

**BYLAWS OF  
COLORADO-RAPID AVALANCHE DEPLOYMENT**

**ARTICLE I  
CORPORATION NAME AND LOCATION**

The name of this Corporation shall be Colorado-Rapid Avalanche Deployment (C-RAD) The principal office of said corporation shall be located in whatever area of the State of Colorado the Board designates as convenient and appropriate. The principal area of operation of the Corporation shall be within (but not limited to) the boundaries of the State of Colorado. Other addresses may also be used for receipt of mail as designated by the Board.

**ARTICLE II  
PURPOSE AND OBJECTIVES**

**Section 1: Purpose.**

The mission of Colorado-Rapid Avalanche Deployment (C-RAD, also referenced as CORAD in the Article of Incorporation) is to cultivate, inspire and produce teams of dogs, handlers, and avalanche techs for successful avalanche search and rescue.

**Section 2: Objectives.**

The objectives of the Corporation shall be:

1. To provide qualified avalanche search and rescue dog team services upon request from valid agencies and organizations.
2. To provide reasonable standards for validation of dog/handler teams.
3. To provide a training resources for dog teams and interested agencies.
4. To provide the time and place for avalanche search and rescue dog teams to meet and exchange ideas, critique missions, plan the coordination of operations, and develop new concepts of avalanche search and rescue work with dogs.

**ARTICLE III  
CORPORATION NOT FOR PROFIT**

**Section 1: Limitations for Tax-Exempt Status.**

C-RAD is incorporated under the laws of the State of Colorado as a nonprofit corporation as provided in the Articles of Incorporation filed with the Colorado Secretary of State on January 28, 2016.

The Corporation shall have perpetual existence. The Corporation shall have no stockholders, issue no stock, and pay no dividends.

The Corporation 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payment and distributions in furtherance of the purposes set forth in Article II hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these articles, the corporation 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).

The Corporation shall be supported by contributions or donations, and by such means as may be approved by the Board of Directors. It shall carry out its objectives within the State of Colorado, and in such other areas as the Board of Directors may authorize.

## **Section 2: Dissolution.**

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for payment of all of the liabilities of the Corporation, dispose of all assets of the Corporation exclusively for the purposes of the Corporation in such a manner, or to such organization or organizations organized and operated exclusively for charitable, educational, or scientific purposes as shall at the time 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).

## **ARTICLE IV DEFINITIONS**

“Board of Directors or Board”- The Board exercises or authorizes the officers to exercise all corporate powers of C-RAD and is responsible for the management of the affairs of the corporation.

“Member” - Anyone who actively participates to furthering C-RAD’s mission and remains in good standing per the Bylaws and *Standards and Evaluation Procedures*.

“Membership List” - A list showing the addresses, phone numbers, and email of all

members of C-RAD.

“Candidate” - Anyone wishing to join C-RAD in a non-voting capacity until completion of the probationary period as per the *Standards and Evaluation Procedures*.

“Inactive” - A voting member who is unavailable for missions or practices.

“Handler” - A member trained, or in training, in all areas of field readiness and having access to a dog trained, or in training, for response to an avalanche accident.

“Tech” - A member trained, or in training, in all areas of field readiness to respond to missions with a dog/handler team as a deployment team member or incident base member.

“Non-field Support” - A member with the desire to help C-RAD in any way other than by being field ready.

“Operational” - All handlers and tech personnel having been validated according to the *C-RAD Standards and Evaluation Procedures*.

“Non-operational” - A non-validated member trained, or in training, in all areas of field readiness.

“Trainer” - An individual brought in by the group to instruct on their subject of expertise in order to advance the group’s Purpose and Objectives.

“Evaluator” - An individual qualified to validate a Dog, Handler, and/or Tech as defined by the *Standards and Evaluation Procedures*.

“Two-Thirds (2/3) Vote” - Two-thirds (2/3) of the eligible voters present at the meeting where the vote is being taken.

“Quorum” - A quorum for the Board of Directors shall be constituted by the presence at a meeting of that board of a majority of the membership of that board. A quorum for a General Business Meeting shall be constituted by the presence at a meeting of 1/3 of the voting membership.

“Notice” - Notice of meeting is deemed to be given when it is given verbally, or by electronic mail (email), at least 3 days before the meeting, or when written notice is deposited in any official U.S. Postal Service Mailbox with proper postage affixed and addressed with the member’s address in accord with the Membership List at least 14 days before the meeting.

“General Business Meetings” - General meetings shall be convened a minimum of once quarterly during a calendar year, or as determined by the Board from time to time, for the Members to review the business affairs of C-RAD as may be appropriate.

“Special Meetings” - Special meetings may be called for the purpose of conducting

business that will not wait for the next scheduled general meeting.

