
 - a. Term
 - i. The term of Chairman and Vice-Chairman will be two years.
 - ii. The term will start immediately upon election.
 - 1. Should the Chairmanship become vacant, the Vice-Chairman will immediately assume the Chairmanship until the election of a new Chairman can be conducted by the Board of Directors. The tem of the new Chairman will be the remainder of the term vacated.

2. Should the Vice-Chairmanship become vacant, it will remain vacant until a new election for that position is conducted by the Board of Directors. The term of the new Vice-Chairman will be the remainder of the term previously vacated.
- b. Duties of the Chairman
 - A. Conduct the delegates meetings and meetings of the Board of Directors.
 - B. Conduct the day-to-day business of WESAR according to the intent of the Board of Directors.
 - C. Appoint a WESAR Secretary and Treasurer subject to approval by the Board of Directors.
 - D. Appoint Coordinators to head specific activities or WESAR programs as needed.
 - E. At the last regularly scheduled meeting of each year, set the dates for the regularly scheduled Board meetings and Delegates meetings for the following 15 months.
 - c. Duties if the Vice-Chairman
 - A. Assist the Chairman in whatever duties he/she may assign.
 - B. Act in place of the Chairman during his/her absence.
 - d. Duties of the Secretary
 - A. Keep accurate minutes of official Board meetings and other meetings as requested by the Chairman or the Board of Directors.
 - B. Handle the correspondence of the organization as directed by the Chairman of the Board of Directors.
 - e. Duties of the Treasurer
 - A. Keep accurate and complete financial and inventory records of the organization in a manner approved by the Chairman and Board of Directors.
 - B. Make a financial report at each regularly scheduled Delegates meeting.
 - C. Make other timely reports of financial information as required by the Chairman, the Board of Directors and state or federal law.

MEETINGS

- A. Meetings of the Board of Directors and meetings of the Delegates will be held at least four times a year.
- B. Meeting of the Delegates will usually be preceded by a meeting of the Board of Directors so that the Board may refine proposals or do other work to prepare for the Delegates meeting.
- C. During the Delegates meeting, the Board will present any proposals, motions being considered or other business at hand. The delegates will have the opportunity to respond and make recommendations to the Board.
- D. Immediately following the Delegates meeting, the Board will again meet to carry out its business.
- E. Board meeting and Delegates meetings will be open to the public except that the Board may hold a closed meeting for the sole purpose of considering personnel matters.

FINANCES

- A. The Board of Directors controls the finances and assets of the organization.
- B. Delegates may utilize the non-profit status of WESAR for fund-raising projects of their units subject to the following conditions:

- a. Advance approval is obtained from the WESAR Chairman.
 - b. The funds to be raised are to be used to purchase equipment or supplies.
 - c. All funds received plus an accurate accounting of those funds is conveyed to the WESAR Treasurer as soon as possible following the project.
- C. Funds received in section 'B' above will be deposited to a WESAR account in the name of the unit that raised the funds. Expenditures will then be made from this account to pay for the equipment or supplies desired by that unit.
 - D. Equipment purchased by the process above (sections 'B' and 'C') shall be under WESAR ownership but will be assigned to and maintained by that member unit. At such time as that unit becomes inactive for one year, loses WESAR membership, or the unit decides it no longer needs the equipment or supplies, such equipment and/or supplies will be returned to WESAR for re-assignment. Upon mutual agreement by the WESAR Board and the member unit, on a case-by-case basis, the value of equipment returned to WESAR by an active member unit may be credited to the unit's WESAR account.

CERTIFICATION

- A. Unit certification may be obtained or revoked by the Board of Directors.
- B. Certification shall be in accordance with the document entitled "Requisites for Certification in Explorer Search and Rescue." The requisites may be revised by the Board of Directors.
- C. One year certification may be granted to a unit based upon successful completion of a certified unit's training program by at least eight of its members. This certification may be renewed at most one time for a period of one additional year.

AMENDMENTS

Amendments to these By-Laws may be passed by a unanimous vote of the Board of Directors at any regularly scheduled Board meeting or by a majority vote of the Board at each of two consecutive regularly scheduled Board meetings.