

Allegheny Mountain Rescue Group

BYLAWS

November 1985

(Revised 2 November 2004, ~~and 7 March 2006~~, and 2 September 2014)

ARTICLE I: Name

The name of this organization shall be the Allegheny Mountain Rescue Group, Inc, hereinafter referred to as the Group.

ARTICLE II: Purposes

The purposes of the Group shall be:

To provide a wilderness search and rescue capability and special technical rescue capability to the southwest part of the Commonwealth of Pennsylvania, contiguous areas, and other regions as necessary;

To conduct training programs in subjects related to wilderness search and rescue and special technical rescue;

To conduct and sponsor training programs in subjects related to wilderness safety and survival; and

To support public safety agencies, outdoors organizations, and educational institutions with the Group's special capabilities.

The Group is organized exclusively for charitable, educational and scientific purposes, including, for such purposes, the making of distributions to organizations under section 501(c)(3) of the Internal Revenue Code (or the corresponding section of any future Federal tax code).

ARTICLE III: Membership

Section 1: General

1.1 Membership in the Group shall be open to the public without discrimination by sex, race, age, religion, or nationality.

1.2 The classes of membership shall be as follows:

a. Probationary Members

Probationary Membership may be offered to applicants who wish to become Certified Members, but who have not yet met the requirements for

Certified Membership. Probationary Membership shall be granted to any applicant who secures a simple majority of the votes cast in a scheduled membership meeting of the Group. Probationary Members may not respond to a group mission. Probationary Members will not be included on the roster sent to any organization of which the Group is a member that charges a fee or dues based on the number of Group members. A Probationary Member shall not be younger than 18 years of age.

b. Certified Members

Certified Membership may be conferred upon those applicants who are certified by the Group Training Officer to have satisfied the requirements of the Appalachian Search and Rescue Conference (ASRC) *Callout Qualified* training standards, to have no history of a felony or significant misdemeanor conviction, as determined by a Pennsylvania State Police criminal background check, and who have secured a simple majority of the votes cast in a scheduled membership meeting of the Group. Certified Members may respond to a Group mission. A Certified Member shall not be younger than 18 years of age.

c. Sustaining Members

Sustaining Membership may be offered to those individuals who wish to contribute financial, material, or moral support to the Group. Sustaining Members may not respond to a group mission. Sustaining Members will not be included on the roster sent to any organization of which the Group is a member that charges a fee or dues based on the number of Group members.

d. Mountain Rescue Association (MRA) Members.

~~Mountain Rescue Association (MRA) Membership allows members of other ASRC Groups with an interest in vertical and mountain rescue to join AMRG's Mountain Rescue Association certified rescue team without becoming a Certified member of the Group. MRA Membership may be conferred upon those applicants who are certified by the Group Training Officer to be a member in good standing of another ASRC Group, have satisfied the requirements of the ASRC *Callout Qualified* training standards, have satisfied the requirements of AMRG *MRA Awareness Level*, to have no history of a felony conviction, as determined by a Pennsylvania State Police criminal background check, and who have secured a simple majority of the votes cast in a scheduled membership meeting of the Group. MRA Members may respond to a Group mission. MRA Members will not be included on the roster sent to any organization of which the Group is a member that charges a fee or dues based on the~~

~~number of Group members, other than the Mountain Rescue Association.
An MRA Member shall not be younger than 18 years of age.~~

- 1.3 Certified Members shall have voting privileges to participate in Group elections and on Group business. Probationary Members; and Sustaining Members ~~and MRA members who are members of another ASRC Group~~ shall have no voting privileges to participate in Group elections nor on Group business.

Section 2: Application for Membership

- 2.1 Those wishing to become members of the Group shall secure applications and guidance from the Training Officer or his designate.
- 2.2 Applicants must be proposed for a vote at a regular Group meeting by the Training Officer or his designate, after the Training Officer or designate has explained the rights, duties, and responsibilities of membership.
- 2.3 The Training Officer shall monitor the progress of Probationary Members toward Certified membership, and the progress of Certified Members toward more advanced training certification levels. When members have met the requirements for Certified membership, the member shall be proposed to the Group by the Training Officer, for a vote of the Group. The Training Officer shall be responsible for offering testing, on a regular basis, for the various training certification levels recognized by the Group.

