

AGENDA
ST. LOUIS AREA REGIONAL RESPONSE SYSTEM
BOARD OF DIRECTORS
Thursday, January 15, 2015 - 11:30 A.M.
ST. LOUIS CITY FIRE HEADQUARTERS

1. CALL TO ORDER BY JOHN MILLER, CHAIR
2. APPROVAL OF MINUTES OF NOVEMBER 20, 2014 MEETING
3. DISCUSSION ITEMS
 - A. Executive Director's Report
Nick Gagnani
STARRS
 - B. Hospital Preparedness Committee
Vanessa D. Poston, Manager
Environmental Health and Safety
Missouri Baptist Medical Center
 - C. Training & Exercise Committee
Chief Frank Arnoldy
Crestwood Police Department
4. ACTION ITEMS
 - A. STARRS Bylaws
Staci Alvarez
EWG Administration
 - B. Regional Security Expenditures
Nick Gagnani
STARRS
 - C. Nominating Committee Report
Joann Leykam
Director of Administration
St. Charles County, Missouri
5. OTHER BUSINESS
6. NEXT MEETING AND ADJOURNMENT

The next meeting of the Board will occur on Thursday, February 12, 2015 at 11:30 AM

**STARRS BOARD OF DIRECTORS
MEETING MINUTES
November 20, 2014**

The meeting of the STARRS Board of Directors was called to order at 11:30 a.m. at City of St. Louis Fire Headquarters, 1421 N. Jefferson, St. Louis, Missouri, with attendance as follows:

Directors Present

John Miller, Chair	Larry Ringering
Abe Cook, Vice-Chair (via phone)	Herb Simmons
Gary Christmann, Treasurer	Morris Taylor
Joann Leykam, Secretary	Mark Thorp (via phone)
Debbie Beezley	David Todd
Don Feher	Ryan Weber
Nicole Hawkins	Barb Whitaker
Charles Healy	Hope Woodson
Dennis Jenkerson	
Jon Lewis	Ex Officio
Debbie Mays (via phone)	Ed Hillhouse

Also in attendance were Nick Gragnani, Brian Marler, Karen Kunkel, John Whitaker, Ky Kee, Staci Alvarez and Jim Wild of STARRS / East-West Gateway Council of Governments staff.

CALL TO ORDER

John Miller, Chair, called the meeting to order.

APPROVAL OF MINUTES OF OCTOBER 16, 2014

Motion was made by Herb Simmons, seconded by Debbie Beezley, to approve the minutes of the October 16, 2014 meeting. The Motion passed unanimously.

DISCUSSION ITEMS

Executive Director Report

Nick Gragnani, STARRS, reported that staff recently hosted an exercise with regional stakeholders at Mercy Hospital in Creve Coeur. Participants included representatives from across the region from EMS, Law Enforcement, Hospitals and local Public Health Agencies. The goal of the exercise was to address handling a potential Ebola Virus Disease (EVD) patient while mitigating the impact of an EVD outbreak in the St. Louis region. He advised that staff is preparing a summary outlining the key factors discussed and will forward it to Board members in the near future.

Mr. Gragnani reported, also, that staff has been asked by the Missouri Office of Homeland Security to participate in statewide planning work group meetings toward developing a strategic plan that focuses on sustainment of core capabilities, utilizing expected limited funding.

STARRS By-Laws Update

Staci Alvarez, STARRS, advised that changes and additions, referenced in the executive summary and other materials provided, are being proposed to the By-laws to align them with

mandate guidelines. She reported that the most significant changes relate to the membership and responsibilities of subcommittees. She provided the timeline for review and approval, noting that questions and comments must be submitted, preferably by e-mail, to staff by December 5 for consideration in a final version that will be presented to the Board at its December 18 meeting. She noted that the Executive Board has already reviewed and recommends the proposed changes.

She also reminded the Board to provide subcommittee nominations by December 18. Mr. Gragnani advised that a list of current committee members would be forwarded to the STARRS Subcommittees for updating shortly after today's meeting.

Additional discussion followed regarding resume requirements for nominees; and the illegalities of lobbying under a 501C3 corporate status.

ACTION ITEMS

2013 Unspent Funds Reallocation

Gary Christmann, St. Louis, summarized staff's recommendation to fund the following projects from unspent 2013 funds, totaling \$405,000 :

Project	Cost
MSAT/IO Comm Kit for EOC's & Special Teams	\$65,000
St. Charles Co Mass Fatality Trailer	\$7,000
Law Enforcement Communication Helmet System	\$141,150
Bomb Team ATV	\$15,000
Mass Care Functional Needs Equipment Trailer	\$6,000
CERT ID Machine Camera Replacement	\$7,625
All Ready Focus Groups	\$18,000
All Ready Brochures	\$15,625
PPE for all five USAR Teams	\$27,000
Structural Collapse Rescue Training	\$40,000
Paratech Lifting Equipment	\$55,000
Rescue Boat Trailers	\$7,600

Motion approving the recommendations was made by David Todd, seconded by Barb Whitaker. Motion passed unanimously.

St. Louis Regional 2014 THIRA

Nick Gragnani, STARRS, summarized staff's recommendation to approve and adopt the 2014 Threat and Hazard Identification Risk Assessment (THIRA).

Motion approving the recommendation was made by Debbie Beezley, seconded by Dave Todd. Motion passed unanimously.

Updated St. Louis Regional Homeland Security Strategy

Nick Gragnani, STARRS, summarized staff's recommendation to approve and adopt the St. Louis Regional Homeland Security Strategy, upon which all Homeland Security grant funding will be based.

Motion approving the recommendations was made by Debbie Beezley, seconded by Herb Simmons. Motion passed unanimously.

NEXT MEETING & ADJOURNMENT

The next STARRS Board of Directors meeting is scheduled for Thursday, December 18, 2014 at 11:30 a.m., in the auditorium of St Louis City Fire Headquarters.

Motion to adjourn the meeting was made by Herb Simmons, seconded by Debbie Beezley.
Motion passed unanimously.

The meeting was adjourned at 11:53 a.m.

Joann Leykam, Secretary



COLONEL D. SAMUEL DOTSON III, *CHIEF OF POLICE*

Service, Integrity, Leadership And Fair Treatment To All.

METROPOLITAN POLICE DEPARTMENT

CITY OF ST. LOUIS • 1915 OLIVE STREET • ST. LOUIS, MISSOURI 63103

December 11, 2014

Nick Gragnani
St. Louis Area Regional Response System (STARRS)
One South Memorial Drive, Suite 1600
St. Louis, Missouri 63123

Dear Nick,

The St. Louis area has been experiencing unprecedented challenges both in the way we deliver services and the time officers have to focus on their core mission. Law enforcement in the St. Louis area has been almost wholly consumed working to ensure the safety of our region's citizens and property since mid-August. We have worked exhaustively not only addressing these new challenges, but also to continue to provide our community with the high caliber of protection that they expect from us and officers throughout the region have done so without interruption.

This past Tuesday I learned that there was a proposal to make changes to some of the STARRS by-laws. I further learned that the deadline for comment on those proposed changes was a relatively short window. Having just now had a chance to give the proposal a brief review, I have found some cause for concern. I have also discussed the proposed changes with St. Louis County Police Chief Jon Belmar and he concurs. After reading Mike Fagan's review of the changes and I support his position that there has been no real reason advanced for reclassification of the St. Louis Fusion Center – Terrorism Early Warning Group and downgrading its reps.

The primary objective of the Urban Area Security Initiative (UASI) grant is to protect against terrorism. Any changes that would be detrimental to law enforcement's ability to fund projects needed to assist in that objective would be counter to the mission. The proposal to downgrade the TEW/Fusion Center from the Law Enforcement sub-group to a working group under the Law Enforcement is a step in the opposite direction of where I believe we should be headed.

Previously, the TEW/Fusion Center was its own sub-committee. At some point it was moved under the Law Enforcement sub-committee which has caused funding challenges for area law enforcement projects. Member agencies of the law enforcement sub-committee have been forced to relinquish significant portions of their funding to the operation of the Fusion Center.

The Fusion Center is designed as a multi-disciplinary entity that needs to be supported and funded by disciplines other than just law enforcement. Since its inception, the St. Louis Fusion

Page 2
December 11, 2014

Center has been law enforcement driven out of necessity; other disciplines have not shown an interest in supporting its daily operations. We know that other fusion centers throughout the country do receive support from disciplines outside of law enforcement and in turn are able to better address many homeland security related concerns including those shared by fire service, public health agencies, hospitals and others.

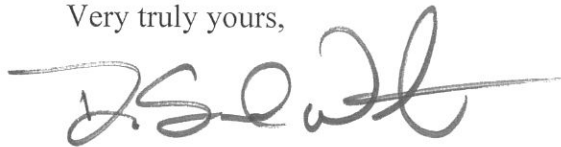
I would like to see the TEW/Fusion Center re-established as its own sub-committee whose funding comes from sources outside of the twenty-five percent law enforcement set aside that is mandated by the grant guidelines.

Because of my concerns and because I do not believe that law enforcement has had adequate time to thoroughly investigate and vet this proposal, I would ask that you postpone this action for at least thirty days to give time for further discussion.

I, along with Chief Belmar would also ask that you share this letter with the Board of Directors as well as the necessary committee chairs.

As always, please feel free to contact either Jon or myself for further dialogue on this important regional issue.

Very truly yours,

A handwritten signature in black ink, appearing to read 'D. S. Dotson III', with a long horizontal flourish extending to the right.

Colonel D. Samuel Dotson III
Chief of Police

Cc: Jon Belmar
Ed Hillhouse
Francis Slay

Memo to: Board of Directors
From: Staff
Subject: STARRS Bylaws Update
Date: January 9, 2015

Over the past several months staff, in consultation with the STARRS Executive Committee, has undertaken a comprehensive review and update of the STARRS Bylaws. At the November 2014 Board meeting, the STARRS Board was given a presentation on the proposed changes along with a draft copy of the Bylaws and asked to provide comments on the suggested changes.

Since that time staff has received comments from STARRS Board and Sub-Committee members. These comments are paraphrased on the attached document, along with the recommended changes to the Bylaws. Additionally, attached is the revised version of the Bylaws which includes the recommended changes which are highlighted in yellow within the Bylaws document.

Staff Recommendation: Staff recommends that the Board approve the updated STARRS Bylaws.

**STARRS Bylaws
Recommended Changes
January 9, 2015**

Comment #1: The TEW's name should be changed to its official name: the "St. Louis Fusion Center – Terrorism Early Warning Group."

Recommended Change #1: The Bylaws, Article VI, Section 10, Part (a), on page 19 of 29 was updated to change the name of the Fusion Center to "St. Louis Fusion Center – Terrorism Early Warning Group."

Comment #2a: The Fusion Center should still be represented on the Board. While terrorism investigation / prevention is a sub-set of law enforcement activities, it is a distinct and unique function and not all law enforcement representatives are as knowledgeable and experienced with terrorism related activities as the Fusion Center representatives. Given the realities of today's terrorism concerns and the grant program's specific focus on terrorism prevention, it is preferable that the Fusion Center be represented on the Board. Terrorism related issues may not be adequately addressed at the Board level if only the Law Enforcement Sub-Committee is permitted to have representatives on the Board.

Comment #2b: The Fusion Center should be its own Sub-Committee, rather than a part of the Law Enforcement Committee, and should continue to have representation on the Board.

Recommended Changes #2:

- Article III, Section 3, Part (a) on page 2 of 29 was changed to increase the number of directors on the Board to 41 from 40.
- Article III, Section 3, Part (b) was updated to include the following changes:
 - Part (b)(i) on page 3 of 29 was updated to include a #5, which adds a director to the Board that is appointed by the St. Louis Fusion Center's Advisory Board;
 - Part (b)(ii) on page 4 of 29 was updated to include a #5 that states that the Fusion Center will serve until replaced by the Fusion Center's Advisory Board; and
 - Part (b)(iii) on page 5 of 29 was updated to include a #7 which specifies the eligibility requirements for the person appointed to fill the Fusion Center director position.
- Article III, Section 4 on page 7 of 29 was updated to move Directors Emeritus to part (f) and part (e) now governs how vacancies for the Fusion Center representative are filled.
- Article III, Section 5, Part (b) on page 8 of 29 was updated to include the following changes:
 - Part (b)(iii) and (iv) were shifted to parts (iv) and (v); and
 - Part (b)(iii) now governs how a removal of the Fusion Center representative will be handled.

Comment #3: The actions without meetings clause may cause issues with Sunshine Act compliance.

Recommended Change #3:

- Article VII, Section 5, Part (d) on page 24 of 29 has been updated to reflect two additional requirements: 1) the Board is not permitted to take actions without meetings; only a Committee or a Sub-Committee would be allowed to take an action without a meeting; and 2) a Committee or Sub-Committee cannot take an action without a meeting if doing so would

**STARRS Bylaws
Recommended Changes
January 9, 2015**

make STARRS non-compliant with applicable open meetings / records statutes or any policy adopted by the Board.

- Article VII, Section 5, Part (g) on page 26 of 29 was updated to explicitly state that each of the Board, Committees, and Sub-Committees have to keep meeting minutes and to clarify what must be in the minutes. In the November 19, 2014 version of the Bylaws, this provision erroneously only mentioned the Sub-Committees.

Comment #4: Removing the countersignature requirement may lead to corruption or losses in the future.

Recommended Change #4: Article VIII, Section 2, on page 26 of 29 has been updated to state that Board can change the signatory and that the Board has to approve items that are \$10,000 or more.

Other Recommend Changes: Based upon staff's review of the bylaws and questions received from various Sub-Committee representatives, the following changes are also recommended:

- Article IV, Section 1 on page 9 of 29 has been updated to explicitly state that the officers have to be voting members of the Board.
- Article IV, Section 4, Part (a) on page 10 of 29 has been updated to explicitly state that an officer's resignation from office is not a resignation from the Board.
- Article V, Section 1, Part (a) on page 11 of 29 has been updated to state that the Executive Committee is responsible for the Nominating and Finance Committee nominations. This duty was expressed in Sections 2, Part (a)(ii) and Part (b)(ii), but was erroneously left out of Section 1.
- Article V, Section 2, Part (a)(i) on page 12 of 29 has been updated to remove Finance Committee nominations from the Nominating Committee's duties. This was erroneously included as a Finance Committee duty and conflicted with other provisions that stated that these nominations were the duty of the Executive Committee (see Section 2, Part (a)(ii) and Section 2, Part (b)(ii)).
- Article VI has been updated to include the following changes:
 - Article VI, Section 9 is now Section 11;
 - Article VI, Section 10 is now Section 9;
 - Article VI, Section 10 on page 20 of 29 now describes how the Sub-Committees are supposed to handle their own governing documents, such as mission statements, bylaws, etc.; and
 - Article VI, Section 11 is now Section 12 and Section 11 pages 20 of 29 is the provision that governs prohibited Sub-Committee activities.
- Article VII, Section 5, Part (d) on pages 24 – 26 of 29 has been updated to clear up some of the confusion concerning when and how Committees or Sub-Committees can take an action without a meeting.

