



San Mateo County Emergency Managers Association

Mission

&

By-laws

(Adopted May 23, 2013)

(Revision 1 - December 18, 2014)

(Revision 2 – April 28, 2016)

(Revision 3 – February 22, 2018)

(Revision 4 – January 28, 2021)

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(Revision 6 – September 22, 2022)



San Mateo County Emergency Managers Association

MISSION

The Mission of the San Mateo County Emergency Managers Association (SMCEMA) is to:

- **Serve as a clearinghouse for emergency management best practices, ideas, suggestions and courses of action; to provide input and recommendations for administrative and operational plans, courses of action and procedures;**
- **Evaluate, develop and make recommendations for emergency management and disaster related public policy and procedures;**
- **Convey an EMA position on appropriate matters and provide expertise and information to the public and private sectors and to the communities we serve;**
- **Encourage planning and preparedness for emergencies**

CODE OF ETHICS

All members of SMCEMA and their guests, in conjunction or connection with any SMCEMA activity, shall adhere to this code of ethics:

- **Conduct and activities are performed in a professional business manner.**
- **Regularly participate in SMCEMA meetings and activities.**
- **Conduct no meeting activities contrary to the purpose and mission of SMCEMA.**
- **Obtain Executive Board approval prior to distributing or posting materials of any kind at SMCEMA activities.**
- **Only use the membership roster for contacting other members to discuss emergency management issues and official SMCEMA business.**
- **Avoid using the SMCEMA name or professional affiliation for personal gain.**



BY-LAWS

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ARTICLE 1 - NAME/DEFINITIONS

1.1. Name. The name of this association is the San Mateo County Emergency Managers Association (SMCEMA or the Association).

1.2. Definitions

1.2.1. Emergency Management - Emergency management is the managerial function charged with creating the framework within which communities or organization reduces vulnerability to hazards and copes with emergencies.

1.2.2. Emergency Manager - The Emergency Manager is responsible for coordinating the plans of the various components of the emergency management system – fire, police, emergency medical services, public works, volunteers, and other groups contributing to a community's or organization's management of emergencies.

1.2.3. San Mateo Operational Area (SMOA) - An Operational Area (OA) is the intermediate level of the state emergency management organization, consisting of the geographical county and all political subdivisions within the county area. The SMOA consists of the County of San Mateo and all Cities & Towns within it.

1.2.4. San Mateo County Department of Emergency Management - Provides planning, preparedness, public information, training, and Federal/State intergovernmental emergency services coordination within OA, to enable jurisdictions to respond to, minimize the impact of, and recover from a major emergency, disaster, or homeland security incident with the least possible loss of life or property. Day-to-day management of DEM is done by the Operational Area with direction set by the Emergency Services Council.

1.2.5. Emergency Services Council – The Emergency Services Council is empowered to review and recommend for adoption by the Board of Supervisors and the city council of each city such emergency plans, programs, and agreements. The Emergency Services Council approves the annual budget for DEM and recommends it to the County and the cities/towns for adoption. The voting members of the ESC consist of the mayor or a designated member of each city council and a member of the Board of Supervisors designated by the Board of Supervisors and derives its authority from a Joint Powers Authority entered into by the voting members. Non-voting members include representatives from the Red Cross, School District, Fire Chiefs Association, Police Chiefs Association. Other non-voting members that could be included are representatives from entities such as; a water district, sanitary district, Harbor District, Transit district, Pacific Gas and Electric, and AT&T.



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ARTICLE 2 - PURPOSE

2.1. The SMCEMA has been formed for the purpose of supporting emergency management, training and exercise planning. This multipronged purpose is accomplished

collaboratively with various partners, in order to identify existing needs, to develop strategies for programs and processes for all entities in the SMOA.

- This is a nonprofit association which does not contemplate pecuniary gain or profit from the members thereof. It is organized for the following purposes:
- To foster discussion and resolution of mutual problems common to the field of emergency management.
- To coordinate emergency management efforts & activities within the SMOA.
- To promote, sponsor, and conduct courses of instruction in emergency preparedness for the benefit of entities within the SMOA.
- To identify and develop a better understanding of the problems encountered in emergency management and to promote the free exchange information within the SMOA.
- To foster ongoing and productive working relationships among the regular and associate members of the SMCEMA and their respective organizations.
- To sponsor and engage in such activities, from time to time, as shall be deemed advisable in the interest of the SMCEMA.