*“Policies”* - A set of written statements governing the actions, procedures, and administration of C-RAD. The *Policies* are established and maintained by the Board of Directors.

*“Standards and Evaluation Procedures”* - A set of written statements governing the classification and minimum requirements of membership; the field readiness of deployment teams; and all C-RAD validations. The *Standards and Evaluation Procedures* are established and maintained by the C-RAD Dog Coordinator and the Standards Committee.

*“Supporting Agency”* - An agency which provides its employees, members, or resources to train and validate with C-RAD while maintaining responsibility for its member's training, workman's compensation, and liability issues.

*“User Agency”* - An agency that requests C-RAD validated resources to respond to an avalanche.

*“Affiliate Member”* - Someone who participates in C-RAD's mission for the purposes of furthering techniques and technologies for improving avalanche rescue.

*“SCSO Deployment Program”* - A precursor program which utilized prescreened Dogs, Handlers, and Avalanche Techs to deploy to avalanche emergencies using a Flight For Life Helicopter.

## **ARTICLE V THE BOARD of DIRECTORS and OFFICERS**

### **Section 1: Composition of the Board of Directors and Officers.**

The affairs of this Corporation shall be administered by a Board of Directors (“Board”) comprised of seven voting Members in good standing with the Corporation. The number of directors may be changed from time to time by the Board by amendment of these Bylaws. No Members from one agency shall have a majority on the Board. Each member of the Board will also be an officer of the Corporation. The Officers shall consist of:

- President
- Secretary
- Treasurer
- Liaison Officer
- Training Officer
- Avalanche Dog Coordinator
- Avalanche Tech Coordinator

### **Section 2: Term of Office.**

All Board members will be elected by a majority vote at the third General Business

Meeting of each year and will take office on January 1 following their election to office. The terms of office will be staggered so that the term of three or four directors will expire each year, as determined by the Board at its initial meeting. Thereafter term of office will be two (2) years or until a successor is elected or appointed or until there is a decrease in the number of Directors.

### **Section 3: Removal from the Board.**

Any director may be removed from the Board, with or without cause, by the following:

- a 2/3rds vote of all voting members at a General Business Meeting of the Corporation
- any director who is no longer in good standing with these *Bylaws, Policies, and Standards and Procedures* may be removed by a Two-Thirds (2/3) Vote of the Board. Board
- if a member of the Board attends none of the meetings for which notice was given, for a period of six months, the Board, by a two-thirds vote, may declare the office vacant.

The Board shall notify the director of the proposal for removal and the date, time, and place of the meeting at which the question of removal is to be decided.

### **Section 4: Vacancy on the Board.**

In the event of a vacancy on the Board, the remaining directors of the Board may appoint a replacement director to fill the vacancy until the annual election at the third quarterly General Business Meeting. The member appointed must be qualified to perform the duties of the vacating Officer and will serve for the unexpired term of the Officer.

### **Section 5: Compensation.**

No Officer will receive compensation for any service they provide in the performance of their duties on the Board. However, any Officer may be reimbursed at the discretion of the Board for their actual expenses incurred in the performance of their duties.

## **ARTICLE VI BOARD MEETINGS**

### **Section 1: Regular Meetings.**

The Board shall meet every other month beginning in January of the calendar year. The meetings shall be held at a time and place established by the President of the Corporation. A minimum of three days advance notice shall be provided to the entire membership for both regular meetings and special executive sessions. All meetings of the Board of must be attended by a quorum of the officers before business may be conducted. Board Meetings shall be open to all C-RAD members and members of the general public.

## **Section 2: Rules of Meetings.**

The Board may prescribe reasonable rules for the conduct of all meetings of the Board. In the absence of such rules, Robert's Rules of Order will be used.

## **Section 3: Order of Business.**

The order of business at a Board meeting will be determined by the President and may include:

- a. Call to Order.
- b. Determination of quorum.
- c. Discussion as required and approval of the minutes of the previous Board meeting.
- d. C-RAD members and/or visiting public who have topics for Board discussion.
- e. Old business.
- f. New business.
- g. Reports from the Officers and Committees.
- h. Determination of time/date for the next Board meeting.
- i. Executive Session (if needed)
- j. Adjournment

## **Section 4: Minutes of Meeting.**

The Secretary, or appointee, will be responsible for recording the minutes of each Board meeting and providing these minutes to the Board prior to the next scheduled Board meeting. The minutes of Board meetings will be available to all members of the Corporation in good standing, except the minutes of discussions undertaken during closed Executive Sessions.