Section 3: Dues and Fees

- 3.1 The Group shall assess annual dues, the amount to be fixed by an Act of the Board of Directors. Dues may vary based on membership class.
- 3.2 The Group may assess a one time fee, in addition to the annual dues, to cover initiation, materials, and other specific expenses, the amount to be fixed by an Act of the Board of Directors.
- 3.3 Any individual applying for Certified ~~or MRA~~ Membership shall be assessed the necessary fee for the requisite Pennsylvania State Police criminal background check.

ARTICLE IV: Officers

Section 1: Board of Directors

- 1.1 The Group shall have a Board of Directors consisting of not less than five (5) and not more than seven (7) members. The specific number of members of the Board of Directors shall be set by act of the Board of Directors, so long as it

conforms to this range. At least one half of all Board Members shall be Certified Members of the Group.

- 1.2 Directors shall be elected by a simple majority of the voting members at the annual meeting. The Board of Directors shall be responsible for nominating a slate of prospective Board Members for all open Board seats prior to the Annual Meeting of the Group. In addition, any voting member can nominate one (1) candidate to the slate of nominees. Each Director shall be elected to serve for a three (3) year term. ~~A Director shall not be elected for more than three (3) consecutive three (3) year terms. No Board Member shall be eligible to serve on the Board of Directors for two (2) years after leaving the Board.~~
- 1.3 The Board shall meet at least annually to appoint officers and approve the budget. Special meetings will be held as needed at the request of the Board President, or by one-third of the Board. For all meetings, each Board member must be given written notice, via U.S. mail or via e-mail, at least two weeks in advance stating the time and location of the meeting. A quorum of at least sixty percent of the Board must be present for the Board to hold a meeting. The Executive Director and Team Commander shall be permitted to attend all Board meetings.
- 1.4 The Board shall elect annually from its members the following officers:
 - a. President -- Shall convene Board meetings, preside or arrange for another member to preside at each meeting, and shall be authorized or shall authorize any Director to examine the records of the secretary and/or treasurer.
 - b. Vice President -- Shall serve the duties of the President in the President's absence and chair committees on special subjects as designated by the Board.
 - c. Secretary – Shall be responsible for keeping records of Board actions, including overseeing the taking of minutes at all board meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each Board Members, and assuring that corporate records are maintained.
- 1.5 A Board member may be removed with cause by a three-fourths majority vote of the remaining Directors at any regular or special meeting of the Board of Directors. A Board member may be removed with cause by a two-thirds majority vote of the voting members of the Group at a special meeting of the Group called for this purpose.

- 1.6 When a vacancy on the Board exists mid-term, Board members may make nominations for a replacement to complete the remainder of the departing member's term. The vacancy shall be filled by a two-thirds majority vote of Board members at a normal or special meeting of the Board. The Board need not replace a mid-term vacancy so long as the number of remaining Board members is greater than the minimum specified in section 1.1 of this Article. Should the number of remaining Board members fall below this minimum, the Board may continue to function while attempting to fill the vacancy. The vacancy must be filled within a reasonable amount of time.
- 1.7 The Board may increase its size mid-term by adding new members, up to the maximum specified in section 1.1 of this Article. Board members may make nominations for a new member to join the Board. The new member shall be confirmed by a two-thirds majority vote of Board members at a normal or special meeting of the Board. This member shall serve on the Board of Directors until the next Annual Meeting of the Group, at which point the newly created position will be considered an open seat and the member must stand for election in order to retain the Board seat and serve a normal three (3) year term, as specified in section 1.2 of this Article.

Section 2: Civil Officers

The Board of Directors shall appoint on an annual basis the following officers to run the day-to-day business of the Group:

- a. Executive Director – The Executive Director has day-to-day responsibilities for the Group, including carrying out the Group's goals and policies and controlling all Group correspondence and public relations efforts. The Executive Director shall be the Chief Executive Officer of the Group in all civil matters and shall enforce the Articles of Incorporation and Bylaws of the Group. The Executive Director shall be the civil spokesman of the Group, shall attend all Board meetings, and report on the progress of the organization from time to time to the membership. The Executive Director will call and conduct meetings of the Membership in accordance with the provisions of Article V. The Executive Director may appoint staff and assistants as necessary to ensure the success of the Group and may from time to time establish rules or policies as part of the Group's Administrative Policies and Standard Operational Policies document, Sections 1 and 2. In order to avoid conflicts of interests, an individual serving as Executive Director may not also serve as Treasurer or President of the Board.
- b. Treasurer – The Treasurer shall be the Financial Officer of the Group and shall receive all moneys and pay all bills as authorized by the Board. The treasurer shall keep an accurate accounting of all Group funds. The Board by majority vote shall select recognized banking institutions to be used as depositories. The Treasurer shall serve as a financial advisor to the Board

