

NICOLET SEARCH TEAM



SEARCH TEAM BY-LAWS

January 10th, 2009

Table of Contents

Bylaws of the Nicolet Search Team

Article I	Name, Address & Purpose.....	1-1
Article II	Membership	1-1
Article III	Business	1-2
Article IV	Officers	1-2
Article V	Committees	1-3
Article VI	Meetings	1-3
Article VII	Leave of Absence	1-4
Article VIII	Correspondence	1-4
Article IX	Rules of Conduct & Discipline	1-4
Article X	Removal from Office and Removal from Membership.....	1-5
Article XI	Amendment.....	1-6
Article XII	Finances and Dissolution	1-6
Article XIII	Search & Rescue Operations	1-6
Article XIV	Mission Summary	1-6
Article XV	Official Policy.....	1-6

BYLAWS OF THE NICOLET SEARCH TEAM

(Revised 1/1/2008)

Due to page renumbering and other revisions, ALL previous bylaws and policy manuals are hereby void.

Administration

These By-Laws repeat or amplify procedures and methods set forth in the Articles of Incorporation. Nothing contained herein shall be in derogation of the Articles of Incorporation.

ARTICLE I NAME, ADDRESS AND PURPOSE

Name. This organization is called "**Nicolet Search Team**" (NST).

Mailing and Business Address. The mailing address of the NST shall be the address of the Mountain Ambulance Service, PO Box 85, Mountain, WI 54149, unless some other address is designated by the Board of Directors.

Purposes. The purposes of this organization are exclusively charitable and educational. The principal means of achieving these purposes are:

1. To provide, as a benefit to the public, trained searchers for the search of victims who are lost, initiated, upon request of any official agency, day or night, under any and all conditions where people can efficiently operate.
2. To provide continuous training and education for searchers and support personnel to improve and develop capabilities to ensure competent and capable search teams and operations.

ARTICLE II MEMBERSHIP

The Nicolet Search Team is an equal opportunity organization and maintains a policy of nondiscrimination on the basis of race, color, religion, sex, or national origin. Harassment on the basis of any of the foregoing characteristics will not be permitted and violation of this may result in disciplinary action.

1. Active Members. An active member shall have one vote in the election of Directors and in the admission of new active members. All incorporators of this corporation shall be deemed as active members. Additional active members may be admitted to membership by vote of the active members at any regular meeting with a quorum in attendance. An active member shall be required to attend a minimum of fifty percent of Team workouts and fifty percent of Team meetings during the calendar year unless he/she shows acceptable reason for absenteeism and the attendance requirement is waived by a two-thirds majority vote of the active members. All members must abide by the code of conduct as set forth by the organization and sign a waiver of liability.

In addition, active members must meet the individual requirements for membership classification as defined in the Team's Search Management Plan.

2. Inactive Members. A member who has missed four consecutive association meetings without contacting an officer with an acceptable reason for absenteeism will be placed on inactive status without voting rights. A member may be placed on inactive status by a two-thirds vote of the active membership. An inactive member may re-qualify as an active, voting member by attending fifty percent of association workouts and fifty percent of association meetings over a six-month period. After said period they may be reinstated to active membership by vote of the active members at any regular meeting with a quorum in attendance.

3. Honorary Membership. The Board of Directors may confer honorary lifetime membership upon individuals who have demonstrated exceptional dedication to the NST or to its goals and purposes. Honorary members may not vote.
4. Law Enforcement Liaison. The Board of Directors may confer membership upon law enforcement individuals who have demonstrated exceptional dedication to the NST or to its goals and purposes. Law Enforcement Liaison members may not vote.
5. Additional Membership Categories. The Board of Directors may establish additional categories of membership for individuals who are not otherwise qualified for any of the previously mentioned categories. Such membership shall be defined and regulated by the official policies of the NST. Only active members may vote on Team business.

