

BEFORE THE FRANKLIN COUNTY EMERGENCY MANAGEMENT BOARD

**RE: FCEM Board By-Laws – APPROVAL OF THE AMENDED OFFICE OF EMERGENCY MANAGEMENT FRANKLIN COUNTY BY-LAWS OF THE BOARD OF DIRECTORS.**

**WHEREAS**, the Franklin County Emergency Management Board desires to update and amend the Office of Emergency Management Franklin County By-Laws of the Board of Directors; and

**WHEREAS**, the office of Franklin County Emergency Management has no further public notice requirement pursuant to R.C.W. 36.34.020.

**WHEREAS**, the Franklin County Emergency Management Board constitutes the authority of Franklin County Emergency Management and deems this to be in the best interest of Franklin County Emergency Management;

**NOW, THEREFORE, BE IT RESOLVED** the Franklin County Emergency Management Board hereby approves the Office of Emergency Management Franklin County By-Laws of the Board of Directors dated 10/21/2021.

**Approved** this 20<sup>th</sup> day of January 2022.

Franklin County Emergency Management Board

Attest:



Sean Davis, Secretary to the Board



Robert Gear, FCEM Board Chairman

## OFFICE OF EMERGENCY MANAGEMENT

### FRANKLIN COUNTY

#### BY-LAWS OF THE BOARD OF DIRECTORS

##### **Section 1. AUTHORITY**

- A. This Board of Directors (hereinafter referred to as the "Board") for The Office of Emergency Management Franklin County (hereinafter referred to as the "Agency") is created pursuant to the Emergency Management Organization Interlocal Agreement (hereinafter referred to as the "Agreement") by and between the County of Franklin, and the City of Pasco, the City of Mesa, the City of Connell, and the City of Kahlotus (hereinafter referred to as the "Incorporated Municipalities").
- B. This Board is hereby created by the legislative bodies of Franklin County and the City of Pasco, the City of Mesa, the City of Connell, and the City of Kahlotus (hereinafter referred to as the "legislative authorities") signatory to the Agreement and exercises all powers derived pursuant thereto.
- C. [RCW 38.52.070, EMERGENCY MANAGEMENT](#), authorizes and directs each political subdivision of this state to establish a local organization for emergency management in accordance with the State Emergency Management Plan and Program and, specifically permits the General of the State Military Department to authorize two or more entities to join together in the establishment and operation of a local organization for emergency management.
- D. [RCW 39.34, INTERLOCAL COOPERATION ACT](#), authorizes political subdivisions to jointly exercise their powers, privileges, or authorities with other political subdivisions of this state through the execution of an Interlocal cooperative agreement as authorized pursuant to [RCW 38.52.091](#)

##### **Section 2. PURPOSE OF THE BOARD**

The purpose of the Board shall be to directly govern the Agency for the jurisdictions signatory to the Agreement in accordance with [Chapter 118-030 WAC](#); to establish policy therefore; and to do those things necessary to insure efficient and functional operation thereof, all within the framework of the Agreement.

##### **Section 3. BOARD OF DIRECTORS ESTABLISHED**

- A. A Board of Directors for the Agency is hereby established and shall consist of seven (7) persons as follows:
  - 1. one member of the Franklin County Board of Commissioners, or his or her officially designated representative,
  - 2. one appointee by the Franklin County Board of Commissioners or his or her officially designated representative,
  - 3. the mayor of the City of Pasco or his or her officially designated representative,
  - 4. one appointee by the executive head of the City of Pasco or his or her officially designated representative,
  - 5. the executive head of the City of Mesa or his or her officially designated representative,
  - 6. the executive head of the City of Connell or his or her officially designated representative, and
  - 7. the executive head of the City of Kahlotus or his or her officially designated representative.
- B. The Director of the Agency shall be ex-officio, non-voting member of the Board.
- C. The legislative authorities of the Incorporated Municipalities signatory to the Agreement and Franklin County, shall annually appoint its member(s) and its alternate member(s) in writing.