## **Section 5: Special or Emergency Meetings.**

Special or Emergency Meeting of the Board may be called by the President, and two (2) officers, or any five (5) voting C-RAD members. The party calling an Emergency Meeting of the Board shall give all officers notice as to time and place of the meeting. An Emergency Meeting of the Board may be held without notice if at least three (3) of the officers are present.

## **Section 6: Quorum.**

A majority of the Board will constitute a quorum for the transaction of business. Every act or decision done or made by the majority of the directors at a duly held meeting at which a quorum is present will be regarded as the act of the Board.

## **Section 7: Executive Session.**

The Board may hold a closed door Executive Session to discuss private personnel matters or other confidential or sensitive topics. Separate meeting minutes shall be kept for the Executive Session, however these minutes shall not be distributed to the general membership. No action may be taken or authorized during any executive session.

## **Section 8: Committees**

Any member of the Board can establish and/or dissolve subcommittees composed of C-RAD members and outside consultants as deemed appropriate in carrying out the Board's business.

**Section 9: Action Without a Meeting.** Any action required or permitted to be taken at a meeting of the board of directors, or any committee thereof, may be taken without a meeting if taken in accordance with subsections (a) or (b). Any action taken without a meeting shall have the same effect as action taken with a meeting. All signed written instruments necessary for any action taken without a meeting shall be filed with the minutes of the meetings of the board of directors.

(a) Action may be taken without a meeting if each and every member of the board of directors in writing votes for, votes against or abstains from voting on such action and the affirmative vote for such action equals or exceeds the minimum number of votes that would be necessary to take such action at a meeting at which all of the directors then in office were present and voted.

(b) Action may be taken without a meeting pursuant to C.R.S. § 7-128-202 as follows:

Required Notice to Directors. An action without a meeting may only be taken if the corporation transmits notice in writing to each director stating the action to be taken, the time within which a director must respond, and that failure to respond by the time stated in the notice will have the same effect as abstaining in writing by the time required in the notice and failing to demand in writing by the time stated in the notice that action not be taken without a meeting. The notice may also include any other matters the corporation determines to include.

Action by Directors. Action may be taken without a meeting only if notice as described above is transmitted in writing to each director, and each director, by the time stated in the notice (i) votes in writing for such action, or (ii) votes in writing against, abstains from voting on such action, or fails to respond or vote, and fails to demand in writing that such action only be taken with a meeting. The vote, abstention or demand that such action not be taken without a meeting by a director may be revoked in writing by that director if received by the corporation by the time stated in the notice.

Contents and Form of Writing. The writing required by directors under this subsection (b) must inform the corporation of the identity of the director, the vote, abstention, demand or revocation of that director, and the proposed action to which such vote, abstention, demand or revocation relates. Such writing may be transmitted to or received by the corporation by electronically transmitted facsimile, email, or other form of wire or wireless communication, or by hand delivery or U.S. mail, and shall be effective upon receipt by the corporation.

Vote Required and Effective Date. Action without a meeting under this subsection (b)

may only be taken if, at the end of the time stated in the notice, the affirmative votes for such action received in writing and not revoked equals or exceeds the minimum number of votes that would be necessary to take such action at a meeting at which all of the directors then in office were present and voted, and the corporation has not received an unrevoked written demand by a director, within the time stated in the notice, that such action not be taken without a meeting. Action taken without a meeting shall be effective on the date by which the directors must respond as stated in the notice.

### **Section 10 Rights of C-RAD Members.**

C-RAD members in good standing may attend any meeting of the Board of Directors and have the right to be heard. Any five (5) voting members may petition the Board for action and the Board shall vote on such petition by roll-call vote at the end of the next meeting of the Board.

## **ARTICLE VII POWERS AND DUTIES OF THE BOARD**

### **Section 1: Powers and Duties of the Board**

The directors shall perform their duties in good faith and in a manner reasonably believed to be in the best interests of the corporation. Except as otherwise provided in these Bylaws, the Corporation will be governed by a majority vote of the Board, with each board member having one vote. The Board will have all the powers allowed by law in accordance with C-RAD's Articles of Incorporation and Bylaws. The manner of selection and terms of office of the Board are specified in these Bylaws. It shall be the responsibility of each officer to ensure the duties listed here are met in a timely manner.

### **Section 2: Qualifications for Directors**

The candidates for the Board of Directors must all be at least 21 years old, have previously held a valid Flight For Life Avalanche Deployment Card, and be bondable. Additionally, the position of Avalanche Dog Coordinator will have proof of previous experience as a certified dog handler. These requirements shall remain in place until the requirements laid out for each office can be met.

### **Section 3: President.**

The President presides over all regular meetings of the Board, all General Business Meetings, and is responsible to the Board. A list of duties shall include, but not be restricted to: call and chair all official meetings of C-RAD; ensure the Corporation is meeting its core objectives; and directing C-RAD towards its core purpose.

