



**NEW JERSEY VOLUNTARY ORGANIZATIONS ACTIVE IN DISASTER
(NJVOAD)
BYLAWS
As Revised and Adopted 7 December 2023**

**ARTICLE I
Organization**

- (1) Name**
The name of the organization shall be the New Jersey Voluntary Organizations Active in Disaster (hereinafter referred to as NJVOAD).
- (2) Business Office**
The official business and mailing address of NJVOAD shall be: 1636-44 Route 38, Suite #315, Lumberton, NJ 08048
- (3) Code of Rules**
These bylaws constitute the code of rules adopted by NJVOAD for the regulation and management of its affairs. A formal review will be conducted every three years to ensure the bylaws are reflective of the needs and structure of the organization. Amendments to these bylaws may be made at a formal meeting of the membership through a majority vote.

**ARTICLE II
Mission and Purpose**

NJVOAD – a coalition of organizations that contribute to developing and sustaining community resiliency throughout the disaster cycle – facilitates and fosters cooperation, communication, coordination and collaboration among members and partners to improve preparedness, resilience, response and recovery resulting in more effective outcomes.

The foundation of the VOAD (Voluntary Organizations Active in Disaster) movement is relationships. VOAD builds partnerships to improve outcomes for people and communities affected by disasters by facilitating cooperation, communication, coordination and collaboration among nonprofit organizations, community-based groups, government agencies and for-profit companies. NJVOAD is a statewide partnership of organizations and entities that have a role in preparedness, resilience, response or recovery. Membership in NJVOAD provides the benefit of accumulated expertise of local, regional and national partners to deliver more effective and efficient response services.

Direct service to impacted communities is provided by member organizations of NJVOAD, not by NJVOAD itself. NJVOAD is the statewide coordinating agency formed with the purpose of enhancing planning, training and communication among organizations which are active in disaster mitigation, preparedness, response and recovery, as well as community resilience. More effective and efficient service delivery is accomplished through focus on the following priorities:

Cooperation: recognizing that we need each other, acknowledging that each member organization adds value, and understanding that our common goals for the community are best achieved when we work together

Communication: fostering a climate of openness which promotes sharing of information among members, and actively disseminating information to partners through social media, newsletters, directories, research and demonstration, case studies, and critique

Coordination: establishing processes to work together in a non-competitive manner to effectively utilize resources among member organizations and state and national partners

Collaboration: identifying shared goals and developing strategic partnerships to actively work together to accomplish the mission of NJVOAD

Education: providing and sharing training resources to increase awareness, preparedness, response and recovery efforts among member organizations

Mitigation: supporting the efforts of federal, state, county, and local agencies and governments, and working with community organizations to establish resources and infrastructure which will minimize the impact of future disasters

Convening Mechanisms: organizing and sponsoring informational meetings, regional conferences and workshops, and educational opportunities to benefit member organizations and foster cooperation, communication, coordination and collaboration

Advocacy: supporting appropriate legislation and policy changes which will positively impact communities throughout New Jersey; serving as a liaison, advocate, and unified public voice in disaster management

Outreach: encouraging the formation of, and providing guidance to, Community Organizations Active in Disaster, Long Term Recovery Groups, and community resilience collaboratives

ARTICLE III **Membership**

(1) Eligibility

All organizations involved in disaster preparedness, resilience, response and/or recovery in the State of New Jersey are eligible to apply for membership in NJVOAD. Each organization will be represented by one Designated Representative: the organizational

leader / NJ state leader or their appointed designee. Organizations are expected to select and maintain an Alternate Representative, in the event the Designated Representative is unavailable. When an organization has multiple divisions serving in NJ, one representative will be selected by the organization to represent all NJ divisions. Membership in NJVOAD belongs to the organization, and the Designated and Alternate Representatives' ongoing involvement in NJVOAD is dependent upon their continued connection with the member organization.

