
Appalachian Region,
Mountain Rescue Association

ARTICLES OF ASSOCIATION
AND
BYLAWS

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Articles of Association
Appalachian Region, Mountain Rescue Association

May 6, 1991

ARTICLE I - NAME

The name of this organization is the Appalachian Region of the Mountain Rescue Association, hereinafter referred to as the Association.

ARTICLE II - PURPOSES

The Association is organized exclusively for charitable, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue law. The specific purposes of the Association are:

- A. To provide wilderness search and rescue capability, and special technical rescue capability, within the Commonwealth of Virginia and other regions as necessary;
- B. To conduct training programs in subjects related to wilderness search and rescue and special technical rescue;
- C. To conduct training programs in subjects related to wilderness safety and survival;
- D. To serve as a coordinating agency for related rescue and survival information, equipment, and resources; and
- E. To conduct and carry out the work of the Association, not for profit, but exclusively for humanitarian, educational, and public service purposes.

ARTICLE III - NON-PROFIT STATUS

No part of the net earnings of the Association shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Association shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof. No substantial part of the activities of the Association 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 these articles, the Association shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law), or (b) by a corporation contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law).

ARTICLE IV - MEMBERSHIP

The qualifications and rights of the classes of membership shall be set forth in the Bylaws. Members shall be wilderness search and rescue organizations that meet the stipulations of Article . The classes of membership shall be as follows:

- A. Regular Member Teams,
- B. Ex-Officio Member Teams -- Certified
- C. Ex-Officio Member Teams -- Non-Certified, and
- D. Associate Member Teams.

ARTICLE V - BOARD OF DIRECTORS

- A. Directors must be members of a Member Team, and shall be selected by the Member Team in accordance with procedures specified in the Bylaws.
- B. The Board of Directors shall have power and authority over the business of the Association.
- C. At each Board of Directors Meeting, the Chairman of the Board shall report to the Board all actions taken by the Chairman or other executive officers since the last Board of Directors Meeting; this report may be in written form.
- D. The Board shall perform additional duties as specified in the Bylaws.
- E. The number of Directors, not less than three, shall be fixed by the Bylaws and in the absence of a bylaw fixing the number shall be four.

ARTICLE VI - MEETINGS

- A. General Meetings - General Meetings shall be held at least once per calendar year at such time and place as shall be determined by the Board of Directors.
- B. Special Meetings - Special Meetings shall be held in accordance with procedures set forth in the Bylaws.
- C. Any action required to be taken at a meeting of the Board of Directors, or which may be taken at a meeting of the Board, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the directors entitled to vote with respect to the subject matter thereof. Such consent shall have the same force and effect as a unanimous vote.

ARTICLE VII - DISSOLUTION

Upon the dissolution of the Association, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Association, dispose of all assets of the Association exclusively for the purposes of the Association in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as at the same time shall qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law), as the Board of Directors shall determine. Any such assets not so disposed of shall

be disposed of by the Court of Common Pleas of the county in which the principal office of the Association is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII - MUTUAL AID AND PROTECTION

Due to the inherent hazards and special requirements of search and rescue activities, the Board of Directors is authorized and empowered to establish agreements with appropriate Federal, State, and local authorities, and other organizations as necessary, to assure mutual aid, benefit, and protection in pursuance of the purposes of the Association. Furthermore, the Board of Directors shall establish appropriate arrangements to minimize or prevent undue personal loss or hardship by the members, officers, or directors of the Association during, or resulting from, the proper performance of their duties.

ARTICLE IX - AMENDMENTS

- A. Amendments to these Articles shall be made in the following manner:
 - 1. The Board of Directors shall adopt a resolution setting forth the proposed amendment, finding it to be in the best interests of the Association, and directing that it be submitted to a vote at a meeting of the Board of Directors.
 - 2. The proposed amendment shall be adopted upon receiving more than two-thirds of the votes entitled to be cast by directors present or represented by proxy at the meeting.
- B. Written notice stating the place, day, and hour of the meeting where the proposed amendments shall be considered shall be delivered, either personally or by mail, to each Director and to each Member Team, not less than twenty-five nor more than fifty days before the date of the meeting, and this notice shall be accompanied by a copy of the proposed amendment, or a summary thereof.
- C. The Articles of Amendment shall be executed by the Chairman and Secretary of the Board, and shall set forth the name of the Association, the amendment so adopted, and a statement setting forth the date of the meeting of the Board at which the amendment was found to be in the best interests of the Association and directed to a vote at a Board of Directors Meeting, the date or dates when notice was given to each Director and Member Team and how that notice was given, that a quorum was present at that meeting, and that such amendment received more than two-thirds of the votes entitled to be cast by Directors present or represented by proxy at such Board of Directors Meeting.