The President shall maintain a current list of duties and schedules to be passed on to the next President at the end of each term.

A nominee for the officer of President must have been a Voting Member of C-RAD for



the preceding 12 months, at least 21 years of age, and bondable.

#### **Section 4: Secretary.**

The Secretary records, maintains, and distributes to the membership, the minutes for all official meetings of the Board of Directors and the General Business Meetings. The Secretary performs or supervises functions which shall include, but not be limited to:

Creating and distributing Identification Cards for operational personnel; receiving, answering, and filing all official and unofficial C-RAD correspondence; preparing receipts for all payments and contributions received by C-RAD; maintaining an official file of all C-RAD records, except financial, in an electronic or physical manner that will make these records readily accessible to other members, with Board approval, on a need-to-know basis; notifying any C-RAD member of correspondence concerning that individual or C-RAD officer within 5 days from receipt of that correspondence.

The Secretary and Treasurer shall assure that Federal and State legal requirements are completed and filed in a timely manner.

The Secretary shall maintain a current list of duties and schedules to be passed on to the next Secretary at the end of each term.

A nominee for the office of Secretary must have been a Voting Member of C-RAD for the preceding 6 months, at least 21 years of age, and bondable.

#### **Section 5: Treasurer.**

The Treasurer prepares and maintains all records related to the financial activities of C-RAD. These functions shall include, but not be limited to, the following:

Collecting all payments due C-RAD; notifying the Secretary of payments and contributions received by C-RAD; notifying C-RAD members of payments or credits due; within 10 business days of receipt of funds, depositing these funds in an authorized C-RAD bank account; maintaining a ledger with balances to be updated quarterly; maintaining savings account and checking account records and ensuring these accounts are current; preparing, mailing, and recording C-RAD purchase orders; paying all authorized C-RAD obligations.

The Treasurer shall prepare an annual budget which is to be presented to the Board of Directors for review and approval at the November Board Meeting.

The Treasurer and Secretary will assure that Federal and State legal requirements are completed and filed in a timely manner.

The Treasurer shall maintain a current list of duties and schedules to be passed on to the next Treasurer at the end of each term.

A nominee for the office of Treasurer must have been a Voting Member of C-RAD for the

preceding 6 months, at least 21 years of age, and bondable.

### **Section 6: Liaison Officer**

The Liaison Officer is responsible for C-RAD's interactions with other groups, agencies, and individuals. The Liaison Officer shall be the main point of contact within C-RAD for both Supporting Agencies; such as deployable helicopter services, Ski Patrols, and SAR Groups; and User Agencies, such as various Sheriff's Offices or other responding agencies. The Liaison officer shall maintain the Corporation's online presence including the C-RAD website and any social media outlets. The Liaison Officer shall maintain the Membership List containing the addresses, phone numbers, official email, and current membership status of all members of C-RAD. The Liaison Officer will work with the Secretary and the Treasurer to oversee fundraising efforts, PSAR events, and public appearances.

The Liaison Officer is responsible for the C-RAD mission statistics for each calendar year and provides the Secretary with mission reports for each mission.

The Liaison Officer shall maintain a current list of duties and schedules to be passed on to the next Liaison Officer at the end of each term.

The nominee for the office of Liaison Officer must have been a Voting Member of C-RAD for the preceding 6 months, at least 21 years of age, and bondable.

### **Section 7: Training Officer.**

The Training Officer is an automatic member of the Standards Committee. The Training Officer shall administer the training plan developed with the Standards Committee and submit it to the Board for Review. The Training Officer is responsible for coordinating all C-RAD trainings, including Area-to-Area and multi-day Sessions, with the approval of the Standards Committee.

The Training Officer, the Avalanche Dog Coordinator, and the Standards Committee shall work in close coordination to insure that past field problems are corrected in training. The Training Officer will work with the Agency Representatives, the Avalanche Dog Coordinator, and the Avalanche Tech Coordinator to coordinate all Validation Tests.

The Training Officer will maintain a current list of Evaluators, a current testing sheet, and a calendar of all tests.

The appointee for the position of Training Officer must be willing to travel, at his/her expense, to all formal C-RAD training sessions, as well as attend as many Standards Committee and Board meetings as possible. The Training Officer must be a Voting Member with two (2) years' experience as a certified operational C-RAD Handler or Tech, be at least 21 years of age, and bondable.

### **Section 8: Avalanche Dog Coordinator.**

The Avalanche Dog Coordinator is responsible for the administration of matters

concerning all Dogs and Handlers as described in the *Standards and Evaluation Procedures*. The Avalanche Dog Coordinator is the Chairperson of the Standards Committee and calls and presides over all Standards Committee meetings.

