



CONSTITUTION AND BY-LAWS

WYOMING ALL HAZARDS ASSOCIATION

Adopted March 13th, 2014
Amended September 10th, 2014
Amended March 19th, 2019
Amended May 11th, 2021
Amended April 12th, 2022

CONSTITUTION

ARTICLE I – NAME

The Name of this non-profit organization shall be the Wyoming All Hazards Association hereinafter referred to as WAHA or the Association.

ARTICLE II – PURPOSE

The purpose of WAHA shall be to promote all hazards planning, preparedness, response, recovery and/or mitigation for all hazards, further the professional advancement of all hazards preparedness, and to insure and maintain protection of life and property from disasters throughout the State of Wyoming. To accomplish this, WAHA shall endeavor to:

- Enhance and encourage public education of emergency and disaster prevention and preparedness.
- Encourage emergency planning and preparedness at all levels
- Provide training, exercises and professional development.
- Improve coordination and communication within the all hazards community.
- Assist other agencies in promoting educational programs for all hazards preparedness within the State of Wyoming.

ARTICLE III – MEMBERSHIP

The membership of WAHA shall consist of Active Members employed within the State of Wyoming and Associate Members who do not have to be employed within the State of Wyoming. Active and Associate Membership rights and qualifications are defined within Article I of the Bylaws.

ARTICLE IV – OFFICERS

The elected officers of WAHA shall consist of a President, President-Elect, Secretary and three (3) Area Representatives.

The Officers shall all be Active Members of WAHA and have been professionally engaged by a recognized all hazards preparedness organization for the previous two years.

Three geographical areas have been defined for the State of Wyoming (SEE APPENDIX A: AREA REPRESENTATIVES MAP), and one Area Representative shall be elected from each by the membership of WAHA to represent these areas.

To be elected or appointed to an office, an active member shall meet the following requirements:

- A. Be an active member in good standing of WAHA
- B. Maintain all qualifying requirements of the office
- C. In the event that a member is no longer professional engaged by a recognized all hazards preparedness organization for any reason other than retirement while holding an elective office, the office shall be declared vacant.

The President may appoint other such positions as needed.

ARTICLE V – EXECUTIVE COMMITTEE

The elected officers of WAHA, together with the Immediate Past President, shall constitute the Executive Committee which shall formulate the policies, the annual budget and the goals of WAHA.

The Executive Committee shall meet following the election of officers to determine WAHA policies for the ensuing year and at such other times as may be called by the President as needed to accomplish association business.

ARTICLE VI – MEETINGS

WAHA shall hold at least one annual business meeting to conduct association business and appropriate professional development training or exercises. The date of the meetings will be determined by the executive committee. Properly called meetings of the association may be conducted virtually, in-person or in combination. WAHA meetings may be held in conjunction with other conferences or meetings within the State of Wyoming. When possible, the option for members to listen in to the meeting remotely will be provided.

The Executive Committee shall meet quarterly or as often as needed to conduct association business.

Special meetings of the Association may be called by request of four (4) members of the Executive Committee and such special meetings may not take place before at least three (3) working days after the notification to the membership.

Any meetings of WAHA or the Executive Committee may be conducted in person or electronically.

ARTICLE VII – DISCLAIMER OF ENDORSEMENTS

No individual member or group of members of the Association shall have the authority to endorse or recommend any product or service in the name of the Association. The Association shall not, and no individual member or group of members shall have the authority to endorse or recommend any candidate for partisan political office in the name of the Association.

ARTICLE VIII – AMENDMENTS

The Association shall have full power to alter, amend or revise this Constitution. This Constitution may be amended by a two-thirds vote of the voting membership present at a regular or special meeting of the Association. A copy of proposed amendment(s) shall be given in writing or electronic document at least thirty (30) days in advance of such meeting and must be attached to the written notice announcing that meeting. Active Members unable to attend the meeting may cast a written ballot in accordance to the provisions for a Ballot by Mail as outlined within the By-Laws. For determination of a two-thirds vote, any properly received written ballot will be counted as if the member were physically present to cast their vote during the meeting.