STARRS Bylaws
Recommended Changes
January 9, 2015

- Article VI, Section 4, Parts (a), (b)(i), and (c)(iv) and Article VII, Section 5, Part (b)(ii) on pages 15 of 29, 16 of 29, 17 of 29, and 24 of 29, have been updated in response to feedback received from the Training & Exercise Sub-Committee and reflect the following: (1) the Training & Exercise Sub-Committee can have both voting and non-voting members; (2) the members of the Training & Exercise Sub-Committee are nominated by each of the other STARRS Sub-Committees and approved by the Board; (3) in order to be a member of the Training & Exercise Sub-Committee, an individual must first be a member of one of the other STARRS Sub-Committees; (4) similar to what is allowed for category “C” directors, proxy voting is allowed at Training & Exercise Sub-Committee meetings.
 - These changes are recommended in order to reflect the special nature of the Training & Exercise Sub-Committee. Unlike the other Sub-Committees, the Training & Exercise Sub-Committee’s membership consists of two representatives from the other Sub-Committees. This representation structure means that the Training & Exercise Sub-Committee will have a large number of members and will not have any control over its total membership. The large number of members and the requirement that all members of this Sub-Committee be voting members will create issues with the quorum requirement and the Sub-Committee’s ability to conduct business. The voting / non-voting exception for the Training & Exercise Sub-Committee will allow them to conduct business and maintain representation from the other STARRS Sub-Committees. Also, permitting the proxy voting will allow the other STARRS Sub-Committees’ to retain their participation in the Training & Exercise Sub-Committee’s decision making while not adversely affecting the quorum requirements.
- Article III, Section 3, Parts (b) and (b)(i)(3) on page 2 of 29 and Section 3, Parts (c) and (c)(i)(3) on page 5 of 29 have been updated to increase the number of category C directors and to add the ESF-8 Coordination Sub-Committee to the list of Sub-Committees that can nominate representatives to the Board.
- Article VI, Section 2 on page 15 of 29 and Section 9 on page 18 of 29 have been updated to add ESF-8 to the list of Sub-Committees and to move Mass Fatality to the Work Group list.
 - The changes regarding the ESF-8 Coordination Sub-Committee are based upon feedback from a Board officer. The concern is that ESF-8 is a Sub-Committee and should be represented on the Board just like Training & Exercise is represented. Also, Mass Fatality should be a Work Group of ESF-8.

STARRS BYLAWS

01/09/15 – FINAL DRAFT – DISTRIBUTED TO BOARD ON JAN. 09, 2015

ARTICLE I – OFFICES

Section 1 – Principal Office – The principal office of the St. Louis Area Regional Response System (“STARRS”) in the State of Missouri will be located in the City of St. Louis. STARRS may have other offices within the State of Missouri or Illinois as the Board of Directors may determine or as the affairs of STARRS may require from time to time.

Section 2 – Registered Office – STARRS shall have and continuously maintain in the State of Missouri a registered office, and a registered agent whose office is identical with the registered office, as required by the Missouri Nonprofit Corporation Act. The registered office may be, but need not be, identical with the principal office in the State of Missouri, and the address of the registered office may be changed from time to time by the Board of Directors.

ARTICLE II – PURPOSES

The purposes of STARRS will be those not-for-profit purposes stated in the Articles of Incorporation of STARRS (“Articles of Incorporation”), as the Articles of Incorporation may be amended from time to time.

ARTICLE III – BOARD OF DIRECTORS

Section 1 – Directors in Lieu of Members – STARRS will not have members as such but, in lieu members, will have a Board of Directors (the “Board”), including some directors appointed by elected officials as set forth in Section 3 of this Article III.

Section 2 – Powers & Authority

- (a) The property and affairs of STARRS will be managed by the Board.
- (b) Except as may be expressly limited by law, the Articles of Incorporation, or these Bylaws, the Board is vested with all powers and authorities, as follows:
 - (i) to supervise, control, direct, and manage the property, affairs and activities of STARRS,
 - (ii) to determine the policies of STARRS,
 - (iii) to do or cause to be done any and all lawful things for and on behalf of STARRS,
 - (iv) to exercise or cause to be exercised any or all of its powers, privileges, or franchises on behalf of STARRS, and
 - (v) to seek the effectuation of STARRS’ objects and purposes.
- (c) *Limitations*
 - (i) The Board shall not authorize or permit STARRS to engage in any activity not permitted to be transacted by the Articles of Incorporation or by a corporation organized under the Missouri Nonprofit Corporation Act.
 - (ii) Unless it is an insubstantial part of STARRS’ activities, none of the powers of STARRS may be exercised to carry on activities which are not in themselves in furtherance of the purposes of STARRS.

STARRS BYLAWS

01/09/15 – FINAL DRAFT – DISTRIBUTED TO BOARD ON JAN. 09, 2015

- (iii) All income and the property of STARRS must be applied exclusively for its not-for-profit purposes. No part of the net earnings or other assets of STARRS may inure to the benefit of any director, officer, contributor, or any other private individual having, directly or indirectly, a personal or private interest in the activities of STARRS.

Section 3 – Directors

- (a) The members of the Board will consist of both voting and non-voting directors, as described in this Article III, Section 3. The number of directors on the Board must not be less than eight and not more than 43. The number of directors may be changed from time to time by an amendment to these Bylaws.
- (b) *Voting Directors* – The Board will include a maximum of 27 voting directors, as follows:

(i) **Type of Voting Directors**

1. ***Category “A” Directors – Directors Appointed by Chief Elected Officials (8 total)*** – One person appointed by each of the following officials:
 - a. Mayor, City of St. Louis, Missouri
 - b. Presiding Commissioner, Franklin County, Missouri
 - c. County Executive, Jefferson County, Missouri
 - d. County Board Chairman, Madison County, Illinois
 - e. County Board Chairman, Monroe County, Illinois
 - f. County Executive, St. Charles County, Missouri
 - g. County Board Chairman, St. Clair County, Illinois
 - h. County Executive, St. Louis County, Missouri
2. ***Category “B” Directors – Directors Appointed by County-Level Emergency Management Agencies (8 total)*** – One person who is either the incumbent director/top official or is appointed by the director/top official of each of the following agencies:
 - a. Emergency Management Agency, City of St. Louis, Missouri
 - b. Emergency Management Agency, Franklin County, Missouri
 - c. Emergency Management Agency, Jefferson County, Missouri
 - d. Emergency Management Agency, Madison County, Illinois
 - e. Emergency Management Agency, Monroe County, Illinois
 - f. Emergency Management Agency, St. Charles County, Missouri
 - g. Emergency Management Agency, St. Clair County, Illinois
 - h. Office of Emergency Management, St. Louis County, Missouri
Police Department
3. ***Category “C” Directors – Director Nominated by STARRS Sub-Committees (10 total)*** – One person nominated from each of the following STARRS Sub-Committees:
 - a. Emergency Medical Services
 - b. ESF-8 Coordination
 - c. HazMat

STARRS BYLAWS

01/09/15 – FINAL DRAFT – DISTRIBUTED TO BOARD ON JAN. 09, 2015

- d. Hospital Preparedness
 - e. Interoperable Communications Core Group
 - f. Law Enforcement
 - g. Public Health
 - h. St. Louis Area Regional Coalition of COADs
 - i. Training & Exercise
 - j. Urban Search & Rescue
4. **Category “D” Directors – Directors Held-Over from Current Board (2 total)** – Each of the persons noted this Article III, Section 3, Parts (b)(i)(4)(a) – (b) will serve as a category “D” director in order to carry out each person’s individual terms of office that existed prior to these Bylaws being amended on April 19, 2012.
- a. Dr. Dolores Gunn, Director, St. Louis County Department of Health
 - b. John Miller, Mayor, City of Collinsville, Illinois
5. **Fusion Center Director – St. Louis Fusion Center Representative (1 total)** – One person appointed by the St. Louis Fusion Center’s Advisory Board.
- (ii) **Appointment / Nomination & Term** – Voting directors will be appointed / nominated and will serve a term as described this Article III, Section 3, Parts (b)(ii)(1) – (5). The term of the voting directors may be changed due to resignation or removal as described in Article III, Section 5.
1. The category “A” directors will be appointed by the chief elected official of the entities noted in Article III, Section 3, Part (b)(i)(1). Category “A” directors will serve until replaced by the person who is the incumbent in that elected office.
 2. The category “B” directors will either serve by virtue of holding the position of director/top official or will be appointed by the director/top official of the emergency management agencies noted in Article III, Section 3, Part (b)(i)(2). Category “B” directors will serve either as long as he/she holds the position of director/top official or until replaced by the person who is the director/top official of that agency, as applicable.
 3. The category “C” voting directors will be nominated by the STARRS Sub-Committees noted in Article III, Section 3, Part (b)(i)(3). The nomination must be approved by STARRS Nominating Committee and the Board. The nomination process is described in Article III, Section 3, Part (b)(ii)(3)(a). Category “C” directors will serve a term that begins on the date of the STARRS’ annual meeting at which the director’s nomination is approved and continues for a period of one year or until the director ceases to be eligible to fill the position, whichever occurs first.
 - a. **Nominations.** In November of each year, each Sub-Committee will hold a meeting at which it will determine,

STARRS BYLAWS

01/09/15 – FINAL DRAFT – DISTRIBUTED TO BOARD ON JAN. 09, 2015

through voting, which of its members it will nominate to serve as a category “C” director. The chairperson or vice-chairperson of the Sub-Committee will submit a written copy of the nomination along with a copy of the Sub-Committee’s meeting minutes (electronic submission is acceptable), to the Executive Director of STARRS (the “Executive Director”). The written copy of the nomination must specify whether the nominee is a voting or a non-voting category “C” director. The Executive Director will send the nominations to the Nominating Committee. The Nominating Committee will vote on whether or not to present the nomination to the Board. If the Nominating Committee votes to present the nomination to the Board, then the presentation must be made to the Board no later than STARRS’ annual meeting. The Board will vote on whether the nomination will be approved or not approved. If the Board votes to approve the nomination, then the person nominated will serve as a category “C” director. The nomination process is subject to the voting procedures described in these Bylaws. The time frame for the nomination process can be changed at the discretion of the President of the Board.

4. The category “D” directors, as hold-overs from the pre-April 19, 2012 Board, will not be appointed or nominated. The terms for each of the category “D” directors expires as of the Board meeting date in the following months:
 - a. Dr. Dolores Gunn, Director, St. Louis County Department of Health – February 2015
 - b. John Miller, Mayor, City of Collinsville, Illinois – February 2015

5. The Fusion Center director will be appointed by the St. Louis Fusion Center’s Advisory Board and will serve until replaced by St. Louis Fusion Center’s Advisory Board.

- (iii) **Eligibility** – Voting directors are subject to the eligibility requirements described this Article III, Section 3, Parts (b)(iii)(1) – (7).
 1. If the category “B” director is not the director/top official of the agency noted in Article III, Section 3, Part (b)(i)(2), the person nominated by the director/top official must be an employee of the agency noted in Article III, Section 3, Part (b)(i)(2).
 2. A category “C” director must be a member of the Sub-Committee for which he/she is nominated to represent and, in the case of an individual nominated to fill a vacancy, the person nominated to fill the vacancy must be a member of the same Sub-Committee as the vacating director.
 3. Any category “C” director whose term is about to expire may be nominated to succeed him/herself.

STARRS BYLAWS

01/09/15 – FINAL DRAFT – DISTRIBUTED TO BOARD ON JAN. 09, 2015

4. One person cannot fill more than one director category at one time (i.e. a person who is a category “A” director cannot be a category “B” or a category “C” director).
5. A person who serves on more than one Sub-Committee cannot serve as a category “C” director for more than one Sub-Committee at one time (i.e. a person cannot be a category “C” director representing both the Emergency Medical Services Sub-Committee and the Hospital Preparedness Sub-Committee).
6. Once a category “D” director has served out his/her existing term, the category “D” director may serve as a Director Emeritus and will no longer be a voting member of the Board of Director. Once the term for the category “D” director has expired, the position on the Board will not be filled.
7. The Fusion Center director must be a law enforcement officer that is currently assigned by his/her employer to work full-time at the St. Louis Fusion Center. The phrase “law enforcement officer” means a person that is an employee of a law enforcement agency (i.e. police department, sheriff’s department, intelligence agency, etc.).

(c) *Non-Voting Directors* – The Board will include a maximum of 16 non-voting directors that may attend Board meetings to provide the Board counsel as may be needed. The term of the non-voting directors may be changed due to resignation or removal as described in Article III, Section 5. The non-voting directors will be as follows:

(i) **Type of Non-Voting Directors**

1. ***Ex Officio (1 total)*** – The incumbent Executive Director of East-West Gateway Council of Governments (“EWG”) will serve as an *ex officio* member of the Board.
2. ***Directors Emeritus (5 total)*** – A maximum of five persons may serve as Directors Emeritus. The Directors Emeritus will be filled by the persons who served as category “D” directors or by persons approved by the Board. As of the date that these Bylaws are adopted by the Board, the Directors Emeritus include:
 - a. Dr. Morris A. Taylor, Ph.D., Southern Illinois University – Edwardsville
 - b. Robert Wylie, Chief, Cottleville Fire Protection District
3. ***Category “C” Directors – Director Nominated by STARRS Sub-Committees (10 total)*** – One person nominated from each of the STARRS Sub-Committees noted in Article III, Section 3, Part (b)(i)(3).