In the absence of the President, the Avalanche Dog Coordinator becomes acting President. When acting as President, the Avalanche Dog Coordinator has the same voting privileges and responsibilities on the Board of Directors and at General Business Meetings as the President.

The Avalanche Dog Coordinator shall ensure that records are compiled on all Dogs and Handlers regarding their training, attendance, and all certifications of dog/handler teams. The Avalanche Dog Coordinator will also be responsible for all Dog and Handler Validations throughout the year.

The Avalanche Dog Coordinator shall maintain an up-to-date Validations List for Dogs and Handlers which will be provided to the Training Officer and User Agencies.

The Avalanche Dog Coordinator will provide budget information related to Dog and Handler training to the Treasurer to incorporate into the overall C-RAD budget.

The Avalanche Dog Coordinator shall maintain a current list of duties and schedules to be passed on to the next Avalanche Dog Coordinator at the end of each term.

The nominee for the position of Avalanche Dog Coordinator must be willing to travel to all formal C-RAD training sessions, as well as attend as many Standards Committee and Board meetings as possible. The Avalanche Dog Coordinator must be a Voting Member with three (3) years' experience as a validated Operational C-RAD Handler, be at least 21 years of age, and bondable.

### **Section 9: Avalanche Tech Coordinator.**

The Avalanche Tech Coordinator is responsible for the administration of matters concerning avalanche rescue and field operability of deployment teams. The Avalanche Tech Coordinator is an automatic member of the Standards Committee.

The Avalanche Tech Coordinator shall ensure that records are compiled on all Avalanche Techs regarding their training, attendance, and all certifications. The Avalanche Tech Coordinator will also be responsible for all Tech Validations throughout the year.

The Avalanche Tech Coordinator shall maintain an up-to-date Validation List for Avalanche Techs which will be provided to the Training Officer and User Agencies.

The Avalanche Tech Coordinator will provide budget information related to Avalanche Tech training to the Treasurer to incorporate into the overall C-RAD budget.

The Avalanche Tech Coordinator shall maintain a current list of duties and schedules to be passed on to the next Avalanche Tech Coordinator at the end of each term.

The nominee for the position of Avalanche Tech Coordinator must be willing to travel to all formal C-RAD training sessions, as well as attend as many Standards Committee and Board meetings as possible. The Avalanche Tech Coordinator must be a Voting Member with three (3) years' experience as a validated Operational C-RAD Tech, be at least 21 years of age, and bondable.

#### **Section 10: Authorization to Encumber the Corporation.**

The Board will authorize the Treasurer and Secretary to make withdrawals against the Corporation's banking accounts. The Board may authorize an officer to execute instruments of conveyance and encumbrance of all or any part of the Corporation's property, authorized by resolution of a majority vote of the Board.

#### **Section 11: Multiple Offices.**

No person will simultaneously hold more than one elected office on the Board. In the event of a vacancy where no members volunteer to fill the vacancy, another officer may fulfill the duties of the vacated office for the remainder of the term. Any Board member may hold a special office as approved by the Board.

#### **Section 12: Special Appointments.**

The Board may appoint other individuals to assist the Board in the affairs of the Corporation as may be required. Each of these individuals will hold the appointed position for such a period, have such authority, and perform such duties as the Board may determine at its discretion.

### **ARTICLE VIII STANDARDS COMMITTEE**

#### **Section 1: Composition of the Standards Committee.**

The seven Standards Committee members will be selected as follows:

**Three appointed positions:** The Avalanche Dog Coordinator shall serve as the chair of this committee and the Avalanche Tech Coordinator and Training Officer shall be automatic members of this committee as specified in these Bylaws. Officers shall hold this role for the full term of their elected position. In the event they resign from their role as an officer, choose not to run for re-election, or are not re-elected, they will subsequently resign from this committee as an appointed member.

**Four elected positions:** Four candidates who have been Voting Members (Validated) of C-RAD for the preceding 12 months will be selected by the General Membership in the annual election at the third quarterly General Business Meeting. Candidates for the first Standards Committee outside of the three automatic positions of Avalanche Dog Coordinator, Avalanche Tech Coordinator, and Training Officer shall be those who are active members of their agencies deployment program and have previously possessed a "green card" or comparable helicopter deployment card. Subsequent candidates shall be voting members (validated), as defined in policies and procedures. The four elected

standards committee positions shall not be made up of all the same status (Ex. Handler / Technician).

If possible, the Standards Committee should be comprised of members from different Supporting Agencies and different User Agencies. The nominees for the Standards Committee must be at least 21 years of age, and bondable.

