

BYLAWS OF UNITED SEARCH AND RESCUE OF MONTEZUMA COUNTY, INC.

Change #3 – 23 July 2007: Added Section 9 – Protocol Documents
Change #4 – 08 Jan. 2017: Multiple changes to body of document

Status: Implemented
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ARTICLE 1 - OFFICES

1.1 - The principal office of the corporation shall be located in Cortez, Montezuma County, State of Colorado.

1.2 - The corporation may have such other offices, either within or outside Cortez, Montezuma County, State of Colorado, as the Board of Directors may designate or as the business of the corporation may require from time to time.

1.3 - The registered office of the corporation required by the Colorado Corporation Code to be maintained in Colorado may be, identical with the principal office, and the address of the registered office may be changed from time to time by the Board of Directors.

ARTICLE 2 - PURPOSE

2.1 - The purpose of this corporation is the search and rescue of lost or injured persons and the provision of search and rescue volunteers when the need arises and when called upon. We do this so that others may live.

ARTICLE 3 - MEMBERSHIP

3.1 - Any person interested in the objects and purposes for which this corporation has been organized, who has attained the age of eighteen years, who completes an application on a form prescribed by the Board, and whose application is approved by a majority of the Board at a regular meeting called for that purpose, may become a member of this corporation for so long as he or she shall pay the dues prescribed by the Board and shall abide by all regulations, resolutions and bylaws of this corporation.

3.2 - Any person who is now and has been a member of this corporation prior to the adoption of these bylaws shall maintain such membership as defined and described below.

3.3 - There shall be, and there is hereby created, the following levels of membership in this corporation:

3.3.1 - Pending Members

3.3.1.1 - Pending members shall be all new members of the corporation who have not yet qualified for membership at the active membership status. All pending members shall be on probation for a period of six (6) months. Pending members will be issued a long sleeve orange shirt and hat. During the probation period the member will not be issued the following:

- (a) A concealed weapon carry permit (team will assist with this class upon becoming an active member or the organization.)
- (b) Radio (a radio may be issued at a search by the IC)

3.3.1.2 - The search and rescue function of pending members shall be limited to support functions which do not require the advanced training necessary for active membership. Active training and membership is requisite to the health and welfare of the other members and the public during search and rescue missions. Pending members must attend at least six (6) training meetings and three (6) business meetings per year.

3.3.2 - Active Members

3.3.2.1 - In addition to all requirements for pending membership, active members shall be all members of the corporation who have completed basic search technique classes including:

- (a) Wilderness Survival
- (b) Map and Compass
- (c) Search Theory - NASAR Fundamentals
- (d) Standard First Aid and Cardio-Pulmonary Resuscitation.
- (e) ICS 100, 200 & 700

3.3.2.2 - Active members shall be required to have a survival pack provisioned for complete self-sufficiency for a minimum of 48 hours and clothing appropriate to all likely weather conditions for the same term.

3.3.2.3 - The search and rescue function of active members shall be limited to basic search and rescue procedures not requiring the specialized training.

3.3.4 - Associate Members

3.3.4.1 - Any member in good standing, who has special training or experience that the corporation may need as a resource, may be moved to the status of Associate Member by action of the Board of Directors and a vote of the membership of the corporation at a regular meeting.

3.3.4.2 - Such action (reassignment to associate member) shall be done at the member's request when the member is not able to perform as a regular member, such as attending training and business meetings and participating in call-outs for searches, due to personal reasons.

3.3.4.3 - Associate members must pay their annual dues and attend at least two business meetings a year, but may attend additional meetings. They may be asked to assist or to conduct training for the Corporation in their particular area of expertise or knowledge. During call-outs, associate members can only participate in a support role in their areas of expertise and must remain with an active team member while doing so. These members, based upon experience and the situation, can be utilized at the discretion of the President or the Board of Directors.

3.4 - Dues

3.4.1 - Annual dues of members are due and payable at the first business meeting of the year. If such dues are not paid within thirty (30) days thereafter, such membership shall cease. Reinstatement in the corporation after non payment of dues shall be at the discretion of the Board and the membership.

3.4.2 - Dues for members shall be established by the Board at the annual meeting in each succeeding year.

