

MAINE ASSOCIATION FOR SEARCH AND RESCUE

Bylaws

Enacted 7 May 2006
Revised 6 December 2009
Revised 12 September 2010
Revised 6 March 2011

ARTICLE I: NAME

- a. The name of this organization shall be the Maine Association for Search and Rescue, hereinafter referred to as MASAR.

ARTICLE II: PURPOSES

- a. MASAR is organized exclusively for charitable, religious, educational, and/or scientific purposes, under section 501 (c) (3) of the Internal Revenue Code, for the promotion and development of search and rescue (SAR) capabilities and resources in the State of Maine with the underlying principle of saving lives. It shall provide a forum for the volunteer SAR organizations in the State of Maine to express their concerns and exchange ideas in the furtherance of SAR in Maine. It shall also provide the needed liaison between the individual member organizations and the Maine Department of Inland Fisheries and Wildlife, the National Association for Search and Rescue (NASAR), and any other similar agencies.
- b. No part of the net earnings of MASAR shall inure to the benefit of, or be distributed to, its members, directors, officers, or other private persons, except that MASAR shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of MASAR shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the association shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, MASAR shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code or corresponding section of any future federal tax code or (b) by an organization, contributions to which are deductible under section

170 (c) (2) of the Internal Revenue Code or corresponding section of any future federal tax code.

- c. Upon the dissolution of MASAR assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code, or shall be distributed to the federal government or to a state or local government for public purpose as chosen by majority vote of the Board of Directors.

ARTICLE III: MEMBERSHIP

- a. Membership shall be open to all individuals and organizations involved in search and rescue operations, or supporting such operations. The Board of Directors shall determine whether organizations and individuals applying for membership satisfy membership requirements.
- b. The membership of MASAR shall be divided into the following categories:
 - 1. Organizational Member - Any organization or association (hereinafter called "units"), separately governed, whether operating under the auspices of a paid entity or governmental agency or not, involved directly in ground search and rescue activities in the State of Maine, which meets the current MASAR unit certification standard, and two-thirds of whose membership is comprised of Maine residents. Organizational Members shall have the right to vote.
 - 2. Associate Member - Any unit or individual involved directly or indirectly inside or outside the State of Maine in search and rescue activities, who does not meet the qualifications of an Organizational Member may be an Associate Member. Associate Members shall have no voting rights.
 - 3. Sustaining Member – Any individual, organization, or agency that wishes to contribute monetary, material, or moral support to the organization. Sustaining members shall have no voting rights.
- c. Each Organizational Member is responsible for providing a representative at all General and Special Meetings. This representative shall be identified to the Secretary in advance of a meeting. No person may represent two or more Organizational Members at any time.
- d. Other Members shall have no responsibility to provide a representative at meetings.

- e. An Organizational Member may be represented by a proxy at any meeting. The proxy must inform the Secretary of the effective date and duration of representation. If written, the proxy must be presented to the Secretary before the meeting commences. If sent by email, the proxy must be received by the Secretary at least 24 hours, or such other period that the Secretary deems reasonable and acceptable, in advance of the meeting.

ARTICLE IV: MEETINGS

- a. Meetings of the Members shall take place on a regular basis. The meeting schedule shall be set by the Members.
- b. An Annual Meeting must be held each year, per Maine law.
- c. Annual and Special Meetings shall be called by the President or the Chairperson of the Board. Notice of an Annual or Special Meeting shall be provided to the Members, officers, appointees, and agency representatives at least 30 days in advance. The first notification shall be by e-mail, with reply requested. If no reply is received, a second notification shall be sent by first class mail.
- d. At all meetings, representation by at least one half of the Members shall constitute a quorum, and shall be necessary to conduct the business of the organization.
- e. All meetings are open to Members, Officers, Appointees, and representatives of agencies directly, or indirectly, involved in SAR in Maine. Rights to the floor for others attending shall be determined by majority vote of the Members present.
- f. All Members, officers, and appointees shall have the privilege of presenting on the floor, making motions, making nominations, and any other business.
- g. All meetings shall operate under the "Democratic Rules of Order".

ARTICLE V: VOTING

- a. Voting shall be limited to Members whose dues are paid for the current year.
- b. Each Member shall have a single vote.
- c. Proxy votes shall not be allowed.
- d. Except as otherwise expressly stated in these bylaws, a majority vote at a Board or General Meeting shall carry on all issues.

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- e. Decisions on the following are exceptions to the above:
 - 1. Dissolution of the corporation shall require the agreement of 2/3 of the Members. This vote shall require a written ballot;
 - 2. Expenditure in the amount of \$1,000 or more shall require a 2/3 majority vote of the Board of Directors.