The term of the four elected standards committee members will be two years. These positions will be elected on alternating years, so that only two of the four positions shall be elected each year, or if a vacancy occurs outside of these elections. They shall be elected by a majority vote at the third General Business Meeting of each year.

Outside of the three appointed standards committee members, no other C-RAD Board of Directors / Officers can subsequently hold a standards committee position during their term. Board of Directors / Officers may run for an elected standards committee position outside of their term of office.

## **Section 2: Responsibilities of the Standards Committee.**

The Standards Committee is involved in matters concerning Training, *Standards and Evaluation Procedures*, and Certification Tests. The Standards Committee will annually review and revise, as necessary, the *Standards and Evaluation Procedures*. They will also determine the dates of formal C-RAD training sessions. The first draft and any changes of these *Standards and Evaluation Procedures* shall be approved by a majority vote of the Membership. The Avalanche Dog Coordinator, Training Director, Avalanche Tech Coordinator, and the Standards Committee shall work in close coordination to insure C-RAD's standards are of the highest order and all validations given are above reproach.

## **Section 3: Meetings of the Standards Committee.**

The Standards Committee meetings will be called by the Avalanche Dog Coordinator, as necessary. The Standards Committee may not make changes to the *Standards and Evaluation Procedures* without the Avalanche Dog Coordinator being present. Standards Committee members will be required to attend at least 3/4 of the Standards Committee meetings. They must attend 3/4 C-RAD formal training sessions per year. The Training Officer shall be responsible for all Validations with the assistance of the Standards Committee. Other Operational Handlers may participate in the assessment of the Validations after appropriate training and validation, as per the *Standards and Evaluation Procedures*. C-RAD members may attend any meeting of the Standards Committee and have the right to be heard.

# **ARTICLE IX ELECTION OF BOARD AND STANDARDS COMMITTEE**

## **Section 1. Nominations of candidates to the Board and Standards Committee**

Two months before the Third Quarterly General Business meeting, the President shall form a nominating committee to prepare a slate of contenders for C-RAD offices and

Standards Committee members. The nominations of this committee will be presented to the Board one month before the 3rd General Business Meeting. Additional nominations may be made by any Voting Member and must be seconded by another Voting Member. All nominees must meet the minimum standards set forth in these *Bylaws* for the office in question. Regular elections of Officers and Standards Committee members shall be held at the third quarterly General Business Meeting. In the event of the removal of an Officer or Standards Committee member during their term, or by virtue of a vacancy, the Board shall appoint a qualified C-RAD member to fill the vacancy, with the exception of the presidency as per Article VII, Section 3 of these Bylaws. The C-RAD membership shall be notified of the appointment. The appointment becomes effective immediately and shall serve the remainder of the vacated term.

## **Section 2. Voting for Officers and Standards Committee Members.**

C-RAD Officers and Standards Committee members shall be elected by majority vote of the Voting Members using email, secret ballot, or absentee ballot. Balloting may be waived in the event there is only one nominee for an office. Balloting will be processed according to Robert's Rules of Order, Revised.

The Board will finalize all nominations one month prior to the third quarter's General Business Meeting. After insuring that all nominees accept their nomination for office and they meet the requirements laid out in these *Bylaws* for the office they are nominated for, the ballots will be mailed, or sent by electronic mail (email), to all Voting Members two weeks prior to the third quarter's General Business Meeting.

## **ARTICLE X MEMBERSHIP**

### **Section 1. Classifications of Membership**

There will be ten classes of membership within C-RAD: Candidate Member, Handler in Training, Tech in Training, Validated Handler, Validated Tech, Trainer, Agency Representative, Affiliate Member, Inactive Member, and Retired Member as outlined in the *Standards and Procedures*.

### **Section 2. Nomination for Membership**

The membership of C-RAD shall be comprised of personnel nominated to participate in C-RAD training by their Supporting Agency. These personnel shall meet the minimum standards defined in the *Standards and Evaluation Procedures* and will be able to pass a qualifying background check.

### **Section 3. Voting rights of Members.**

The voting membership of C-RAD shall consist of all Operational Handlers; Operational Techs; and one representative from any Supporting or User Agency that does not already have an Operational Handler or Tech in the C-RAD membership. These Voting Members shall be in good standing with C-RAD at the time of voting, and shall meet the participation requirements for their classification of membership as defined in the

*Standards and Evaluation Procedures*. They must also meet any other requirements as may be stated in these *Bylaws, Policies, and/or Standards and Evaluation Procedures*. Each Voting Member of C-RAD shall have one vote regardless of holding multiple classifications, titles, or offices. A Voting Member may cast a vote on any issue requiring the vote of that member and may express an opinion before a vote on any matter at any General Business or Board of Directors Meeting, but the meeting chair may limit the time for member comments.