APPALACHIAN REGION BYLAWS

Mountain Rescue Association

May 6, 1991

ARTICLE I - ORGANIZATION

1 MEMBER TEAMS

The Appalachian Region, Mountain Rescue Association (hereinafter referred to as the Region) shall be composed of Member Teams. Each Member Team shall provide for itself whatever name, organization, operating procedures, and training it deems appropriate, provided it adheres to the Constitution and Bylaws of the Mountain Rescue Association, the Articles of Association and Bylaws of the Region, any operational procedures that may be specified in the Region Operations Manual, and any training requirements and standards specified in the Region Training Standards.

2 BOARD OF DIRECTORS

- 2.1 The administrative and executive authority of the Region shall be vested in a Board of Directors. The responsibilities of the Board of Directors shall be:
- a. to coordinate the efforts of the various Member Teams and to provide liaison among them;
 - b. to establish, publish, and enforce standards of procedure for search and rescue operations in the form of a Region Operations Manual;
 - c. to establish, publish, and enforce standards of competence for individual members of Member Teams in the form of Region Training Standards;
 - d. to solicit monetary and material contributions for the support of the Region, and to draft and administer its budget;
 - e. to inform the appropriate civil and military authorities of the activities and capabilities of the Region, and to cooperate with those authorities in making the services of the Region available to the public;
 - f. to inform other search and rescue and related organizations of the Region and its Member Teams, and to cooperate with those organizations in the effort to provide an effective search and rescue capability to the public;
 - g. to fulfill other incidental duties specified in these Bylaws; and
 - h. to fulfill the requirements of the Articles of Association.
- 2.2 The Board of Directors shall have no power over the conduct of Member Team business, except for enforcing the Region Articles of Association and Bylaws, MRA Constitution and Bylaws, operational procedures specified in the Region Operations Manual, and the training requirements and standards specified in the Region Training Standards.
- 2.3 The responsibilities of the Chairman shall be:
- a. to call and conduct meetings of the Board of Directors in accordance with the provisions of Article IV;

- b. to oversee the administration of the Region and to ensure that the provisions of Article I, Section 2.1 of these Bylaws are carried out; and
 - c. to serve as President of the Region.
- 2.4 The responsibilities of the Vice Chairman shall be:
- a. to serve as Chairman in the absence or incapacitation of the Chairman; and
 - b. to fulfill other duties as designated by the Chairman.
- 2.5 The responsibilities of the Secretary shall be:
- a. to record the proceedings of the meetings of the Board of Directors;
 - b. to maintain the Region Roster;
 - c. to maintain the records and correspondence of the Region; and
 - d. to serve as Chairman in the absence or incapacitation of both the Chairman and Vice Chairman.
 - e. The Secretary's recording duties may be assigned to a Recording Secretary appointed by the Chairman; any individual may serve in this position.
- 2.6 The Treasurer shall keep the financial records and accounts of the Region.
- 2.7 Only members in good standing of Member Teams shall be eligible for office on the Board of Directors.
- 2.8 Selection of the Board of Directors shall be as follows:
- a. Each Regular Member Team shall elect from its active membership two Directors to be installed 1 April of each year. Directors from Ex-officio Member Teams shall not vote.
 - b. Each Associate Member Team shall elect from its active membership one delegate to be installed 1 April of each year.
 - c. Each Ex-Officio Member Team shall elect from its active membership one non-voting delegate to be installed 1 April of each year.
 - d. At the first meeting of the Board after 1 April, the voting delegates shall elect from among all the delegates the officers of the Board of Directors. The following conditions shall apply: (1) officers shall be elected from the individual members of Associate, Ex-officio, and Regular Member Teams; (2) officers shall have votes only in accordance with their delegate status for constituent Member Teams, if any; and (3) the Chair, if and only if not holding voting status, shall be accorded a vote only at such times as needed to break a tie vote.
- 2.9 In the event a Board delegate's position becomes vacant, that delegate's Member Team shall hold a special election to fill that vacancy from among its active membership.
- 2.10 In the event a Board Officer's position becomes vacant, the remaining Board members shall elect from their membership a replacement.
- 2.11 Member Teams that are Groups of the Appalachian Search and Rescue Conference, Inc., shall appoint their ASRC Delegates to serve as Directors of the Region, the previous specifications for selection of Directors notwithstanding.