ARTICLE IX – REVOCATION OF FORMER CONSTITUTION

This Constitution, adopted on March 13th, 2014 shall supersede all previous amendments, alterations, discussions or revisions of any part of this Constitution.

ARTICLE X – EFFECTIVE DATE

This Constitution shall take effect on the day following adjournment of the meeting at which it was adopted. Amendments will also take effect on the day following the meeting at which they were properly adopted.

BY-LAWS

ARTICLE I – MEMBERSHIP

SECTION 1 – Active Membership

These members shall all be professionally engaged or retired from employment within the State of Wyoming in the fields of all hazards planning, preparedness, response, recovery or mitigation in local, state, and/or federal government, or in the private sector, business and industry. Active members shall be entitled to hold elective office and to participate fully in the affairs of WAHA. Each active member shall have one vote.

SECTION 2 – Associate Membership

Associate Membership shall include individuals interested in all hazards planning, preparedness, response, recovery or mitigation and may include those engaged in the sale or manufacture of equipment, supplies and vehicles. Associate members do not have to reside in or primarily work within the State of Wyoming. Associate members shall be entitled to participate fully in the affairs of the Association and may serve as ex-officio members of committees but may not hold office and do not have voting privileges.

SECTION 3 – Student Membership

Those actively enrolled in an Emergency Management, Homeland Security, Criminal Justice, Fire Science, Public Administration, or other similar all hazards undergraduate or graduate program may apply for student membership. This includes online undergraduate or graduate programs where either the school or student resides in Wyoming. Student members shall be entitled to participate fully in the affairs of the Association, but may not serve on committees, hold office, and do not have voting privileges.

SECTION 4 – Membership Dues

Annual dues for Active, Associate, and Student Memberships shall be determined by vote of the Active Members.

ARTICLE II – VOTING PRIVILEGES

SECTION 1 – Votes at Meetings

Only Active Members may vote on matters before the Association. Each Active Member shall have one (1) vote for election of officers and for all issues before the Association. For all voting issues before the Association other than changes or amendments to the Constitution or By-Laws, the Active Member must be in physical or virtual attendance at the WAHA Meeting in order to vote. Proxy votes are not accepted.

SECTION 2 – Ballots by Mail or Electronic Means

When a change or amendment to the Constitution or By-Laws is being proposed, an Active Member may vote in advance by returning their ballot to the WAHA president no later than five (5) working days prior to the Association meeting via mail or electronic means.

ARTICLE III – OFFICERS DUTIES

SECTION 1 – President

The President shall preside at all meetings of the Association and those of the Executive Committee and shall be the official representative and spokesperson for the Association. The President shall be responsible for keeping the Association informed of the activities of the President's Office.

SECTION 2 – President-Elect

In the absence or inability of the President to perform the duties of the office, the President-Elect shall be directed to assume the duties of the President. The President-Elect shall assist the President as necessary to fulfill the duties of the Office of the President. The President-Elect shall automatically serve as a member of any committee which does not already include another member of the Executive Committee.

SECTION 3 – Treasurer

The office of Treasurer may be held by any person appointed by the President and confirmed by a vote of the Executive Committee. The Treasurer is not a member of the Executive Committee, but the position of Treasurer may be held by any member of the Executive Committee in addition to their elected duties. The Treasurer shall be the custodian of the funds of the Association which shall be deposited in a bank as approved by the Executive Committee. All funds shall be expended in accordance with the approved fiscal policies of the Association and all records of WAHA shall be open to inspection by members.

