

The Pine Tree Search and Rescue (hereinafter referred to as PTSAR) declares itself a volunteer, non-profit, service organization, dedicated to the search and rescue of the populace in the State of Maine and surrounding areas, and shall be governed by the following laws and by-laws.

ARTICLE I - OBJECTIVES

- SECTION 1 PTSAR will assist in all forms of search and or rescue in the State of Maine and surrounding areas, to the best of its abilities within MASAR standards.
- SECTION 2 PTSAR will cooperate with all requesting agencies, pursuant to MASAR standards.
- SECTION 3 PTSAR is organized and operated exclusively for educational and charitable purposes under 501 (C) (3) of the Internal Revenue Code, or the corresponding section of any future tax code.

ARTICLE II - MEMBERSHIP

- SECTION 1 Membership will be open to any resident or non-resident, 18 years of age or older.
- SECTION 2 Membership dues, in an amount determined by the Board of Directors will be submitted at the time of application and paid annually from that date forward. Any member who fails to pay dues for 2 years will be notified by the Secretary that their membership has lapsed and must reapply as a new member.
- SECTION 3 Members who have paid their dues and are not probationary are voting members.
- SECTION 4 Members participation in search and rescue operations will be governed by the classification policies established and approved by the Board of Directors.
- SECTION 5 All new members will be on a probationary status for their first 6 months of membership. Probationary members may not vote or hold an elected office. They shall be evaluated by the Board of Directors at the end of their probationary period to determine their membership classification.
- SECTION 6 If a member's acts are considered to endanger any personnel during a training session or jeopardize the mission, this shall be reported as in Section 9 below. Disciplinary action on such a complaint shall be determined by the Board of Directors.
- SECTION 7 Suspension of member:
1. Any member may be suspended from a mission or training session if that member appears to be under the influence of alcohol and/or drugs, is not properly equipped, performs technical skills in which they have not been trained, or is physically unable to perform the duties required of him or her.

2. Any member may be suspended from PTSAR by decision of the Board of Directors for action contrary to the PTSAR by-laws or violation of local, state or federal laws and or MASAR policies.

SECTION 8 Any member who has failed to meet the requirements stated in the policies issued by the Board of Directors shall be notified in writing that he or she is no longer a member. Membership may be reinstated at probationary level upon decision of the Board of Directors.

SECTION 9 Any member who has a complaint shall submit it in writing to the President, who will forward it to the members of the Board of Directors for consideration. If the complaint involves the President, the complaint should be submitted to another officer (see Article III, Section 4). If the complaint involves a member of the Board of Directors, that member will be excused from Board review of the complaint.

SECTION 10 Under no circumstances will any member publicly discuss any complaint of another PTSAR member, or any confidential PTSAR information.

SECTION 11 PTSAR has begun aligning its membership classification along the general guidelines of the proposed National Incident Management System (NIMS) emergency responder credentialing system. In doing so, the roles of searcher and rescuer have been separated into two groups. Each group has two levels, and all levels build on the training and experience of the one below it in an effort to maximize the overall proficiency of our membership.

When members first join PTSAR they are classified as Trainees and are subject to a probationary period as outlined in the PTSAR by laws. Trainees may be placed on the list of PTSAR members eligible to be called out to for SAR missions before the end of their official probationary period pending approval of the Board of Directors. Trainees are not automatically placed on the call out list after their six month probationary period; in some cases the probationary period may be extended at the discretion of the Board of Directors. Trainees who participate in training and operational missions must do so under the direct supervision of a member approved in a higher classification. In this case, “direct supervision” means the supervisor’s attention is not diverted by other operational responsibilities.

PTSAR members responding to a call-out by the Maine Warden Service who are not certified as a MASAR Search Team Member or greater are not covered by the Maine Warden Service Workman Compensation. PTSAR members who are not Search Team Members or higher have a lower level of insurance through the Maine Warden Service. MASAR does not have insurance. PTSAR Members responding to Maine Warden Service are under the auspices of the Maine Warden Service during call outs.

PTSAR members will receive notifications by PTSAR of Maine Warden Service call outs based on levels of classification, with exceptions as approved by the Board of Directors.

