# IOWA DISASTER HUMAN RESOURCE COUNCIL BY-LAWS

**AMENDED March 15, 2012**

**AMENDED July 18, 2013**

**AMENDED October 18, 2018**

Article I. NAME AND RELATIONSHIPS

Section 1.01 The name of this organization is the Iowa Disaster Human Resource Council (IDHRC). IDHRC is a VOAD, a state counterpart and partner of the National Voluntary Organizations Active in Disasters (NVOAD). The IDHRC is also a liaison organization to local VOAD, COAD, long-term recovery committees, local emergency management and similar organizations or committees operating at the local level in the state of Iowa.

Section 1.02 The business address will be: Iowa Disaster Human Resource Council

Iowa Department of Homeland Security and Emergency Management

Building #1, Floor Basement

7105 N. W. 70th Ave.

Camp Dodge

Johnston, IA 50131-1824

The mailing address will be:

Iowa Disaster Human Resource Council

PO Box 1352

Johnston, IA 50131

Article II. PURPOSE

Section 2.01 The purpose of this organization shall be to coordinate the services of faith-based and voluntary organizations with the disaster response activities of governmental organizations, to foster a more effective response to the people of Iowa in times of disaster through:

*Cooperation of response agencies -* creating opportunities for cooperation and information sharing

*Coordination of services* - fostering a common understanding and coordinated efforts with public offices

*Education* - increasing mutual awareness and understanding of each organization and public awareness of disaster-related response issues

*Convening Mechanisms* - arranging meetings, conferences, and training as necessary

*Financial Assistance* – facilitating the provision of funding to meet the long-term unmet needs of disaster survivors.

The IDHRC seeks to ensure the availability of needed services and to encourage uniform, impartial provision of these services. The IDHRC does not discriminate based on religion, race, creed, disability, sexual orientation, or ethnicity and complies with all federal and state human rights laws.

**Article III.** MEMBERSHIPS

Section 3.01 The IDHRC is not intended to be a competing agency, but an umbrella organization of existing agencies. Each member organization maintains its own identity and independence, yet works closely with other agencies to improve service, maximize resources, and eliminate unnecessary duplication.

Section 3.02 Members will be asked to execute a Statement of Understanding upon initial application for membership and every three years. Members will be deemed active if they have a current Statement of Understanding and current contact information on file with the Secretary of the IDHRC.

Section 3.03 Organizations eligible for membership are those with faith-based, voluntary, and governmental agencies, with a stated policy of commitment of resources to meet the needs of people affected by a disaster, or, who assist in preparing for disasters and assist victims of disaster. Organizations may be accepted as approved by the Board of Directors and the provisions of IDHRC by-laws.

Section 3.04 Any number of representatives from one organization may attend regular and annual meetings to provide input. Additionally, any number of representatives from one member organization, as well as individuals not associated with a member organization, may request inclusion on the IDHRC Listserv to receive meeting notices and updates from the IDHRC.

Section 3.05 Membership will be contingent upon conditions specified in the by-laws. Article IV. MEETINGS

Section 4.01 The IDHRC will normally meet monthly. On an alternating basis, the meeting will be held at JFHQ in person, then by conference call. If, by Board of Directors consensus, the monthly meeting schedule is altered, a minimum of two (2) regular meetings of IDHRC must be held each calendar year, including the “Annual” meeting.

Section 4.02 E-mailed notice to all members of no less than five (5) days prior to the meeting date shall constitute proper notice for the conduct of regular meetings. Members will receive ten (10) days notice for the annual meeting.

Section 4.03 In case of disaster activity in the state that results in unmet needs, any member organization may request an emergency meeting. The Chair of the Board or any other two (2) officers may convene a meeting or a conference call to coordinate and share information regarding the disaster response of member agencies.

Section 4.04 Provided a quorum exists (and unless otherwise provided herein), decisions on any question at a meeting of the IDHRC shall be by a two-thirds majority vote of the Board of Directors present and voting. Meeting site and date may be decided as a final act of business at the current meeting or delegated to the decision of the IDHRC officers if no consensus is reached.

Section 4.05 Roberts Rules of Order shall be considered the general rules for the conduct of meetings.

Section 4.06 A quorum for transaction of business shall consist of fifty percent plus one of the total members of the Board of Directors.

Section 4.07 With the exception of the annual Board of Directors election, only members of the Board of Directors shall be eligible voters in matters before the IDHRC. Voting may occur in person, by telephone, or by email.

Section 4.08 Each member organization with a representative present at the Annual Meeting shall be entitled to one (1) vote in the annual Board of Directors election. If more than one representative from a member organization is present at the Annual Meeting, the representatives shall designate who the authorized voting party is for the organization. That designation is to occur upon sign-in at the Annual Meeting. An individual representing multiple member organizations only has one (1) vote, regardless of the number of organizations he/she represents. Voting for the Board of Directors election shall be by simple majority vote.

Section 4.09 Minutes will be taken by the IDHRC secretary. Minutes shall be distributed by mail or e-mail and approved at the next regular meeting.

Article V. NOMINATIONS

Section 5.01 The Board of Directors shall be elected during the Annual meeting each year. New Board members shall take office after the Annual meeting.

Section 5.02 The Executive Committee shall select a Nominating Committee consisting of a minimum of two (2) current members. The Nominating Committee shall solicit nominees for new Board of Directors members from the IDHRC members and present a list of nominees to the Board of Directors prior to the Annual meeting. Nominees’ names will be distributed to members no later than ten (10) days prior to the election. Nominations may also be presented from the floor on the day of the election.