There are two types of membership as outlined below:

- a. Full Member: Full member status may be granted to an organization, institution or other entity pursuant to the following qualifications:
 - i. The organization shall have New Jersey statewide or multi-county capacity to respond to disasters and a presence and investment in building resilience to assist communities to prepare, respond, and recover from disasters.
 - ii. The organization shall consist of voluntary memberships or constituencies and shall operate as a not-for-profit with tax-exempt status under the Internal Revenue Code.
 - iii. The organization shall have a policy for commitment and/or distribution of resources and services without discrimination on the basis of gender, race, color, creed, national origin, age, marital or civil union status, disability, gender identity or sexual orientation.
 - iv. The organization's governing body or regional headquarters shall acknowledge involvement and support of membership in NJVOAD and name the Designated and Alternate Representatives in writing.
- b. Associate: Associate member status may be granted to organizations pursuant to the following qualifications:
 - i. The organization shall have a county or multi-county capacity to respond to disasters and a presence and investment in building resilience to assist communities to prepare, respond, and recover from disasters.
 - ii. The organization shall have a policy for commitment and/or distribution of resources and services without discrimination on the basis of gender, race, color, creed, national origin, age, marital or civil union status, disability, gender identity or sexual orientation.
 - iii. The organization shall operate as a county or regional Community Organizations Active in Disaster (COAD) located in New Jersey.

(2) Rights of Members

- a. Each Full or Associate Member of NJVOAD shall be entitled to one vote on each matter submitted by the Board of Trustees to a vote at a Regular or Special Membership meeting. No member shall be entitled to any dividend or any part of the income of NJVOAD or to share in the distribution of the corporate assets upon dissolution.
- b. Full Members and Associate Members enjoy full access to the programs and activities of NJVOAD, including committee and task force participation, trainings, conferences, meetings, events, correspondence, use of logo and inclusion on NJVOAD's website(s).

(3) Responsibilities of Members

Members shall meet the following requirements in order to maintain membership status in NJVOAD:

- a. Conduct business in a manner that is consistent with the stated mission and purpose of NJVOAD;
- b. Maintain regular attendance at regular membership meetings, special membership meetings, and membership trainings, conferences and events;
- c. Work in coordination with NJVOAD and appropriate government entities when responding to an event;
- d. Appropriately represent the views and interests of NJVOAD.

(4) Enrollment of Members

Member organizations shall submit a Membership Application Form to include information about the organization, the organizational / NJ State leader, the Designated Representative and the Alternate Representative. The Board of Trustees shall review all applications for membership and shall approve new members by majority vote.

(5) Tenure of Members

The term of membership shall be perpetual for as long as the member maintains membership status and meets the responsibilities of membership as set forth in Article III, Section 3.

(6) Termination of Membership

Membership in NJVOAD may be terminated for any of the following reasons:

- a. The voluntary withdrawal of the member by submission of a letter of separation to the Chairperson;
- b. Through a majority vote of the Board of Trustees for one or more of the following reasons:
 - i. Conducting business in a manner which contradicts the stated mission and purpose of NJVOAD or which is viewed as detrimental to the NJVOAD organization;
 - ii. Failing to have organizational representation at four consecutive regular membership meetings;
 - iii. Misrepresenting the interests or views of NJVOAD.

**ARTICLE IV
Partners**

(1) Eligibility

Partner status is available to governmental agencies, with a national or statewide disaster management, public health focus and/or emergency support function or role; as well as, community resilience collaboratives, for-profit corporations, foundations, educational and research institutions, associations, and other non-governmental organizations with national, statewide or multi-county disaster preparedness, resilience, response or recovery interests. The NJVOAD Board will pursue partner relationships

with trusted collaborators to provide mutual benefit to partners, NJVOAD and NJVOAD members. The Board of Trustees shall review all potential Partners and shall approve by majority vote.

(2) Rights of Partners

- a. Partners are not voting members of NJVOAD, but their point of view is welcomed and appreciated for the education of the membership;
- b. Partners enjoy full access to the programs and membership activities of NJVOAD, including committee and task force participation, trainings, conferences, meetings, events, correspondence, use of logo and inclusion on NJVOAD's website(s).

(3) Responsibilities of Partners

Partners must understand the importance of working collaboratively across all sectors to identify and implement more effective ways to meet New Jersey's disaster preparedness, resilience, response and recovery needs. Partners should have resources to support disaster preparedness, resilience, response and/or recovery and invest in and promote the work of NJVOAD and its members. Partners must conduct business without discrimination on the basis of gender, race, color, creed, national origin, age, marital or civil union status, disability, gender identity or sexual orientation.