and shall report the state of finances to the membership at each regular meeting of the Department. The Treasurer shall submit all accounts and records to the Board when called upon to do so. He/she shall present all records, books and materials pertaining to his/her office to his/her successor or to the President of the Board at the end of his/her term or upon resignation or expulsion. In order to avoid conflicts of interests, an individual serving as Treasurer may not also server as Executive Director or President of the Board.

The Executive Director may delegate specific duties for which s/he are responsible to other members, who will report to the Executive Director. The following officers are appointed by the Executive Director:

a. Group Secretary.

The responsibilities of the Recording Secretary shall be:

- i. to record the proceedings of general Membership Meetings; and
- ii. to maintain the meeting records and correspondence of the Group.

b. Webmaster.

The responsibilities of the Webmaster shall be:

- i. maintenance of the Group's website;
- ii. maintenance of the Group's e-mail distribution lists; and
- iii. to provide technical support to the Group, as necessary.

The Certified Membership shall elect at the annual meeting the following officers who will report to the Executive Director:

a. Appalachian Search and Rescue Conference (ASRC) Delegates (two).

The responsibilities of the two Appalachian Search and Rescue Conference delegates shall be:

- i. to represent the Group's interests at Appalachian Search and Rescue Conference meetings; and
- ii. to report to the Group the activities and issues of concern to the ASRC.

b. Pennsylvania Search and Rescue Council Representative.

The responsibilities of the Pennsylvania Search and Rescue Conference delegate shall be:

- i. to represent the Group's interests at Pennsylvania Search and Rescue Conference meetings; and

- ii. to report to the Group the activities and issues of concern to PSARC.

The Executive Director may appoint a temporary replacement for an Elected Civil Officer to ensure that the Group is represented at ASRC and PSARC meetings, should the Elected Civil Officer be unable or unwilling to participate. Elected Civil Officers may be removed from office by a majority vote of the Board of Directors. The Executive Director will appoint a replacement to serve the remainder of the term for any Elected Civil Officer position that is vacant due to resignation or removal.

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Section 3: Line Officers, Elected

The Certified Membership shall elect at the annual meeting the following officers to oversee the operational activities of the Group. No member may hold more than one of the follow positions at the same time:

- a. Commander – The Team Commander shall take full, total, and exclusive command of Group equipment and personnel during search or emergency operations, during drills trainings, simulations, and evaluations, and at inspections, public functions, or other events within the context of ICS/NIMS. The Commander shall designate the duties of, and oversee, all line officers and may from time to time establish rules or policies as part of the Group’s Administrative Policies and Standard Operational Policies document, Sections 3, 4, and 5. The Commander may suspend any member for just cause in accord with section 2.9 of the Group’s Administrative Policies and Standard Operational Policies document. The Commander shall serve as sole spokesman of the Group during emergency operations, or appoint an individual to serve in this role. To be eligible to serve as Commander an individual must be certified to minimum of ASRC Field Team Leader and must have served at least one full term as either Operations Officer or Training Officer. Should this position become vacant mid-term, the Certified Membership will elect a replacement to serve the remainder of the term at the next regularly scheduled business meeting.
- b. 1st Assistant Commander, Operations Officer – The responsibilities of the Operations Officer shall be to maintain and evaluate the Group’s operational readiness, supervise the maintenance and storage of Group equipment and equipment polices, maintain the Group’s mission records, and maintain the Group’s alerting systems. The Operations Officer shall maintain Group personnel records, with, at minimum, the following information for each member: name, kind of membership, date membership was conferred, mailing address, e-mail address, telephone numbers, and additional pertinent operational information. The Operations Officer will server as the Group’s representative on the Appalachian Search and Rescue Conference’s

Operations Committee. Should this position become vacant mid-term, the Commander will appoint a replacement to serve the remainder of the term.