ARTICLE 3 - MEMBERSHIP

3.1. Membership is open to any individual who is engaged and currently employed in the emergency management field in the County of San Mateo in local government, special districts, private sector, business and industry, public health, and higher education, and/or has retired after serving in the emergency management profession.

3.1.1. The Executive Board (acting as the Membership Approval Committee) shall review and vet all applications and assign membership level status under the levels of membership as prescribed in this article. The Board President or designee, in the absence of the Board President, will announce new members at the next regularly scheduled membership meeting.

3.1.2. Regular Member of the SMCEMA shall consist of dues paying persons representing or affiliated with, governmental and non-governmental agencies and organizations, approved by the Executive Board that are involved in emergency management. Regular members may attend and participate in regular meetings and working groups, have voting rights in general SMCEMA business and may hold office.

3.1.3. The annual dues for Regular Membership shall be proposed through the Board.



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3.2. Associate Members of the SMCEMA shall consist of public and private entities/organizations having a collateral duty relating to, or an interest in emergency management and or providing, promoting or supporting training in the field of emergency management. Examples of Associate Members would include but are not limited to; private companies and emergency managers from agencies outside the SMOA. Associate Members may attend and participate in regular meetings and working groups, but are without voting rights in general SMCEMA business and may not hold office.

3.3. In instances when Regular Members who are the designated Emergency Management representative of their agency to EMA and are replaced by another representative (e.g., change in assignment or responsibility, retirement, etc...), the regular membership may transfer to the new person and the former regular member may be offered an Associate Membership.

3.4. Member Conduct

3.4.1. Members shall not carry out, or engage in, any conduct and/or activity which impairs or undermines the legitimate, purpose and objectives of the Association as set forth in its by-laws or violate any provisions of the Association by-laws. Such actions may be grounds for expulsion from the Association.

3.4.2. No member shall claim to communicate on behalf of, or communicate as an official representative of, the Association without the express prior permission of the President or Executive Board.

3.4.3. An Association member who intends to resign shall submit their intent to resign in writing to the Board Secretary. The resignation shall be effective immediately after the Board's acceptance or at such earlier date as indicated in the resignation.

3.4.4. An Association member may be removed from the association for cause by a 2/3 majority vote of the regular members. Reasons for removal include, but are not limited to:

- Conviction in a civil or criminal proceeding
- Committing any act fraud or intent to deceive
- Misrepresentation of employment status, education and/or professional certifications
- Willful and repeated violation of Association by-laws
- Failure to perform duties
- Malfeasance and/or engaging in any conduct that is deemed detrimental to the Association or of the emergency management profession

ARTICLE 4 VOTING

4.1. A quorum shall be defined fifty (50) percent or more, of the representatives of the total regular member agencies.



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4.1.2. Except as provided herein, action shall be taken by motion or resolution passed or adopted by a majority of the regular voting members present at any meeting.

Voting shall be typically accomplished by roll-call vote, recorded by the Secretary or other Board member present. Other alternative voting methods may be used as appropriate:

- Proxy votes may be accepted with a written proxy submitted prior to or at the time of the vote. Proxies shall be included with the official record of the vote.
- Online voting may be conducted. The system used should allow for anonymous voting and should allow all eligible members to participate. An example would be a SurveyMonkey ballot sent to individual emails.

ARTICLE 5 - OFFICERS

5.1. The officers of this Association shall be elected from the regular voting membership and shall consist of a President, a Vice-President, Secretary, Treasurer and Member-at-Large. These officers shall make up the Executive Board (Board) of the SMCEMA.

5.1.1. Typically, the term of office for any Executive Board member is one year. No person should hold the same office for more than two (2) consecutive terms. The Executive Board Member position of Treasurer may be exempted from term limits to maintain continuity of the Association's finances as deemed necessary. Term limits for Treasurer may be waived by a vote, typically conducted during the election for new association officers.

5.2. The officers shall be elected by the regular voting membership at the June meeting of each year and shall take office in the first meeting of the succeeding fiscal year.

5.3. Officers and their Duties

5.3.1. President. The duties of the President include; preside over all meetings of the organization, and perform the duties usually performed by the president of an organization; to review reports made by committees/working groups; to maintain liaison with local, state, and Federal organizations of interest to the training function; and to maintain liaison with local, state, and federal legislators as needed; to represent the Association through correspondence, and attend relevant meetings, including but not limited to, the quarterly meeting of the Emergency Services Council. Only the President, or their specifically appointed designee, shall communicate on behalf of or represent the Association.

5.3.2. Vice-President. The duties of the Vice President include; perform all of the duties of the President during the President's absence or inability to act.