ARTICLE III BUSINESS

1. Directors. The Board of Directors shall consist of President, Vice President, Secretary, Treasurer and one Director at Large. If the corporation has at least thirty active members, there shall be an additional Director at Large elected. The Board of Directors shall not exceed six members.
2. Vacancy. Any vacancy in the Board of Directors shall be filled by the membership at a special meeting until the next annual meeting of the members of this corporation.
3. Committee Appointment. The Board of Directors shall have the authority to appoint working committees as necessary.
4. Compensation. The Directors shall receive no compensation for their services as Directors.
5. Business. The Board shall govern and be responsible for conducting all business of the corporation, unless specifically stated in these By-Laws.
6. Special Meetings. Special meetings of the Board may be called at any time by any Board member for any reason of imperative interest to the structure or purposes of the corporation.
7. Board Quorum. A simple majority of the directors present will constitute a quorum.
8. Nominations for Director. At a meeting to be called in December of each year, nominations shall be made from the floor for the office of president, vice president, secretary, treasurer and directors at large if needed. Any nominee who is not present shall have indicated in writing his/her acceptance of the nomination. Nominations may be accepted up to prior to official voting at which time nominations will be closed and the voting for officers will take place.
9. Qualifications for Director. Nominees for all officers and the Board of Directors must be an active member in good standing for one year immediately preceding the election.
10. Election of Officers. Election of officers will take place at the end of the annual meeting as defined under Article IV
11. Board Meetings. Members shall be informed of all meetings of the Board of Directors and minutes of the board meetings shall be available for reading at the next meeting of the general membership.

ARTICLE IV OFFICERS

1. President. The president shall be the executive officer of the corporation and shall preside at all meetings of the corporation and shall perform all other duties commonly incident to the office. He/She shall be listed as Registered Agent of the corporation.
2. Vice President. The vice president, in the absence of the president, shall exercise all powers and perform all, duties of the president. In addition, the vice president shall be responsible for all personal records of members, including all training records, medical & emergency data; maintaining the phone call out rosters and online database.

3. Secretary. The secretary shall record all minutes of the meetings of the corporation and keep records thereof; read the minutes of the previous meeting to the membership; keep records of attendance; send all notices of meetings as required under Article 5; carry on general correspondence and keep records thereof; and submit the annual corporate report to the State Corporation Commission. If the Secretary is not present at a meeting, then the President or Vice President will appoint a scribe to record minutes for the Secretary.
4. Treasurer. The treasurer shall be the custodian of all funds received by the corporation and dispense funds as directed by voting and policy. He/she shall maintain complete records of all financial transactions and shall provide a copy of the treasurer's report to the membership quarterly of each year. Disbursements of less than \$100 do not require prior Team approval.
5. Director at Large. The director(s) at large shall be responsible for duties as assigned by the president.
6. Removal. Any officer may be removed by a vote of at least two-thirds of the votes cast at a regular or special meeting. The Board of Directors may establish policies and procedures for removal of officers, including circumstances that would constitute cause for removal.
7. Field Operations. Officers provide day to day operational management and direction to the Team. Being in an elected officers position does not automatically give field operation responsibilities or authority to manage search operations. Field operation responsibilities are directly related to training, skill, knowledge and experience.

ARTICLE V COMMITTEES

1. Powers and Duties. The Board of Directors may delegate the management of any of the property of the NST, and the performance of any of its activities, to such committees as the Board of Directors may deem appropriate and may be created by the Board of Directors and/or the President at any time. The President shall appoint the chairs and members of all committees. The Secretary shall keep a record of committees and committee members.

The following standing committees, which will consist of at least two active members, shall perform duties as set forth below:

- a. Medical Committee. This committee shall maintain the first aid proficiency of the search and rescue unit, make recommendations for first aid supplies; coordinate survival training and be responsible for Team medical / emergency contact records.
 - b. Communications Committee. This committee shall provide instruction on proper procedure in using radios and unit codes. Ensure that proper procedures are followed in field communications and maintain all team communication equipment.
 - c. Training Committee. This committee shall maintain records of members' proficiency levels and shall coordinate with other committees for first aid, survival and other training.
 - d. Ways and Means Committee. This committee shall be in charge of Team publicity and fund raising.
 - e. Equipment Committee. This committee shall assemble and maintain unit equipment and supplies.
2. Meetings. The time, place and agenda of all committee meetings shall be fixed by the chair of each committee and shall not be subject to the rules set forth for Team meetings.

