



# Apex NC CERT BYLAWS

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## **ARTICLE I: NAME OF ORGANIZATION**

The name of the organization shall be Apex NC Community Emergency Response Team, herein known as Apex NC CERT. As of July 2018, Central North Carolina Search and Rescue (CNCSAR), a long-standing group in its own right, was brought under the umbrella of Apex CERT by agreement of the Apex CERT Board, the President of CNCSAR, and the Apex Fire Chief.

## **ARTICLE II: GOALS AND OBJECTIVES**

Apex NC CERT's mission is to serve and safeguard our community through efficient and effective volunteer service, which helps protect life and property ensuring the greatest good, for the greatest number.

The goals and objectives of Apex NC CERT are to:

- Educate citizens in the community to be prepared to take care of themselves, family, friends, and neighbors in the event of a disaster of any type until trained emergency responders can arrive.
- Establish the Apex NC Community Emergency Response Team as an emergency management resource of volunteers to help during an emergency.
- Equip and supply Apex NC CERT members with training and materials for disaster planning and preparedness to achieve their maximum potential to save lives and property when deployed.
- Provide assistance to government agencies that request volunteer services within our scope of practice and training.
- Establish functional relationships with the local government and emergency management officials in our area.
- Conduct training exercises for Apex NC CERT members and the general community.
- Publicize Apex NC CERT activities and programs to promote awareness of and support for the Apex NC CERT programs among government entities, businesses, communities, and individuals in the Town of Apex.
- Raise funds and solicit resources needed by Apex NC CERT and its members to achieve its goals and objectives.
- Grow and maintain the Apex NC CERT membership.

## **ARTICLE III: ORGANIZATION**

### **SECTION A – Non-Profit**

1. Apex NC CERT is a non-profit, non-partisan organization comprised of volunteer citizens who are affiliated with the CERT program.
2. Apex NC CERT only sponsors or participates in activities which are permitted by organizations exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code. These provisions also apply to any future tax code.
3. Apex NC CERT only sponsors or participates in activities which are permitted by organizations that accept deductible contributions under section 170(c)(2) of the Internal Revenue Code.
4. Apex NC CERT shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the Goals and Objectives of the Association as set forth in Article II.

Apex NC CERT shall **not** as a Non-Profit:

1. Be conducted for profit; and no part of earnings, dues, or donations shall go for the benefit of any member, director, officer or other private person, except as stated in Article III, Section A, paragraph 4.
2. Participate in, or intervene in, including publishing or distribution of statements, any political campaign on behalf of, or in opposition to, any candidate for public office.
3. Disseminate propaganda or attempt to influence legislation or referendum before the public. This includes any statements or publications that we may distribute.

## **SECTION B – Policies and Procedures**

Apex CERT has adopted the Quick Series® *CERT Field Operations Guide* and created the *Apex CERT Handbook* for the organization's Standard Operating Policies and Procedures. Any updates to the *Field Operations Guide* will be adopted immediately. Any changes to the *Apex CERT Handbook* must be approved by a majority vote of the Board, at which time they will take place immediately.

## **SECTION C – Geographic Region**

Apex NC CERT's geographic operational region includes all incorporated and unincorporated areas of Apex, North Carolina. Apex NC CERT may be deployed, by mutual consent, to other operational areas as needed and necessary.

## **SECTION D - Official Year**

Apex NC CERT's official and fiscal year shall begin on the 1st day of January and end on the last day of December.

## **ARTICLE IV: BYLAWS**

The elected members of the Apex NC CERT Board of Directors shall adopt a set of bylaws to assist in carrying out the objectives of the Association.

## **SECTION A – Amendments**

These bylaws may be amended when necessary by two-thirds (2/3) majority vote of the Board of Directors. Proposed amendments must be submitted to the Secretary in writing, and shall be acted upon by the Board of Directors within two (2) months. Voting will be done by paper ballot at a monthly training meeting. The Secretary will provide a proxy voting form for those unable to attend, which will be submitted back to the Secretary.

