

**BYLAWS OF
GIG HARBOR-KEY PENINSULAS' EMERGENCY PREPAREDNESS COALITION**

**ARTICLE I
NAME**

The name of the corporation shall be the Gig-Harbor-Key Peninsulas' Emergency Preparedness Coalition (GH-KPEPC), a nonprofit corporation doing business as PEP-C (Peninsulas' Emergency Preparedness Coalition)

**ARTICLE II
PURPOSE**

Section 1 The Mission of the Coalition

- 1.1 To develop public awareness of the urgent need for preparedness in the event of a local emergency or major disaster**

Section 2 BY THESE MEANS: GOALS (Education-Supplies-Personnel)

- 2.1 To develop public awareness of the urgent need of preparedness for local emergencies and major disasters.**
- 2.2 To assist peninsulas residents in obtaining training and information as well as necessary equipment and supplies to prepare themselves, their families, and their neighborhoods to deal with emergency situations.**
- 2.3 To encourage residents to be self-sufficient for at least Twenty one (21) days.**

**ARTICLE III
AREA OF INFLUENCE**

This coalition shall operate within that area of Pierce County, Washington to the west of the Tacoma Narrows.

**ARTICLE IV
MEMBERSHIP**

Any person or agency desiring to become a member may petition the Board of Directors either verbally or in writing and the Board shall act on the petition at the next regular or emergency meeting. All persons and organizations claiming membership in PEP-C prior to the adoption of this amendment shall be deemed a member.

**ARTICLE V
GOVERNANCE**

PEP-C shall be governed by a Board of Directors.

Section 1 The Board of Directors

1.1 The duties of the Board of Directors shall be:

- A. To define the mission and the direction of the corporation.**
- B. To monitor the overall operation of the Corporation.**

1.2 Direction to the committee from the Board of Directors shall be through the General Chair of the committee.

1.3 The Board of Director's membership shall include representatives from the community.

1.4 The board members shall be of good character and of full legal age. The number of board members shall be at least five (5) and not more than nine (9) as fixed from time to time by a vote of the Board of Directors. All board members shall hold office for a term of three (3) years unless appointed to fill an unexpired term of a board member who has resigned or otherwise left office.

1.5 In the event that any vacancy shall exist on the Board of Directors prior to the normal expiration of the three (3) year term on the Board of Directors caused by death, resignation, removal or otherwise, the remaining members of the Board of Directors shall have power to fill such vacancy by appointment and the person so appointed shall have power to fill such vacancy by appointment and the person so appointed shall hold office for the unexpired term of such former Director and thereafter, if necessary, until his successor is duly elected and qualified.

1.6 Terms of board members shall be staggered so there will be a continuity of new and old board members.

1.7 Should any member of the board be absent from two (2) successive meetings of the board for reasons other than illness or absence from the area, the board members may, by majority vote of the remaining members declare the office vacated and appoint a successor as herein provided.

1.8 An election to fill vacancies created by board members retiring at the end of their three (3) year terms shall be held at the Annual General Meeting in June.

1.9 A quorum shall consist of two-thirds (2/3) of the board members present.

1.10 No board member shall receive any compensation for services as such, but nothing herein contained shall be deemed to limit the right of any member of the Board of Directors to perform services incident to the profession or trade of said member for the corporation, or to sell property of any kind or nature

to the corporation

Section 2 Officers of the Corporation

- 2.1 Officers of the corporation shall be a General Chair, a Vice-Chair, a Secretary and a Treasurer, all of whom shall be elected by a majority vote of the membership in attendance at the annual meeting of the corporation.**

ARTICLE VI
THE CORPORATE OFFICERS AND THEIR DUTIES

- Section 1 Vacancies in any corporate office, however caused, shall be filled by a majority vote of the Board of Directors. Should a vacancy occur in the office of General Chair for any reason other than expiration of his or her term, the Vice-Chair shall succeed to the office of General Chair.**

PEP-C Bylaws, Revised & Accepted, May 9, 2012

- Section 2 All corporate officers shall hold office for a term of one year.**

Section 3 General Chair

- 3.1 The General Chair shall perform such other duties as the Board of Directors may from time to time direct.**
- 3.2 The General Chair maintains or delegates responsibility for any inventory or property of the coalition.**
- 3.3 The General Chair calls and presides at meetings of PEP-C as needed.**
- 3.4 The General Chair represents the corporation or assigns representatives to such other public meetings as may be deemed appropriate.**
- 3.5 The General Chair works with the corporate Secretary in receiving correspondence and other communications and informing the committees of such communications.**
- 3.6 The General Chair shall submit such reports, notifications and renewals as may be required by the Federal Internal Revenue Service and the Washington State Secretary of State in order to maintain the 501 C 3 non-profit status and non-profit corporation status.**
- 3.6 The General Chair maintains communication with the community Emergency Operations Center (EOC)**

Section 4 The Vice-Chair

- 4.1 The Vice-Chair shall act as the General Chair in the absence or disability of**

the General Chair and shall perform such other duties as the General Chair and/or Board of Directors may direct.