5.3.3. Secretary. The duties of the Secretary include documenting the minutes of all the meetings and publishing/distributing the minutes in a timely fashion, publish and maintaining an active roster of regular and associate members; publish and maintain a calendar of training courses, meetings, and events; maintain the association by-laws and record the changes thereto;



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and perform such other duties as may be requested of her/him. The Secretary will propose the destruction of association records at a regular meeting of the association. A brief written description of the information to be destroyed will be prepared in advance and circulated to the membership. A vote of the membership present will authorize the Secretary to destroy said records. Procedurally, the Secretary will maintain all records for at least two years.

5.3.4. Treasurer. The duties of the Treasurer include receive and collect all monies from dues and other sources; and to pay all claims approved by the association; maintain an accurate account of the funds of the SMCEMA; render a report at each regular SMCEMA meeting or whenever requested by the SMCEMA of all monies received and disbursed. As membership and dues are connected, the Treasurer will process membership applications and deal with dues (invoicing, collection, etc...)

5.3.5. Member-at-Large. The duties of the Member-at-Large include supporting the Purpose and Mission of the Association.

5.4 Election of Officers & Filling of Vacancies on the Executive Board

5.4.1. The President shall call for nominations to nominate candidates for the offices of the SMCEMA at the May meeting. Election of new officers will be conducted at the June meeting.

5.4.2. If at any time during their term, an officer is unable/unwilling to complete their term, an election may be held to fill the vacant position.

5.4.3. Any regular member in good standing may run for the vacant position on the Board, including other officers currently on the Board. If a current officer is elected to a different position, the same procedure shall be used to fill that vacant position. Newly elected officer, shall serve the remainder of the term for which they were elected.

5.5. Removal of Officers

5.5.1. Cause for removal of an officer from the Board could be for malfeasance, refusal to perform duties, inability to perform duties, or any action which could bring discredit to the Association.

5.5.2. Any regular representative may call for the removal of an officer. Such call shall be made in writing to any officer. The Board shall notify the affected officer of the cause for possible removal and then shall bring the issue to the representatives Prior to a vote to remove an officer from office, the affected officer will be notified by the Board of the cause for possible removal.

5.5.3. The affected officer shall be given time, at the next regularly scheduled monthly CMA meeting, to request reinstatement, and give accompanying facts to support a reversal of the removal. The Board shall also provide their facts and a vote shall be take on the issue.



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5.5.4. Passage shall be accomplished by a two-thirds (2/3) majority vote of a quorum of the voting membership.

ARTICLE 6 - MEETINGS

6.1. The general membership meetings of the SMCEMA shall be held monthly; at a time and place to be designated by the regular voting membership.

6.2. The President of the SMCEMA may call special meetings of the entire SMCEMA and must call special meetings when requested by a majority of the as regular voting members. Such meetings shall be called at least thirty-six (36) hours in advance of the meeting time, with the matters to be considered at the meeting stated.

6.3. Any meeting may be cancelled by the affirmative vote of the SMCEMA, or as deemed necessary by the President.

ARTICLE 7 - CONDUCT OF BUSINESS

7.1. The order of business at SMCEMA meetings should be as follows:

1. Welcome and Introductions
2. Speaker
3. Association Business
4. Working Groups
5. Old Business
6. New Business
7. Round Table/Announcements

ARTICLE 8 - COMMITTEES / WORKING GROUPS

8.1 Executive Board (Board). The executive board shall be made up of the President, Vice President, Secretary, Treasurer, and Member at Large. The executive committee should meet on a monthly basis, prior to the general membership meeting. That meeting may be on a date prior to or the date of the general meeting.

8.2 Working Groups shall be established to address specific issues, projects or programs. Working groups may be established as standing or temporary as needed. Examples of working groups would be; CERT, WebEOC, Training, Hazard Mitigation.

8.2.1 Work-flow process for projects and other items. The typical work flow for projects and other items being addressed by the EMA shall be as follows:

- The item is brought to the EMA membership for discussion and concept approval by vote. If approved, the item is assigned to the appropriate working group.
- Working group conducts research & develops proposal.



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- Proposal is brought forward to EMA membership for discussion and vote, following the established EMA voting process. An item(s) may be sent back to the working group for changes.
- Once approved by EMA membership, item is then implemented or otherwise moved forward as appropriate for the item. Implementation may involve development of training for the item, as needed. The item may be sent back to the working group that developed it or to another working group, such as Training & Exercise, for training development and implementation.