STARRS BYLAWS

01/09/15 – FINAL DRAFT – DISTRIBUTED TO BOARD ON JAN. 09, 2015

- (ii) **Nomination & Term** – Non-voting directors will be nominated and will serve a term as described this Article III, Section 3, Parts (c)(ii)(1) – (3).
1. The *ex officio* director will serve by virtue of holding the title of Executive Director of EWG and will serve as *ex officio* director as long as he/she holds the title of Executive Director of EWG.
 2. The Directors Emeritus will be nominated by the Nominating Committee and approved by the Board. The Nominating Committee will present its recommendations to the Board. The Board will vote on whether the nomination will be approved or not approved. If the nomination is approved, then the person nominated will serve as a Director Emeritus. The Directors Emeritus will serve a term of three years that begins on the day after the category “D” director’s term expires or beginning on the day the nomination is approved by the Board, as applicable.
 3. The category “C” directors will be nominated by the Sub-Committees noted in Article III, Section 3, Part (b)(i)(3). The nomination must be approved by STARRS Nominating Committee and the Board. The nomination process is described in Article III, Section 3, Part (b)(ii)(3)(a). Category “C” directors will serve a term that begins on the date of the STARRS’ annual meeting at which the director’s nomination is approved and continues for a period of one year or until the director ceases to be eligible to fill the position, whichever occurs first.
- (iii) **Eligibility** – Non-voting directors are subject to the eligibility requirements described this Article III, Section 3, Parts (c)(iii)(1) – (5).
1. A category “C” director must be a member of the Sub-Committee for which he/she is nominated to represent and, in the case of an individual nominated to fill a vacancy, the person nominated to fill the vacancy must be a member of the same Sub-Committee as the vacating director.
 2. Any category “C” director whose term is about to expire can be nominated to succeed him/herself.
 3. A person who serves on more than one Sub-Committee cannot serve as a category “C” director for more than one Sub-Committee at one time (i.e. a person cannot be a category “C” director representing both the Emergency Medical Services Sub-Committee and the Hospital Preparedness Sub-Committee).
 4. A Director Emeritus may be either a category “D” director whose term has expired or another person nominated by the Nominating Committee and approved by the Board; however, a person who was not a category “D” director will not be eligible to serve as a Director Emeritus unless the eligible category “D” director declines to accept the Director Emeritus appointment.

STARRS BYLAWS

01/09/15 – FINAL DRAFT – DISTRIBUTED TO BOARD ON JAN. 09, 2015

5. A Director Emeritus whose term is about to expire can be nominated to succeed him/herself.

Section 4 – Vacancies – Vacancies that occur on the Board will be filled as described in this Article III, Section 4, Parts (a) – (f). The term of the vacancy appointee / nominee may be changed due to resignation or removal as described in Article III, Section 5. A person nominated to fill a vacancy must meet the eligibility requirements described in Article III, Section 3, Parts (b)(iii) or (c)(iii), as applicable.

- (a) *Category “A” Directors* – Any vacancy that occurs among the category “A” directors will be filled by a person appointed by the incumbent in the elected office that nominated the vacating category “A” director. The appointed category “A” director will serve until replaced by the person who is the incumbent in that elected office.
- (b) *Category “B” Directors* – Any vacancy that occurs among the category “B” directors will be filled by the person who is serving as the director/top official or by a person appointed by the director/top official of the emergency management agency that appointed the vacating category “B” director. The category “B” director will serve until he/she no longer holds the position of director/top official of the emergency management agency described in Article III, Section, Part (b)(i)(2) or until replaced by the person who is the director/top official of that agency, as applicable.
- (c) *Category “C” Directors* – Any vacancy that occurs among the category “C” directors (both voting and non-voting) will be filled by a person nominated and approved using the process described in Article III, Section 3, Part (ii)(3)(a), except that the time frames noted in Article III, Section 3, Part (ii)(3)(a) will not apply to vacancy nominations. The approved category “C” director will serve for the remainder the vacating category “C” director’s term.
- (d) *Category “D” Directors* – Any vacancy that occurs among the category “D” directors will not be filled.
- (e) *Fusion Center Director* – Any vacancy that occurs in the Fusion Center director position will be filled by the St. Louis Fusion Center’s Advisory Board. The appointed Fusion Center director will serve until replaced by the St. Louis Fusion Center’s Advisory Board.
- (f) *Directors Emeritus* – Any vacancy that occurs among the Directors Emeritus will be filled by a person nominated by the Nominating Committee and approved by Board using the process described in Article III, Section 3, Parts (c)(ii)(2). The Director Emeritus will serve for the remainder of the vacating Director Emeritus’ term.

Section 5 – Resignation or Removal

- (a) *Resignation* – Any director may resign from the Board. A director who wishes to resign must provide his/her resignation in writing and submit the resignation to the Executive Director or the President of the Board. The resignation will be effective immediately upon receipt by the Executive Director or the President of the Board, whichever occurs first. The written resignation may be submitted in electronic format via e-mail.

STARRS BYLAWS

01/09/15 – FINAL DRAFT – DISTRIBUTED TO BOARD ON JAN. 09, 2015

- (b) *Removal* – The directors that serve on the Board may be removed by the Board, subject to the requirements of Article VII, Section 5, Part (b)(i)(1), as follows:
- (i) **Category “A” Directors** – A category “A” director may be removed by the Board for any reason only if the Board votes to pass a resolution that authorizes the removal of the category “A” director and if the Board provides a written notice to the incumbent in the elected office noted in Article III, Section 3, Part (b)(i)(1). Upon passing a resolution to remove the category “A” director, the President of the Board will send a written notice to the incumbent in the elected office noted in Article III, Section 3, Part (b)(i)(1) along with a copy of the resolution. The written notice must specify that the recipient has 30 calendar days to object to the removal. If the recipient does not object within the 30 calendar day period, then the category “A” director’s removal will be effective on the 30th calendar day after the date on which the written notice was delivered to the recipient. A category “A” director may also be removed from the Board for any reason by the incumbent in the elected office noted in Article III, Section 3, Part (b)(i)(1).
 - (ii) **Category “B” Directors** – A category “B” director may be removed by the Board for any reason only if the Board votes to pass a resolution that authorizes the removal of the category “B” director and if the Board provides a written notice to either the incumbent in the elected office noted in Article III, Section 3, Part (b)(i)(1) or, in the case of a category “B” director who is not the director/top official of the emergency management agency noted in Article III, Section (b)(i)(2), to the director/top official of the emergency management agency. Upon passing a resolution to remove the category “B” director, the President of the Board will send a written notice to the incumbent in the elected office noted in Article III, Section 3, Part (b)(i)(1) or the director/top of the emergency management agency noted in Article III, Section (b)(i)(2), as applicable, along with a copy of the resolution. The written notice must specify that the recipient has 30 calendar days to object to the removal. If the recipient does not object within the 30 calendar day period, then the category “B” director’s removal will be effective on the 30th calendar day after the date on which the written notice was delivered to the recipient. A category “B” director that was appointed to the position by the director/top official of the emergency management agency noted in Article III, Section 3, Part (b)(i)(2) may also be removed from the Board for any reason by the person who holds, at the time of the removal, the position of director/top official of the agency noted in Article III, Section 3, Part (b)(i)(2).
 - (iii) **Fusion Center Director** – The Fusion Center director may be removed by the Board for any reason only if the Board votes to pass a resolution that authorizes the removal of the Fusion Center director and if the Board provides a written notice to the chairperson of the St. Louis Fusion Center’s Advisory Board. Upon passing a resolution to remove the Fusion Center director, the President of the Board will send a written notice to the chairperson of the St. Louis Fusion Center’s Advisory Board along with a copy of the resolution. The written notice must specify that the recipient has 30 calendar days to

STARRS BYLAWS

01/09/15 – FINAL DRAFT – DISTRIBUTED TO BOARD ON JAN. 09, 2015

object to the removal. If the recipient does not object within the 30 calendar day period, then the Fusion Center director's removal will be effective on the 30th calendar day after the date on which the written notice was delivered to the recipient. The Fusion Center director may also be removed from the Board for any reason by the St. Louis Fusion Center's Advisory Board.

- (iv) **Other Directors** – A category “C” director, category “D” director, or Director Emeritus may be removed from the Board for any reason if the Board votes to pass a resolution that authorizes the removal of the director.
- (v) **Ex Officio Director** – The *Ex Officio* director may not be removed by the Board.

Section 6 – Compensation – Directors, either voting or non-voting, will not receive any stated salaries for their services; however, nothing in this Article III, Section 6, should be construed as preventing any director from receiving compensation for serving STARRS in a capacity other than as a voting or non-voting director. At the discretion of the Executive Director, a voting or non-voting director may be reimbursed for his/her actual expenses reasonably incurred in attending a Board meeting.

ARTICLE IV – OFFICERS

Section 1 – Officers – The officers of STARRS **must be voting members of the Board** and will be a President, one or more Vice-Presidents (the number to be determined by the Board), a Secretary, a Treasurer, and any other officers that may be elected in accordance with the provisions of this Article IV. The Board may elect or appoint other officers, including one or more Assistant Secretaries and one or more Assistant Treasurers, as the Board deems desirable. The officers will have the authority and perform the duties prescribed by the Board. The offices of President and Secretary may not be held by the same person, but any two or more of the other offices may be held by the same person.

- (a) *President* – The President will preside at all meetings of the Board. The President will perform the duties described in this Article IV, Section 1, Part (a)(i) – (iv). The President may delegate some or all of his/her duties to the Executive Director.
 - (i) Sign any deeds, mortgages, bonds, contracts, or other instruments which the Board has authorized to be executed, except in cases where the signing or execution has been expressly delegated by the Board, these Bylaws, or statute to some other officer or agent of STARRS.
 - (ii) Work with the Executive Director to present the annual budget to the Board.
 - (iii) Any duties incident to the office of President.
 - (iv) Any other duties that may be prescribed by the Board from time to time.
- (b) *Vice President* – In the absence of the President or in event of the President's inability or refusal to act, the Vice President (or in the event there is more than one Vice President, the Vice Presidents in the order of their election) will perform the duties of the President, and when so acting, the Vice President will have all the powers of and be subject to all the restrictions that are placed upon the President. Any Vice President will perform such other duties that may be assigned to the Vice President by the President or by the Board.

STARRS BYLAWS

01/09/15 – FINAL DRAFT – DISTRIBUTED TO BOARD ON JAN. 09, 2015

- (c) *Treasurer* – The Treasurer will, in general, perform any duties incident to the office of Treasurer and will work with President of the Board and the Executive Director to prepare the annual budget. The Treasurer will serve as the chairperson of the Finance Committee. The Treasurer will perform any other duties that may be assigned to the Treasurer by the President or by the Board.
- (d) *Secretary* – The Secretary will ensure that minutes of the Board of Director’s meetings are recorded and will, in general, perform all duties incident to the office of Secretary and any other duties that may be assigned to the Secretary by the President or by the Board. The Secretary will serve as the chairperson of the Nominating Committee. The person appointed to serve as the Secretary may not be a category “C” director (voting or non-voting).

Section 2 – Election & Term of Office – Initially, the officers of STARRS will be elected by the Board named in the Articles of Incorporation at the first meeting of that body, to serve at the pleasure of the Board until the first annual meeting of the Board and until their successors are duly elected. Subsequent to first annual meeting of STARRS, the officers described in Article IV, Section 1, Parts (a) – (d) will be elected each year at the annual meeting of STARRS. The Nominating Committee will provide the Board with the names of the persons nominated to fill the offices. The Board will approve the nominations by a vote taken at STARRS’ annual meeting. Subject to the resignation or removal provision described in Article IV, Section 4, the officers described in Article IV, Section 1, Parts (a) – (d) will serve a term that begins on the date of STARRS’ annual meeting at which the nomination is approved and continues for a period of one year. The Board may create and fill new offices at any meeting of the Board. Subject to the resignation or removal provision described in Article IV, Section 4, officers, other than those described in Article IV, Section 1, Parts (a) – (d), will serve a term that begins on the date of election and continues for a period of one year from the date of election or until the next STARRS’ annual meeting, whichever occurs first. Any officer whose term is about to expire may succeed him/herself.

Section 3 – Vacancies – A vacancy in any office because of death, resignation, removal, disqualification, or otherwise may be filled by the Board upon recommendation of the Nominating Committee. Subject to the resignation or removal provision described in Article IV, Section 4, the person elected to fill the vacancy will serve for the remainder of the unexpired term of the vacated office.

Section 4 – Resignation or Removal

- (a) *Resignation* – Any officer may resign at any time. An officer who wishes to resign must provide his/her resignation in writing and submit the resignation to the Executive Director or the President of the Board. The resignation will be effective immediately upon receipt by the Executive Director or the President of the Board, whichever occurs first. The written resignation may be submitted in electronic format via e-mail. **An officer’s resignation from the office is not a resignation from the Board.**
- (b) *Removal* – Any officer elected or appointed by the Board may be removed by the Board for any reason. An officer’s removal must be approved by a vote of the Board. Any officer’s removal must be made without prejudice to the contract rights, if any,

STARRS BYLAWS

01/09/15 – FINAL DRAFT – DISTRIBUTED TO BOARD ON JAN. 09, 2015

of the officer that is removed. An officer's removal from the office is not a removal from the Board.

ARTICLE V – STARRS COMMITTEES

Section 1 – Executive Committee – STARRS must have an Executive Committee.

- (a) *Duties* – The Executive Committee will have and may exercise the authority of the Board between meetings of the Board. The Executive Committee will not operate to relieve the Board, or any individual director, of any responsibility imposed by law. The Executive Committee is responsible for nominating members to the Nominating Committee and Finance Committee. The Executive Committee will not have the authority to take any of the following actions:
- (i) amending, altering, or repealing the Bylaws,
 - (ii) electing, appointing or removing any member of any committee, any director (voting or non-voting), or any officer of STARRS,
 - (iii) amending the Articles of Incorporation,
 - (iv) adopting a plan of merger or adopting a plan of consolidation with another corporation,
 - (v) authorizing the sale, lease, exchange, or mortgage of all or substantially all of the property and assets of STARRS,
 - (vi) adopting a plan for the distribution of the assets of STARRS, or
 - (vii) amending, altering, or repealing any resolution of the Board which by its terms provides that the resolution cannot be amended, altered, or repealed by any committee other than the Board.
- (b) *Appointment & Term* – The members of the Executive Committee will be the officers of the Board, as the officers are defined in Article IV. Subject to the resignation or removal provision described in Article V, Section 1, Part (e), the members will serve a term that begins on the date of STARRS' annual meeting at which the officer's nomination is approved and continues for a period of one year.
- (c) *Chairperson & Vice-Chairperson* – The President of the Board will serve as the chairperson of the Executive Committee. The Vice-President of the Board will serve as the vice-chairperson. In the event that there are multiple Vice-Presidents, then the Vice-President with the longest tenure on the Board will serve as the vice-chairperson.
- (d) *Vacancies* – Vacancies on the Executive Committee will be filled by the Board member who is elected to the officer position that is vacated on the Board. The election process is defined in Article IV, Section 2. Subject to the resignation or removal provision described in Article V, Section 1, Part (e), the appointed member will serve for the remaining term of the vacating member.
- (e) *Resignation or Removal*
- (i) **Resignation** – A member of the Executive Committee may only resign if he/she first resigns from his/her officer position. The resignation procedures for an officer is defined in Article IV, Section 4, Part (a).

STARRS BYLAWS

01/09/15 – FINAL DRAFT – DISTRIBUTED TO BOARD ON JAN. 09, 2015

- (ii) **Removal** – A member of the Executive Committee may only be removed by the Board if the Board first removes the person from his/her officer position. The procedure for removing an officer is described in Article IV, Section 4, Part (b).