ARTICLE VI: BOARD OF DIRECTORS

- a. MASAR shall be managed by a Board of Directors. The Board shall provide overall guidance to the organization in general policy matters, but shall not interfere with normal daily operations or routine functions. It shall ensure that the organization follows all applicable laws and regulations.
- b. There shall be seven (7) members on the Board of Directors. The Vice President, Secretary, and Treasurer shall be members of the Board. The balance of the membership shall be made up of Members at Large. No Member shall have more than two of its members on the Board.
- c. Members of the Board of Directors shall be elected by majority vote of the voting membership in attendance at a MASAR Annual Meeting. The members of the Board of Directors shall serve terms of two years, or until an election is held to select a person to fill a vacancy on the Board. Election of the Board of Directors shall take place immediately after the Officer's election. Members shall assume their positions immediately after their election.
- d. The Chair of the Board of Directors shall be elected by the Board at its first meeting. The Chair shall preside at all Board and Annual Meetings and shall vote at Board meetings only in the event of a tie.
- e. In the event that a member of the Board cannot serve his or her entire term, that position shall be temporarily filled by an individual selected by a majority vote of the remaining Board of Directors. This individual shall serve until the next regular election, or until a special election is called by the Board of Directors.
- f. Meetings of the Board of Directors may be called by the President, or the Chairperson of the Board. At least 24 hours advance notice shall be provided to the members of the Board.
 - 1. Notification shall be by e-mail with reply requested.
 - 2. If no reply is received, notification shall be sent by first class mail.
- g. The Board of Directors shall develop written policies where necessary for MASAR's operation.

ARTICLE VII: OFFICERS

- a. MASAR's officers shall be President, Vice President, Secretary, and Treasurer.
- b. Each Officer must be a member of an Organizational or Associate Member of MASAR that has not been removed or suspended prior to the nomination.
- c. All nominees, or the Organizational or Associate Member to which a nominee belongs, must have their dues paid up to date prior to the election. Such dues status will be verified by the secretary and/or treasurer.
- d. The Officers shall conduct the routine business and operations of MASAR.
- e. The officers' duties and responsibilities shall be defined by written Board policy.
- f. Officers shall be elected by the organization's membership at an Annual Meeting. Officers shall serve a term of two years and shall assume their positions immediately following their election.
- g. The President shall preside at all general meeting functions and shall serve as an advisor to the Board of Directors.

ARTICLE VIII: DUES

- a. Dues shall be payable upon acceptance as a Member and, thereafter, payable annually on the first of the year.
- b. The amount of dues shall be recommended by the Board of Directors and approved by a majority vote of the Members at any meeting.
- c. In the event that a Member takes a leave of absence from the organization, payment of annual dues is still required.
- d. If any Member fails to pay its dues for a period of three (3) months or more, the Board shall attempt to determine the Member's intention towards MASAR. The Board will also determine any action to be taken regarding this matter. The Board shall inform the Member of its determination and intended action by registered mail. The Member then has one month from receipt of the notice to pay the amount owed. If payment is not made, the Board may remove the Member from the organization, as defined in Article XI.
- e. Any Member removed for non-payment of dues will be reinstated following payment of all dues owed.

ARTICLE IX: COMMITTEES

- a. MASAR shall have the following standing committees:
 - 1. Education
 - 2. Resource
 - 3. Standards.
- b. The President may establish other committees.

ARTICLE X: SCOPE OF OPERATION

- a. Upon request, MASAR may act as liaison between Maine volunteer SAR organizations and any other organization or agency, on any aspect of search and rescue. However, MASAR shall otherwise limit its scope of operation to the following four-season exurban SAR activities:
 - 1. Search by trained personnel on foot;
 - 2. Search by trained K-9 teams;
 - 3. Search by trained mounted teams;
 - 4. Rescue and transport by trained personnel;
 - 5. Support of general SAR operations.
- b. Units that provide other services may do so outside the coordination or oversight of MASAR, but not when dispatched by or through the MASAR Duty Officer.

ARTICLE XI: REMOVAL FROM MEMBERSHIP

- a. Membership in MASAR and certification by MASAR shall be deemed a privilege.
- b. Each MASAR Member shall be held responsible for the conduct of its individual members.
- c. A MASAR Member of any type can face disciplinary action by the Board, up to and including, removal. Due cause for disciplinary action may include, but is not limited to, illegal acts, an act that brings discredit to MASAR, a failure to abide by MASAR's bylaws and standards, or conflict created by differences between Member operations and the standards or purpose of MASAR.
- d. The Board may at any time remove a Member from the organization by an affirmative vote of 2/3rds of its members. This vote must be confirmed by

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2/3rds of MASAR's voting membership at the meeting immediately following the Board's vote.

- e. Following a vote of removal by the Board of Directors, a Member shall be under suspension until the confirmation vote of the general membership. Once a Member has been removed, a request for reinstatement of membership may be made to the Board no sooner than two years after removal.
- f. Suspended Members will not be dispatched or otherwise utilized by MASAR until all related issues are resolved.

ARTICLE XII: AMENDMENTS TO BYLAWS

- a. These bylaws may be amended at any meeting of the membership by a 2/3 majority of the voting membership present at that meeting. A proposed bylaw amendment shall be distributed to the membership 30 days prior to the meeting.
- b. These bylaws, and any amendments made thereto, shall become effective immediately upon acceptance by the voting members present at a duly convened meeting.

ARTICLE XIV: LEGAL COUNSEL

- a. MASAR shall be represented by a Board-approved legal counsel in an advisory capacity.

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As amended on 6 March 2011

President Deborah Palman



Vice President Steve Hudson