ARTICLE V
Business Meetings

(1) How the Membership Can Legally Act

The Membership may act only at a properly called meeting of the membership. At such a meeting, a vote of a majority of the Full and Associate Members with Designated Representatives in attendance shall be an act of the membership, except that a two-thirds majority of the members in attendance shall be required for the following: dissolution of NJVOAD, merger or consolidation with another organization, sale of substantially all of NJVOAD's assets, or amendments to NJVOAD's certificate of formation.

(2) Regular Membership Meetings

The Membership shall meet at least four times per year, at a date and time designated by the Board of Trustees, for the purpose of transacting any business that the Board of Trustees may submit to the members. Regular membership meetings may be held in-person at a designated location or virtually via video conferencing and/or teleconference, in which instance, members joining the meeting via video conferencing or teleconference will be deemed in attendance.

(3) Notice of Regular Membership Meetings

Written notice of the Regular Membership Meeting shall be given by the Secretary or his/her designee, not less than ten calendar days before the date that such a meeting is to be held. Such written notice shall be delivered by electronic mail and shall state the place, date, and time of the meeting.

(4) Special Membership Meetings

Special Membership Meetings may be called at any time by the Chairperson or by a majority of the Board of Trustees. Special membership meetings may be held in-person at a designated location and/or virtually, in which instance, members joining the meeting virtually will be deemed in attendance.

(5) Notice of Special Meetings

Notice of Special Membership Meetings shall be given in the exact same manner as notice for Regular Membership Meetings as provided for above, except that the notice shall contain the purpose for which the meeting was called, the business to be transacted, and by whom the meeting was called. No business other than that specified in the notice shall be transacted at such special meeting without the unanimous consent of all present. If the special meeting is being called in response to a disaster, imminent event, or request to activate NJVOAD, the notice period may be waived.

(6) Order of Business

Regular membership meetings shall follow a standard business agenda. If a member wishes to include an item for discussion and review, they shall contact the Secretary prior to the scheduled meeting. The Secretary, at his or her discretion, shall determine whether the request is consistent with the business of NJVOAD and adjust the agenda if warranted.

ARTICLE VI
Rules of Procedure

The proceedings and business of the NJVOAD membership meetings shall be governed by Robert's Rules of Parliamentary Procedure unless otherwise provided herein.

(1) Voting

Voting shall take place by voice or via electronic mail, except in the event of election of Board of Trustees members or if the membership requests a vote via ballot for some other purpose. A vote shall be successful when a majority of the Full and Associate Members present cast a vote in favor of the motion.

(2) Private and Confidential Ballot

A confidential ballot shall be provided to all Full and Associate Members upon election of Board of Trustees members. At the request of the membership, a non-election question may be voted upon by manner of ballot. The Designated or Alternate Representative of Full and Associate Members must be present to cast a vote in a confidential ballot.

ARTICLE VII
Committees

The Board of Trustees may from time to time designate and appoint standing or temporary committees by majority vote of the Board of Trustees. Such committees shall have and exercise such prescribed authority as is designated by the Board of Trustees.

ARTICLE VIII

Board of Trustees

(1) Roster of Board of Trustees

The NJVOAD Board of Trustees shall consist of up to seven voting members: a County/Regional Representative and six At-Large members. The NJVOAD Executive Director shall serve as an ex officio non-voting member of the Board of Trustees. Additionally, the most recent previous Chairperson shall have the opportunity to serve as an ex officio non-voting member of the Board of Trustees. At the discretion of the Board of Trustees, additional Board of Trustees seats may be created and filled through the election process detailed in Article VIII, Section 4.

(2) Terms of Board of Trustees Members

All Board of Trustees members shall serve three-year terms. Board of Trustees members may serve two consecutive terms. Terms may be extended to allow an overlap for leadership transition.

(3) Qualification of Board of Trustees Members

Any Designated or Alternate Representative of a Full or Associate Member organization shall be eligible for consideration of service on the Board of Trustees. The County/Regional Representative position shall be filled by a designated representative of a county or regional COAD to represent the perspective of county and regional COADs. Each candidate shall be responsible to ensure s/he has the support of their member organization prior to accepting a nomination to serve on the Board of Trustees.

(4) Election of Board of Trustees Members

Regular elections shall be conducted at the last regular membership meeting of the fiscal year.