3.5 - Voting Rights

3.5.1 - At all general meetings of the membership, each member shall have one vote upon each issue presented for a vote by the membership.

3.6 - Termination of Membership

3.6.1 - The Board may terminate any membership for cause at any time and shall have full discretionary powers in so doing. However, prior to such act by the Board, the member whose membership is being questioned shall be granted the opportunity to appear and speak before the Board of Directors. Any member of the team who has not attended a business meeting, a training, or who has not paid the annual dues shall have their membership revoked at the discretion of the Board and will be removed from the membership roster.

ARTICLE 4 - MEETINGS

4.1 - Annual Meetings

4.1.1 - The annual meeting of the members of this corporation for the election of directors and the transaction of any other business shall be held on the first business meeting in January of each year, or as set by resolution of the Board not later than the fifteenth day of December of the preceding year. Notice of the meeting shall be emailed to members at least fifteen (15) days in advance of the date set for such meeting.

4.2 - Special Meetings

4.2.1 - Special meetings may be called at any time by the secretary when so directed by the president or by a majority of the Board of Directors. Notice of such meeting shall be emailed and each member shall be notified at least fifteen (15) days in advance of the date set for such meeting.

4.3 - Proceedings at Meetings

4.3.1 - Any question concerning parliamentary procedure at meetings of this corporation's membership shall be determined by reference to Robert's Rules of Order, revised edition.

ARTICLE 5 - BOARD OF DIRECTORS

5.1 - Elections and Terms

5.1.1 - The president and vice-president shall be elected by the general membership and shall be president and vice-president of the Board. The Board shall consist of the president, vice-president, secretary, treasurer, training officer, equipment officer, and medical officer.

5.1.2 - A director shall hold office for a term of one year and until a successor is elected and takes office. A director may, by vote of the general membership, succeed himself in office.

5.1.3 - Directors shall be elected by a plurality of the votes cast by the general membership at the Annual Meeting.

5.2 - Powers and Responsibilities

The board of directors, by action of a majority of those present at any meeting and constituting at least a quorum:

5.2.1 - shall have control of and be responsible for the management of the affairs and property of the corporation.

5.2.2 - shall have power to fill vacancies on the board of directors or in offices for the remaining portion of any term either upon or without recommendation from any standing committee or officer.

5.2.3 - shall have full discretion in the election of members of this corporation and the termination of such membership.

5.2.4 - shall appoint and have the power to remove all officers and employees and prescribe their duties, not inconsistent with the provisions of these bylaws.

5.2.5 - and generally shall have full power to do, or require done, everything deemed necessary or expedient for the promotion of the corporation's welfare.

5.3 - Removal and Reinstatement

5.3.1 - A member of the Board of Directors may be removed for cause by a majority vote of the Board of Directors. Such cause shall be stated in writing and shall be provided to said board member not less than ten days prior to the regular or special meeting of the Board of Directors where said vote shall be held.

5.3.2 - In the event the decision of the Board of Directors is to remove a director, and the general membership of the corporation has not voted to reinstate the director as herein provided, the vacancy thereby created shall be filled by majority action of the general membership.

5.3.3 - If a member holding a position of office has reported no activity for a year, they shall be automatically removed from office.

5.3.4 - Written notice of the action of the Board of Directors removing a director from office for cause shall be mailed to each member of the corporation by the secretary within five days after such action has been taken. At the next following regular meeting of the membership, by motion and proper second of said motion, a majority vote of the membership may overrule the action of said Board of Directors, in which event the director so removed shall be reinstated as a director for the remainder of his or her term in such office.

ARTICLE 6 - MEETINGS OF THE BOARD

6.1 - A meeting of the directors shall be held following the election of directors at the annual meeting each year.

6.2 - At least one other regular meeting of the Board shall be held in the week preceding the regular monthly business meeting.

6.3 - Special meetings may be called by the president of the corporation, the chairman of the Board of directors or a majority of the Board. The secretary shall issue a notice of time, place, and agenda for such special meeting at least five days in advance of said meeting.

6.4 - Not less than fifty percent (50%) of the directors then in office shall constitute a quorum for the transaction of any business.