The Treasurer:

- A. Shall collect, receipt in and take charge of all monies of WAHA and shall keep correct accounting of those funds.
- B. Shall countersign and pay all orders for money drawn and shall perform such other duties as may be required in the interest of the Association and shall report to the membership at each meeting of all monies received and expended.
- C. Shall at the expiration of the duties as Treasurer, deliver to the successor all monies, records (electronic or physical), books, papers and vouchers pertaining to the duties of the office and all property belonging to or held in trust for WAHA.
- D. Shall participate in any necessary accounting of the monies and property of the Association, and at the conclusion of each year, ensure that a review or audit of the Association's accounts and records is conducted by a third party named by the Executive Committee and the results of that review shall be reported to the Executive Committee.
- E. No Office or Member shall incur any expense or indebtedness of any kind in the name of WAHA without the authority of the Executive Committee or WAHA in session. EXCEPTION: The Secretary and Treasurer may make necessary expenditures for the routine expenses of the office not to exceed the sum of Fifty Dollars (\$50.00), and such expenditures must be reported to the Executive Committee within twenty (20) working days. In the case of an emergency, the President may authorize an expenditure if sufficient funds are available, but that expenditure must be reported to the Executive Committee within five (5) working days.

SECTION 4 – Secretary

The Secretary shall keep the minutes of the meetings of the Association and of the meetings of the Executive Committee. The Secretary shall be responsible for safeguarding the records of the Association, and shall receive and answer all communications, be the custodian of all documents and shall act as the Association's Historian.

The Secretary:

- A. Shall prepare and submit annual reports and shall cause reports to be printed and distributed as necessary.
- B. Shall keep a complete record of the proceedings of the Executive Committee.
- C. Shall at the expiration of the term of office or sooner termination thereof, deliver to the successor all books and papers, records (electronic or physical) pertaining to the duties of the office and all property belonging to WAHA.

- D. The Secretary and Treasurer shall be responsible for developing a roll call of eligible voters prior to each annual meeting and present it to the President at the beginning of each meeting.

SECTION 5 – Area Representatives

The Area Representatives shall represent to WAHA the interests of members for their respective geographical area. Area Representatives shall serve as members of the Executive Committee in conducting business and policies of the Association.

The Area Representatives must reside within the geographical area which they represent.

Area 1 (West) shall consist of the area including:

Park, Teton, Sublette, Fremont, Lincoln, Uinta and Sweetwater Counties. Area 1 also includes the Wind River Indian Reservation (Northern Arapaho and Eastern Shoshone Tribes)

Area 2 (Central) shall consist of the area including:

Big Horn, Sheridan, Hot Springs, Washakie, Johnson, Natrona, Carbon, Albany Counties.

Area 3 (East) shall consist of the area including:

Campbell, Crook, Weston, Converse, Niobrara, Platte, Goshen and Laramie Counties.

These areas are graphically defined in a map within APPENDIX A.

SECTION 6 – Immediate Past President

Upon leaving office, if continuing within the Association as an Active member, the Immediate Past President of the Association shall become a voting member of the Executive Committee and provide advice and assistance to the other Officers until the next Presidential election for the Association.

ARTICLE IV – TERMS OF OFFICE

SECTION 1 – Two Year Terms

The term of office for the President, President-Elect, Secretary and Area Representatives shall be for two-year periods. The election for President-Elect and Area One (West) Representative shall be held in Even Years. Election for Secretary, Area Two (Central) and Area Three (East) Representatives shall be held in Odd Years.

Terms of Office shall start at the beginning of the month following elections unless there is a vacancy, in which case it shall start immediately upon election.

SECTION 2 – Succession

The President-Elect shall move into the President's position at the end of the two-year term of office held by the President, or sooner if the office become vacant. Unless filling an unexpired term, the President and President-Elect shall not succeed themselves in their respective offices. This is a four-year line of succession.

If elected by the membership, the Secretary and Area Representatives may succeed themselves in office.

SECTION 3 – Vacancies in Office

Should a Vacancy occur in the office of President, the President-Elect shall immediately become President and will complete the term of that President and continue as President for the two years necessary to complete the four years of succession.

Should a Vacancy occur in any other office, the Executive Committee shall direct that an election be held, either at a called meeting or by Ballot by Mail to fill the unexpired term.

