



Institutions of Higher Education Caucus

By-Laws

Adopted: September 25, 2013

Virginia Emergency Management Association
Institutions of Higher Education Caucus
By-Laws

ARTICLE 1
EXECUTIVE SUMMARY & HISTORY

Institutions of Higher Education have worked collectively through a group known as the higher education emergency planners. This group of individuals was instrumental in coordinating with the Governor's Office of Domestic Preparedness, Virginia Department of Emergency Management and the Department of Criminal Justice Services to provide campus preparedness and safety conferences and training. In 2011, the group met with the VEMA Executive Committee to collaborate on the formation of the VEMA Institutions of Higher Education Caucus. The work in 2011 required the higher education planners to develop policies, procedures and draft By-Laws for governance of the Caucus. A leadership team was developed and successfully accomplished this goal.

On January 30, 2012, the Virginia Emergency Management Association (VEMA) Board of Directors formally recognized the caucus entitled "Institutions of Higher Education" (IHE) to represent the issues, goals and objectives of higher education emergency management practitioners. The Caucus met during the 2012 VEMA Symposium, adopted an initial slate of Officers and general policies to move the caucus forward. These By-Laws are amendments to the initial policies and By-Laws to provide more in depth structure to the Caucus and to ensure conformance to the VEMA Constitution and By-Laws as amended.

ARTICLE 2
AUTHORITY

The Institution of Higher Education Caucus is authorized by the letter of the Executive Committee dated January 30, 2012. The caucus shall abide by the Constitution and By-Laws of the Virginia Emergency Management Association adopted on March 31, 2011 and February 4, 2011 respectively, as amended.

The Caucus is authorized to adopt By-Laws for the caucus pertaining to caucus members but not to conflict or supersede the VEMA Constitution or By-Laws.

ARTICLE 3
TITLE

The Caucus shall be known from here forth as the "VEMA Institutions of Higher Education Caucus." An acceptable abbreviation is VEMA-IHE or VEMA-IHE Caucus.

Virginia Emergency Management Association
Institutions of Higher Education Caucus
By-Laws

ARTICLE 4
MISSION

The Mission of the VEMA IHE Caucus is to represent emergency management issues, goals and objectives of higher education institutions among its members, the entire VEMA membership, and the Commonwealth of Virginia.

ARTICLE 5
OFFICERS

The Caucus shall have the following elected Officer positions which are part of the Caucus Board: Chair, Vice Chair, Secretary, and Elected Board Representative.

Section 1. Duties

(a) Chairman/Chairwoman of the Caucus, referred to simply as the “Chair”. The Chair is responsible for the administration of the VEMA IHE Caucus including but not limited to all working groups and the general progress of the overall caucus. The Chair is responsible for ensuring all caucus business and activities are conducted in accordance with the VEMA Constitution and By-Laws. The Chair is responsible for the development of the caucus strategic plan.

The Chair shall preside over all Caucus meetings of the membership and the Board of Directors. The Chair will have only one vote on issues presented in the Caucus. The Chair will serve as liaison / ex-officio member of any Caucus working group in the event the appointed working group leader is absent or has resigned the position.

(b) The Vice-Chair shall have and perform all the powers and duties of the Chair in the Chair’s absence or disability. The Vice Chair will serve as liaison to the Annual Conference / Symposium if a caucus member if the Chair has not appointed another caucus member. The Vice Chair is responsible for developing, updating and monitoring the progress of the caucus’ strategic plan, goals, and by-laws.

(c) The Secretary shall keep the minutes of all caucus proceedings and meetings of the Board of Directors and the general caucus. The Secretary shall provide a meeting agenda in advance of scheduled caucus Board of Directors and general meetings. The Secretary is responsible to ensure working groups provide regular updates or progress reports – not less than quarterly. The Secretary will also be responsible for all responsibilities for ensuring caucus information is posted to the VEMA website and will serve as the caucus liaison for the Virginia higher education emergency manager’s listserv currently hosted by Virginia Commonwealth University.