ARTICLE 7 - OFFICERS

7.1 - Types of Officers and Selection

7.1.1 - The officers of this corporation shall be a president, one or more vice presidents, a treasurer and a secretary. All officers shall be elected from among the members of the corporation.

7.1.2 - All officers shall be elected by the majority of members present at the annual meeting of the members in January.

7.1.3 - Officers elected shall serve for one year and thereafter until their successors are elected and take office.

7.2 - Duties and Responsibilities of the President

7.2.1 - The president:

- (a) shall be the chief executive officer of the corporation.
- (b) shall preside at all meetings of the membership and Board of Directors.
- (c) shall have, at the direction of the Board, the authority to sign such papers, documents, promises and undertakings as may be required in the sale of assets belonging to the corporation securing the repayment of any debt of the corporation and in connection with the settlement of estates or trusts in which the corporation has an interest.

7.2.2 - The president of the corporation shall deliver a message to the members, concerning the condition of the corporation, at each annual meeting of the membership.

7.3 - Duties and Responsibilities of the Vice President

7.3.1 - The vice-president or vice-presidents in order of succession, shall, in the absence or disability of the president, perform the duties of the president and act in the presidents stead.

7.3.2 - The vice-presidents shall also carry out such assigned duties as may be directed by the president.

7.4 - Duties and Responsibilities of the Secretary

7.4.1 - The secretary:

- (a) shall give due notice of the time and place of all meetings.
- (b) shall preserve the record of the proceedings of the corporation, the Board of Directors.
- (c) and shall perform such other duties as are usually expected of such officer.

7.4.2 - The secretary shall have and maintain custody of the corporate seal, bylaws, records and general archives of the corporation, except as may be expressly placed in the charge of others by order of the Board of Directors or these bylaws.

7.5 - Duties and Responsibilities of the Treasurer

7.5.1 - The treasurer:

- (a) shall have charge and custody of the financial records of the corporation.
- (b) shall be responsible for depositing in it's name, in one or more national or state chartered banks or incorporated trust companies designated as depositories by the board, all monies received.
- (c) and generally shall perform such duties as pertain to the same office in similar corporations.

7.5.2 - The treasurer shall have the authority to sign such papers, documents and undertakings as may be required in the sale of the assets of the corporation or in connection with the settlement of estates and trusts in which the corporation has an interest.

7.5.3 - Funds shall be withdrawn from any depository only by a check or draft signed by the treasurer and such other person or persons as may be designated for such purpose by the Board of Directors.

ARTICLE 8 - AMENDMENTS TO BYLAWS

8.1 - These bylaws may be repealed, altered, or amended at any annual meeting, or at any special meeting called for that purpose, provided any alteration or change proposed shall first have been submitted to the board of directors and approved by a majority vote thereof not less than fifteen days prior to the holding of such annual or special meeting.

ARTICLE 9 – PROTOCOL DOCUMENTS

9.1 - Protocol Documents in General

9.1.1 - The secretary of the corporation shall maintain and update as necessary protocol documents for distribution to members of the corporation, MCSO dispatch officers, and other organizations or members of the public as may be deemed necessary.

9.1.2 - Protocol documents, as used by the corporation, describe procedures and equipment that the corporation uses to respond to specific emergency situations. Existing protocol documents and the situations that they apply to are summarized beginning in section 9.2.

9.1.3 - Protocol documents may be modified at any Board or business meeting of the corporation. After suitable discussion and after approval by any specific individuals affected by the changes, a majority vote of the officers present shall be required to approve changes to the documents.

9.2 - Dispatch Callout Procedures

9.2.1 – A protocol document, titled *USAR Dispatch Callout Procedures*, is maintained by the corporation to inform MCSO dispatch officers about how the corporation expects to handle callouts for "At Risk" subjects versus "Other" subjects.

9.2.2 – "At Risk" subjects include children, Alzheimer's patients, immediate health risk, an emergency such as swift water or overturned boat.

9.2.3 – "Other" subjects can be generally defined as those not included in the "At Risk" category which includes, but is not limited to: recreational persons or groups, such as hunters, hikers, ATVers, or snowmobilers.

9.2.4 – This document also contains a list of officers of the corporation and their emergency contact phone numbers for use by MCSO dispatch. This list must be updated every year as changes in the corporation board members occur.