Section 5.03 The Nominating Committee shall continue to serve until an election takes place.

Article VI. BOARD OF DIRECTORS

Section 6.01 Officers – The following shall be elected from the Board of Directors by the Board of Directors:

1. A Chair who shall preside at all meetings, as well as be the Chair of the Board of Directors or his or her designee, and perform functions as described in the job description.
2. A Vice-Chair who shall preside in the absence of the Chair, or at other times deemed necessary by the chair, and perform other functions as deemed necessary by the Executive Committee.
3. A Treasurer who shall receive, deposit, and account all financial matters of the IDHRC, providing regular financial reports to the Members, and perform other functions as deemed necessary by the Executive Committee.
4. A Secretary who shall seek input from the IDHRC Board on agenda topics and draft meeting agendas. Attend all official meetings, record the minutes of such, and distribute to IDHRC members within 15 days of meetings. If agenda requires a vote, minutes shall record all votes, indicating the action to be taken. The secretary shall maintain official records, to include those of elections, the email lists, and contact roster.
5. Chair-elect who must be term-eligible to serve for one-year with the intent

of becoming Chair at the Annual IDHRC meeting. The Chair-elect may also serve simultaneously as Vice-Chair.

Section 6.02 The Officers shall be elected for one-year term of office. The positions of Chair, Vice-Chair, and Chair-elect shall not be held by a member of a state or federal government agency.

Section 6.03 The Board of Directors will include one non-voting, permanent position to be filled by the Iowa Homeland Security Emergency Management Division (HSEMD) Volunteer and Donations Management Coordinator or other HSEMD designee.

Section 6.04 The Board of Directors will consist of no fewer than twelve (12) and no greater than fifteen (15) members. The Board of Directors will reflect a fair representation of the membership of the IDHRC. The representation will be evaluated annually prior to the initiation of the annual nominations process.

Section 6.05 Members of the Board of Directors shall be elected to a three-year term. Members shall be eligible to serve two three-year terms consecutively. Former members of the Board of Directors shall be eligible for re- election to a third term after a one-year absence from the Board of Directors.

Section 6.07 Any Board of Directors member will be disqualified from membership upon incurring four (4) consecutive unexcused absences from regular meetings. Excused absences can be obtained by contacting any member of the Executive Committee of the IDHRC. After four (4) consecutive unexcused absences, the disqualified Board of Directors member will be sent a letter advising of the disqualification of membership.

Section 6.08 Members of the Board of Directors will be required to sign a Conflict of Interest statement annually.

Section 6.09 The Board of Directors shall establish standing committees including the Executive Committee, Nominations Committee, and Finance Committee. The Board of Directors, as needed, may establish additional standing or ad-hoc committees of the IDHRC.

Article VII. EXECUTIVE COMMITTEE

Section 7.01 The Executive Committee shall consist of the officers of the Board of Directors:

1. The Chair,
2. The Vice-Chair,
3. The Treasurer,
4. The Secretary,
5. The Chair-Elect as a non-voting, advisory member, and
6. The Past-Chair as a non-voting, advisory member.

Section 7.02 The Executive Committee shall be accountable to the IDHRC Board of Directors and act on behalf of the Board of Directors and shall meet at the call of the Chair or by any two other members of the Executive Committee to perform such actions related to the management of the affairs of the IDHRC, including but not limited to:

1. hiring, evaluating and terminating personnel, whether compensated or volunteer, and
2. engaging and executing contracts and agreements.

Except as otherwise required by law or these Bylaws, the Executive Committee shall have all the authority of the Board in the management of IDHRC during such time as the Board is not meeting and may authorize contracts and agreements as required.

Section 7.03 The Executive Committee shall have the power to fill a vacancy on the Board of Directors that may occur between annual meetings.

Section 7.04 The term of office for officers shall be one (1) year with elections to be held in March of each year.

Section 7.05 Any officer will be disqualified from service upon incurring three (3) consecutive unexcused absences from regular meetings. Excused absences can be obtained by contacting another member of the Executive Committee of the IDHRC. After three (3) consecutive unexcused absences, the disqualified officer will be sent a letter advising of the disqualification of service. At that time, the Executive Committee will select a member from the Board of Directors to fill the remaining term of office.

Section 7.06 Committees may, with the approval of the Executive Committee, recruit non- voting technical assistance advisors as needed.

Section 7.07 The Executive Committee shall have the power to act for IDHRC between regular meetings within the adopted guidelines of the organization.

Article VIII. BUDGET AND FINANCE

Section 8.01 Funds collected will be used to provide disaster-related services and meet the administrative expenses of the organization.

Section 8.02 IDHRC funds can be withdrawn by proper signature of any authorized officer with prior approval from the Executive Committee.

Section 8.03 The Board of Directors shall obtain an annual compilation and review of the financial affairs of the IDHRC. The report shall be placed in the minutes of the Board of Directors meeting and reported to the IDHRC membership.

Section 8.04 In the event of the dissolution of the IDHRC, any remaining funds shall be disbursed at the discretion of the Executive Committee to a mutually agreed upon charity.

Article IX. Fiscal Year

Section 9.01 The fiscal year of the IDHRC shall be July through June of each year. The fiscal year can be changed by resolution of the Board of Directors.

Article X. AMENDMENTS

Section 10.01 Proposed amendments must be distributed via mail or e-mail no less than ten (10) days prior to a meeting at which the amendments will be considered.

Section 10.02 Provided a quorum exists, amendments to these by-laws may be made by a two- thirds majority vote by the Board of Directors in attendance at any regular meeting.

Formally adopted and approved this **18th day of October, 2018**.