Level 1: Members who have achieved full MASAR certification as a Search Team Member or greater.

Level 2: Members who have completed the online BASAR Test but are not MASAR Certified and have attended at least one meeting with an interview by a board member. (There is a test at the end of the BASAR online course but you are not certified until you complete the MASAR practical day tests.)

Level 3: Members who have started the BASAR on line classes and have attended at least one meeting with an interview by a board member.

Level 4: Members who have an application on file

Level 5: Persons who have expressed an interest in joining.

All members yearly membership fees must be paid and have current First Aid or higher and CPR certificates on file with the Secretary to respond to a call-out.

PTSAR classifies *its non-trainee* members as Operational or Support.

Operational Members are those who wish to be actively involved in the field and who will undertake, and maintain, the training required for an operational level position. **Support Members** are not required to maintain the same level of training or search and rescue skills as Operational Members and do not participate in missions as searchers or as members of a technical rescue team. Support Members may fill important positions in search and rescue logistics including, dispatcher, driver, and fundraiser.

Operational Members are classified as:

- **Search Team Member,**
- **Search Team Leader,**
- **Rescue Team Member, and**
- **Rescue Team Leader.**

Although it is expected that Operational members may acquire skills related to all of the membership classifications through attendance at regular trainings, an Operational member must first complete the requirements for Search Team Member before they can be recognized as a Rescue Team Member.

A PTSAR member at any classification level has specific tasks he or she is allowed to perform. The defining permissible tasks associated with each membership classification are outlined below.

- 1) Rescue Team Leader
 - a) Lead a rescue team in a land rescue in non-urban environments.
 - b) Perform technical rigging and operations within the limits of training.
 - c) Act as a litter attendant.
 - d) Act as the solo rescuer in a pick-off

- e) Perform leadership roles including, but not limited to, Safety Officer, Operations Officer, and Incident Commander for a rescue.
- 2) Rescue Team Member
 - a) Act as a member of a rescue team
 - b) Perform technical rigging and operations within the limits of training.
 - c) Build anchors, the main line, and the belay line.
 - d) Operate the main line, and the belay line.
 - e) Act as edge attendant and steep angle litter bearer.
 - 3) Search Team Leader
 - a) Lead a ground search team.
 - b) Act as navigator for a ground search team or dog team.
 - c) Perform leadership roles including but not limited to Safety Officer, Operations Officer, and Incident Commander for a ground search or non-technical rescue.
 - 4) Search Team Member
 - a) Act as a member of a ground search team.
 - b) Act as a litter bearer in a non-technical environment.

PTSAR REQUIREMENTS FOR TRAINEES, SUPPORT, AND OPERATIONAL MEMBERS

Background

All new and rejoining PTSAR members are automatically classified as Trainees. Trainees may be placed on the PTSAR call out list prior to the end of their probationary period with the approval of the PTSAR Board of Directors. Support Members may fulfill appropriate functional roles on the team without approval from the Board of Directors. For Operational member classifications, a member must meet all of the requirements listed for the position before seeking approval of classification status by the Board of Directors.

Regular attendance at trainings and documentation of skills using a personal log book is the recommended path for maintaining Operational membership classification.

Trainee

- 1) Member of PTSAR
- 2) Actively working to achieve recognition by PTSAR Board of Directors at the Search Team Member or other operational membership classification level.

Support member

- 1) Member of PTSAR
- 2) Familiar with PTSAR bylaws and policies
- 3) Successful completion ICS 100 and the BASAR online test. (There is a test at the end of the BASAR online course but you are not certified until you complete the MASAR practical day tests.)

- 4) Attend PTSAR meetings and trainings in those areas of interest.

Search Team Member

- 1) Completed probationary period
- 2) Meets all requirements of PTSAR for a Search Team Member.
- 3) MASAR certified

Search Team Leader

- 1) Qualified as a PTSAR Search Team Member
- 2) Meets all requirements of PTSAR for a Search Team Leader.
- 3) Meets all MASAR requirements for a Search Team Leader.

Rescue Team Member

- 1) Currently qualified as a PTSAR Search Team Leader or Member
- 2) Meets all requirements of PTSAR for a Rescue Team Member.