- a. At least once every two years, the Board of Trustees shall identify Designated or Alternate Representatives of Full or Associate Member organizations interested in serving on the Board of Trustees.
- b. The Board of Trustees shall seek nominations for the County/Regional Representative from the leadership of existing county and regional COADs with Associate level membership in NJVOAD. In the event of multiple nominations for this Trustee role, an electronic ballot shall be held among all county and regional COADs with Associate level membership. This vote will be held prior to the presentation of the slate of candidates for a vote of the NJVOAD Full and Associate Membership to ensure that county and regional COADs select their own representative. In the event of a tie, the competing candidates will be listed on the slate of candidates, and the tie will be broken during a vote of the NJVOAD Full and Associate Membership.

- c. The Full and Associate Membership shall have the opportunity to present additional nominees for consideration for the Board of Trustees, with the exception of the County/Regional Representative, prior to calling for a vote.
- d. The election of Board of Trustees members shall be by majority vote of the Designated or Alternate Representatives of Full and Associate Members in attendance at the meeting, in accordance with Article VI, Section 2.
- e. Following the Board of Trustees election, the Board members shall elect a Chairperson, Vice Chairperson, Secretary, and Treasurer from members of the elected Board. Terms shall be for one year and shall be limited to 3 consecutive terms in any office.
- f. If a vacancy occurs during the term of office for any Board of Trustees position, the Board of Trustees shall identify and nominate a qualified Representative to fill the remainder of the term. This nomination shall be presented to the Full and Associate Membership for a vote in accordance with Article VIII, Section 4, c.

(5) Removal of Board of Trustees Members

A Board of Trustees member shall be removed for any of the following reasons:

- a. The voluntary resignation of the Board of Trustees member by submission of a letter of separation to the Chairperson or his/her designee;
- b. The Board of Trustees member is no longer associated with a Full or Associate Member organization of NJVOAD;
- c. Through a majority vote of the Board of Trustees or the Full and Associate Membership for one or more of the following reasons:
 - i. Conducting business in a manner which contradicts the stated mission and purpose of NJVOAD or which is viewed as detrimental to the NJVOAD organization;
 - ii. Failing to attend four consecutive meetings;
 - iii. Misrepresenting the interests or views of NJVOAD.

ARTICLE IX
Operations

(1) Activation of Resources

Activation of NJVOAD reflects the “home rule” process utilized throughout NJ.

- a. If a disaster or event is local or regional, the county or regional COAD shall convene to address the needs of the affected population. If the resources of the county or regional COAD are overwhelmed, or additional resources are needed, the county or regional COAD shall contact the Chairperson with a request for assistance. The Chairperson shall convene a meeting of the Board of Trustees to address the needs, and, if necessary, convene a Special Membership Meeting to address the needs of the affected population.
- b. If an event is such that it affects a region or the entire state, the Chairperson may convene a Special Membership Meeting to identify and mobilize resources needed for the affected population.
- c. At times, the NJ State Department responsible for Emergency Support Functions will contact the Executive Director, NJVOAD Chairperson or task member organizations of

NJVOAD to address certain emergent needs. In this event, the Chairperson may convene a Special Membership Meeting to provide updates on the disaster and discuss needs of the affected population.

(2) Executive Director

The Executive Director is the organizational management leader responsible for managing the administration, programs and strategic vision of NJVOAD, subject to the advice and direction of the Board of Trustees. When the Executive Director position is vacant, the bylaws-specified roles and responsibilities of the Executive Director are passed to the Chairperson.

(3) Execution of Documents

Unless specifically authorized by the Board of Trustees, or as otherwise required by law, all final contracts, deeds, conveyances, leases, promissory notes, or legal written instruments executed in the name of and on behalf of NJVOAD shall be signed and executed by the Executive Director, pursuant to the general authorization of the Board of Trustees.

(4) Financial

All financial transactions, processes and systems shall be in accordance with general accounting principles and NJ State and Federal law.

(5) Records

NJVOAD shall keep correct and complete records of accounts and will keep minutes of the proceedings of the Membership and Board of Trustees meetings. NJVOAD will keep, at a location determined by the Board of Trustees, the original or a copy of its bylaws, including amendments to date certified by the Secretary of NJVOAD.

(6) Fiscal Year

The fiscal year for NJVOAD shall be the calendar year, January 1 to December 31.

CERTIFICATION

I hereby certify that these bylaws were adopted by the Full Membership of the New Jersey Voluntary Organizations Active in Disaster at its meeting held on December 7, 2023.


Lou Strugala (Dec 12, 2023 10:33 EST)

NJVOAD Secretary