1. October 2018: Article I was changed to reflect the inclusion of Central North Carolina Search and Rescue (CNCSAR) under the umbrella of Apex CERT. This amendment was passed by unanimous vote of the Board members present, which was more than the 2/3 required for passage.
2. October 2018: Article V, Section A: A membership type was added for those members who want to be part of CNCSAR.
3. January 2019: Added Article X, Section D: Fundraising Officer.
4. January 2019: Added Article X, Section E: Community Outreach Officer

5. January 2019: Added a sentence to Article VIII, Section F regarding attendance at Board meetings by Board members.
6. April 2019: Changed Article III, Section B to reflect use of QuickSeries® *CERT Field Operations Guide* as our Standard Operating Procedures.
7. April 2019: Updated Article V, Section C, regarding disciplinary actions.

## **ARTICLE V: MEMBERSHIP**

### **SECTION A – Membership Types**

I. *General Member*: Anyone is welcome to attend monthly meetings and trainings. Some hands-on activities may not be available to those who have not graduated from the CERT Basic Training Class, but those individuals may observe these activities. General Members may not vote in elections.

II. In order to be an *Active Member*, individuals must:

- Complete a Volunteer Application
- Complete a CERT Basic Training Class
- Attend at least four (4) monthly training sessions, events, activities and/or Board of Directors meetings in a consecutive twelve (12)-month period.

III. In order to be a *Deployable Member*, active members must:

- Complete a Volunteer Application
- Complete a CERT Basic Training Class
- Attend at least six (6) monthly training sessions, events, activities and/or Board of Directors meetings in a consecutive twelve (12)-month period.
- Complete IS-100
- Complete IS-200
- Complete IS-700
- Have had a tetanus vaccine within the last ten (10) years

IV. In order to be part of the Search and Rescue team, CNCSAR, Deployable Members must attain at least a SARTECH III certification. This certification is attainable through an online class with the National Association of Search and Rescue (NASAR).

All Active and Deployable Members (known collectively as Voting Members) are eligible to vote in elections, and to serve on the Board of Directors. Exceptions to attendance requirements will be considered by the Board of Directors, if requested by a member, for reasons beyond the control of the member: i.e. illness of family, bereavement, work schedule, school requirements, etc. A member will be considered *Inactive* if s/he does not attend any functions in a consecutive twelve (12)-month period.

### **SECTION B – Limits on Personal Liability**

No member of Apex NC CERT shall be personally liable for any of its debts, liabilities, or obligations; nor shall any member be subject to any assessment except as provided in these Bylaws. Likewise, obligations incurred by individuals without prior written approval of the Board of Directors absolve responsibility of the organization of debts incurred.

## **SECTION C - Termination of Members**

**1 – Resignation-** Resignation, lapsing, or expulsion shall terminate membership in Apex NC CERT. Any member may resign from Apex NC CERT upon written notice to the Secretary, and must return any Apex NC CERT identification, documents, supplies issued, or other Apex NC CERT property.

**2 – Disciplinary Action-** The Board of Directors, by majority vote, may consider any member for expulsion. When considering expulsion, the issue shall be given consideration in accordance with Apex CERT's Standard Operating Policies and Procedures as outlines in the Quick Series® *CERT Field Operations Guide* and the Apex CERT Handbook. Said member shall have the right to speak on her/his own behalf to the Board of Directors at a regularly scheduled Board meeting. Expulsion of a member requires a vote by at least two-thirds (2/3) of the Board of Directors. By approval of the Board of Directors, a member may be suspended rather than terminated. No member may be suspended for more than thirty (30) days in any six-month period.

## **ARTICLE VI: MEETINGS AND VOTING**

### **SECTION A – Annual Meetings**

An Annual Meeting of the membership will be held once a year during the month of December. If there is not a quorum of Voting Members present, electronic ballots will be sent to those not in attendance.