Rescue Team Leader

- 1) Currently qualified as a PTSAR Rescue Team Member
- 2) Meets all requirements of PTSAR for a Rescue Team Leader.

ARTICLE III - ELECTED POSITIONS

SECTION 1 Only voting members may fill elected positions in Pine Tree Search and Rescue.

SECTION 2 Election of officers shall take place at the annual meeting each year (see Article VI, Section 3). At the regular business meeting one month before the annual meeting, the membership shall propose nominations for elective offices. At the annual meeting, the floor will be open to nomination of any eligible member.

SECTION 3 Newly elected officers will assume their duties on the first of October of that year, and shall continue in their positions until the following October.

SECTION 4 The elected positions shall be:

President
Vice-president
Secretary
Board Members (Minimum of 3)

1. The President shall:
 - a) Act as the public representative of the group.
 - b) Preside at all regular meetings
 - c) Insure that meetings take place and that goals are accomplished.
 - d) Oversee the entire PTSAR operation and advise and counsel subordinate officers as needed.

- e) Bring relevant ideas, issues, and concerns forward for group response and action.
 - f) Be the deciding vote in case of a tie vote.
 - g) Maintain or cause to be maintained a website for the organization.
2. The Vice-president shall:
- a) Assist the President, and assume the President's duties as needed.
 - b) Be responsible for implementation of training schedules.
 - c) Chair training planning meetings.
 - d) Maintain or cause to be maintained training records for each member.
 - e) Assume the role of President in their absence.
3. The Secretary shall:
- a) Maintain records of membership and minutes of meetings.
 - b) Monitor insurance and liability.
 - c) Prepare and/or maintain memoranda of understanding with the Maine Warden Service, local police departments, and other agencies as necessary.
 - d) Handle group correspondence.
 - e) Insure that files and documents of group actions and activities are kept current.
 - f) Preside as chairperson at Board of Directors meetings.
 - g) Keep the Board of Directors informed of the attendance of members at training activities and meetings to determine membership status.

SECTION 5 The board appointed positions shall be:

Treasurer
Communications Officer
MASAR representative

1. The Treasurer shall:
- a) Maintain accurate records of the financial status of PTSAR.
 - b) Prepare, or have prepared, the required tax forms, audits, etc. required of the group as a non-profit organization.
 - c) Collect annual dues from members and provide the appropriate officers with a current list of those members who have paid their dues.
2. Communications Officer
- a) Dispatch members on SAR missions according to standards established by PTSAR, MASAR and Department of Inland Fisheries, Wardens Service.
3. The MASAR representative shall:
- a) Represent the interests of PTSAR at MASAR meetings.

- b) Keep the PTSAR membership informed of MASAR activities, proposed policies, and standards.

ARTICLE IV - STANDING COMMITTEES

SECTION 1 The standing committees shall be made up of voting members. All standing committees shall meet as needed at their chairperson's discretion, but at least once in a calendar year.

SECTION 2 There shall be three standing committees:

Membership/Publicity
Ways and Means
Training

1. The Membership/Publicity Committee shall be led by the Secretary and:
 - a) Work to increase membership when necessary.
 - b) Have new members complete membership applications.
 - d) Provide the Secretary with a written copy of the addresses and phone numbers of each new member.
 - e) Provide new members with information packets as needed.
 - f) Provide, or designate someone to provide, guidance for new or probationary members at training activities or incidents.
 - g) Write and distribute press releases about PTSAR activities and Publicize regular meetings.

2. The Ways and Means Committee shall be led by the President and:
 - a) Be in charge of raising funds for PTSAR operations.
 - b) Extend gratitude for donations received.

3. The Training Committee shall be led by the Vice President and:
 - a) Plan regular training schedules.
 - b) Notify the membership of upcoming training activities, including the location and type of training planned.
 - c) Inform the Maine Warden Service Search and Rescue Liaison of all Unit Training exercise dedicated to achieving or maintaining MASAR certification for a unit's members by:
 - d) Sending written notice, at least one week in advance to the Maine Warden Service Search and Rescue Liaison (Currently Mike Sawyer), listing:
 - i. The training exercise date;
 - ii. Training exercise topic(s);
 - iii. The instructor(s) name (s)
 - e) Within two weeks of completion of the exercise, sending a report on the training exercise to the Maine Warden Service Search and Rescue Liaison listing:
 - i. The Unit or Unit's involved

- ii. The actual date of the exercise;
- iii. The names of those who actually received training as part of the exercise;
- iv. A brief description of the training provided.

