

GEM

A Pacific Northwest Interagency Cooperative Bylaws

Revision Approved – April 7th, 2010

ARTICLE I

Organization Name, Purpose and Mission Statement

Section 1 – The name of this organization will be GEM - A Pacific Northwest Interagency Cooperative, a non-profit organization, referred to as GEM (acronym for Grounds, Equipment & Maintenance).

Section 2 – The primary purpose of GEM will be to foster communication among all public agencies to the mutual benefit of all constituents. It will also be the purpose of GEM to promote closer cooperation between this organization and all other public agencies and associations engaged in the betterment of maintenance and operations of grounds, equipment, and roads & streets.

Section 3 – The mission statement of GEM will be "Stretching Taxpayer Dollars by Sharing Resources."

Section 4 – The organization is structured as a 501(c)3.

ARTICLE II

Executive Board

Section 1 – The business and affairs of this organization will be managed and controlled by an Executive Board consisting of 5 regular members who will be the Chairperson, Vice-Chairperson, Secretary/Treasurer, Immediate past Chairperson, and a member at large from a regular member agency.

Section 2 – Roles and responsibilities of each executive board member is defined in Article III, (b) Officers, Section 1.

ARTICLE III

(a) Elections

Section 1 – Elected positions are as follows: Chairperson, Vice-Chairperson, Secretary/Treasurer and Executive Board member "at large". Elections will take place at the last general meeting of the calendar year. All positions are for a period of two years, commencing January 1st. An executive board can be extended one additional year by a vote of the regular membership. A one year term extension (bringing the total service of the executive board to 3 years) will still be considered one term. Upon the completion of the three year term, a new executive board will be elected.

Section 2 – No elected member may serve in the same position for consecutive terms. In case of a position being vacated, the Executive Board will appoint a replacement to complete the unexpired term.

Section 3 – Voting – Any regular member agency wishing to vote in an election, may hand their proxy vote to another regular member agency, upon notification to the Secretary/Treasurer. The Secretary/Treasurer will have to approve this arrangement prior to the election taking place. The senior ranking member of the agency being represented at the meeting in which a vote will take place will submit the vote representing the agency. The senior ranking member from each agency will be identified before the vote takes place. Voting can take place on a written ballot with a signature or by verbal after each agency is identified to place their vote. In the event of a tie vote, a revote will take place at the next general meeting.

(b) Officers

Section 1 – The following officers will be elected from, and by the voting members of the organization:

- A. Chairperson – Will conduct, or delegate the responsibility to conduct, all General and Executive Board meetings, appoint committee chairs, make an annual report showing the condition and affairs of the organization, making such recommendations as thought proper and will assume the duties of the Vice-Chairperson in his or her absence.
- B. Vice-Chairperson – Will assume all duties of the Chairperson in his or her absence, will chair the Executive Board meetings, and will be an ex-official member of all committees and will supervise the actions of the committees.
- C. Secretary/Treasurer – Will keep fair and accurate records of the organization and maintain files of all meeting minutes and other documents or correspondence relating to the organization. Will put a budget together and account for all funds and provide reports as requested. Will arrange for accommodations for all general meetings.
- D. Executive Board member "at large" – Will attend all Executive Board meetings as required, and meet the expectations of the Executive Board as described in Article II, Section 1.
- E. The past chairperson will automatically serve on the executive board as part of a newly elected set of officers.

ARTICLE IV

Membership

Section 1 – Regular Membership - Any public agency can become a regular member with full voting privileges and able to hold office upon submission of dues. Membership dues for the current year will be sent out in May to each agency for payment. Rates for dues are determined by size of the organization that is represented.

Section 2 – Affiliate Membership - Non-voting affiliate memberships will be available to anyone that is interested in the work and objectives of this organization and is approved for membership by the Executive Board.

Section 3 – All memberships are renewable annually. A regular and affiliate membership period is a calendar year, defined as January 1st to December 31st annually.

ARTICLE V

Meetings

Section 1 – There will be at least four (4) general meetings held each year; with other meetings scheduled as deemed necessary. General meetings usually held quarterly in March, June, September and December. In addition, the annual snow ball meeting is generally held in November.

Section 2 – Special meetings may be called by the Chairperson, as deemed necessary, at the request of the membership.

Section 3 – Any acts or business (other than liquidation and special assessments) voted upon and approved by a majority of the regular member agencies present at the meeting will be binding equally upon all regular member agencies.

Section 4 – Committee meetings – The number of committee meetings and the dates and times for these meetings are at the discretion of the committee chairperson(s). See article VI for additional information on committees.

ARTICLE VI

Committees

Section 1 – There will be as many standing, or other, committees performing such functions as the Executive Board determines are necessary to accomplish the objectives of this organization. The organization should establish, at a minimum, three (3) standing committees of Grounds & Facilities (Parks & Structures), Equipment (Fleet Management and Maintenance) and Maintenance (Right-of-Way related issues). The organization also will establish a safety and compliance committee.

Section 2 – Special projects may be handled through additional committees.

Section 3 – Committee Chairpersons will make verbal reports as required at all general meetings, and attend meetings of the Executive Board as deemed necessary.