ARTICLE V – NOMINATIONS AND ELECTIONS

SECTION 1 – Committee on Nominations

A Committee on Nominations and Elections shall be formed by appointment of the Executive Committee, and at the beginning of the annual meeting shall present a report listing the complete list of all nominations for elective office. The Presiding Officer shall then call for any nominations from the floor. Nominations from the floor shall require the nominee's concurrence in writing or their verbal concurrence from the floor at the time of nomination. Nominees who desire to withdraw may do so at the time of nomination, but shall not make any address or requests for support of other candidates at that time.

SECTION 2 – Unopposed Nominations

For any office for which there is only one nomination, the Presiding Officer shall declare the rules of regular business or any conflicting rule or regulation and instruct that a unanimous ballot be cast and declare such nominee elected.

SECTION 3 – Opposed Nominations

For all office for which there are two or more nominees, written ballots by Active Members present shall be cast, tabulated and the results announced.

ARTICLE VI – REMOVAL FROM OFFICE

An elected or appointed officer may be removed for cause by a majority vote of the Executive Committee, provided said officer is accorded all legal rights and privileges available to citizens of the United States, including right to counsel, to reply to the charges and testify in said officer's own behalf before the Executive Committee.

ARTICLE VII – COMMITTEES

SECTION 1 – Appointments

The Executive Committee may establish committees or appoint representatives of the Association as necessary for the purposes of the Association. The appointees serve at the pleasure of the Executive Committee. Committees may include but are not limited to:

- A. Membership Committee
- B. Certifications Committee
- C. Training and Education Committee
- D. Nominations and Elections Committee
- E. Audit Committee
- F. Constitution and By-Laws Committee

SECTION 2 – Committee Functions

A Chairperson shall be named for each committee. The Executive Committee must give prior approval to any expenses incurred on the Association's behalf by any committee. At least one member of the Executive Committee must serve on any committee.

ARTICLE VIII – QUORUM

SECTION 1 – Executive Committee Meetings

Four (4) members shall constitute a quorum for meetings of the Executive Committee.

SECTION 2 – Association Meetings

A simple majority of the eligible Active Members present at a duly called meeting shall constitute a quorum.

ARTICLE IX – DUES

SECTION 1 – Process

Dues for Active and Association memberships in WAHA shall be set by a vote of the members at the annual meeting.

SECTION 2 – Term

Annual Dues are due and payable by January 1st of each year. Dues are effective for the calendar year January 1st through December 31st.

SECTION 3 – Arrears

No members in arrears shall be eligible to vote. Any member in arrears after March 1st of any calendar year shall, after due notice of their status, have their name removed from the membership roll.

ARTICLE X – FISCAL PROCEDURES

SECTION 1 – Fiscal Year

The fiscal year of the Association shall be January 1st through December 31st.

SECTION 2 – Budget

A budget shall be developed by the Executive Committee which shall provide it to the membership in advance of the annual meeting.

SECTION 3 – Use of Funds

No expenditures may be incurred on the Association's behalf without the approval of the Executive Committee. Proper documentation of expenses is required.

Checks drawn upon the Association's funds must have dual signatures of authorized members of the Executive Committee.

Records shall be kept of all expenditures identifying each disbursement by its account number, amount, date of disbursement, purpose and to whom it was disbursed.

ARTICLE XI – AMENDMENTS

These By-Laws may be amended by a two-thirds vote of the voting membership present at a regular or special meeting of the Association. A copy of proposed amendment(s) shall be given in writing at least thirty (30) days in advance of such meeting and must be attached to the written notice announcing that meeting. Active Members unable to attend the meeting may cast a written ballot in accordance to the provisions for a Ballot by Mail as outlined within the By-Laws. For determination of a two-thirds vote, any properly received written ballot will be counted as if the member were physically present to cast their vote during the meeting.

ARTICLE XII – PARLIAMENTARY AUTHORITY

The rules contained in Robert's Rules of Order shall govern in all cases wherein they do not conflict with the rules of this organization.

APPENDIX A: AREA REPRESENTATIVE MAP.