#### **Section 4. Resignation of Membership.**

A member may resign at any time upon written notice to the Board of Directors. A member who resigns forfeits all rights and privileges of membership. Should this person seek reinstatement they must meet all requirements as though they had never been a member.

#### **Section 5. Leave of Absence.**

Temporary Leave of Absence requests may be granted by the Board in accordance with the *Standards and Evaluation Procedures*.

#### **Section 6: Nondiscrimination.**

With respect to membership, Colorado Rapid Avalanche Deployment shall be an equal opportunity organization.

#### **Section 7. Duties.**

It will be the duty of every member to uphold the principles of C-RAD as stated in the Articles of Incorporation, and abide by all of the terms of the *Bylaws, Policies, and the Standards and Evaluation Procedures* of C-RAD. It will be the duty of all members to assist in C-RAD governance, trainings and events.

### **ARTICLE XI REMOVAL AND CHANGE OF STATUS OF MEMBERS**

#### **Section 1. Procedures for Removal.**

A member may be removed from membership only for just cause and only by the Board, as set forth in these *Bylaws and C-RAD Policies*. Causes for removal shall include, but are not limited to, the following: willful action inconsistent with the aims and purposes of C-RAD, disobedience of orders during an emergency operation, criminal or dishonest conduct, willful disregard of the duties of members set forth in these *Bylaws*, disregard of the *Policies*, disregard of the *Standards and Evaluation Procedures*, or failure to continue to meet membership requirements. The proposal to remove a member shall state the cause. The President shall notify the member of the proposal and the date, time, and place of the Board of Directors Meeting at which the question of removal is to be decided. The member has the right to attend the meeting, to produce witnesses on his/her behalf, to address opposing witnesses, and to submit affidavits to be read. The proposal to remove must be resolved during the meeting at which the question of

removal is scheduled. The question may not be postponed unless the scheduled meeting is canceled to meet an operational emergency. The action to remove shall require a Two-Thirds (2/3) vote of the Board for approval.

### **Section 2. Automatic Change of Status of Members.**

Any C-RAD member who has failed to satisfactorily participate in at least one (1) mission, practice, or training session held during a calendar year shall be subject to automatic change of status. The change of status will be to "Inactive". Notification of such automatic change of status shall be sent by email and by mail to the member's last known address by the Secretary.

## **ARTICLE XII GENERAL BUSINESS MEETINGS**

### **Section 1. Procedures.**

There shall be a minimum of four (4) General Business Meetings held during the calendar year. These meetings shall be held at a time and place specified by the President once per quarter during the calendar year. The Board shall send written notice via email of time and place of the meetings to the general membership. If a quorum is not present, no business may be conducted. In this case, officers whose terms of office were to have expired shall be considered to have continuation of their terms of office until a quorum is obtained at a duly-called General Business Meeting. Unless otherwise specified in these Bylaws, other business shall also be carried over to the next General Business Meeting.

### **Section 2. Emergency Business Meetings.**

In the event that a meeting is not held due to an emergency operation or due to the lack of a quorum, an Emergency Business Meeting shall be called by the President during the following month. The President shall set a time and place for the Emergency Business Meeting and shall notify the general membership in writing or by email. If two General Business Meetings have failed to provide the required voting response from the membership on an issue requiring a quorum, the President may choose to either table the issue, citing lack of interest, or call a third General Business Meeting, (usual notification) at which a simple majority of those present at the meeting will determine the issue.

### **Section 3. Absentee Voting.**

Any member eligible to vote on a question may vote absentee by submitting a signed written statement of the question and vote that the member wishes to express. All absentee votes must be submitted to the Secretary or President prior to the meeting at which the question is to be considered. Absentee votes will also be accepted electronically as described in Article XII, section 6. Absentee votes received after the vote on the question shall be null and void. Absentee ballots will be counted as part of the quorum. No member shall be allowed to vote by proxy.



#### **Section 4. Electronic Mail.**

Each member shall keep the Board, through the Liaison Officer (or his/her designated representative), advised of one electronic mail (email) address that the member wishes to use for communication of C-RAD matters, including, but not limited to, notices and voting. Alternative email addresses from members will be disregarded while conducting Corporation business. The Liaison Officer shall maintain an official list of electronic addresses for the membership.

#### **Section 5. Electronic Mail (Email) Notices.**

Except as otherwise determined by the Board (which may be on a case-by-case basis), use of email shall be considered sufficient for purposes of providing notices to the membership or individual members, in any circumstance wherein notice is required pursuant to these *Bylaws, Policies, and/or Standards and Evaluation Procedures* of the Corporation.