Section 2 – Nominating & Finance Committees

(a) *Nominating Committee* – The Board must have a Nominating Committee.

- (i) **Duties** – The Nominating Committee is responsible for reviewing and submitting nominations for the officers, category “C” directors, and STARRS Sub-Committees.
- (ii) **Nomination & Term** – Members of the Nominating Committee will be nominated by the Executive Committee. The Executive Committee will present its recommendations to the Board. The Board will vote on whether the nomination will be approved or not approved. If the nomination is approved, then the person nominated will serve on the Nominating Committee. Subject to the resignation or removal provision described in Article V, Section 2, Part (d), the Nominating Committee members will serve a term that begins on the date of STARRS’ meeting at which the member’s nomination is approved and continues for a period of one year.
- (iii) **Eligibility** – The members of the Nominating Committee are subject to the eligibility requirements described in this Article V, Section 2, Parts (a)(iii)(1) – (4).
 1. One member of the Nominating Committee must be the Secretary of the Board.
 2. The other members of the Nominating Committee must be voting members of the Board.
 3. A member of the Nominating Committee may not be a category “C” director (voting or non-voting).
 4. A member of the Nominating Committee whose term is about to expire may be appointed to succeed him/herself.
- (iv) **Chairperson & Vice-Chairperson** – The Secretary of the Board will serve as the chairperson of the Nominating Committee. The chairperson of the Nominating Committee will select one Nominating Committee member to serve as the vice-chairperson.

(b) *Finance Committee* – The Board must have a Finance Committee.

- (i) **Duties** – The Finance Committee is responsible for the following duties:
 1. Reviewing the STARRS Sub-Committees’ applications for program / project funding from grant applications or redistribution of unspent grant funds.
 2. Identifying which STARRS’ programs / projects will be recommended to the Board for funding.
 3. Making recommendations to the STARRS Board regarding programs / projects that should receive funding.

STARRS BYLAWS

01/09/15 – FINAL DRAFT – DISTRIBUTED TO BOARD ON JAN. 09, 2015

4. Performing other duties assigned by the Board.
- (ii) **Nomination & Term** – Members of the Finance Committee will be nominated by the Executive Committee. The Executive Committee will present its recommendations to the Board. The Board will vote on whether the nomination will be approved or not approved. If the nomination is approved, then the person nominated will serve on the Finance Committee. Subject to the resignation or removal provision described in Article V, Section 2, Part (d), the Finance Committee members will serve a term that begins on the date of STARRS’ meeting at which the member’s nomination is approved and continues for a period of one year.
- (iii) **Eligibility** – The members of the Finance Committee are subject to the eligibility requirements described this Article V, Section 2, Parts (b)(iii)(1) – (4).
1. One member of the Finance Committee must be the Treasurer of the Board.
 2. One member of the Finance Committee must be the *Ex Officio* member of the Board.
 3. The other members of the Finance Committee must be members of the Board.
 4. A member of the Finance Committee whose term is about to expire may be appointed to succeed him/herself.
- (iv) **Chairperson & Vice-Chairperson** – The Treasurer of the Board will serve as the chairperson of the Finance Committee. The chairperson of the Finance Committee will select one Finance Committee member to serve as the vice-chairperson.
- (c) *Vacancies* – Vacancies on the Nominating Committee or the Finance Committee will be filled using the process described in Article V, Section 2, Parts (a)(ii) or (b)(ii), as applicable. A person nominated to fill a vacancy must meet the eligibility requirements described in Article V, Section 2, Parts (a)(iii) or (b)(iii), as applicable. Subject to the resignation or removal provision described in Article V, Section 2, Part (d), the nominated member will serve for the remaining term of the vacating member.
- (d) *Resignation or Removal*
- (i) **Resignation** – Except for the Secretary and the Treasurer, any member of the Nominating Committee or the Finance Committee may resign at any time. The Secretary or Treasurer may only resign from the Nominating Committee or the Finance Committee if he/she first resigns from the position of Secretary or Treasurer, as applicable. A member who wishes to resign must provide his/her resignation in writing and submit the resignation to the Executive Director or the President of the Board. The resignation will be effective immediately upon receipt by the Executive Director or the President of the Board, whichever occurs first. The written resignation may be submitted in electronic format via e-mail.
 - (ii) **Removal** – Except for the Secretary and the Treasurer, a member of the Nominating Committee and the Finance Committee may be removed by the

STARRS BYLAWS

01/09/15 – FINAL DRAFT – DISTRIBUTED TO BOARD ON JAN. 09, 2015

Board for any reason. A member's removal must be approved by a vote of the Board. The Secretary and the Treasurer may only be removed by the Board if the Board first removes the person from his/her position as the Secretary or Treasurer. The procedure for removing the Secretary and the Treasurer is described in Article IV, Section 4, Part (b).

Section 3 – Ad Hoc Committees – The Board may designate ad hoc committees, as the Board deems necessary.

- (a) *Duties* – An ad hoc committee will perform the tasks that the Board assigns to it. The Board may not give or allow an ad hoc committee to exercise the authority of the Board in the management of STARRS.
- (b) *Appointment & Term* – Ad hoc committees must be designated through a resolution adopted at a meeting of the Board. The President of the Board will appoint the members to an ad hoc committee. Subject to the resignation or removal provision described in Article V, Section 3, Part (f), the term of members of the ad hoc committees will begin on the date that the person is appointed and will continue until the committee has completed its assigned tasks or until the Board terminates the committee, whichever occurs first.
- (c) *Eligibility* – Members of the ad hoc committees must be members of the Board, unless the resolution adopted by the Board authorizes the President to appoint persons who are not Board members.
- (d) *Chairperson & Vice-Chairperson* – The President of the Board will appoint one member of an ad hoc committee to serve as the chairperson of the committee. The chairperson of the ad hoc committee will appoint one member of the committee to serve as the vice-chairperson.
- (e) *Vacancies* – Vacancies on an ad hoc committee will be filled by an appointment made by the President of the Board. Subject to the resignation or removal provision described in Article V, Section 3, Part (f), the appointed member will serve for the remaining term of the vacating member.
- (f) *Resignation or Removal*
 - (i) **Resignation** – Any member of an ad hoc committee may resign at any time. A member who wishes to resign must provide his/her resignation in writing and submit the resignation to the Executive Director or the President of the Board. The resignation will be effective immediately upon receipt by the Executive Director or the President of the Board, whichever occurs first. The written resignation may be submitted in electronic format via e-mail.
 - (ii) **Removal** – Any member of an ad hoc may be removed by the Board for any reason. A member's removal must be approved by a vote of the Board.

ARTICLE VI – STARRS SUB-COMMITTEES

Section 1 – How Formed – The Board may create Sub-Committees to provide subject-matter expertise, advice, and counsel to the Board. Subsequent to the adoption of these Bylaws, the Board must approve Sub-Committees by adopting a resolution.

STARRS BYLAWS

01/09/15 – FINAL DRAFT – DISTRIBUTED TO BOARD ON JAN. 09, 2015

Section 2 – Existing Sub-Committees – As of the date that these Bylaws are approved by the Board, the STARRS Sub-Committees are, but are not limited to:

- (a) Emergency Management
- (b) Emergency Medical Services
- (c) ESF-8 Coordination
- (d) HazMat
- (e) Hospital Preparedness
- (f) Interoperable Communications Core Group
- (g) Law Enforcement
- (h) Public Health
- (i) St. Louis Area Regional Coalition of COADs
- (j) Training & Exercise
- (k) Urban Search & Rescue

Section 3 – Purposes & Duties – The purpose of the Sub-Committees is to develop the regional capabilities for the St. Louis Urban Area to achieve the National Preparedness Goal (“NPG”), as the NPG is defined by the U.S. Department of Homeland Security (“DHS”). Additionally, each Sub-Committee’s activities must be consistent and in accordance with the Security Strategy and the Threat Hazard Identification and Risk Assessment (“THIRA”) for the St. Louis Urban Area, as each may be updated from time to time. In order to achieve these purposes, the Sub-Committees will perform the following duties:

- (a) create and submit applications for program / project funding;
- (b) create and submit line items for grant budgets;
- (c) actively participate in the Security Strategy and THIRA process;
- (d) conduct regular meetings and produce meeting minutes;
- (e) review and approve applications from individuals requesting to be Sub-Committee members;
- (f) submit recommendations to the Nominating Committee for which Sub-Committee membership applications should be approved;
- (g) identify non-active members and report those names to the Executive Director and the Nominating Committee; and
- (h) perform other duties as directed by the Board.

Section 4 – Members

(a) *Generally* – Except as noted in Article VI, Section 4, Part (a)(i), the members of the STARRS Sub-Committees may consist of voting members only. The number of members on any STARRS Sub-Committee may not be less than eight.

(i) **Exception to Voting Member Requirement** – The Training & Exercise Sub-Committee may consist of both voting and non-voting members.

(b) *Nomination & Term* – The members of STARRS Sub-Committees will be nominated and will serve a term as described this Article VI, Section 4, Part (b).

(i) **Nomination** – Except as noted in Article VI, Section 4, Part (b)(i)(1), the members of the STARRS Sub-Committees will be nominated by the Nominating Committee and the nomination must be approved by the Board.

STARRS BYLAWS

01/09/15 – FINAL DRAFT – DISTRIBUTED TO BOARD ON JAN. 09, 2015

A person who wishes to serve on a STARRS Sub-Committee must submit an application to either the chairperson of the Sub-Committee or to the staff of STARRS and STARRS will submit the application to the Sub-Committee. Upon the review and approval of the application by the Sub-Committee, STARRS' staff will present the application to the Nominating Committee for review and approval. If the application is approved by the Nominating Committee, then the Nominating Committee will present the nomination to the Board for approval. If the Board approves the nomination, then the person will be a member of the Sub-Committee.

1. Training & Exercise Sub-Committee – The Training & Exercise Sub-Committee will use the following nomination process for its membership:

a. Each STARRS Sub-Committee described in Article VI, Section 2, Parts (a) – (b), (d) – (i), and (k) will hold a meeting at which it will determine, through voting, which two of its members it will nominate to serve on the Training & Exercise Sub-Committee; one nominee will serve as the voting member of the Training & Exercise Sub-Committee and one nominee will serve as the non-voting member of the Training & Exercise Sub-Committee. Upon the approval of the nomination by the Sub-Committee, the Sub-Committee chairperson will submit the written nomination to the Training & Exercise Sub-Committee chairperson. The written nomination must specify whether the nominee is the voting member or the non-voting member.

b. The Training & Exercise Sub-Committee chairperson will present the nominations to the Board for approval. If the Board approves the nomination, then the person will be a member of the Training & Exercise Sub-Committee.

(ii) **Term** – Subject to the resignation or removal provision described in Article VI, Section 8, the members of the STARRS Sub-Committees will serve a term of that begins on the date that the nomination is approved by the Board and will continue until the date of the next STARRS' annual meeting, the Sub-Committee is terminated by the Board, or the member ceases to be eligible to serve as a member, whichever occurs first.

(c) **Eligibility** – Members of the STARRS Sub-Committees are subject to the eligibility requirements described in this Article VI, Section 4, Parts (c)(i) – (iv).

(i) Any member whose term is about to expire may be nominated to succeed him/herself.

(ii) A member may serve on more than one Sub-Committee at one time.

(iii) If during the member's term, the member misses more than half of the regular Sub-Committee meetings, without being excused by the chairperson of the Sub-Committee, he/she may no longer be eligible to serve on the Sub-

STARRS BYLAWS

01/09/15 – FINAL DRAFT – DISTRIBUTED TO BOARD ON JAN. 09, 2015

Committee and may be reported to the Nominating Committee for further action.

- (iv) A member of the Training & Exercise Sub-Committee must be a Board approved member of one of the STARRS Sub-Committees listed in Article VI, Section 2, Parts (a) – (b), (d) – (i), and (k).

Section 5 – Chairperson – Each Sub-Committee will appoint one member to serve as the chairperson of the Sub-Committee. The appointment must be approved at a meeting of the Sub-Committee. The chairperson will serve a term of one year beginning on the date that his/her appointment is approved by the Sub-Committee. The chairperson may be appointed to succeed him/herself. The Sub-Committee must provide the name, contact information, and the term start date of the chairperson to the Executive Director or his/her designee. The chairperson will have the following duties:

- (a) preside over the Sub-Committee meetings,
- (b) designate one member to take meeting minutes,
- (c) prepare and distribute meeting notices for regular meetings,
- (d) provide the names and contact information of members to STARRS' staff,
- (e) provide the names and contact information of Work Group members to STARRS' staff and the chairperson of the Nominating Committee,
- (f) provide information to STARRS staff or the Board, as requested, and
- (g) perform any other duty requested by the Board.

Section 6 – Vice-Chairperson – Each Sub-Committee will appoint one member to serve as the vice-chairperson of the Sub-Committee. The appointment must be approved at a meeting of the Sub-Committee. The vice-chairperson will serve a term of one year beginning on the date that his/her appointment is approved by the Sub-Committee. The vice-chairperson may be appointed to succeed him/herself. The Sub-Committee must provide the name, contact information, and term start date of the vice-chairperson to the Executive Director or his/her designee. In the event that the chairperson is unable or unwilling to perform his/her duties, the vice-chairperson will serve as the chairperson and will perform the duties of the chairperson. The vice-chairperson will perform the duties assigned to him/her by the chairperson or the Board.

Section 7 – Vacancies – Vacancies in the membership of a Sub-Committee will be filled using the process described in Article VI, Section 4, Part (b)(i). Subject to the resignation or removal provision described in Article VI, Section 8, the nominated member will serve until the term of the vacating member expires.

Section 8 – Resignation or Removal

- (a) *Resignation* – Any member of a Sub-Committee may resign from the Sub-Committee. A member who wishes to resign must provide his/her resignation in writing and must submit the resignation to the chairperson of the Sub-Committee and the Executive Director. The resignation will be effective immediately upon receipt by the chairperson of the Sub-Committee or the Executive Director, whichever occurs first. The written resignation may be submitted in electronic format via e-mail.