ARTICLE II - TEAM MEMBERSHIP

1 APPLICATIONS

- 1.1 The Region Board of Directors may accept applications for applicants for all types of MRA Team Membership, in accordance with procedures specified in these Bylaws and in accordance with the requirements and standards specified in the Region Training Standards and applicable Mountain Rescue Association standards and Bylaws. Such applications shall be forwarded to the national Mountain Rescue Association in accordance with procedures specified in the Constitution and Bylaws of the Mountain Rescue Association.

2 TYPES OF TEAM MEMBERSHIP

- 2.1 The types of Team Membership shall be as specified in the Articles of Association.
- 2.2 The requirements for the various types of Team Membership shall be as set forth in the Constitution and Bylaws of the Mountain Rescue Association.

3 TERMINATION OF TEAM MEMBERSHIP

- 3.1 Any Member Team may resign its membership upon written notice by it to the Secretary of the Board.
- 3.2 If in the estimation of the Secretary of the Board a Member Team has shown neither interest in the activities of the Region nor significant activity with it over a period of one year, the Secretary shall provide it written notice, at the address listed on the Region Roster, that the Member's membership status is under review and that it will be revoked in six months unless the Member Team demonstrates to the satisfaction of the Secretary a commitment to fulfill the obligations of membership. If, six months after the notice, the Member Team has not satisfied the Secretary of its commitment to fulfilling the obligations of membership, the Board of Directors shall recommend that the Mountain Rescue Association revoke said Member Team's membership.
- 3.3 No Member Team's Membership may be revoked without written notice to that Member Team within 90 days of the revocation.

ARTICLE III - INDIVIDUAL MEMBERSHIP

1 APPLICATIONS, ROSTER, REQUIREMENTS

- 1.1 Member Teams may accept applications for, and grant memberships to, applicants for individual membership, in accordance with any requirements or standards specified in the Region Training Standards and applicable Mountain Rescue Association standards, Constitution, and Bylaws.
- 1.2 Each Member Team shall maintain its own personnel records. Each Member Team shall supply the Secretary with a Roster of its members, including the following information for each member:
- a. name;
 - b. type of membership, and date it was conferred;
 - c. type of training certification, as defined in the Region Training Standards, date it was conferred, and expiration date if applicable;

- d. mailing address; and
 - e. telephone numbers.
- 1.3 Each Member Team of the Region shall supply the Secretary with current mailing address, and shall report any changes of such mailing address within 30 days.
- 1.4 Changes to the Region Roster shall be reported to the Secretary within 90 days of the time changes are effective.
- 1.5 The Secretary shall maintain a Region Roster of the total membership of all Member Teams of the Region, with information for each member as described in Section 1.2 (above). Access to the Region Roster shall be open to any individual member of any Member Team. The Secretary shall keep a permanent record of all Conference Rosters.
- 1.6 The requirements for Member Teams shall consist of two parts:
- a. requirements as specified in the Constitution and Bylaws of the Mountain Rescue Association, and
 - b. requirements as specified in the Region Accreditation and Region Re-Accreditation standards established by the Region Board of Directors.

2 TEAM TRAINING OFFICERS

- 2.1 Within each Member Team, the Board shall appoint a Member (see below), or shall approve a Team-appointed Member, as Team Training Officer. For a Regular or Ex-Officio Team, or an Associate Team with Rescue Members, this Team Training Officer must hold Rescue Member certification, as set forth in the Region Training Standards. Member Teams that are ASRC Groups shall appoint their ASRC Group Training Officer as Team Training Officer, the provisions of the previous sentences notwithstanding. This Team Training Officer shall be charged with:
- a. enforcing the procedures, standards, and requirements of the Region Training Standards;
 - b. evaluating member applicants for training certification for compliance with the Region Training Standards, in accordance with procedures specified therein;
 - c. acting as executive agent of the Board of Directors in conferring Rescue Member Certification, and
 - d. informing the Secretary of the Region Board of Directors of all membership actions taken by the Team Training Officer, within 90 days of such action.
- 2.2 The Board may, with just cause, reverse a decision of a Team Training Officer regarding the membership status of an individual.
- 2.3 The Board may, with just cause, remove or replace a Team Training Officer.