SECTION 3 Other committees may be formed at the direction of the president. These committees shall be made up of voting members, except with the approval of a majority of PTSAR members at a regular meeting.

ARTICLE V – EQUIPMENT, TRAINING, AND EDUCATION FUNDING

SECTION 1 Any equipment acquired through gift or purchase must be of a nature to improve or support the activities or goals of PTSAR. Purchase of equipment shall be governed by the policies established and approved by the Board of Directors. Equipment will be stored at a place designated by the President.

SECTION 2 Background

To improve its overall capabilities, PTSAR may support outside training and education for its members. This policy defines how much PTSAR may pay for such outside training or education, what expenses are covered, how members can seek this support, and what requirements accompany acceptance of this financial aid.

- A. With prior approval of the board PTSAR may reimburse some or all of the cost of tuition, including study material, to any operational or supporting member for training relevant to the activities and goals of PTSAR, subject to a simple majority vote of members present at a regular meeting. .
- B. In the event of special training needs by PTSAR, the membership may vote to reimburse up to 100% of the cost of tuition for special trainings for operational or supporting members. Approval of this special rate will require a two-thirds majority vote of members present at a regular meeting or at a special meeting announced to the membership at large at least two weeks in advance of the vote.
- C. Members who participate in outside training or education during their probationary/Trainee period, as defined in Article II, Section 4, in the PTSAR by laws, may be reimbursed for tuition they paid during probation once they have achieved Search Team Member status. Probationary members anticipating this later reimbursement shall request permission to attend the training at a regular meeting prior to participation in the training.
- D. Each member of PTSAR who has part of their training subsidized by PTSAR will provide one training on that topic for the group within the following year.

SECTION 3 PTSAR EQUIPMENT PURCHASE AND USE POLICY

Background

PTSAR will purchase and maintain a wide range of equipment related to search and rescue operations. Periodically new or replacement equipment must be purchased to maintain team readiness.

- A. Purchase of any equipment in excess of \$200.00 with PTSAR funds must first be approved by a majority of the board of directors. Equipment must be of a nature to improve or support the activities or goals of PTSAR, as defined in its by-laws.
- B. PTSAR equipment will not be loaned to private or commercial parties without the prior approval of a majority of the board of directors. PTSAR equipment will not be available to members for recreational use.

SECTION 4 PTSAR EXPENSE POLICY

Background

PTSAR will have expenses related to government regulations and fees associated with training.

- A. Expense in excess of \$200.00 with PTSAR Funds must first be approved by a majority of the board of directors.

SECTION 5 PATCH POLICY

Background

Upon completion, submittal and approval of a PTSAR membership application and payment of dues two (2) PTSAR patches will be awarded to the new member at the next meeting attended by the new member.

Patches will be displayed on the left shoulder, centered on hats and other prominent location on packs and outerwear worn during a search.

ARTICLE VI - MEETINGS

SECTION 1 Meetings of PTSAR will be held at a time and place established in advance by the board.

SECTION 2 Special meetings may be called by the board. The reason for the special meeting must be stated in advance and no other business may be conducted at that meeting.

SECTION 3 The annual meeting shall take place in September.

SECTION 4 A simple majority of voting members present shall constitute a quorum at any meeting

- SECTION 5 The order of business at the annual meeting will be:
1. Call to order by presiding officer (President)
 - a. Presiding officer will give an overview of the year's activities.
 2. Treasurer will give an accounting of the unit's finances.
 3. Secretary will give a review of suggested by-law changes.
 4. Presiding officer will ask for any old business items to be addressed.
 5. Presiding officer will ask for any new business items to be addressed.