STARRS BYLAWS

01/09/15 – FINAL DRAFT – DISTRIBUTED TO BOARD ON JAN. 09, 2015

(b) *Removal*

- (i) **Generally** – A member may be removed from a Sub-Committee by the Board for any reason. A member’s removal must be approved by a vote of the Board.
- (ii) **Absences** – Upon recommendation of the Nominating Committee, the Board may remove a member that misses more than half of the regular Sub-Committee meetings that are held during the member’s term, without being excused by the chairperson of the Sub-Committee. This type of removal must be handled as follows:
 - 1. The Sub-Committee chairperson must submit to the Nominating Committee chairperson a written request for removal that identifies the Sub-Committee member recommended for removal, the dates of all of the regular meetings of the Sub-Committee, and specifically identifies which of the regular meetings the member has missed without being excused. In the event that the member recommended for removal is the Sub-Committee chairperson, the Sub-Committee vice-chairperson will submit the written request.
 - 2. The Nominating Committee will review the Sub-Committee’s request and vote on whether to present the recommendation to the Board. The Nominating Committee, in its discretion, may provide the Sub-Committee member an opportunity to provide an explanation or justification as to why the member should not be removed from the Sub-Committee. If the Nominating Committee approves the recommendation to remove the member, then the Nominating Committee will present the recommendation to the Board.
 - 3. The Board must review and approve the recommendation for removal before a Sub-Committee member may be removed from a Sub-Committee. The Board, in its discretion, may provide the Sub-Committee member an opportunity to provide an explanation or justification as to why the member should not be removed from the Sub-Committee.

Section 9 – Sub-Committee Work Groups – The STARRS Sub-Committees may form Work Groups to provide information and subject-matter expertise to the Sub-Committee and the Board.

(a) *Existing Work Groups* – As of the date that these Bylaws are approved by the Board, the STARRS Sub-Committee Work Groups are:

STARRS Sub-Committee(s)	Work Group(s)
Emergency Management	Virtual EOC
ESF-8 Coordination	Mass Fatality

STARRS BYLAWS

01/09/15 – FINAL DRAFT – DISTRIBUTED TO BOARD ON JAN. 09, 2015

STARRS Sub-Committee(s)	Work Group(s)
Interoperable Communications Core Group	Interoperable Communications Operations Group Interoperable Communications Technical Group
Law Enforcement	St. Louis Fusion Center – Terrorism Early Warning Group Tactical Operations Bomb Teams Metro Air Support
St. Louis Area Regional Coalition of COADs	Citizen Preparedness & Citizen Corps All Ready STL Steering Committee
Public Health	Gateway Volunteer Network PIOs

- (b) *Duties* – A Work Group will perform the duties assigned to it by the Sub-Committee; which may include providing advice to the Sub-Committee regarding the best way to achieve a program / project objective or identifying the various mechanisms that the Sub-Committee could use to complete a program / project.
- (c) *Appointment & Term* – Work Group members will be appointed by the chairperson of the Sub-Committee and the appointments must be approved by the Sub-Committee. Subject to the resignation or removal provision described in Article VI, Section 10, Part (g), the term of Work Group members will begin on the date that the appointments are approved by the Sub-Committee and will continue until the Work Group has completed its assigned tasks or the Sub-Committee or the Board terminates the Work Group, whichever occurs first.
- (d) *Eligibility* – Work Group members can be any individual selected by Sub-Committee chairperson and approved by the Sub-Committee, including, but not limited to: Board members and individuals who work for governmental entities, non-profit organizations, private entities, etc. Work Group members may not be lobbyists or any individual who spends half or more of his/her time performing lobbying activities. The Board may for any reason determine that a Work Group member is not eligible to be a member of the Work Group.
- (e) *Chairperson & Vice-Chairperson* – The Sub-Committee chairperson will appoint one member of the Work Group to serve as the chairperson. The chairperson of the Work Group will appoint one member to serve as the vice-chairperson.
- (f) *Vacancies* – Vacancies on a Work Group will be filled by an appointment made by the Sub-Committee chairperson and approved by the Sub-Committee. Subject to the resignation or removal provision described in Article VI, Section 10, Part (g), the appointed member will serve until the term of the vacating member expires.

STARRS BYLAWS

01/09/15 – FINAL DRAFT – DISTRIBUTED TO BOARD ON JAN. 09, 2015

(g) *Resignation or Removal*

- (i) **Resignation** – Any member of a Work Group may resign at any time. A member who wishes to resign must provide his/her resignation in writing and submit the resignation to the Sub-Committee chairperson with a copy to the Executive Director. The resignation will be effective immediately upon receipt by the Executive Director or the chairperson of the Sub-Committee, whichever occurs first. The written resignation may be submitted in electronic format via e-mail.
- (ii) **Removal** – Any member of a Work Group may be removed by the Sub-Committee or may be removed by the Board for any reason. A member's removal must be approved by a vote of the Sub-Committee or the Board, as applicable.

Section 10 – Sub-Committee Governance Documents – The STARRS Sub-Committees are required to adhere to these Bylaws. A STARRS Sub-Committee may develop other documents that may assist it with governance, such as a mission statement or a document that describes how the Sub-Committee will handle the day-to-day operation of the Sub-Committee (i.e. how the Sub-Committee will handle membership applications). A STARRS Sub-Committee may not adopt a mission statement, policies, bylaws, etc. that are inconsistent with or conflict with the requirements of these Bylaws and, prior to adoption or implementation by the Sub-Committee, the Sub-Committee must present the document to the Board and the Board must approve it.

Section 11 – Prohibited Sub-Committee Activities – Sub-Committee members are prohibited from engaging in any actions or activities that are proscribed by these Bylaws, any rules or procedures adopted by the Board, the Articles of Incorporation, the Missouri Nonprofit Corporation Act, the statutes, rules, and regulations that are promulgated by the Internal Revenue Service (“IRS”) that are applicable to STARRS, or the rules and regulations that govern any grant funding that support STARRS’ programs / projects. These actions or activities include, but are not limited to:

- (a) any actions or activities that are not consistent with or in furtherance of the purpose of STARRS as the purpose is defined in the Articles of Incorporation,
- (b) any lobbying or lobbying related activities as these activities are defined by the IRS and in the regulations promulgated by the federal agencies that provide funding for STARRS’ programs / projects,
- (c) any political activities as these activities are defined by the IRS, or
- (d) any activities that may lead to or create the appearance of a conflict of interest.

Section 12 – Board Oversight – The STARRS Sub-Committees report directly to and are subject to the control and management of the Board. The Board may, in its sole discretion, take action against a Sub-Committee that is not performing its assigned duties, is not adhering to the rules and procedures that are defined in these Bylaws, or is undertaking activities or actions that are prohibited by these Bylaws or by the Board. The Board’s action may include, but is not limited to: terminating the Sub-Committee, removing some or all of the members of the Sub-Committee, changing the duties assigned to the Sub-Committee, and revoking the Sub-Committee’s authority to form

STARRS BYLAWS

01/09/15 – FINAL DRAFT – DISTRIBUTED TO BOARD ON JAN. 09, 2015

Work Groups. If the Board takes an action against a Sub-Committee, this action must be described in a resolution adopted by the Board.

ARTICLE VII – MEETINGS

Section 1 – Board of Directors

- (a) *Regular Meetings* – The Board will meet at the call of the President of the Board or a majority of the voting members of the Board.
- (b) *Special Meetings* – A special meeting of the Board may be called by the President of the Board or the Executive Director if, in his/her judgment, the need for a special meeting exists. A special meeting may also be requested by any two voting directors. If any two voting directors wish to request a special meeting, than one of the two directors must submit a written request to the President of the Board specifying the reason for the meeting; a written request submitted by electronic communication is sufficient. It is within the discretion of the President of the Board whether to grant the directors’ request for a special meeting.
- (c) *Annual Meeting* – An annual meeting of STARRS will be held in February of each year, unless the date and time for the meeting is changed by a vote of the Board. The purpose of the annual meeting is to elect officers, approve category “C” director nominations, adopt the annual budget, and conduct any other business that may be brought before the Board.
- (d) *Time & Place of Meetings* – Board meetings will be held at a time and place chosen by the President of the Board. The place of any Board meeting may be any location within the St. Louis Urban Area served by STARRS.
- (e) *Notice of Meetings* – Notices regarding the Board’s meetings must be provided as follows:
 - (i) **Regular & Annual Meetings** – The Executive Director or his/her designee will provide a written notice of the regular meeting and the annual meeting to each voting and non-voting director. The notice must include a tentative agenda and must state the place, day, and hour of the Board meeting. This notice must be sent by e-mail not less than seven calendar days before the date of the meeting. This notice may also be personally delivered or sent via postal mail.
 - (ii) **Special Meetings** – The Executive Director or his/her designee will provide a written notice of the special meeting to each voting and non-voting director. The notice must include a tentative agenda and must state the place, day, and hour of the special Board meeting. This notice must be sent by e-mail not less than five (5) calendar days before the date of the meeting. This notice may also be personally delivered or sent via postal mail.

Section 2 – STARRS Committees

- (a) *Executive Committee* – The Executive Committee will hold meetings as needed. The meetings may be called by the chairperson of the Committee, a majority of the Committee members, the Executive Director, or the President of the Board.

STARRS BYLAWS

01/09/15 – FINAL DRAFT – DISTRIBUTED TO BOARD ON JAN. 09, 2015

- (b) *Nominating Committee* – The Nominating Committee will meet as often as needed, but, at a minimum, the Nominating Committee must meet once per year in November or in the month prior to the Board meeting at which the category “C” directors will be nominated, as applicable. The meetings may be called by the chairperson of the Committee, a majority of the Committee members, the Executive Director, or the President of the Board.
- (c) *Finance Committee* – The Finance Committee will meet as often as needed, but at a minimum the Finance Committee must meet once per year after DHS releases the grant application(s). The meetings may be called by the chairperson of the Committee, a majority of the Committee members, the Executive Director, or the President of the Board.
- (d) *Ad Hoc Committees* – An ad hoc committee will meet as frequently as needed in order to perform the tasks assigned to it by the Board.

Section 3 – STARRS Sub-Committees

- (a) *Regular Meetings* – STARRS Sub-Committees must hold meetings at regular intervals, such as once a month or once a quarter. The frequency of regular meetings may be determined by the Sub-Committee; however, a Sub-Committee must meet at least once per quarter. Sub-Committees will meet at the call of the Sub-Committee’s chairperson or a majority of the members of the Sub-Committee.
- (b) *Special Meetings* – A special meeting of a STARRS Sub-Committee may be called by the President of the Board or the Executive Director if, in his/her judgment the need for a special meeting exists. If a Sub-Committee chairperson determines that a special meeting is needed, then the chairperson must contact the Executive Director to request a special meeting. It is within the discretion of the Executive Director whether to grant the chairperson’s request for a special meeting.
- (c) *Time & Place of Meetings* – Sub-Committee meetings will be held at a time and a place chosen by the chairperson of the Sub-Committee.
- (d) *Notice of Meetings* – Notices regarding Sub-Committee meetings must be provided as follows:
 - (i) **Regular Meetings** – The chairperson of the Sub-Committee or his/her designee will provide a written notice of the regular meeting to each member of the Sub-Committee and to the Executive Director. The notice must state the purpose, place, day, and hour of the Sub-Committee meeting and must include an agenda for the meeting. The notice must be sent by e-mail no less than seven calendar days before the date of the meeting. The notice may also be personally delivered or sent via postal mail.
 - (ii) **Special Meetings** – The Executive Director or his/her designee will provide a written notice of the special meeting to each member of the Sub-Committee. The notice must state the purpose, place, day, and hour of the Sub-Committee meeting. The notice must be sent by e-mail no less than five calendar days before the date of the meeting; however, at the discretion of the Executive Director, a notice of a special meeting may be sent less than five calendar days before the date of the meeting, if the Executive Director determines that

STARRS BYLAWS

01/09/15 – FINAL DRAFT – DISTRIBUTED TO BOARD ON JAN. 09, 2015

it is warranted. The notice may also be personally delivered or sent via postal mail.

Section 4 – STARRS Sub-Committee Work Groups – A Work Group may meet as frequently as needed in order to perform the tasks assigned to it by the Sub-Committee.

Section 5 – Quorum, Voting & Rules of Procedure – Except as noted in this Article VII, Section 5, the requirements described below apply to each of the Board, STARRS Committees, and STARRS Sub-Committees (collectively referred to as the “STARRS Groups” or individually as a “STARRS Group”).

(a) *Quorum* – A STARRS Group may conduct business at any meeting at which a quorum of the voting members is present. At least a majority of the voting members must be present at a STARRS Group’s meeting in order to constitute a quorum for the STARRS Group to transact business. Presence is defined as in-person attendance at the meeting or, in the case of teleconference or similar meeting, participation as stated in Article VII, Section 5, Part (c).

(i) **Exception** – Unless a resolution adopted by the Board states that a quorum is required, Ad Hoc Committees and Work Groups do not have a minimum number of members that have to be present to conduct a meeting.

(b) *Voting*

(i) **Approval of Business** – Except as noted in this Article VII, Section 5, Part (b)(i)(1)(a) – (d), to be approved, business must be brought before a quorum of a STARRS Group and must be approved by a simple majority of the voting members that are present at the STARRS Group’s meeting. Each voting member present at a meeting is entitled to cast one vote on each matter that comes before the STARRS Group.

1. **Actions That Require a Super-Majority of the Board** – The actions described this Article VII, Section 5, Parts (b)(i)(1)(a) – (d) must be brought before a quorum of the Board and must be approved by a super-majority of the Board. A super-majority is defined as 80 percent of the voting directors present at the meeting.

- a. A resolution to remove a director.
- b. An increase or decrease in the size of the Board.
- c. An amendment to these Bylaws.
- d. An amendment to the Articles of Incorporation.

(ii) **Proxy Voting** – Except as noted in this Article VII, Section 5, Parts (b)(ii)(1) and (2), proxies will not be allowed and will not be considered when determining whether a quorum is present at a meeting of a STARRS Group.

1. **Proxies, When Allowed, Board** – Proxy voting is permitted at a Board meeting and is only permitted as it pertains to category “C” directors. Each of the STARRS Sub-Committees listed in Article III, Section 3, Part (b)(i)(3), will have a total of two representatives on the Board. One of these representatives will be designated as a voting director and one of these representatives will be designated as a non-voting director. If, at a Board meeting, the designated voting category “C”

STARRS BYLAWS

01/09/15 – FINAL DRAFT – DISTRIBUTED TO BOARD ON JAN. 09, 2015

director is not present and the designated non-voting category “C” director is present, then the non-voting category “C” director may cast one vote as a proxy for the absent voting category “C” director and may be considered when determining if a quorum is present at the Board meeting.

2. **Proxies, When Allowed, Sub-Committees** – Proxy voting is permitted for the Training & Exercise Sub-Committee; no other STARRS Sub-Committee may use proxy voting. Each of the STARRS Sub-Committees listed in Article VI, Section 2, Parts (a) – (i) and k will have a total of two representatives on the Training & Exercise Sub-Committee. One of these representatives will be designated as a voting member and one of these representatives will be designated as a non-voting member. If, at a Training & Exercise Sub-Committee meeting, the designated voting member is not present and the designated non-voting member is present, then the non-voting member may cast one vote as a proxy for the absent voting member and may be considered when determining if a quorum is present at the Training & Exercise Sub-Committee meeting.