#### **Section 6. Electronic Mail (Email) Voting.**

Except as otherwise determined by the Board (which may be on a case-by-case basis), use of email from the official list kept by the Liaison Officer shall be considered sufficient for securing the vote of members on any and all matters which require a vote pursuant to these *Bylaws, Policies, and/or Standards and Procedures* of C-RAD.

### **ARTICLE XIII PARLIAMENTARY AUTHORITY**

The rules contained in Robert's Rules of Order, Revised, latest edition, shall govern the Corporation in all cases to which they apply and that are not inconsistent with these Bylaws or with the Articles of Incorporation.

### **ARTICLE XIV RECORDS**

All C-RAD records remain the property of C-RAD, and must be returned to a C-RAD Board member upon leaving office, or upon the request of the Board.

#### **Section 1. Requests for Records**

Requests for Records may be made in writing to the Board. The request must include a date of request, topic of record, and reason for request. The Board must respond to a Request for Records within two weeks of the initial request. The Board can approve the request by three-quarter ( $\frac{3}{4}$ ) vote or deny the request within four weeks of the initial request.

#### **Section 2. Confidentiality of Records.**

The following records of C-RAD shall be considered confidential, and shall not be released to any member, nor shall any member be allowed to review such records,

except by the three-quarter ( $\frac{3}{4}$ ) vote of the Board or under subpoena or order of a court:

- Personnel records, including, but not limited to, disciplinary matters, letters of reprimand, certifications, membership applications, and information regarding the mental or physical condition of a member.
- Any voting records, including, but not limited to, email ballots or other voting information, which contain personally identifiable information.
- Records with respect to a member's certification, including, but not limited to, confidence forms, written tests, field tests, and other communications from testers regarding a specific member/test. This provision shall not, however, preclude the review of such records by current members of the Board, when such Board is in session, and by the Training Officer or other Board member who is maintaining such records.

## **ARTICLE XV FINANCES**

### **Section 1. Fiscal Year**

The fiscal year for C-RAD will begin October 1st every year and end the following September 31st.

### **Section 2. Income.**

Income the Corporation receives from authorized activities, contributions, grants or donations will be accounted for by the Treasurer and disbursed as deemed necessary by a majority vote of the Board.

### **Section 2. Expenditures.**

The Corporation shall provide the necessary facilities, equipment, and supplies to carry out C-RADs purpose and objectives as set forth in Article II. This will not include personal equipment for members.

### **Section 3. Authorization.**

The Corporation will establish bank accounts and designate the individuals authorized to sign on behalf of the Corporation. Approval of any expenditure over \$500 is required by majority of the Board.

## **ARTICLE XVI AMENDMENTS TO THE BYLAWS AND ARTICLES OF INCORPORATION**

### **Section 1. Amendments Initiated by the Board of Directors.**

The Board may, by a Two-Thirds ( $\frac{2}{3}$ ) vote, amend these *Bylaws*. The proposed amendment must be listed on the meeting agenda.

**Section 2. Amendments Initiated by the Voting Membership.**

A Two-Thirds (2/3) vote of the members present at a General Business Meeting may propose an amendment to these *Bylaws*. To become effective the proposed amendment must be ratified by a Two-Thirds (2/3) vote of the Board at the next Board Meeting. The proposed amendment must be listed on the meeting agenda delivered at least fourteen (14) days prior to the meeting at which the question of ratification is to be considered.

**Section 3. Effective Date of Amendments.**

Amendments to these *Bylaws* shall become effective at the close of the meeting at which they are ratified.

**Section 4. Suspension.**

These *Bylaws* shall not be suspended.

**Section 5. Amendments to the Articles of Incorporation.**

The Articles of Incorporation may be amended in the manner provided for the amendment of the *Bylaws*. The amendment shall become effective when filed with the Secretary of the State of Colorado.

**ARTICLE XVII  
MISCELLANEOUS**

In the case of any conflict between the *Bylaws*, *Policies*, and the *Standards and Evaluation Procedures*, the *Bylaws* will dictate.

**APPROVAL:**

We, the undersigned, certify this is a true and correct copy of the Bylaws of Colorado Rapid Avalanche Deployment, a Colorado nonprofit corporation, on this the \_\_\_\_\_ 11th \_\_\_\_\_ day of \_\_\_\_\_ September \_\_\_\_\_, 2019.

\_\_\_\_\_ Doug Lesch \_\_\_\_\_, President

\_\_\_\_\_ Greg Dumas \_\_\_\_\_, Secretary

Voted:

- Doug Lesch
- Drew Gipson
- Janie Merickel
- Greg Dumas
- Hunter Mortensen
- Abstention:
- John Alfond
- John Reller