The Membership Committee shall:

1. Review new member's applications

The Ways and Means Committee shall:

1. Present new plans to raise funds for PTSAR operations.

The Training Committee shall:

1. Present upcoming training activities, including the location and type of training planned.

ARTICLE VII - AMENDMENTS

- SECTION 1 This Constitution and these By-laws and policies issued by the Board of Directors, may be altered or amended as required by a majority vote of the voting members at a meeting. One month's notice in writing must be given of any proposed by-law change.

ARTICLE VIII - BOARD OF DIRECTORS

- SECTION 1 The Board of Directors shall be composed of the President, Vice-president, Secretary, and a minimum of 3 members elected from the voting membership.

SECTION 2 The Board of Directors shall:

1. Serve for one year.
2. Establish and maintain written policy directives to clarify and support these By-laws.
2. Provide overall guidance to PTSAR in general policy matters but shall not interfere with normal operations.
3. Meet as needed at the chairman's discretion, but at least once a year.
4. Report to the general membership at the next scheduled meeting following any action.

- SECTION 3 The Board of Directors shall act on all complaints within 30 days of receipt. If the Board determines that a complaint has merit, it shall notify the member of whom

the complaint was made, and the complainant, of the date, time, and place of a review Board meeting where the case will be considered. At that time the Board will hear the member's defense. After due consideration of all evidence, the Board will dismiss, reprimand, or clear the member involved of all charges. A report of the decision will be forwarded to the President.

Any member who has been dismissed or suspended by the Board may demand that their case be brought before the next scheduled membership meeting or a special meeting if requested (if a special meeting is requested, the membership must be notified in writing of the reason for this meeting). The decision of the Board will be upheld or overruled by a two-thirds majority of the voting membership present at that meeting. A quorum at this meeting will be two-thirds of the voting membership.

ARTICLE IX – DISSOLUTION/DISTRIBUTION OF ASSETS

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation, shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose. Such distribution shall be made in accordance with all applicable provisions of the laws of this state.

ARTICLE X – CONTRAVENTION OF LAW

SECTION 1 If any provision or section of these bylaws contravenes the laws or regulations of the United States or of the State of Maine, such provisions shall be superseded by the appropriate provisions of such law or regulations, so long as same is in force and effect. All other provisions or sections of these bylaws shall continue in full force and effect.

SECTION 2 Any provision or section of these bylaws found to be in contravention under Article X, Section 1 may be modified to correct the contravention by a majority vote of the Board of Directors. Any such modifications to these bylaws shall be to the minimum extent required to correct the contravention. Modifications made under this provision shall be communicated to the team membership, by mail, within 10 days, or at the next meeting, if that meeting is within ten days.

Article XI-Definitions

“In writing” includes regular printed mail and or electronic mail. Members are expected to maintain and regularly check a valid email address and immediately notify the Secretary if the email address changes.

Article XII
Conflict of Interest and
Compensation Approval Policies

SECTION 1. Purpose of Conflict of Interest Policy

The purpose of this conflict of interest policy is to protect this tax-exempt corporation's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the corporation or any "disqualified person" as defined in Section 4958(f)(1) of the Internal Revenue Code and as amplified by Section 53.4958-3 of the IRS Regulations and which might result in a possible "excess benefit transaction" as defined in Section 4958(c)(1)(A) of the Internal Revenue Code and as amplified by Section 53.4958 of the IRS Regulations. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

SECTION 2. Definitions

- a. Interested Person. Any director, principal officer, member of a committee with governing board delegated powers, or any other person who is a "disqualified person" as defined in Section 4958(f)(1) of the Internal Revenue Code and as amplified by Section 53.4958-3 of the IRS Regulations, who has a direct or indirect financial interest, as defined below, is an interested person.
- b. Financial Interest. A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:
 1. An ownership or investment interest in any entity with which the corporation has a transaction or arrangement;
 2. A compensation arrangement with the corporation or with any entity or individual with which the corporation has a transaction or arrangement; or
2. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the corporation is negotiating a transaction or arrangement.
3. Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. A financial interest is not necessarily a conflict of interest. Under Section 3, paragraph B, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

SECTION 3. Conflict of Interest Avoidance Procedures

- a. **Duty to Disclose.** In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.
- b. **Determining whether a Conflict of Interest Exists.** After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.
- c. **Procedures for Addressing the Conflict of Interest.** An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

After exercising due diligence, the governing board or committee shall determine whether the corporation can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the corporation's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.
- d. **Violations of the Conflicts of Interest Policy.** If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

SECTION 4. Records of Board and Board Committee Proceedings

The minutes of meetings of the governing board and all committees with board delegated powers shall contain:

- a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine

whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.