(c) *Meetings by Conference Telephone* – Members of any STARRS Group may participate in the meetings of the respective STARRS Group by means of conference telephone or similar communications equipment. Participation by means of conference telephone or similar communications equipment will constitute presence at the meeting, but only if the participants in the meeting are able to hear each other.

(d) *Actions Without Meetings* – The Board is prohibited from taking action without a meeting. Except as noted in Article VII, Section 5, Part (d)(ii), any action that is required to be taken or may be taken at a STARRS Committee or Sub-Committee meeting may be taken without a meeting. A STARRS Committee or Sub-Committee that wishes to take an action without a meeting must follow the procedures described in Article VII, Section 5, Part (d)(iii). If a STARRS Committee or Sub-Committee takes an action without a meeting, the action must be taken by the following method:

(i) **Actions by E-Mail or Other Writing** – An action may be taken by e-mail or other writing (i.e. by written ballot). The e-mail or other writing must provide the opportunity for a STARRS Committee or Sub-Committee member to vote for or against the proposed action. The e-mail or other writing must also include:

1. A clear description of the proposed action;
2. An indication of the number of responses needed to meet the quorum requirements as the quorum is defined in Article VII, Section 5, Part (a);
3. A statement of the percentage of approvals necessary to approve each matter as the percentage is defined in Article VII, Section 5, Part (b);
4. The method the STARRS Committee or Sub-Committee member must use to return his/her vote (i.e. by e-mail, in a letter, etc.);

STARRS BYLAWS

01/09/15 – FINAL DRAFT – DISTRIBUTED TO BOARD ON JAN. 09, 2015

5. The name and contact information of the person to whom the vote must be returned (i.e. the e-mail address of the chairperson); and
6. The time and date by which the STARRS Committee or Sub-Committee member's vote must be received in order to be counted.

In order for an action by e-mail or other writing to be valid, the number of votes cast on the matter must equal or exceed the quorum required pursuant to Article VII, Section 5, Part (a). An action will be considered approved if the number of approvals received by e-mail or in writing equals or exceeds the number of votes that is required pursuant to Article VII, Section 5, Part (b). A vote submitted by a STARRS Committee or Sub-Committee member under this Article VII, Section 5, Part (d) may be revoked at any time prior to the Board voting on the matter, as applicable.

(ii) **Exception** – A STARRS Committee or STARRS Sub-Committee is prohibited from taking an action without a meeting if doing so would cause STARRS to be in non-compliance with either one or both of: applicable open meetings / records statutes or any policy adopted by the Board.

(iii) **Procedures** – If a STARRS Committee or Sub-Committee needs to take an action without a meeting, then the chairperson must:

1. Send a copy of the e-mail or other writing to all members. The email or other writing must conform to the requirements described in Article VII, Section 5, Part (d)(i);
2. Send a copy of the e-mail or other writing to the Executive Director or the Executive Director's designee;
3. Upon the date and time when the votes are due, count the votes;
4. Send a copy of the results to each member and to the Executive Director or the Executive Director's designee. The results must include: the total number of votes received, the total number of votes in favor, and the total number of votes against;
5. Send a copy of each e-mail vote or vote in writing received from each member to the Executive Director or the Executive Director's designee; and
6. At the next meeting of the STARRS Committee or Sub-Committee, the action taken and the results of the action must be discussed.

(iv) **STARRS Committee or Board Action** – If the matter voted on using the methods described in this Article VII, Section 5, Part (d) is presented to a STARRS Committee or to the Board for a vote, then the STARRS Committee or the Board must be informed about how the matter was voted on (i.e. by e-mail or by other writing) and must be provided a copy of the voting results. The Executive Director is responsible for providing this information to the STARRS Committee or the Board, as applicable.

(v) **Effect on Minimum Meeting Requirements** – This Article VII, Section 5, Part (d) does not relieve a STARRS Sub-Committee from complying with the minimum meeting requirements expressed in Article VII, Section 3, Part (a).

STARRS BYLAWS

01/09/15 – FINAL DRAFT – DISTRIBUTED TO BOARD ON JAN. 09, 2015

- (vi) **Board or Executive Director Oversight** – The Board or the Executive Director may, at any time, prohibit a STARRS Committee or Sub-Committee from taking an action with a meeting.
- (e) *Adjournment* – If a quorum of voting member is not present at a STARRS Group’s meeting, the voting members present may adjourn the meeting. If the STARRS Group’s meeting is adjourned due to a lack of a quorum, then the date of the STARRS Group’s next meeting must be announced prior to the adjournment. The business that was to be conducted at the meeting that was adjourned may be conducted at the next meeting of the STARRS Group.
- (f) *Rules of Procedure* – The Board may adopt rules of procedure, as it determines are necessary, to govern the meetings and proceedings of the STARRS Groups. The rules contained in the currently recognized edition of *Robert’s Rules of Order* shall govern the meetings of the STARRS Groups in all cases in which they are applicable and in cases in which they are not inconsistent with these Bylaws or any rules of procedures adopted by the Board.
- (i) **Exception** – Unless the Board passes a resolution that states that a particular set of rules is required, Ad Hoc Committees and Work Groups are not required to follow any formal rules of procedure.
- (g) *Meeting Minutes* – Written minutes must be captured for each meeting of a STARRS Group. The meeting minutes must capture the date, time and place of the meeting, the members present, the members absent, and a record of any votes taken during the meeting. A record of votes must include: a brief description of the action taken, the name of the member who made the motion, the name of the member who seconded the motion, and the number of members voting in favor and against the action and the number of members voting to abstain from the action. If a roll call vote is required or is taken, then the record of votes must also include the name of the member and the member’s specific vote or abstention. For STARRS Committee and Sub-Committee meetings, the member responsible for taking the meeting minutes must provide a written copy of the minutes to the Executive Director or his/her designee within 15 business days after the meeting at which the meetings are approved. The written copy may be provided in electronic format and via e-mail.

ARTICLE VIII - FISCAL AUTHORITY

Section 1 – Contracts – In addition to the officers authorized by these Bylaws, the Board may authorize any officer(s) or agent(s) of STARRS to enter into any contract or execute and deliver any instrument in the name of and on behalf of STARRS. This authority may be general or confined to specific instances.

Section 2 – Checks, Drafts, Etc. – All checks, drafts, or orders for the payment of money, notes or other evidences of indebtedness issued in the name of STARRS, must be signed by the Executive Director or by either the President of the Board or the Treasurer if the Executive Director is not available. The Board may change, at any time, the signatory for checks, drafts, or orders for the payment of money, notes, or other evidence of indebtedness issued in the name of STARRS. Any checks, drafts, or orders for the payment of money, notes, or other evidence of indebtedness issued in the name of

STARRS BYLAWS

01/09/15 – FINAL DRAFT – DISTRIBUTED TO BOARD ON JAN. 09, 2015

STARRS and in an amount of \$10,000 or greater must be approved by the Board in advance of issuance.

Section 3 – Deposits – All funds of STARRS must be deposited from time to time to the credit of STARRS in the banks, trust companies, or other depositories that the Board may select.

Section 4 – Gifts – The Board may accept on behalf of STARRS any contribution, gift, bequest, or devise for the general purposes or for any special purpose of STARRS.

Section 5 – Prohibited Loans – STARRS shall not make any loan to any officer or director of STARRS.

Section 6 – Budget – Each year and at the annual meeting of STARRS, the President of the Board or the Executive Director will present an annual budget to the Board of the Directors. The form and format of the annual budget will be determined by the Executive Director.

Section 7 – Fiscal Year – The fiscal year of STARRS will be determined by the Board. The Board has the power to change the fiscal year of STARRS from time to time. The fiscal year will become the taxable year of STARRS upon the approval of the IRS.

ARTICLE IX – BOOKS AND RECORDS

STARRS shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its Board and committees having any of the authority of the Board. STARRS shall keep at the registered or principal office a record giving the names and addresses of the directors (voting and non-voting). All books and records of STARRS may be inspected by any director, director's agent, or director's attorney for any proper purpose at any reasonable time.

ARTICLE X – WAIVER OF NOTICE

Whenever any notice is required to be given under the provisions of Missouri Nonprofit Corporation Act or under the provisions of these Bylaws, a waiver of the notice will be deemed equivalent to the giving of the required notice. A waiver may be given before or after the time stated in the statute or these Bylaws.

ARTICLE XI - INDEMNIFICATION OF DIRECTORS AND OFFICERS

Section 1 – Indemnification – STARRS shall indemnify each director or officer, or former director or officer, of STARRS and his/her legal representatives against liabilities, expenses, counsel fees, and costs reasonably incurred by him/her or his/her estate in connection with or arising out of, any action, suit, proceeding, or claim in which he is made a party by reason of his/her being, or having been a director or officer. STARRS shall indemnify any person who, at the request of STARRS, served as director or officer of another corporation in which STARRS owned corporate stock, and STARRS, in like manner, shall indemnify his/her legal representative.

Section 2 – Exception – In no event will STARRS indemnify a director or officer with respect to any matters as to which the director or officer is finally adjudged in any action,

STARRS BYLAWS

01/09/15 – FINAL DRAFT – DISTRIBUTED TO BOARD ON JAN. 09, 2015

suit, or proceeding to have been liable for negligence or misconduct in the performance of his/her duties as a director or officer.

Section 3 – Settlements – The indemnification described in this Article XI, will apply also with respect to any amount paid in compromise of an action, suit, proceeding, or claim asserted against a director or officer (including expenses, counsel fees and costs reasonably incurred in connection therewith), provided the Board has first approved the proposed compromise settlement and determined that the director or officer involved was not guilty of negligence or misconduct; but in taking such action, any director involved will not be qualified to vote on the approval of the proposed compromise settlement.

Section 4 – Negligence or Misconduct – In determining whether or not a director or officer was guilty of negligence or misconduct in relation to any matters, the Board may rely conclusively upon an opinion of independent legal counsel selected by the Board. Unless otherwise provided by law, any compromise settlement authorized by these Bylaws will be effective without the approval of any court. The right to indemnification described in these Bylaws will not be exclusive of any other rights to which a director or officer may be lawfully entitled.

Section 5 – No Liability – No director or officer of STARRS will be liable to any other director, officer, or other person for any action taken or refused to be taken by him/her as a director or officer with respect to any matter within the scope of his/her official duties, except an action or neglect or failure to act that constitutes negligence or misconduct in the performance of his/her duties as a director or officer.

ARTICLE XII – CONFLICTS OF INTEREST

Section 1 – Generally – The voting and non-voting directors of the Board and any members of STARRS Committees, Sub-Committees, or Work Groups must, to the best of his/her ability, avoid engaging in any action or activities that create or may create a conflict of interest.

Section 2 – Policy – The voting and non-voting directors of the Board and any members of STARRS Committees, Sub-Committees, or Work Groups must adhere to the conflict of interest policy that is adopted by the Board. The conflict of interest policy will define what constitutes a conflict of interest, STARRS' guidelines for handling a conflict of interest, and will include a Conflict of Interest Disclosure Statement.

ARTICLE XIII – AMENDMENTS

Section 1 – Generally – These Bylaws may be amended by the Board at any time. Any voting or non-voting director may propose an amendment to these Bylaws.

Section 2 – Submission of Amendments – All proposed amendments to these Bylaws must be presented to the President of the Board at least 30 calendar days prior to the Board's next meeting.

Section 3 – Action by the Board – Within 10 calendar days after the President receives the proposed amendment, the President will forward the amendment to the Executive Director for review and his/her recommendation. Within 10 calendar days of receiving the proposed amendment, the Executive Director must provide his/her recommendation

STARRS BYLAWS

01/09/15 – FINAL DRAFT – DISTRIBUTED TO BOARD ON JAN. 09, 2015

to the Board. The Board will vote on the proposed amendment at its next meeting that follows its receipt of the Executive Director's recommendation. Approval of a proposed amendment is governed by Article VII, Section 5, Part (b)(i)(1).

The foregoing by-laws were originally adopted on January 31, 2003, by the Board of Directors and include amendments duly made by resolution of the Board of Directors on file in the corporate offices.

These amended bylaws were approved on January 15, 2015 by the STARRS Board of Directors, and are effective as of the February 2015 Board meeting.

Memo to: Board of Directors

From: Staff

Subject: Regional Security Expenditures

Date: January 9, 2015

Staff is requesting authorization to expend funds in support of regional security that will improve the region's disaster preparedness and response capabilities. Funding will come from the U.S. Department of Homeland Security's Urban Areas Security Initiative (UASI) and the U.S. Department of Health and Senior Services, Assistant Secretary of Preparedness and Response (ASPR) grant programs. Attachment A summarizes these purchases totaling **\$348,119**. Also attached is a summary description of all budgeted expenditures from the UASI grants (Attachment B).

1. All Ready Disaster Preparedness

Preparedness Brochures – Preparedness Brochures – We are requesting approval to purchase 92,350 disaster preparedness brochures for children and adults from the American Red Cross. These brochures cover specific preparedness topics and make preparedness recommendations for fire, earthquake, tornado and other threats or hazards. They will be distributed throughout the St Louis region as part of the Disaster Preparedness Awareness Campaign. Total costs will not exceed **\$15,604**.

All Ready Survey Focus Groups – We are requesting authorization to amend the existing contract with M.Davis and Company to include up to two additional focus groups as part of the regional disaster preparedness survey that is currently underway. The contract with M. Davis includes 12 focus groups with various populations and includes the option to conduct additional focus groups, if needed. During the course of the survey, we determined that additional focus groups would be needed in order to improve the qualitative data captured for the project. As a result, we will be asking M.Davis to perform up to two additional focus groups. The participants for these additional focus groups will be determined once all of the data from the general population survey is analyzed. The additional focus groups will be conducted within the current performance period of the contract. Total costs will not exceed **\$18,000**.

2. Hospital Medical Surge

Hospital Evacuation/Medical Transport Coordination Plan – in 2014 the STARRS Hospital Preparedness Committee, the STARRS EMS Committee and representatives from the region’s public health and emergency management agencies developed the St. Louis Regional Hospital Evacuation and Transportation Plan. Phase I of this project focused preparing the hospital or medical facility for evacuation and coordinating the transport of patients off site to other facilities. There is a need now to hire a consultant that will take this project into Phase II by conducting seminars and exercises to familiarize stakeholder representatives with the plan, test its components and develop procedures and guidance for hospital staff and patient re-entry into hospitals after an evacuation. Therefore, we are requesting approval to contract with Havron and Associates, LLP to provide consultant services for Phase II of the Hospital Evacuation/Medical Transport Coordination plan. Total costs will not exceed **\$76,015** .