ARTICLE VII

Finances

Section 1 – The financial posture of the organization will be the responsibility of the Executive Board and the amount of the dues, or any necessary assessments, will be determined by that body as demanded by the budget. The executive board will also be responsible for maintaining at a minimum a checking account thru a local credit union.

Section 2 – All dues and/or assessments are due and payable upon receipt of billing by the Secretary/Treasurer. The Executive Board shall prepare a budget and the budget shall be approved by a simple majority of regular member agencies attending the fall general meeting. All checks shall have a co-signature. One by the Chair and one by another executive board officer. Credit union statements will be reconciled by the Secretary/Treasurer who will also be responsible to prepare a treasury report for each general meeting.

Section 3 – Regular membership dues cover one calendar year period; January 1st to December 31st annually. Any new agency approved for regular membership, prior to July 31st, will be required to pay full annual dues. New agencies accepted after that date will be required to pay at a rate of one-half of the annual dues.

Section 4 – Necessary assessments and increases in annual dues will require a simple majority vote (50% +1) of the regular member agencies in attendance for approval.

ARTICLE VIII

Website

Section 1 – The Executive Board will be responsible to operate and maintain an interactive website for its membership.

Section 2 – The website will be at the following web address: www.gematwork.org. The website will have a front side in which information will be available to the general public. Only regular membership agencies will have access to the backside of the website, and will be accessed by a granted pass code to each paid regular membership.

Section 3 – The front side of the website will have the following type of information

- Member list and web links to their agencies website homepage.
- Copy of the inter local agreement
- Copy of the current GEM Bylaws
- Sustainability page link with further information within the link
- Job Postings
- Contract Postings
- Link to the Northwest Regional Training Center
- Link to committees within the GEM structure and information pertaining to each
- What New Information
- Calendar of Events
- Equipment for Sale
- Photos from GEM Events
- Video of the GEM Organization
- Articles about the GEM Organization
- Join GEM link
- Contact us link in which the information will be sent to all members of the executive board for response.

Section 4 – The back side of the website will have the following type of information:

- Active blog for interaction between member agencies and its employees.
- The ability to add information for the entire regular membership on the calendar, contracts, job postings and the regulation and compliance section.
- There is a member contact list that supplies member agencies employee emails and phone numbers.
- The ability for regular members to send an “all member” urgent email in times of a quick need or response on an issue or request
- The ability for a member to update their information in the GEM database
- Information from Committee current and archived agendas and meetings.
- Additional items will be added to the website for regular membership as requests are submitted.
- Regular member agencies will have access to all the information on the front side of the website

Section 5 – The executive board reserves the right to allow related businesses to advertise on the website on a fee based basis. Rates and time for each advertisement is at the discretion of the executive board. A rate and time structure for each ad is established and will be the same for any business interested in advertising on the website. GEM executive board reserves the right to approve or disapprove business advertising on the website. Each advertisement will allow for an automatic link to the businesses home page if you click on the advertisement.

Section 6 – GEM executive board reserves the right to establish pages on Social media websites (Facebook for example) as another method to advertise GEM and link those Social media websites to our GEM website. All information placed on the social media website will be simple and mostly suggestive to get the interested party to go to the organizations web page. These sites will be maintained by the GEM executive board.

ARTICLE IX

Amendments of the By-Laws

Section 1 – Proposed amendments to the By-Laws can be submitted to the Executive Board by regular member agencies.

Section 2 – A By-Laws Committee will be established and submit to the Executive Board within twenty (20) days their recommended action on the proposed amendment. Current By-Laws committee is the executive board

Section 3 – After receipt of any proposed amendment, the Executive Board will forward the proposed amendment to the By-laws committee for a review of the proposed amendment. If the Bylaws committee approves the amendment to go to a vote of the regular membership, the general membership will then vote on the proposed amendment at the next general meeting, provided the general membership was informed least 20 days before the vote. If the general membership was not informed at least 20 days before the general meeting, then the vote will take place at the following general meeting (one quarter later).

Section 4 – Proposed amendments to the By-Laws will be furnished in writing to the membership prior to the meeting at which the vote will be taken. This can take place via a website posting under the By-Laws section on the back side of the website. In addition, an all regular membership email will be sent out by an executive board member at least 20 days prior to a vote on the amendment.

Section 5 – Amendments will be approved by vote of a majority (50% +1) of the regular member agencies present at the general meeting of the vote.

ARTICLE X

Liquidation

Section 1 – This organization may be liquidated at any regular or special meeting. A vote for liquidation must be a written vote and must carry a majority of 2/3 of the voting membership agencies in attendance. All regular members must be notified in writing by the Secretary/Treasurer at least thirty (30) days prior to a liquidation vote.

Section 2 – Upon liquidation, all assets and/or liabilities will be shared (prorated) by all regular member agencies.

Brian Loos, Member At Large – Amended – April 7th, 2010
Brenda Snell, Administrative Assistant – Amended - January 25th, 2005, name change.
Bruce Cross, Chairperson – Amended – October 16, 2002