(d) The Elected Board Representative(s) is/are responsible for representing the Caucus at VEMA Board of Directors functions, conversations, and discussions. The Caucus may elect no more than two (2) Board Representatives, if authorized by the Association By-Laws. If more

Virginia Emergency Management Association
Institutions of Higher Education Caucus
By-Laws

than one Elected Board Representative authorized, their terms should be staggered for continuity purposes. The Board Representative serves as an intermediary with the Caucus Board and the VEMA Board of Directors. The Board Representative has one vote on the Caucus Board as well as the VEMA Board of Directors.

(e) The Immediate Past Chair is someone who previously had been elected by the caucus, installed, and served one or more terms as the Chair of the Caucus. The Immediate Past chair will serve a term that coincides with the Chair, beginning and ending at the Annual Conference or VEMA Symposium.

The Immediate Past Chair will serve as an advisor to the Chair and Board, serve on workgroups as designated by the Chair, and is delegated other duties and projects at the Chair's discretion. The Immediate Past Chair will not have a vote on Board of Directors business. The Immediate Past Chair shall serve as the Chair of the Caucus nominating committee. The nominating committee shall solicit nominations from the caucus membership, confirm interest and qualifications of candidates, and make recommendation to the membership for nominees to serve as caucus officers.

In the event a Chair is unable to complete a term of office, if they remain eligible for caucus membership and are able to do so, they will assume the role of the Immediate Past Chair for the remainder of the term. If they are unable to assume this role due to ineligibility for caucus membership, or other reasons, the person filling the role of Immediate Past Chair may remain for the remainder of the term.

Section 2. Term of Office

The term of office for Caucus Board Officers shall be a two year term beginning and ending at the Annual Conference / Symposium. Officers may be elected to multiple terms of office, not to exceed two consecutive terms in the same office. For the purposes of this article, a full term is defined as seventy-five percent (75%) or more of the stated term of office for the particular position.

Terms of office will automatically be extended until electronic voting is completed in accordance with Section 3 below if a quorum was not present for elections at the annual meeting.

No caucus member shall hold more than one office at a time. Nor shall a caucus officer or member of the Caucus Board of Directors be an officer of the association during their term.

At the discretion of the Caucus Board, terms of officers may be staggered to provide continuity of the Caucus Board.

Section 3. Election of Officers

Nominations for Caucus Board Officers will be made by the members to the Nomination Committee. All nominations which qualify for holding the position will be presented to the

Virginia Emergency Management Association
Institutions of Higher Education Caucus
By-Laws

membership 30 days prior to the Annual Conference / Symposium. Elections will be held as part of the annual meeting. No proxy voting is allowed for elections. If a quorum is not available in person for voting at the annual meeting, electronic voting will be completed within 2 weeks of scheduled annual meeting date.

Qualifications of nominate to hold office include the following:

Individual must be a VEMA member in good standing and eligible for caucus membership;

Capable of attending annual conference / symposium;

Capable of attending additional caucus or VEMA meeting during the year as required;

Capable to devote eight hours or more per month to caucus business as required;

Capable to weigh and consider issues in an objective manner;

Capable of representing caucus issues of all institutions of higher education in Virginia.

Special elections may be held at the discretion of the Caucus Board to fill any officer vacancies for the remainder of an unexpired term of office.

Section 4. Vacancies

(a) Should a vacancy occur in the office of the Chair, the Vice chair shall automatically become Chair for the unexpired term of office.

(b) Should a vacancy occur in any office other than the Chair, a successor may be nominated and elected by the Board of Directors to fill the vacancy for the unexpired term of office.

**ARTICLE 6
MEMBERSHIP**

Section 1. Caucus Member

(a) All members of this caucus must be VEMA members in good standing in accordance with VEMA Constitution and By-Laws.