3. Regional Collaboration

Intermedix WebEOC – We are requesting approval to contract with Intermedix/ESi to provide the St. Louis region with a new disaster incident management software called WebEOC. This regional emergency resource collaboration system will help ensure the long term presence of an essential regional tool by significantly reducing recurring costs and allowing integration with existing state disaster incident management systems in Illinois and Missouri, thereby reducing or eliminating “double data entry” between disparate systems. Agencies will be able to post situational status messages and request regional and state resources when a major disaster or emergency incident occurs. The system also improves upon resource and asset tracking capabilities allowing real time notice of existing resource capabilities. Total cost will not exceed **\$198,500**.

4. Urban Search and Rescue Training

Structural Collapse Tech and Structural Collapse Operations – We are requesting approval to contract with the University of Missouri Fire Rescue Training Institute to provide two Urban Search and Rescue (USAR) training courses; Structural Collapse Tech and Structural Collapse Operations. These 40-hour courses will prepare the members of the five regional USAR teams to initiate rescue operations in structural collapse emergencies. The cost of each course is \$20,000; total costs will not exceed **\$40,000**.

All of the purchases described in this memo are being made in accordance with the agency's procurement policy.

Staff Recommendation: Staff recommends that the Board approve the expenditure of funds as follows:

- for the purchase of 92,530 brochures from the American Red Cross in an amount not to exceed **\$15,604**;
- allow the Executive Director to amend the existing M. Davis and Company contract to add two additional focus groups in an amount not to exceed **\$18,000**;
- allow the Executive Director to enter into a contract with Havron and Associates, LLP to provide consultant services that will take the St. Louis Regional Hospital Evacuation and Transportation Plan into Phase II in an amount not to exceed **\$76,015** ;
- allow the Executive Director to enter into a contract with Intermedix/ESi to for the implementation of the WebEOC disaster incident management system in an amount not to exceed **\$198,500**;
- allow the Executive Director to enter into a contract with the University of Missouri Fire and Rescue Training Institute to provide two Urban Search and Rescue (USAR) training courses; Structural Collapse Tech and Structural Collapse Operations in an amount not to exceed **\$40,000**,

for a total amount not to exceed **\$348,119** from the UASI and ASPR grant programs.

ATTACHMENT A
Expenditures for Equipment and Services
January 9, 2014

<u>Category</u>	<u>Vendor</u>	<u>Description</u>	<u>Jurisdiction/Agency</u>	<u>Quantity</u>	<u>Cost</u>
Emergency Response Planning (UASI)					
1	American Red Cross (St. Louis, MO)	Preparedness brochures	Regional	92,530	\$15,604
	M. Davis and Company (Philadelphia, PA)	All Ready Survey focus groups	Regional	1	\$18,000
Emergency Response Planning (ASPR)					
2	Havron and Associates (Austin, TX)	Regional Hospital Evacuation and Transportation Plan Phase II	Regional	1	\$76,015
Emergency Response Equipment / Software (UASI)					
3	Intermedix/Esi (Fort Lauderdale, FL)	WebEOC disaster incident management system	Regional	1	\$198,500
Emergency Response Training (UASI)					
4	University of Missouri Fire Rescue Training Institute (Columbia, MO)	Urban Search and Rescue Training	Regional	28	\$40,000
TOTAL EXPENDITURES					\$348,119

Total UASI Expenditures: \$272,104
Total ASPR Expenditures: \$76,015

Categories:

- 1 - All Ready Disaster Preparedness
- 2 - Hospital Medical Surge
- 3 - Regional Collaboration
- 4 - Urban Search and Rescue Training

ATTACHMENT B
Cumulative Budgeted Expenditures for Major Projects under Urban Areas Security Initiative
through Fiscal Year 2014

	Total Budgeted	Prior amount approved by EWG Board	This request	Remaining to be approved
Critical Response Teams				
A key goal under the UASI Strategy is to strengthen our critical response teams. We have largely accomplished this goal with hazardous materials and heavy rescue equipment and training. These teams are capable of responding to terrorist attacks, industrial accidents or natural disasters like earthquakes and tornadoes. Another element of critical response includes medical supplies for mass casualty incidents. The MCI trailers represent the first stage of meeting this need for the EMS community. Also included is equipment for Incident Management Teams that will consist of emergency responders from all disciplines. These mobile teams are activated to support emergency responders managing an event where the event continues over many hours or days.	\$17,993,651	\$17,908,651	\$0	\$85,000
	903,000	829,682	0	73,318
	2,196,000	1,977,711	0	218,289
Law Enforcement Tactical Team Equipment				
There are 7 law enforcement tactical response units in the region which need communications, tactical lights and personal protective equipment. Three of the teams will receive tactical vehicles and Metro Air Support will receive a helicopter and other equipment to support response to a variety of terrorist incidents.	7,582,356	7,354,711	0	227,645
	4,514,819	4,514,819	0	0
Interoperable Communications				
A variety of projects come within the description of Interoperable Communications. Radio caches, satellite phones and video conferencing and the Land Mobile Radio Communications Plan are included, as well as a microwave tower backbone system.	8,386,622	8,321,622	0	65,000
	8,988,047	8,988,047	0	0
	674,300	674,300	0	\$0
The Virtual EOC				
The virtual EOC strengthens regional collaboration on a day to day basis through a web based interactive network that links the region's eight EOC's and numerous other users for planning, preparing for and responding to an incident. In future years we hope to add a robust Geographic Information System capability.	5,322,438	5,278,534	0	43,904

ATTACHMENT B
Cumulative Budgeted Expenditures for Major Projects under Urban Areas Security Initiative
through Fiscal Year 2014

	Total Budgeted	Prior amount approved by EWG Board	This request	Remaining to be approved
Emergency Patient Tracking	\$2,422,320	\$2,422,320	\$0	\$0
<p>Patient Tracking allows emergency medical services and hospitals to rapidly enter data about a patient into a secure wireless web-based tracking system. The data includes identification, triage condition and transport information and allows the hospitals to balance patient loads and provide information to families.</p>				
Universal ID Project	557,812	557,812	0	0
<p>This system provides a uniform identification card for fire, law enforcement and volunteers with credential information embedded in the card.</p>				
Expand Public Health Capabilities	2,828,131	2,522,061	0	306,070
<p>Local public health agencies are working to prepare the region and protect citizens and first responders in the event of bioterrorism and natural diseases. Work is underway to establish an automated syndromic surveillance system for the early detection of naturally occurring or man made disease outbreaks.</p>				
Mass Casualty Equipment, Medical Supplies and Software for Hospitals	2,249,599	2,107,999	0	141,600
<p>Hospitals are preparing the region for a response to a medical surge or mass casualty incident (MCI) by staging emergency response trailers that are equipped with medical supplies, cots and bedding at selected hospitals for deployment anywhere in the St. Louis region. In addition, the hospitals will dispense medicine to employees, their families and patients in the event of a large-scale bioterrorist or naturally occurring illness. The hospitals have software that will help with the dispensing of this medicine and the management of an MCI when it occurs.</p>				
Disaster Incident Management System for Hospitals and Tactical Response	\$2,234,308	\$1,959,308	\$198,500	\$76,500
<p>The disaster incident management software system provides a tactical incident management capability for hospitals and response teams that includes federally required forms and plans. For the hospital systems it also includes a regional bed tracking capability.</p>				

ATTACHMENT B
Cumulative Budgeted Expenditures for Major Projects under Urban Areas Security Initiative
through Fiscal Year 2014

	Total Budgeted	Prior amount approved by EWG Board	This request	Remaining to be approved
Terrorism Early Warning Center				
The TEW is operated by the St. Louis Metropolitan Police Department and the St. Louis County Police Department and serves as a central clearinghouse for information and intelligence to help detect and prevent acts of terrorism.	\$ 3,142,602	\$2,599,000	\$0	\$543,602
Citizen Preparedness				
This program includes Citizen Emergency Response Teams and other similar teams designed to educate the public about disaster preparedness and train them to assist their neighbors. Expenditures include equipment and training to help citizens learn to respond to hazards as part of a team in their neighborhood or workplace, and public information. The program also includes the sheltering project which brings generators and shelters into the region to protect citizens who need shelter.	2,662,666	2,569,062	33,604	60,000
Regional Coordination Planning				
Includes regional emergency coordination planning, mutual aid improvements, public information and enhancements to critical infrastructure protection.	1,024,051	1,024,051	0	0
Exercises				
Two regional exercises occurred on August 9-10 2006 at Busch Stadium and Olivette. In addition, Community Emergency Response Teams (CERT) exercises were added in FY06.	446,500	371,500	0	75,000
Training				
Most disciplines have received and will continue to attend training activities to enhance their skills. Included are heavy rescue, hazmat, incident management teams, law enforcement, public health and hospitals.	3,695,608	3,541,548	40,000	114,060
Totals:	\$77,824,830	\$75,522,738	\$272,104	\$2,029,988

¹ This total represents the sum of UASI funds awarded for equipment and contractual obligations for fiscal years 2003 - 2014. The schedule represents the cumulative amount spent, from both open and closed grants, on major projects since the inception of the Homeland Security Grant Program.

Memo to: Board of Directors

From: Joann Leykam, Chair, Nominating Committee

Subject: STARRS Committee Applicants

Date: January 9, 2015

We are recommending the following individuals for membership on a STARRS sub-committee.

Emergency Management

Andrew Stowers, Emergency Management Coordinator, City of O’Fallon - Andrew Stowers has worked with the City of O’Fallon’s Emergency Management for 17 years. He has been an instructor with the Center for Domestic Preparedness since 2009. Andrew has also served as Planning Chief, Resource Unit Leader, Logistics Chief, and Operations Chief on Missouri’s Region C and D All Hazard Incident Management Team Type 3, a team he has been on since 2008. At present, he is also a Generalist Instructor with the Eastern Missouri Police Academy where he has taught since 2005. Among other community service, Andrew is a member of the St. Louis Area Coalition of COAD (SLARCC). He received a Bachelor in Business Administration in 2000 and his Masters of Business in 2002. He is currently seeking his Masters in Science in Emergency Management from Oklahoma University. His anticipated graduation date is May 2016. Andrew currently has eight national and state certifications and is a certified trainer for eleven different programs including CERT and WebEOC.

Donald R. Feher, Assistant EMA Coordinator, St. Clair County Emergency Management Agency – Don Feher serves as the Assistant to the Emergency Management Coordinator and as Chairman of the Local Emergency Planning Commission (LEPC) for St. Clair County. He also currently serves as Chairman of the St. Clair Special Emergency Services Association and on the Illinois Terrorism Taskforce Board. While in the fire service, he was Fire Chief in Caseyville Township Fire Protection District and a committee member on the Illinois State Fire Marshal Personnel Standard and Education Committee as well as the Illinois Terrorism Task Force Training Committee.

Ina McCaine-Obenland, Operations Coordinator, St. Charles County Division of Emergency Management – Ina McCaine-Obenland has worked for the St. Charles County Division of Emergency Management for fourteen years, first in public information and community education then managing the division training and exercise programs. Currently, as the Operations Coordinator, her responsibilities include personnel training, emergency operations and interagency coordination, special projects and promotion of community preparedness through disaster safety education, and emergency planning assistance to

individuals, groups, and business. Prior to joining St. Charles County, she served as a Dual Specialist in Search and Rescue Operations and a Federal Law Enforcement Officer for 20 years with the United States Coast Guard.

Emergency Medical Services

Bradley Perry, System Coordinator, Anderson Hospital – Bradley Perry is the EMS Coordinator/Paramedic Instructor with Anderson Hospital in Illinois. He also works part time as a paramedic with the Pickneyville Ambulance and Washington County Service. Prior to joining Anderson, Bradley was a paramedic, detective, ems officer, and mcs supervisor with the Des Peres Department of Public Safety for 15 years. He also served as firefighter/paramedic Berkeley Fire Department for 3 years where he was awarded the Bronze Medal of Valor and appointed Captain after two years of service. Recently retired, Bradley served as a member of the St. Louis Regional EMS committee after being appointed by the State of Missouri. Today, he boasts membership to the Metropolitan St. Louis Emergency Transport Oversight Commission, St. Louis EMS Officers Association, Sentinel Security Program, The Greater St. Louis Area Major Case Squad, and National Center for Mission and Exploited Children, and Greens for Green, a nonprofit organization raising monies for local charities, including Special Olympics and Back Stoppers. They have raised over \$100,000.

Law Enforcement

Bill Roche, Fusion Center CIKR, St. Louis County Police Department – Sergeant Roche has been a Police Officer for 27 years, starting his career in 1987 as an Officer with the Maryland Heights Police Department. In 1993 he joined the St. Louis County Police Department and has worked in the Division of Patrol as a Patrol Officer, Neighborhood Policing Officer and Violent Crime Suppression. He has worked within the Division of Criminal Investigation as a Detective / Bomb Technician in the Bomb and Arson Unit and as the Sergeant of the Bomb and Arson Unit. Sergeant Roche is currently assigned to the Office of the Chief of Police in the Intelligence Unit and holds the position of Fusion Center Deputy Director and Critical Infrastructure / Key Resource Coordinator.

Brian Naeger, Detective, St. Louis Metropolitan Police Department – Brian Naeger has been a commissioned police officer with the St. Louis Metropolitan Police Department for over nineteen years. During his career, he has served as patrol officer in the Ninth District for four years. He also worked as detective in the Central Patrol Detective Bureau for eight. In 2007, Brian joined the Intelligence Division. While in this role, he was assigned to the St. Louis Fusion Center. His memberships include the Area Maritime Security Committee and the FBI's Joint Terrorism Task force. In his role at the Fusion Center, he conducts threat assessments on critical infrastructure, special events, sporting events, and mass gathering events. He is also a human source recruiter and handler as well as a subject matter expert on sovereign citizens. In addition

to the fraud investigations related to the terrorism financing for the Fusion Center he has conducted, he has investigated multiple terrorism cases in the St. Louis area that have resulted in thwarted plots, arrests, and convictions. Over the totality of his career, Brain has worked on long term investigations with multiple agencies including the FBI, ATF, DEA, HUD, and other city agencies.

Bryan Ludwig, Commander, Tactical Support, St. Louis County Police Department – Bryan Ludwig has a Bachelor of Science from Northeast Missouri State in 1995. In 1996, he graduated from the St. Louis County and Municipal Police Academy. He served as Deputy Commander in the Bureau of Drug Enforcement unit from August 2011 to March 2012 and commander on the Municipal Services Unit from March 2012 to February 2014. Bryan is a member of the Airborne Law Enforcement Association and the National Tactical Officer's Association. In addition to serving as liaison between St. Louis County police department and other municipal agencies, Bryan has also negotiated and administered roughly \$18,000,000 in contracts for services ranging from dispatching to full-service police contracts. He started his role as Captain in the Bureau of Tactical Support in February 2014.