3 INDIVIDUAL MEMBERS

- 3.1 Individuals within Member Teams are considered Members of the Mountain Rescue Association and of the Region. Such Individual Members shall have the right to representation in the Region only through the vote of their Member Team Directors. Based on the type of Member Team and individual qualifications, Individual Members shall be classed into four types:
- a. Rescue Members,

Appalachian Region MRA Bylaws

- b. Support Members,
- c. Associate Members, and
- d. Sustaining Members.

3.2. All individual members of the Appalachian Search and Rescue Conference with Rescue Specialist Certification shall be Rescue Members, all Appalachian Search and Rescue Conference Sustaining Members shall be Sustaining Members of the Region, and all other Appalachian Search and Rescue Conference individual members shall be Support Members.

4 RESCUE MEMBERS

4.1 Individuals within Regular and Certified Ex-Officio Teams who meet the standards and requirements established by the region shall be granted Rescue Member status, and shall be permitted to wear the Rescue Member identification, which shall be identified by an Act of the Region Board of Directors. In the absence of such an Act, the Rescue Member identification shall be a small ("cap") Mountain Rescue Association patch on the left breast of a uniform shirt or parka.

4.2 The standards and requirements for individual Rescue Member Certification be set forth by the Region Board of Directors in the Region Training Standards. Unless specified otherwise by an Act of the Region Board of Directors, these Region Training Standards shall be the Rescue Specialist training standards of the Appalachian Search and Rescue Conference, Inc. Member certification shall be determined by the Team Training Officer. In the case of a Team with no Rescue Members, or of a new Team, applicants may be certified directly by the Region Board of Directors.

5 SUPPORT MEMBERS

5.1 Individuals within Regular and Certified Ex-Officio Teams, except for Sustaining Members (see below), who do not meet the standards and requirements established by the for Rescue Member status, shall be Support Members. Support Members shall be permitted to wear the Support Member identification, which shall be identified by an Act of the Region Board of Directors. In the absence of such an Act, Support Members shall not be permitted to wear any Mountain Rescue Association identification.

6 ASSOCIATE MEMBERS

6.1 Individuals within Associate Member Teams, except for Sustaining Members (see below), shall be permitted to wear the Associate Member identification, which shall be identified by an Act of the Region Board of Directors. In the absence of such an Act, individual Associate Members shall not be permitted to wear any Mountain Rescue Association identification.

7 SUSTAINING MEMBERS

7.1 Sustaining Membership may be offered by the Region and by each of its Member Teams to those organizations and individuals who wish to contribute monetary or material support to the Region or to one of its Member Teams.

7.2 The Region Board of Directors shall establish standard membership fees for Sustaining Members who contribute financial support, and shall establish guidelines for the distribution of these monies within the Region and its Teams.

- 7.3 The Region Board of Directors shall establish guidelines for awarding Sustaining Memberships to those individuals or organizations which contribute material support to the Region or one of its Member Teams.
- 7.4 Sustaining Membership shall be granted to these applicants who meet the requirements of sections 7.1, 7.2, and 7.3 (above) and who secure a simple majority of the votes cast in a scheduled membership meeting of the Member Team to which they apply, or who secure an affirmative vote of the Region Board of Directors.
- 7.5. Sustaining Members shall pay no Mountain Rescue Association dues, other than possibly those established in section 7.2, and shall not wear any Mountain Rescue Association identification.

8 TERMINATION OF RESCUE MEMBERSHIP

- 8.1 Individual Rescue Members with must continue to maintain compliance with the certification standards and requirements set forth in the Region Training Standards, as determined by the appropriate Team Training Officer.
- 8.2. Any Rescue Member found to be deficient shall be so notified in writing; if, six months after the written notice, the Rescue Member has not redressed the lapse to the satisfaction of the Team Training Officer, the Team Training Officer shall revoke the Rescue Member's Rescue certification.

ARTICLE IV - OPERATIONS

1 GENERAL BOARD MEETINGS

- 1.1 Meetings of the Board of Directors shall be held at least once in each quarter of the calendar year.
- 1.2 The Secretary shall publish the date, time, and place of Board Meetings at least thirty days in advance.
- 1.3 Board Meetings shall be open to all interested parties.
- 1.4 A quorum for both general and special (see below) Board of Directors meetings shall be one-third of Directors.
- 1.5 The Secretary shall make the minutes of each Board Meeting available within sixty days of the meeting.