- c. 2nd Assistant Commander, Training Officer – It is the responsibility of the Training Officer to enforce the procedures, standards, and requirements of the Group and ASRC Training Standards and to evaluate applicants and members for compliance with those standards. The Training Officer acts as the executive agent of the ASRC Board of Directors in conferring the various types of ASRC membership upon Group members and applicants. The Training Officer shall propose to the Group for a vote all applicants for Certified ~~and MRA~~ Membership, maintain individual and group training records, schedule and advertise regular group trainings; and to appoint and oversee the Canine Training Director. To be eligible to serve as Training Officer an individual must be certified to minimum of ASRC Field Team Leader. Should this position become vacant mid-term, the Commander will appoint a replacement to serve the remainder of the term.

Elected Civil Officers may be removed from office for cause by a majority vote of the Board of Directors.

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Section 4: Line Officers, Appointed.

Officers may delegate specific duties for which they are responsible to other members, who will report to the appointing officer.

~~Appointed by Commander:~~

~~1. Vertical Rescue Team Leader.~~

- ~~a. to oversee technical rescue operations, trainings, and standards;~~
- ~~b. to represent the Group's interests at Mountain Rescue Association meetings;~~
- ~~c. to report to the Group the activities and issues of concern to the MRA.~~

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~~Appointed by Operations Officer:~~

~~1. Medical Officer~~

- ~~The responsibilities of the Medical Officer shall be:~~
- ~~a. to oversee Group medical trainings and standards; and~~
 - ~~b. to review any medical care provided by the Group and ensure that all applicable standards and protocols are being followed.~~

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~~2. Communications Officer~~

~~The responsibilities of the Group Communications Officer shall be:~~

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- ~~a. acquisition and maintenance of the Group's communications equipment;~~
- ~~and~~
- ~~b. to oversee the training and operational use of the Group's communications equipment, as necessary.~~

~~Appointed by Training Officer:~~

~~1. Canine Training Officer:~~

~~The responsibilities of the Canine Training Officer shall be:~~

- ~~a. to enforce the procedures, standards, and requirements of the Group and ASRC Training Standards regarding dog handlers and their canine partners;~~
- ~~b. to evaluate applicants and members for compliance with dog standards and requirements of the Group and ASRC Training Standards;~~
- ~~e. maintain individual and Group canine training records; and~~
- ~~d. schedule and advertise regular Group canine trainings;~~

Section 3: Elections

During February of each year, nominations for the elected officers shall be accepted from the membership. At the annual meeting in March, the membership shall elect new officers. The new officers shall take office April first.

Section 4: Term of Office

All officers shall serve until their successors are elected or appointed.

ARTICLE V: Group Meetings

Section 1: Meeting Dates

The Group shall meet at least once in each quarter of the year, as fixed by an Act of the Group.

Section 2: Annual Meeting

The Group meeting in March shall be known as the annual meeting.

Section 3: Special Meetings

3.1 A Special Meeting of the Group may be called by the Executive Director, Commander, a majority of the Board of Directors, or by one-third of the members with Group voting privileges.

3.2 Notice of a special meeting shall be made in writing, via U.S. mail or via e-mail, to all members with Group voting privileges at least two weeks in advance stating the time and location of the meeting.

3.3 Notice of a special meeting shall include the business to be transacted, which is the only business that may be transacted at that meeting.

Section 4: Quorum

A quorum for all Group meetings shall consist of one-half of the total Certified Membership.

ARTICLE VII: Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Group in all cases to which they are applicable and in which they are not inconsistent with these Bylaws, the Bylaws of the Appalachian Search and Rescue Conference, and any special rules of order the Group shall adopt.

ARTICLE VIII: Amendments

These Bylaws may be amended at any regular or special meeting of the Board of directors by a majority vote, provided that the amendment has been submitted in writing at least 14 days prior to the meeting. Proposed amendments may be present by any Board member or Certified Member of the Group

ARTICLE IX: Dissolution of the Group

The Group may be dissolved by the vote of three-quarters of the Certified Membership at a regularly scheduled Group meeting in response to a motion of dissolution made by a Certified Member. The Certified Membership must be notified in writing at least two weeks prior to the scheduled meeting that a Certified Member intends to make a motion to dissolve the group. In the event that the Group is dissolved, all of the equipment and funds belonging to the Group shall be donated to another 501(c)(3) organization that provides wilderness search and rescue services. Under no circumstances will group funds be used for the private inurement of any individual.