### **SECTION B – Board Meetings**

The Board shall meet at least quarterly at a place to be determined by the Board of Directors. The membership will be notified of the agenda, date and location of the next Board of Directors meeting. Meetings of the Board shall be open to all members, and members shall have the privilege to be heard. Minutes of all Board Meetings shall be posted to Apex NC CERT's website within seven (7) days. Board Meetings will be an hour before the training meetings on the first Thursdays of January, April, July, and October.

### **SECTION C – Special Board Meetings**

Any two members of the Board may call Special Board Meetings. The membership will be notified of a Special Board Meeting at least twenty-four (24) hours in advance. The purpose of the Special Board Meeting must be stated clearly in the notification. The items on the agenda for the Special Board Meeting will be the only issues discussed.

### **SECTION D – Membership Meetings**

The regular membership/training meetings shall be held on the first Thursday of each month, at 6:30 PM. Members will receive fair and reasonable notification of the meeting, location, and training agenda from the Planning Section Chief. If the regular meeting time falls on a holiday, the Planning Section Chief will advise the membership of an alternate date at least ten (10) days in advance.

In the case of meetings where elections will be held, the members shall be informed of the election thirty (30) days in advance.

## **SECTION E – Eligibility to Vote**

All Active and Deployable Members (Voting Members) are eligible to vote. Each member shall be entitled to one (1) vote.

## **SECTION F - Quorum for Member Meetings**

A quorum for any business consists of fifty percent (50%) plus one (1) of Apex NC CERT's Voting Members as per the Planning Section Chief's current records.

## **ARTICLE VII: BOARD OF DIRECTORS AND OFFICERS**

The Board of Directors shall oversee the affairs of the Association.

- The total number of members on the Board shall be five (5):
  - President
  - Vice-President
  - Treasurer
  - Secretary
  - Member At-Large
- The Board of Directors will appoint the Officers:
  - Planning Section Chief
  - Logistics Section Chief
- The Apex Fire Chief will appoint a Fire Department Liaison

## **SECTION A – Length of Term**

Directors shall serve a term of three (3) years.\* In the event of a vacancy or temporary absence on the Board of Directors, the Member-at-Large shall fill the vacant post and a special election will be called to elect a new Member-at-Large. If the President cannot fulfill his/her term, the Vice President shall fill the post for the remainder of the terms and the Member-at-Large shall fill the post of Vice President. A special election will be called to elect a new Member-at-Large.

*\*For the initial Board, beginning in January 2018, the President's term shall be three (3) years; the Vice President's term shall be two (2) years; the Treasurer's term shall be one (1) year; the Secretary's term shall be three (3) years; and the Member-at-Large's term shall be two years. This will allow for one (1) or two (2) Executive Board Member positions to be voted on at each Annual Meeting moving forward.*

All actions or approvals by the Board of Directors shall be by simple majority vote of all Directors unless otherwise provided in the bylaws. There must be a quorum of at least four (4) Directors present in order for the Board of Directors to hold a meeting. Attendance shall be considered accomplished by conference call as long as all Directors can hear each other.

## **SECTION B – Election of Directors**

The Board of Directors shall be elected at the meeting prior to the Annual Meeting by secret ballot.

## **SECTION C - Voting on Removal of Directors**

A vote of approval of fifty percent (50%) of the total Voting Membership, plus one (1), is required to remove any Director.

## **SECTION D – Appointment of Officers**

Apex NC CERT's Officers (Operations Section Chief, Planning Section Chief, and Logistics Section Chief) are appointed by and serve at the pleasure of the Board of Directors.

## **SECTION E - Compensation**

Neither the Directors nor Officers of Apex NC CERT shall receive a salary. Any Director or Officer may be reimbursed for his/her expenses incurred in the performance of the duties specified in these bylaws to the extent such expenses are reasonable and necessary and funds are available in the account. Expenses shall be reimbursed at a level no greater than the statutorily set reimbursable expenses for State employees. Checks issued for all expenses shall require two signatures: the Treasurer plus one other Board Member or Officer.