(b) Members of this caucus shall be designated as an emergency management practitioner by their respective higher education institution (university or college). An “emergency management practitioner” is defined as a university or college employee who has been designated by his or her administration with a significant role in administering emergency preparedness and management functions at their institution. These roles may include emergency coordinating officer, emergency management, emergency preparedness, facility management, student services, environmental health, safety, security, or other roles or functions assigned to assist the institution in preparing for, responding to, recovering from or mitigating against hazards and vulnerabilities. Individuals in this category may hold a regular membership or be one of the designated members under an organizational membership. Individuals in the category shall have one vote in caucus business.

Virginia Emergency Management Association
Institutions of Higher Education Caucus
By-Laws

(c) Each institution of higher education in good standing with VEMA as an organizational membership shall have one vote for all caucus functions. Institutions are responsible for updating their roster with VEMA and the Caucus to designate the member in good standing authorized to cast votes on behalf of the institution they represent. Individual designated as the organizational membership vote has one vote in caucus business. Members who are qualified for both regular caucus membership in Section 1 (b) above and are designated as the organization membership vote can cast the organizational vote in addition to their individual membership vote.

Section 2. Caucus Associate Members

The designation of “Caucus Associate” is granted to any VEMA member in good standing who serves in a role to further the profession of emergency management at institutions of higher education. Caucus Associate Membership is a form of recognition and does not reflect any special role, responsibility, position, status, or privilege with respect to the Caucus. This category may include VEMA Associate memberships, Honorary members, or Sustaining membership, or an Organizational memberships not directly associated to an institution of higher education. Caucus Associates are to be considered non-voting members of the Caucus during business sessions of the organization.

**ARTICLE 7
BOARD OF DIRECTORS**

Section 1. Board Composition

The Caucus shall have the following composition to the Caucus Board: Chair, Vice Chair, Secretary, Elected Board Representative, members appointed by the Chair to serve on the Association’s standing committees; and the Immediate Past Chair – non-voting position. If the VEMA President appoints an Institution of Higher Education representative in accordance with the VEMA Constitution, other than the Elected Association Board of Representative, that appointee, if a member of the caucus shall serve as the Caucus’ voting member on the VEMA Board of Directors. The Elected Board Representative will retain the position on the Caucus Board of Directors and will serve as a voting member.

Section 2. Ad-Hoc Appointments

Ad-hoc appointments to the Caucus Board may be made from one of the following categories:

- a. Emergency management practitioner from a level of government (local, state, federal), who is a VEMA member in good standing, and can contribute to the goals and objectives of the Caucus
- b. Subject matter experts, regardless of VEMA membership
- c. Other emergency management consultants, who are VEMA members in good standing and can contribute to the goals and objectives of the Caucus.

Virginia Emergency Management Association
Institutions of Higher Education Caucus
By-Laws

Ad-Hoc appointments to the Caucus Board shall be made from members who meet the aforementioned membership eligibility requirements. Ad-Hoc appointments to the Caucus Board shall be made by the Chair of caucus and confirmed by a simple majority vote of the Caucus Board.

Ad-hoc appointments to the Caucus Board shall be members of the Board for a time-limited period not to exceed one year and can be renewed as by the duly elected or appointed voting members of the Caucus Board.

An ad-hoc appointment to the Caucus Board shall serve as non-voting members of the Caucus' Board.

Section 3. Working Groups

As necessary to further the strategic plan of the Caucus, the Caucus Board may establish Workgroups to address specific issues. The Working Group Leader shall be appointed by the Caucus Chair. The working group membership may include individuals deemed appropriate for the task, regardless of Caucus membership. Working Groups are limited to the term(s) outlined in the charge to the working group by the Caucus Chair and may be reconvened by subsequent Caucus Boards as needed. Working Groups serve as non-voting members of the Caucus Board.

Section 4. Quorum

Fifty-one percent (51%) of the voting Caucus Board membership shall constitute a quorum and is required for any official vote. The Chair may be counted in establishing a quorum of 51% of Board members. If a quorum is not present, matters presented at meetings requiring a vote can be electronically distributed to the Caucus Board and voted on my electronic means.