**Section 4. POWERS AND RESPONSIBILITIES OF THE BOARD OF DIRECTORS**

- A. The Board shall have general supervision and control of the Agency, shall be responsible for carrying out the provisions of the Agreement, and in the event of a disaster beyond local control, may assume direct operational control over all, or any part of, the emergency management functions within the jurisdiction's signatory to the Agreement.
- B. The powers and responsibilities of the Board shall include, but not be limited to:
  - 1. Preparation, analysis, and recommendation of the adoption of the emergency management agency. Ensure mutual aid plans and agreements are established to support local emergency response to disasters. Ensure resolutions, rules, and regulations are implemented and supported for plans and agreements.
  - 2. A fair and equitable determination of the cost distribution among the signatories to the Agreement in accordance with the provisions of the

Agreement. All distribution of monies and assets of the Agency, will be distributed to the Board Jurisdictions utilizing this same methodology.

3. Review amendment(s), and approval of the annual budget request, including value(s) for contributed service(s), if any.
4. The FCEM Board accepts and authorizes all grants available to the Agency. Any grants that have an expense/match requirement that cannot be met with current fiscal year funds, will be approved by the FCEM Board prior to execution of the grant.
5. The Director has authority to sign the established grant agreements that have been approved by the Board for the FCEM calendar year budget. These established grants are considered the agency's core grants/funds they operate under. Any other grants/income sources will need signed by the Chairman and presented to the FCEM Board at the next board meeting.
6. Establish the Director's Extent of Administrative Authority.
7. Appointment of the Director of the Agency. The Director's Extent of Administrative Authority is to develop, operate, and manage the Agency on a day-to-day basis, including its operational and personnel expenses. Executing contracts, grant agreements and memorandums of understanding per Board guidance. Hiring and firing of Agency staff. All other actions are subject to the direction and control of the Board, unless explicitly stated in this document and/or the Interlocal Agreement creating this Agency.

The Director will review and approve voucher expenses no less than once a month. The Director will present all the expenses accrued from the last meeting date to the next scheduled meeting to the Board. This will include all the voucher numbers and a total of expenses for that time period.

8. Establishment of broad policy guidelines and program priorities for the Agency.
9. Development of by-laws consistent with the Agreement and applicable statutes.
10. Adopt a personnel policy and a salary schedule.
11. Annually review the salary schedule, medical benefits allocation amount, cost of living increase, operational, procedural, and administrative policies.

## **Section 5. CONDUCT OF BUSINESS BY THE BOARD OF DIRECTORS**

- A. An agenda for each Board meeting shall be prepared by the Director, after consultation, as necessary, with the Chair and distributed by the Director with the minutes of the

preceding Board meeting, to be received by the Board members at least five working days prior to the scheduled meeting date.

- B. The Board shall meet at least quarterly or more often as deemed necessary at the discretion of the Chair.
- C. Business and other matters which come before the Board shall be transacted at open, public meetings in accordance with [Chapter 42.30 RCW, OPEN PUBLIC MEETINGS ACT](#).
- D. Board meetings shall be held at the Agency office unless otherwise directed by the Chair.
- E. Special Board meetings may be convened/called at the request of the Chair, or by agreement of a simple majority of the voting members of the Board.
- F. Board meetings shall be conducted in accordance with Robert's Rules of Order Newly Revised, or other rules adopted by the Board. The rules contained in the current edition shall govern the Board in all cases to which they are applicable, and in which they are not inconsistent with these by-laws and any special rules of order the Board may adopt.
- G. By-Laws may be passed and amended at any meeting of the Board by a simple majority of the voting members of the Board; provided, however, that the amendment was proposed in written form and distributed to the entire membership a minimum of thirty (30) days in advance of the meeting.
- H. Approved minutes shall be kept of all meetings and approved minutes shall be distributed to all requesting parties, and shall be posted for public review. Draft copies of the minutes shall be distributed to the Board members within 5 days of the preceding Board meeting.
- I. If a Board member will not be able to attend a meeting of the Board, he or she will notify the secretary to the Board, that they will not be able to attend any given meeting.
- J. Members unable to attend in person, may phone in / teleconference into the meeting. They will be allowed to participate in "closed" or "executive" sessions, at the discretion of the majority of the board members physically present. They will maintain their full voting rights on routine agenda items. A speaker phone will be available in the meeting room, so that the public can hear the comments and vote(s) of any member participating by telephone in accordance with [RCW 42.30](#).
- K. At all meetings of the Board, a quorum shall require the presence of at least 4 appointed members, whether physically present or present via telephone/conference call; on condition that, the Board provides a speaker phone in the meeting room so that the public can hear the comments and vote(s) of any member participating by telephone. Business will be transacted by a simple majority of the voting members of the Board during those situations.