## **SECTION F – Resignation and Removal of Officers**

Any officer may resign at any time, by giving written notice to the Board of Directors. Such resignation shall take effect on the date of receipt of such notice or at any later time as specified therein. Unless otherwise specified in the written notice, the acceptance of such resignation shall not be necessary to make it effective. Board members are expected to attend all four (4) Board meeting each year, with the understanding that emergencies do come up. Extended absence from Board meetings is sufficient cause for a Board member to be removed.

An Officer may be removed from their position if fifty percent (50%) of the eligible Voting Members petition the Board of Directors. The Board of Directors will then appoint a new Officer for the position.

## **SECTION G – Legal Responsibilities**

We recognize that our Directors and Officers may have requirements and/or responsibilities under local, state, and federal law or regulations. We do not adopt requirements and/or responsibilities that contradict these laws or regulations. Bylaws or policies found to contradict these laws or regulations will be disregarded in favor of the applicable laws or regulations. This provision also applies to future laws and regulations.

## **ARTICLE IX: DUTIES OF DIRECTORS**

### **SECTION A - President**

The president shall be the Chief Executive Officer of Apex NC CERT, and shall have general and active control of its business and affairs. S/he shall preside at all meetings of the members, or appoint someone to represent him/her if s/he cannot be present. S/he shall execute all instruments and documents on behalf of Apex NC CERT that have been approved by the Board of Directors. S/he shall appoint all committees, unless otherwise provided in these Bylaws, or unless the membership by vote requests the appointment of a committee and shall set forth



specifically the manner of its selection. S/he shall prepare and share the agenda for Board of Director meetings.

### **SECTION B – Vice President**

The Vice President shall perform the duties of the president in the absence or incapacity of the president or when the Office of the President becomes vacant, and shall assist the president with his/her duties. The Vice President will be instrumental in fostering a strong relationship with the Apex Fire Department and with the leaders of the Town of Apex. This person will be responsible for team communications, and will act as the Team's Public Information Officer.

### **SECTION C – Treasurer**

The Treasurer shall have the care and custody of all monies, funds, and securities of Apex NC CERT and shall deposit or cause to be deposited all funds of Apex NC CERT in and with such depositories as the Board of Directors shall from time to time direct. S/he shall keep all books of account relating to the business of Apex NC CERT, shall keep a record of funds and/or assets, and shall pay all bills. All expenditures, whether for the purpose of paying bills or for making purchases, shall be made only after approval by the Board of Directors.

The general ledger shall, at all times, be open to inspection by any member, and the Treasurer shall report at every general meeting on the condition of Apex NC CERT's finances. S/he shall give an annual summary report of Apex NC CERT's financial dealings for the previous year at each annual meeting. S/he shall have the responsibility of staying in compliance with the IRS tax codes for Non-Profit organizations. S/he shall perform other duties as determined by the President.

### **SECTION D – Secretary**

The Secretary shall have charge of the Association's seal and have authority to attest any and all instruments and writings to which the same may be affixed. S/he shall have charge of all correspondence of Apex NC CERT and shall notify officers of their election to office. S/he will keep minutes at all meetings, and is responsible for securing Liability Waivers from all members. S/he shall perform other duties as determined by the President.

### **SECTION E – Member-at-Large**

The Member-at-Large shall serve as a full voting member on the Board of Directors and shall perform other duties as determined by the President.

## **ARTICLE X: DUTIES OF OFFICERS**

### **SECTION A – Planning Section Chief**

The Planning Section Chief shall give notice of all meetings to all members. S/he will keep attendance records and training logs, and keep an updated list of members of Apex NC CERT. The Planning Section Chief will propose a training schedule for each year, which will be approved by the Board. The Planning Section Chief will be the first Point of Contact in the event of an activation of Apex NC CERT and it will be this person's responsibility to inform all deployable members of such activation. S/he shall perform other duties as determined by the President.