Section 5. Voting

Each member of the Caucus Board shall have one vote unless designated as a non-voting position. The Chair of the Caucus will only cast a vote on an issue in the event of a tie.

**ARTICLE 8
MEETINGS**

Section 1. Caucus Board of Directors

The Caucus Board of Directors shall meet no less than 4 times per year, minimally one meeting per quarter. Meetings may be held in person, through electronic means or in any combination as needed in order to conduct Caucus business as set forth in the By-Laws. Scheduled meeting should be announced and an agenda provided approximately 5 days prior to the meeting. Where possible, meeting dates should be scheduled for the calendar year.

Section 2. Annual Meeting

The caucus general membership shall meet, in person, at least once per calendar year at the VEMA Annual Conference/Symposium.

Virginia Emergency Management Association
Institutions of Higher Education Caucus
By-Laws

Section 3. Special Meetings

As needed, additional meetings may be schedule to address officer vacancies, time sensitive issues, or specific issues of an important or urgent nature.

Section 4. Official Business

Official business can be conducted at any publicized, scheduled meeting.

Section 5. Voting Quorum

In order to conduct official caucus business, a quorum must be established. A quorum is defined to be at least half of the current caucus membership (Board of Directors and general members). The participation of the chair or the vice-chair is required.

A simple majority vote of quorum is required to approve official business, unless otherwise specified. Each individual caucus member and the organizational member designated by the institution is allotted one vote as outlined previously. Institution's with more than one emergency management practitioner are only allowed to cast one organizational membership vote, but are allowed in the absence of the primary practitioner to delegate voting authority through their lines of succession without the use of a proxy vote. Voting may be conducted in person or by electronic means.

Section 6. Proxy Voting

If unable to attend a meeting where official business is conducted, an individual member or institution may delegate their vote by written proxy to a Caucus Officer. Documentation of written proxy designation must be received by the Secretary at least 1 business day prior to the scheduled meeting designating the individual member or institution and which officer has been given the proxy vote. If a proxy vote has been provide, but voting is determined to be done electronically, the proxy vote is considered null and void to allow the individual member and institution to vote electronically.

Proxy voting is not allowed for election of officers.

**ARTICLE 9
GENERAL POWERS**

The Caucus, as a subsection of the Virginia Emergency Management Association **does not** have the authority or power to rent, purchase, or otherwise own or hold property, including beneficial interests therein, either solely or jointly with other organizations; to solicit or receive contributions; to assess and collect dues; to contract with governmental units, persons, firms or other organizations to procure or provide services or to perform functions by either contracting partly or jointly and to pay or receive money therefore; or to do any such other things as are incidental and proper or reasonable and desirable to carry into effect the purposes of the Virginia Emergency Management Association.

Virginia Emergency Management Association
Institutions of Higher Education Caucus
By-Laws

The VEMA Executive Committee may, at its discretion grant on a time limited basis, any powers and authorities stated above to the Caucus Board so long as it is in the Association's best interest and does not conflict with the VEMA Constitution and By-Laws.

**ARTICLE 10
PARLIAMENTARY AUTHORITY**

The Caucus Board shall utilize the current edition of "Roberts Rules of Order Newly revised" to govern the caucus business in all cases which are applicable and which are not inconsistent with these By-Laws or the VEMA Constitution and By-Laws.

**ARTICLE 11
AMENDMENT OF BY-LAWS**

These By-Laws may be amended by an e-mail poll of the Caucus Board of Director members requesting their vote or at a meeting of the Board of Directors, provided that a majority of the Board of Director members respond in favor to the email or are present at the meeting; and the full caucus regular membership are notified of such amendments not less than thirty (30) days prior to the Board of Director email vote or meeting so that comments can be made if so desired. Notifications of amendments which are posted to the VEMA website, higher education section meet the requirement of notification to caucus membership.

**ARTICLE 12
EFFECTIVE DATE**

These By-Laws will take effect on the date following adjournment of the meeting at which they are adopted.

These By-Laws were adopted on: September 25, 2013