ARTICLE VI MEETINGS

1. Annual Meeting. There shall be an annual meeting of members of the corporation in the month of January of each year -- the time, date and place to be determined by the Board of Directors. The secretary will notify all members in writing at least ten days prior to the date thereof. Notice shall be deemed valid if it is deposited in the United States mail, postage prepaid and addressed to each member at his/her last known address and/or valid e-mail with a confirmed return receipt.

- The operating budget for the upcoming year will be reviewed and approved at the annual meeting.
 - The training calendar for the upcoming year will be approved.
 - The fund raising activities for the team will be reviewed and approved for the upcoming year.
 - The election of officers will take place.
 - A records update for all members will take place.
2. General Meetings. General meetings will be held 5 times per year, at a time and place, which will be announced at the previous meeting.
 3. Special Meetings. A special meeting may be called at any time by the Board of Directors for any reason having imperative interest to the structure and purposes of this corporation. Such meetings and voting may be held in person, by phone, by mail or by e-mail. All special meetings will be reviewed at the next general meeting.
 4. Adjourned Meetings. An adjournment of any annual or special meeting may be taken without due notice. Any elections or business from the adjourned meeting will automatically be given first priority at the next general meeting.
 5. Quorum. Fifty percent of the active membership, including fifty percent of the directors (one of whom shall be the president or vice president) shall constitute a quorum to transact business at any annual, regular or special meeting of the members of the corporation.
 6. Voting. Each voting member in good standing shall be entitled to one vote on each matter submitted to the vote of the membership.

ARTICLE VII LEAVE OF ABSENCE

1. A member may take a leave of absence from the Team of more than three (3) consecutive months, at any time not to exceed one (1) year, for personal reasons, with a written notice to the President. The member must return all uniforms, Team equipment, radios, or pagers supplied to them by the Team. To be re-instated to the Team, written notice shall be given to the President, pending Board of Directors approval and all records / training is up to date.
2. After one (1) year, the member will be considered resigned from the Team and New Membership rules will apply.

ARTICLE VIII CORRESPONDENCE

1. No member of the Nicolet Search Team may have or send official correspondence without prior approval of the President or by a majority vote of the general membership.

ARTICLE IX RULES OF CONDUCT & DISCIPLINE

1. Team Confidentiality. All disciplinary action, patient information, business actions, and discussions of the Nicolet Search Team are confidential and will stay within the confines of the Team.
2. Missing Subject Confidentiality. Information about the missing subject, their illness and/or their injuries is not to be revealed to anyone except medical personnel or law enforcement investigating a homicide. A signed release form signed by the subject is required for the release of information to any others than said above.
3. Releasable Information. Information such as date, time, location, etc. is not as critical as protecting the patient's medical information and may be released by the responsible agency.
4. If confidentiality is broken, the member(s) violating may be subject to dismissal by a majority vote of the general membership.
5. Consumption of Alcohol or Drugs While On a Mission. Members of the Team shall refrain from the use of alcohol and/or drugs while on an active mission. Any member found to be under the influence while on duty will be removed from the mission and the President notified as soon as possible. Any member found to be under the

influence of a drug or alcoholic substance while on call, will be disciplined in a way deemed necessary by the President and/or the Team as a whole.

- a. No member shall respond to a mission while under the influence of alcohol or drugs.
 - b. Drugs, as defined here, include medications or controlled substances that adversely alters the member's mental and/or physical performance.
6. Complaints & Problems With Fellow Members. Whenever possible, problems, situations, and complaints should be discussed between the individuals involved. If the situation remains unresolved, it will be brought to the attention of the President and/or Vice President, in writing if possible. At no time is the situation to be brought before the general membership or the public, unless done so by the President and/or Vice President.
 7. Discipline Policy. Members are expected to conduct themselves in a professional manner consistent with search team providers and the Team's Code of Ethics. Members are expected to comply with the specific regulations established for the benefit, protection, and fair treatment of all members.
 8. Dismissal Procedures. Dismissals without a full investigation will not be made. Normal procedures for discharge are that the member will be suspended for a period of time sufficient to conduct an independent investigation. The violations will be investigated by the President and/or the Vice President and reviewed by a quorum of Team members at a Regular or Special Meeting. The Board of Directors will issue a written notice of dismissal issued if deemed appropriate and sustained by a two-thirds vote of the active membership. Should it be learned after investigation that a member was dismissed without justification, the dismissed member will be reinstated and unjustified charges will be removed from the members file and destroyed.
 9. Rule violations listed below may result in the immediate suspension of membership and also termination following verification of charges. Rule violations can also result in verbal warnings, disciplinary letters (written warnings) or discharge depending on the nature of and the repetition of infractions. The following listings are representative, but not inclusive of all violations:

Major Infractions

- Sexual Harassment, including verbal or physical advances, innuendos, and remarks with sexual overtones that cause embarrassment or discomfort to another individual, that is egregious and continuous.
- Possession, sale, or use of illicit drugs on a mission.
- Drinking or being under the influence of alcohol on a mission, unless relieved of search responsibilities and members are on their own time.
- Theft or willful damage to Team property or another member's property.
- Provoking or instigating a fight or fighting with a Team member or other search provider.
- Falsification of records.
- Possession of a firearm on a mission, unless authorized by law enforcement to do so.
- Creating a major safety hazard or violation of safety rules and procedures.
- Failure to follow instructions received from supervisors.
- This is not an all-inclusive list of major infractions.

ARTICLE X REMOVAL FROM OFFICE AND REMOVAL FROM MEMBERSHIP

1. All members of this corporation must realize that in pursuit of the principal endeavors of the corporation, responsibility, reliability and exemplary conduct are required. Directors and/or members may, at any time, be removed upon a petition signed by fifty percent of the active membership sustained by a two-thirds vote of the active membership.
2. In the event of a dismissal, the Team simply states that the termination is a reaction to an action taken by a member.
3. No policy manual or handbook can set forth all situations that merit immediate dismissal, however a violation of the major infractions listed may lead to discharge without written notice even if the member has not fulfilled the active membership requirements.

ARTICLE XI AMENDMENT

1. Amendment. These By-Laws may be amended at any annual, general or special meeting by a two-thirds vote of attending members. All proposed amendments require 14 days notice to all members, setting out the contents and wording of such amendments and changes.

ARTICLE XII FINANCES AND DISSOLUTION

1. Expenditures. Expenditures of NST funds shall be authorized by a majority of active members at a regular or special meeting.
2. Distribution of Funds. No distribution of corporate funds shall at any time be made to members either upon dissolution or otherwise. This prohibition shall not prevent the corporation from reimbursing members for actual expenses incurred by them in search work. Reimbursement for expenses incurred during public or agency relations or educational activities directly related to the purposes of the corporation shall only be made if the Board of Directors has previously approved attendance at such meetings or activities. Such reimbursement shall come from any available funds in its possession.
3. In the event of dissolution of the corporation, corporate funds will be distributed to other not-for-profit organization(s) involved in search and rescue. It will be the current Board of Directors' responsibility to recommend to the remaining active membership which organization(s) and the respective amounts to be paid out.

ARTICLE XIII SEARCH AND RESCUE OPERATIONS

Search operations of this association shall be patterned after the Team Search Management Plan.

ARTICLE XIV MISSION SUMMARY

1. Mission Summary. The Team shall provide a Mission Summary as defined in the Team Search Management Plan. Mission Summaries are deemed confidential and subject to Article IX.

ARTICLE XV OFFICIAL POLICY

1. Record. A copy of official policies, manuals and bylaws shall be kept with the NST records and a copy furnished to any member upon request.
2. Enforcement and Conflict with Bylaws. The Board of Directors shall be the final arbiter of official policy. Should a conflict arise between official policy and these bylaws, the bylaws shall take precedence of official policy.

APPROVED AND ADOPTED by a two-thirds majority at a regular meeting of the Nicolet Search Team held on January 10, 2009, after written notice to all members of the proposed bylaws was given more than 14 days prior to the meeting at which the foregoing bylaws were adopted. The bylaws supersede and replace all previous bylaws of the Nicolet Search Team.



President, Nicolet Search Team

Attest: _____

Secretary, Nicolet Search Team