2 SPECIAL BOARD MEETINGS

- 2.1 Special meetings of the Region Board of Directors may be called when deemed appropriate by the Board of Directors or by petition of 25% of the current Directors.
- 2.2 Written notice stating the place, day, and hour of a special meeting, and in case of a special meeting, the purpose or purposes for which it is called, shall be delivered, either personally or by mail, to each Member Team. Notice shall be delivered not less than twenty-five nor more than fifty days before the special meeting.
- 2.3 At least twenty-five days before each special Board of Directors meeting, the Secretary shall publish the agenda.

- 2.4 A report on the membership meeting, including reports of the Member Teams, Committees, and other pertinent information shall be prepared by the Secretary within ninety days of the meeting.
- 2.5 Special meetings shall be open to all interested parties.
- 2.6 At the direction of the Board of Directors, or by petition of ten percent of the Active Membership, a motion may be distributed to the membership in accordance with Article VI, Section C of the Articles of Association. In the event of a petition by the Directors, the Secretary shall distribute the notice within thirty days of receipt of the petition at the expense of the Region.

3 ASSOCIATION WITH OTHER ORGANIZATIONS

- 3.1 The Region Board of Directors is empowered to enter into cooperative agreements, formal or informal, with other organizations and agencies, provided:
- a. such agreements are in the best interest of providing enhanced search and rescue or rescue-related service to the public;
 - b. such agreements do not conflict with the Articles of Association or Bylaws;
 - c. such agreements do not impair the effectiveness of the Region in providing services to the public;
 - d. such agreements do not make the Region, or its Member Teams or their individual members, more liable for prosecution;
 - e. such agreements do not restrict Region officers or members in caring for the safety of victims or search and rescue personnel; and
 - f. such agreements do not place Region personnel involuntarily under the direction of leaders not MRA Certified, such that the Region personnel cannot decline to follow directions they consider unnecessarily dangerous to victims or search and rescue personnel, or deleterious to the goals of the mission.

4 PARLIAMENTARY AUTHORITY

- 4.1 The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Region in all cases to which they are applicable and in which they are not inconsistent with the Region Articles of Association and Bylaws, the MRA Constitution and Bylaws or any special rules of order the Region may adopt.
- 4.2 The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Member Teams in all cases to which they are applicable and in which they are not inconsistent with the Region Articles of Association and Bylaws, MRA Constitution and Bylaws, and any other Constitution, Bylaws, special rules of order, or other governing rules a Member Team shall adopt.
- 4.3 Copies of the Articles of Association, Bylaws, and any special rules of order of the Region shall be made available to every Member Team of the Region.
- 4.4 Copies of any Member Team Constitution, Bylaws, special rules of order, or other governing rules shall be available to any Team Member, and copies shall be kept on file with the Secretary of the Region.

ARTICLE V - FINANCES

1 SOURCES

- 1.1 The Board of Directors shall provide for the financial needs of the Region by approving fund raising projects, soliciting donations of funds, equipment and services, dues, and administrative fees.
- 1.2 Neither the Region, its Member Teams, nor individual members of Member Teams shall permit use of any name, symbol, or other identification of the MRA, or the Region, for the purpose of commending or endorsing any commercial product or service, except when such commendation or endorsement will contribute directly to the purposes of the Region, as determined by the Region Board of Directors.
- 1.3 All donations shall be acknowledged in writing.

2 DISTRIBUTION OF FUNDS

- 2.1 Region funds shall be used only to advance the purposes of the Region.
- 2.2 Region funds may be used to:
- a. provide for the administrative functions of the Region, including publications and mailings;
 - b. provide for the costs associated with the Region level of operations as defined in the Region Operations Manual;
 - c. purchase needed equipment to be issued to Region Member Teams or operational stations;
 - d. provide for outdoor safety education programs; and
 - e. provide additional funding to Member Teams exhibiting special needs.
- 2.3 No expenditures shall be made without the approval of the Treasurer or the approval of a majority of the Board of Directors.
- 2.4 A detailed financial report shall be submitted as part of the Treasurer's Report at each general membership meeting, and Region financial records shall be public record.

ARTICLE VI - AMENDMENTS

- 1 Amendments to these Bylaws must be proposed by the Board of Directors or by petition of at least ten percent of the Directors, or by proposal from the floor at a Board of Directors meeting.
- 2 Amendments must receive a vote of two-thirds of the Directors to be enacted.