## **SECTION B – Logistics Section Chief**

The Logistics Section Chief shall be responsible for making sure that all necessary supplies/food/water are on-hand for any trainings/events. This person will be responsible for performing an annual inventory of assets and reporting to the Board at the Annual Meeting. This position will be responsible for ordering uniforms for members. S/he shall perform other duties as determined by the President.

## **SECTION C – Apex Fire Department Liaison**

The Apex Fire Department Liaison shall be an employee of the Apex Fire Department appointed by the Fire Chief to serve on the Board and to represent the interests of the Apex Fire Department.

## **SECTION D – Fundraising Officer**

The Fundraising Officer provides leadership in developing and implementing plans for fundraising, both on-going and special projects, for Apex NC CERT. This individual will not have a vote on the Board of Directors.

## **SECTION E – Community Outreach Officer**

FEMA encourages CERT to support emergency response agencies by taking a more active role in emergency preparedness projects in their community. The Community Outreach Officer not only meets that objective, but seeks to develop additional opportunities to reduce risk and further help people prepare for disasters. This individual will not have a vote on the Board of Directors.

## **ARTICLE XI: FINANCES AND ASSETS**

### **SECTION A - Accounts**

The Treasurer establishes financial accounts for the organization and tracks all account activity. The Board of Directors shall audit the organization's accounts or provide for the organization's accounts to be audited by an external auditing organization on an as needed basis.

### **SECTION B - Budget**

The Voting Members of Apex NC CERT will adopt a budget for the next fiscal year before the beginning of the next fiscal year.\* Projected expenditures in the adopted budget must not exceed the projected revenue. The organization is allowed to collect revenue within the provisions of the approved budget.

*\*For 2018, Apex NC CERT's first fiscal year, the Treasurer will track income and expenses, and will use this information to propose a budget for 2019, to be presented and voted on at the Annual Meeting in December 2018.*

### **SECTION C - Accounting Principles**

Apex NC CERT shall utilize the Generally Acceptable Accounting Principles or GAAP in the financial operations as the standard.

## **ARTICLE XI - LIMITED LIABILITY**

Except when prohibited by law, participants in Apex NC CERT activities agree to waive any claim of liability for loss, theft, damage, injury or death for individuals participating in or observing our activities.

Apex NC CERT members agree to indemnify the organization from liability as a condition of membership registration. Non-members must indemnify the organization from liability before being allowed to participate in organization activities. The Secretary is responsible for securing a proper waiver of liability from each active member.

## **ARTICLE XII: DISSOLUTION**

Apex NC CERT may be dissolved at any time by the written consent of not less than two-thirds (2/3) of the Voting Membership. In the event of dissolution, whether voluntary or involuntary by operation of law, none of the property of either Apex NC CERT or any proceeds thereof, or any assets of Apex NC CERT shall be distributed to any members of the organization. After payments of the debts of Apex NC CERT, the Board of Directors shall distribute the property and any assets for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government or to a state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principle office of the Association is then located, exclusively for such purposes or to such organization or organizations as said court shall determine.

As Secretary of the Apex NC Community Emergency Response Team Association, I attest these Bylaws were adopted by the Board on \_\_\_\_\_.

---

Hillary Liles  
Secretary, Apex NC Community Emergency Response Team

STATE OF NORTH CAROLINA  
COUNTY OF WAKE

I; \_\_\_\_\_, a notary public, do hereby certify that Hillary Liles, Secretary, Apex NC Community Emergency Response Team, personally appeared before me this \_\_\_\_\_ and that S/he signed the foregoing Bylaws on behalf of the said organization in his/her capacity indicated.

\_\_\_\_\_ - Notary Public

My Commission Expires: \_\_\_\_\_