- L. Each member, or alternate, shall have one (1) equal vote in the decisions of the Board.

#### **Section 6. OFFICERS**

- A. At its first regularly convened meeting of each calendar year, the Board shall select from its membership, by a simple majority, a Chair, and a Vice-Chair to act in the absence of the Chair.
- B. The Agency Director, or his or her official designee, shall act as Secretary of the Board.
- C. Each shall serve in their respective capacity until the selection of their successors.

#### **Section 7. DUTIES OF THE OFFICERS**

- A. **Chair:** The chair shall preside over the meetings of the Board and may exercise all the powers usually incident to that office, retaining, however, to the Chair as a member of the Board, the full right to have one equal vote recorded in all deliberations of the Board. If the Agency Director is not available, the Chair is responsible for reviewing and signing the voucher sheet for monthly expenses in accordance with [RCW 42.24.180](#). If the Agency Director is not available, the Chair is responsible for signing all new contracts, agreements and memorandums of understanding for the Agency.
- B. **Vice-Chair:** In absence or incapacity of the Chair, the Vice- Chair shall serve as the Chair. If both the Chair and Vice-Chair are absent, the remaining members shall select a temporary Chair for the meeting. The Vice-Chair is responsible for reviewing and signing agency documents as outline in Section 7.A, when the Chair is unavailable.
- C. **Secretary:** The Director, or his or her official designee, shall keep a record of all meetings of the Board and those records shall remain the property of the Board and be retained at such office as the Board may direct. In the absence of the Secretary from any meeting, a Secretary Pro Tempore shall be appointed by the Chair.

#### **Section 8. REMOVAL OR REPLACEMENT OF BOARD MEMBERS**

- A. The legislative authorities of the signatories to the Agreement may be requested by the Board to remove or replace members due to:
  - 1. Lack of attendance at three (3) consecutive, regularly scheduled Board meetings.
  - 2. Dereliction of duties as described in Section 4. Powers and Responsibilities of the Board of Directors.

3. Gross malfeasance or conduct detrimental to the good order and discipline of the Agency.
4. Voluntary resignation.
5. Incapacitation or loss of life.

The board may vote to notify the legislative authority of a member jurisdiction recommending replacement of their appointed designee. This action must be ratified, during a board meeting, by a simple majority of the quorum present.

#### **Section 9. FUNDING**

- A. All monies received on Agency account, including financial contributions from the member jurisdictions, shall be deposited, maintained, and administered as described in Section 4.B.2-3. Powers and Responsibilities of the Board of Directors.
- B. All authorized expenditures from the Agency account shall be withdrawn, maintained, and administered as described in Section 7.A and 4.B.4. Powers and Responsibilities of the Board of Directors.
- C. Budgets shall be prepared, presented, submitted and adopted as described in Section 4.B.3. Powers and Responsibilities of the Board of Directors.

#### **Section 10. DISSENT / ARBITRATION**

If the Board is unable to agree upon the proper contributions of the jurisdictions party to the Agreement for the cost of the Agency, the questions of such decision shall be referred to the Washington State Emergency Management Council for arbitration and the decision of the State Emergency Management Council shall be final and binding in accordance with [RCW 38.52.070](#).