Section 5 The Secretary

- 5.1 The Secretary shall keep and maintain accurate minutes of all PEP-C meetings. The Secretary shall be responsible for notifying the members of all meetings of the membership. The Secretary shall have charge of the registry of members and shall perform all duties which are customary and incident to the office of Secretary.**
- 5.2 The Secretary shall prepare a scheduling calendar that will cover a six (6) month period and be updated monthly. The calendar will be distributed /posted as directed by the General Chair.**
- 5.3 The Secretary shall assist the General Chair on matters of business correspondence of the corporation.**

Section 6 The Treasurer

- 6.1 The Treasurer shall be the chief fiscal officer, advisor to the Board of Directors, and PEP-C with advice from professional sources.**
- 6.2 The Treasurer shall prepare a budget for the coming fiscal year for approval by the Board of Directors.**
- 6.3 The Treasurer shall keep a full and accurate account of all receipts and disbursements of the corporation. The Treasurer shall render to the Board of Directors, whenever the same shall be required, an account of all transactions as Treasurer and of the financial condition of the corporation, and shall render such accounting to the members at the annual meeting of the membership.**
- 6.4 The Treasurer shall present the yearly report to the auditing committee appointed by the Board of Directors for certification and maintain records of all income and its source and all disbursements and payees for audit.**
- 6.5 The Treasurer shall disburse funds as directed by the Board of Directors.**

ARTICLE VII
MEETINGS

Section 1 Meetings of the Board of Directors

- 1.1 The Board of Directors meets at the discretion of the Board Chair, General Chair or Board Quorum not less than twice each year. One such meeting shall be in conjunction with the annual meeting of the coalition. Board**

meetings will be open to the public.

Section 2 Meetings of PEP-C

- 2.1 The general membership of PEP-C shall meet at least once each quarter. One of these meetings shall be Annual General Meeting to be held in June of each year. The time and place of general meetings shall be determined by participating members.
- 2.2 Other special meetings may be called at the discretion of the General Chair.

Section 3 Program Committees

- 3.1 Program committees and subcommittees shall meet, at the discretion of the committee chairs, as often as necessary to accomplish their respective missions.

ARTICLE VIII
YEAR

The fiscal year for the GH-KPEPC (d.b.a. PEP-C) shall be from 12:01 A.M. on July 1 through 12:00 midnight June 30.

ARTICLE IX
RULES OF ORDER

The Rules of Order contained in Robert's Rules of Order, revised, shall govern the coalition in all cases to which they are applicable and in which they are not inconsistent with the bylaws of the coalition.

ARTICLE X

Section 1 These bylaws may be changed at any regular or special meeting of the Board of Directors and may be presented in writing to membership at any meeting.

Section 2 The General Chair shall notify members of the board at least ten (10) days prior to acting on such changes or amendments including notice of the date, time and place of the meeting at which the proposal will be acted upon.

ARTICLE XI
DISSOLUTION

Section 1 In the event of the dissolution of this corporation any surplus remaining after the payment of all obligations of the corporation and all expenses of the dissolution shall be distributed to charities as directed by the Board of Directors.

ARTICLE XII
INDEMNITY

Section 1 **The corporation shall indemnify any Director or former Director of the corporation against all judgments, penalties, fines, settlements and reasonable expenses, including attorney’s fees, actually incurred by him or her in connection with any proceeding to the extent authorized and subject to the provisions of Chapter 23.B08 Revised code of Washington, as now enacted or hereafter amended. The risks covered by this indemnification may be protected against by the purchase, maintenance and payment of premiums for such insurance as in the discretion of the board is deemed to be appropriate.**

The foregoing constitute the Bylaws of the Gig Harbor-Key Peninsulas’ Emergency Preparedness coalition, d.b.a. PEP-C (Peninsulas Emergency Preparedness coalition) adopted at the meeting of the Board of Directors held on 14th day of January, 2015 and amended by a vote of the membership the 14th day of January, 2015.

Donald Lee, General Chair

Angela Lindsay, Secretary

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