8.2.2 Projects outside typical workflow process. It is recognized that while any member may apply for and receive emergency management/homeland security (EM/HS) related grants, OES is the main administrator for EM/HS grants in San Mateo County. It is also recognized that at the end of a grant period, there may be unspent funds that need to be used (a.k.a. “dust funds” or “grant dust”). There also may be times when OES or an EMA member becomes aware of available EM/HS grant funds that must be applied for within a short time window. In these cases, every effort should be made to follow the work flow process outlined in section 8.2.

However, an alternate work flow process may be used if circumstances do not allow for the typical process. In such a case, a vote on the item can be made by the EMA Board in lieu of the full membership and the EMA membership should be notified as soon as practical regarding the use of grant funds. Also, in anticipation of these types of funds being available, it is recommended that prior to every fiscal year, the EMA should submit proposals that we would like SMCo OES to incorporate into their initial funding proposals for the upcoming fiscal year. Such proposals typically have to be approved by the appropriate process for the grants applied for, prior to submission.

8.3 Grant application by individual EMA member agencies. Nothing in these by-laws prohibits an individual EMA member agency from applying for, receiving or administering any grant specifically for that agency. In such a case, the member agency would follow its own internal policies/procedures.

ARTICLE 9 - FINANCES

9.1. Sources of Revenue

9.1.1. Dues

9.1.1.1. Annual dues shall be assessed and established by the Executive Board and submitted for ratification by a vote of the membership.

9.1.1.1.1 Prorated dues shall be charged to persons applying for initial membership, when the date of their application falls within the fiscal year on the following schedule:

- Application date between July 1 and September 30 – 100%
- Application date between October 1 and December 31 – 75%
- Application date between January 1 and March 31 – 50%



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- Application date between April 1 and June 30 – 100% but will include membership for the next full fiscal year

9.1.1.2. The Treasurer should issue invoices in May.

9.1.1.3. Dues are payable to the Treasurer on or after July 1st and shall be considered Past due as of August 30th.

9.1.1.4. Delinquent members should be informed of their status in writing by the Treasurer.

9.1.2. Other Sources of Revenue

- Donations
- Interest from bank accounts
- Training/Seminar fees
- Fund raising

9.2. Financial Management

9.2.1. Expenditures must have prior approval of the Executive Board.

9.2.1.1 The Executive Board reserves the ability to approve expenditures that benefit the Emergency Management profession not to exceed \$500.00 per expenditure.

9.2.1.2 Expenditures in excess of \$500.00 must be voted on by the membership.

9.2.1.3 Receipts and documentation are required for all Association-related reimbursements.

9.2.2. Checking Accounts

9.2.2.1. Checking accounts will be maintained by the Treasurer for general Association transactions.

9.2.2.2. The Treasurer may issue checks and or utilize the debit card for the Association. The Secretary may act in the absence of the Treasurer.

9.2.2.3. The Treasurer shall maintain account balances monthly.

9.2.2.4. The Treasurer shall report at each regular meeting any transactions since the last meeting and the current fund balance.

9.2.2.5. It shall be the responsibility of the Association Treasurer to notify the Executive Board regarding any unusual or questionable revenues or expenses.

9.2.2.6. The SMCEMA shall operate on a July-June fiscal year basis.



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ARTICLE 10 - ADOPTION OF BY-LAWS & EFFECTIVE DATE

10.1. These by-laws will become effective immediately when adopted by affirmative vote.

10.2. These by-laws may be amended by the vote of a majority of the regular voting members.

10.3. The effective date of the by-laws is May 23, 2013.

10.4. Revised Dates:

- Revision 1 - December 18, 2014
- Revision 2 – April 28, 2016
- Revision 3 – February 22, 2018
- Revision 4 – January 28, 2021
- Revision 5 – July 1, 2021
- Revision 6 – September 22, 2022

10.5. The Executive Board shall undertake a review of the by-laws annually, typically in the second quarter (Oct-Dec) of each fiscal year but may be conducted as deemed necessary. This effort may be delegated to an ad hoc by-laws Working Group. Further, any member in good standing may propose an amendment to the by-laws for consideration by the Executive Board (or Working Group) as part of the review.

The Board (or Working Group) will establish the timeframe for member submission of a proposed amendment(s) to allow sufficient time for consideration. Proposed changes should be distributed to the membership prior to a vote to adopt.

Changes may be voted on in blocks by Article number, or all changes at once, depending on the number and type of changes proposed. Any proposed changes shall be voted on by the regular membership in accordance with established voting procedures specified in these by-laws and all approved changes will become effective as decided upon, when approved by the regular membership.