Christian Stamper, Sergeant, Bomb and Arson, St. Louis Metropolitan Police Department – Christian Stamper has been a commissioned officer with the St. Louis Metropolitan Police Department for 16 years. He was promoted to the rank of Sergeant in 2007 and assigned to the Bomb and Arson Unit in 2012. As a unit supervisor, he is tasked with overseeing investigations involving arsons and bomb related investigations including IEDS, calls for suspicious items/devices, chemical, biological, nuclear threats, and other matters that may involve homeland security. He has been certified by the State Fire Marshall as fire/arson investigator. Christian was certified as a Hazardous Device Technician by the Federal Bureau of Investigation/United States Army program in Huntsville, Alabama.

Dan Cunningham, Supervisor/Chief Pilot, St. Louis County Police Department – Dan Cunningham became Sergeant of the Metro Air Support Unit in 2011 and Chief Pilot in 2010. In this role, his current responsibilities include direct supervision of 15 pilots/officers, all primary and recurrent training, creating a safe and accident free environment, and maintaining a productive working relationship between several local law enforcement agencies. From January 2009 to August 2010, he served as Safety Officer of the unit. A member of the Airborne Law Enforcement Association (ALEA) since February 2006, Dan was elected as Director of ALEA in 2012 and still serves in this role today. In 1991, Dan received a Bachelor of Science at Central Missouri State University. He graduated from the St. Louis County Municipal Police Academy in 1992.

Darren Baker, Detective, St. Charles County Police Department – Darren Baker attended the Eastern Missouri Police Academy in 1995 and upon graduation was offered a job with the Moline Acres Police Department. After a year of service, he started with the St. Charles County Sheriff's Dept. in 1997. Initially assigned to the Patrol Division, he transferred to the Fugitive Unit in 2001. During his tenure with the Sheriff's Department, he's obtained a Bachelor of Arts

for Business Administration from Lindenwood University in 2007. Darren's current assignment is Special Operations which includes Fugitive and SWAT. He has been on SWAT for 15 years and is a Team Leader on the St. Charles County Regional SWAT Team.

Dave Cathey, Detective, St. Charles County Police Department - Dave Cathey graduated in 1991 with a Bachelor of Science degree from Missouri State University in Springfield, Missouri. After working a short while as a juvenile officer in Franklin County, he completed the Eastern Missouri Police Academy and upon graduation started in 1997 with St. Charles County Sheriff's Department. Dave was initially assigned to the Patrol Division, but was transferred to the Fugitive Unit in 2005. His current assignment is Special Operations which include Fugitive and SWAT. He serves as a team leader on the St. Charles County Regional SWAT Team. He has been on SWAT for 15 years.

Dave Marshak, Special Operations Lieutenant, Jefferson County Sheriff's Office - Dave Marshak is a twenty-three year law enforcement officer, twenty of which was spent in service with the Jefferson County Sheriff's Office in Special Operations. His responsibilities include emergency management for incidents such as plane crashes, hazardous material incidents, tornadoes, and flooding. He has a Bachelor in Human Resource Management and a Master focus in Communications with an emphasis on Training and Development. Dave is an adjunct professor at Jefferson College and teaches various law enforcement classes to local, state, and federal officers. He is a National Rifle Association Firearms Instructor and holds many law enforcement instructor certificates.

John Pfanstiel, Supervisor, Tactical Operations Unit, St. Louis County Police Department – John Pfanstiel is a twenty four year member of the United States Army with two deployments to the Middle East in support of Operation Iraqi Freedom (OIF) and Operation Enduring Freedom (OEF). He has eight years of experience as an operator and two years of experience as a supervisor with a full time S.W.A.T. unit. In this current role, he has been involved in planning, executing, and/or conducting nearly 900 search warrant entries. He also directly supervises nine tactical operators, including day to day operations, scheduling, and conducting/reviewing search warrants conducted in St. Louis County. John has been with the Tactical Operations Unit since April 2013. Among a host of education and training credentials, John is certified in S.W.A.T. 1 and 2, Advanced Hostage, and Advanced Law Enforcement Crisis Negotiations. He graduated with a Bachelor of Arts in Sociology from University of Central Oklahoma in 1997 and the St. Louis Police Academy in 1998.

Nicholas "Nick" Valenti, Detective, St. Louis County Police Department – Nicholas Valenti is a criminal investigator and bomb technician with many years of experience investigating violent crimes, fraud cases, arsons, and explosives crimes. Professionally, he has been trained by the United States Department of Justice, Federal Bureau of Investigations, and the US Army in ordnance munitions and electronic maintenance and explosive ordnance disposal. He is also certified by the Missouri State Fire Marshalls in fire cause and origin investigations. Nick served 14 years as a police officer with the St. Louis

County Police Department before becoming a detective and bomb technician in 2008. He graduated with a Bachelor of Science in Social Justice in 1994 from the University of Illinois-Springfield.

Patrick Pleviak, Supervisor, Tactical Operations Unit, St. Louis County Police Department – Patrick Pleviak has been an operator with a full time SWAT unit for nine years. He has been involved in countless hours of training pertaining to SWAT operations, Weapons of Mass Destruction, Civil Disorder, and Active Shooter. In 2012, he became Sergeant Tactical Operations unit. In his current role, he is the direct supervisor of nine tactical operators as well as coordinates a productive working relationship between federal, state, and law enforcement agencies in and around the St. Louis County area for dignitary, protection, training, and the resolution of any armed/barricaded, hostage situation, civil disorder/protests that may occur in St. Louis County. To date, his resume has a host of certifications and trainings including emergency response to domestic biological incidents and rappel master certification. Sergeant Pleviak received his Bachelor of Science from Western Illinois University in 1996 and the St. Louis County and Municipal Police Academy in 1997.

Steve Elliot, Patrol/SWAT Commander, Franklin County Sheriff's Office – Captain Steven H. Elliott has worked for the Franklin County Sheriff's Office since January 1, 1987. He has held a Command Staff position since 1991. Captain Elliott has held the position of Patrol Commander since 1997. The Patrol Division includes six sergeants, five corporals, 33 deputies, and a clerk. He has been a member of the Sheriff's 16 man SWAT team since 1987 and was promoted to Commander of the SWAT team in 1999. Captain Elliott is also the Commander of the 18 man Reserve Unit. Currently the lead Defense Tactics Instructor for the Sheriff's Office, he is also a Firearms Instructor and SWAT Instructor. As an instructor with the Missouri Sheriff's Training Academy, he teaches Defense Tactics, Ground fighting, Physical Training, Officer Survival, Active Shooter, Knife Defense, Mechanics of Arrest and Control, Tactical Communications, Dealing with Aggressive Behavior and Ethics. He developed the first "Active Shooter" training in the area and has been teaching it to the Franklin County Sheriff's Office as well as other agencies since around 2000.

Tim MacMann, Detective, St. Charles County Police Department - Tim MacMann graduated from Meramec Community College with an Associate's in Criminal Justice in 1984. In May 1985, he was hired by the St. Charles County Sheriff's Department and assigned to the jail division. While working in that capacity, he attended the St. Charles County Law Enforcement Police Academy and graduated in 1987. He was assigned to the patrol division in 1988. In 1992, Tim began working in special operations with the St. Charles County Tactical Response Team. He was reassigned to the Detective Bureau in 2002 and continued to work in special operations. He has worked as an operator, team leader, assistant team Commander, and is currently Team Commander of the St. Charles County Regional Swat Team.

Mass Fatality

Baxter Leisure, Executive Assistant to the Chief Medical Examiner, St. Louis Medical Examiner's Office - Baxter Leisure is the Executive Assistant to the city's Chief Medical Examiner. He has been in the city's medical office since 1970. Prior to, he worked for the city's Treasurer's office. He is an affiliate member administrator with NAME, National Association of Medical Examiners.

Rose Psara, Chief Investigator, St. Louis Medical Examiner's Office – Rose Psara has been the Chief Investigator for the City of St. Louis Medical Examiner's Office for 21 years. In this role, she reviews investigative reports and operations, the ongoing review of mass fatality preparedness procedures, and act as liaison with other agencies including the news media, police department, EMS, and health departments. Before taking on the role of Chief Investigator, she worked as a Medicolegal Death Investigator where she screened deaths reported to the Medical Examiner's office and interviewed witnesses and family members. Rose is a member of both the National Association of Medical Examiner's and the St. Louis City Child Fatality Team. A published researcher, Rose has studied racial disparities in sudden infant deaths as well as unsafe sleep practices including bed sharing leading to sudden infant deaths. Rose has an Associate in Nursing from St. Louis Community College and is currently attending Maryville University to complete Bachelors in Nursing. She is a board certified Medicolegal Death Investigator

Public Health

Alexandra "Ali" Schwach, Epidemiology Specialist, St. Louis County Department of Health - Alexandra Schwach is a recent graduate of Saint Louis University's Master of Public Health in Epidemiology program. In 2010, she graduated with a Bachelor of Science in Microbiology. Ali has been with St. Louis County Department of Health since July 2014 Prior to working for St. Louis County, she interned in the Patient Safety Quality division in the infection prevention department with Barnes Jewish Hospital. She has more than 14 years of experiences in an array of fields including microbiology, food insecurity research, and biostatistics. Ali loves soccer and is a youth soccer coach for the AJAX St. Louis Soccer Club.

Marilyn Vise, Communications Manager, St. Clair County Health Department - Marilyn Vise has a Bachelor in Communication from Eastern Illinois University. She has been the Communications Manager with St. Clair County Health Department since 2010. Prior to, she was a Unit Secretary at Barnes-Jewish Hospital. Marilyn has also worked with three different newspapers in a variety of: Reporter for 11 years with the Belleville News Democrat, Reporter for two years with the St. Louis Business Journal, and three years as Managing Editor at St. Clair County Suburban Journals.

Nila Garba, Epidemiologist, Bioterrorism, St. Louis City Department of Health - Nila Garba graduated with a Bachelor of Art in Biology in 2007. In November of 2014, she joined the St.

Louis County Department of Health as an epidemiologist with a focus in bioterrorism. In this role, she conducts and analyzes daily syndromic surveillance information submitted by local area hospitals and health centers. Before joining St. Louis County, she worked as a research technician with Washington University's School of Medicine assisting in patient-oriented research in the field of hospital epidemiology, specifically factors associated with inappropriately prescribed antibiotics leading to antibiotic resistance. Garba received a Master of Public Health in Behavior Health Education and Epidemiology from St. Louis University's School of Public Health in 2010.

Sonja Ross, Secretary, St. Louis County Department of Health – Sonja Ross has been with the Emergency Preparedness Division of the St. Louis County Department of Health since 2011. She serves as secretary for the St. Louis County Medical Reserve Corp and with the St. Louis Regional Radiological Response Medical Reserve Corp. Sonja has an array of educational trainings on her resume including ICS-300 and ICS-400 as well as Pandemic Planning and Preparedness, Critical Infrastructure Key Resource Awareness, Advanced Critical Infrastructure Protection, and Disaster Preparedness for Hospitals and Healthcare.

St. Louis Area Coalition of Community Organizations Active in Disaster (SLARCC)

Elaina Murray, Manager, Saint Louis University Heartland Center – Elaina Murray has a Bachelor of Science in Neurobiology. Currently, she works with the Heartland Center at Saint Louis University but before joining the team, she served as a project coordinator at Washington University. Elaina has seven years of research experience and six professional publications/presentations on her resume. Her most recent presentation, *Maximizing Retention in an Urban Prospective Cohort Study*, was at the 142nd Annual Public Health Association Annual Meeting this past November. She is currently pursuing her Master in Public Health with an anticipated graduation date of May 2015.

Training and Exercise

Justin Hendee, Planning and Exercise Officer, St. Charles County Division of Emergency Management - Justen Hendee served in the United States Army from 1991-1999 where he obtained the rank of Staff Sergeant. In 1999, he became a sworn (commissioned) police officer in Southern California where he rose to the rank of Sergeant. From 2008-2011, he served as the Emergency Management Director for his jurisdiction. In 2012, he was medically retired from active police service and moved to St. Charles County. In 2013, he was hired by St. Charles County Division of Emergency Management as the Emergency Management Planning and Exercise Officer.

Urban Search and Rescue

Ernie Rhodes, Fire Chief, West County EMS and Fire District - Ernie Rhodes has been in the fire service for 33 years, including 27 as a licensed paramedic. Currently he serves as the Chief of the West County EMS & Fire in Manchester, Missouri. Rhodes previously served as Fire Chief in the City of St. Charles for nine years where he managed 84 personnel and a \$10.5 million dollar budget. Rhodes is a member of Missouri Task Force 1 (FEMA Urban Search and Rescue Team) and FEMA US&R Blue Incident Support Team. He has been an associate instructor at the University of Missouri's Fire & Rescue Training Institute since 1989.

Gary Graf, Jr., Battalion Chief/Training Officer, Pacific Fire Protection District – Before Chief Gary Graf, Jr. became a full time firefighter, he worked as reserve firefighter for six years. In 1994, he became a fulltime firefighter and has worked in the field for 20 years. A graduate of Pacific Senior High, he went on to receive an Associate of Applied Science in Fire Technology from East Central College. Chief Graf has completed coursework in Emergency Medical Technician training and Emergency Medical Technician-Paramedic training. He currently possesses six certifications from the Missouri Division of Fire Safety: Firefighter II, Fire Service Instructor II, Fire Officer II, Fire Investigator, Fire Inspector, and Hazardous Materials Operations.

Michael Arras, Deputy Chief of Special Operations, St. Louis Fire Department –Michael Arras is a 38 year veteran with the St. Louis Fire Department. During that time, he spent 14 years as a member of a rescue squad, seven of those as a firefighter and seven as a Captain. He has also spent over ten years as a Battalion Chief of the Fifth District. Arras has over 20 years of experience in the hazardous materials response and ten as Operation Chief for Hazmat response. With over 15 years of experience as an instructor, he has trained in Technical Rescue, Confined Space, Hazardous Materials, Trench Rescue and Structural Collapse. He is also trained in all levels of Weapons of Mass Destruction response. He has been a member of the Collapse Rescue Committee, and chairman of the Regional Hazmat Response Committee.

Stephen Rinehart, Assistant Chief, Maryland Heights, MO Fire Protection District – Stephen Rinehart has a Bachelor of Science in Fire Science Management as well an Associates in Applied Science, Fire Science Technology. Chief Rinehart is currently responsible for the coordination and training of all district personnel in all areas of emergency service. His areas of instruction include structural fire attack, trench collapse rescues, technical rope rescue, auto, bus, and heavy truck extrication, and confined space rescue among others. In 2001, he received “Chief of the Year” from the State of Missouri’s Firefighters Association of Missouri. He has also received the Medal of Commendation for his work in Joplin, Missouri, The Gold Medal of Valor (2013) and the Medal for Bravery (2014) from The St. Louis County Fire Chiefs Association. To date, Chief Rinehart has more than 15 professional certifications on his resume. He has been a firefighter for 24 years.