



**Northwest Tribal Emergency Management Council**  
A consortium of Northwest Tribes

## **BY- LAWS**

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### **ARTICLE I - MEMBERSHIP**

Voting membership shall be as outlined in Article III of the NWTEMC Charter. An Alternate Member to the Council shall be identified by each voting member Tribe. The Alternate Member shall represent their organization in the absence of the Voting Member.

Member Tribes shall gain admission as a voting member of NWTEMC by adopting a Resolution of its Governing Body stating its interest in being a voting member of NWTEMC and that it will delegate a point-of-contact to the NWTEMC.

### **ARTICLE II - VOTING PRIVILEGES**

Only Voting Members may vote on matters before the Council, and only one (1) vote shall be allowed for each Council Member.

### **ARTICLE III - COMMITTEES**

The Council may, by majority vote of membership, create standing sub-committees as are necessary to the furtherance of NWTEMC's purpose as outlined in Article II of the NWTEMC Charter.

The Council Chair may appoint additional ad-hoc committees as needed or required.

### **ARTICLE IV - QUORUM**

At all duly called meetings of the Council, a simple majority of the eligible voting members at the meeting shall constitute a quorum. Appropriately designated alternates shall be included in determining a quorum.

### **ARTICLE V - PARLIAMENTARY AUTHORITY**

The rules contained in Roberts' Rules of Order, as amended, shall govern in all cases wherein they do not conflict with the rules of this organization.

### **ARTICLE VI – CONFLICT OF INTEREST POLICY**

*Adopted 2.19.2009*

The Council shall adhere to the NWTEMC Conflict of Interest Policy as adopted to protect this tax-exempt interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization or might result in a possible excess benefit transaction.



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**ARTICLE VII- DUTIES OF OFFICERS**

*Adopted 12.16.2010*

It is understood that each officer's tribe will provide essential resources during the term of their office with NWTEMC; i.e., time, finances, and technical support in order to carry out their duties. Additionally that officer's tribal governing bodies are expected to pay the expenses of such officers attending meetings and conducting business of this organization.

The duties of each officer shall be as follows:

- A. The Chair shall:
  - 1. Be the chief executive officer of this organization and shall
  - 2. Preside over all Annual Conferences and meetings of the organization; and
  - 3. Countersign all legal documents and resolutions; and
  - 4. Call special meetings of the Board; and
  - 5. Shall perform any other duties delegated by the Board.
  
- B. The Vice-Chair shall:
  - 1. Assume the responsibilities of the Chair during the absence or incapacity of the Chair; and
  - 2. Shall perform any other duties delegated by the Board.
  
- C. The Secretary shall record and distribute minutes of all the meetings, maintain official files, actions and resolutions, and shall countersign his/her signature of such documents. The Secretary shall also perform any other duties delegated by the Chair and the Board.
  
- D. The Treasurer shall perform and oversee financial duties as outlined in the NWTEMC Policies and Procedures Manual and Charter. The Treasurer shall work with the Executive Director to ensure that the financial functions of NWTEMC are carried out and shall make financial reports at conferences and meetings of the Board and Council.
  
- E. The Executive Director shall be the administrative head of the organization subject to directives and policy established by the Board.