- b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

SECTION 5. Compensation Approval Policies

A voting member of the governing board who receives compensation, directly or indirectly, from the corporation for services is precluded from voting on matters pertaining to that member's compensation.

A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the corporation for services is precluded from voting on matters pertaining to that member's compensation.

No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the corporation, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

When approving compensation for directors, officers and employees, contractors, and any other compensation contract or arrangement, in addition to complying with the conflict of interest requirements and policies contained in the preceding and following sections of this article as well as the preceding paragraphs of this section of this article, the board or a duly constituted compensation committee of the board shall also comply with the following additional requirements and procedures:

- a. The terms of compensation shall be approved by the board or compensation committee prior to the first payment of compensation;
- b. All members of the board or compensation committee who approve compensation arrangements must not have a conflict of interest with respect to the compensation arrangement as specified in IRS Regulation Section 53.4958-6(c)(iii), which generally requires that each board member or committee member approving a compensation arrangement between this organization and a "disqualified person" (as defined in Section 4958(f)(1) of the Internal Revenue Code and as amplified by Section 53.4958-3 of the IRS Regulations):
 1. is not the person who is the subject of the compensation arrangement, or a family member of such person;
 2. is not in an employment relationship subject to the direction or control of the person who is the subject of the compensation arrangement;
 3. does not receive compensation or other payments subject to approval by the person who is the subject of the compensation arrangement;
 4. has no material financial interest affected by the compensation arrangement; and

5. does not approve a transaction providing economic benefits to the person who is the subject of the compensation arrangement, who in turn has approved or will approve a transaction providing benefits to the board or committee member.
- c. the board or compensation committee shall obtain and rely upon appropriate data as to comparability prior to approving the terms of compensation. Appropriate data may include the following:
 1. Compensation levels paid by similarly situated organizations, both taxable and tax-exempt, for functionally comparable positions. "Similarly situated" organizations are those of a similar size, purpose, and with similar resources;
 2. the availability of similar services in the geographic area of this organization;
 3. current compensation surveys compiled by independent firms;
 4. actual written offers from similar institutions competing for the services of the person who is the subject of the compensation arrangement;

As allowed by IRS Regulation 4958-6, if this organization has average annual gross receipts (including contributions) for its three prior tax years of less than \$1 million, the board or compensation committee will have obtained and relied upon appropriate data as to comparability if it obtains and relies upon data on compensation paid by three comparable organizations in the same or similar communities for similar services.

- d. the terms of compensation and the basis for approving them shall be recorded in written minutes of the meeting of the board or compensation committee that approved the compensation. Such documentation shall include:
 1. the terms of the compensation arrangement and the date it was approved;
 2. the members of the board or compensation committee who were present during debate on the transaction, those who voted on it, and the votes cast by each board or committee member;
 3. the comparability data obtained and relied upon and how the data was obtained;
 4. If the board or compensation committee determines that reasonable compensation for a specific position in this organization or for providing services under any other compensation arrangement with this organization is higher or lower than the range of comparability data obtained, the board or committee shall record in the minutes of the meeting the basis for its determination;
 5. If the board or committee makes adjustments to comparability data due to geographic area or other specific conditions, these adjustments and the reasons for them shall be recorded in the minutes of the board or committee meeting;
 6. any actions taken with respect to determining if a board or committee member had a conflict of interest with respect to the compensation

arrangement, and if so, actions taken to make sure the member with the conflict of interest did not affect or participate in the approval of the transaction (for example, a notation in the records that after a finding of conflict of interest by a member, the member with the conflict of interest was asked to, and did, leave the meeting prior to a discussion of the compensation arrangement and a taking of the votes to approve the arrangement);

7. The minutes of board or committee meetings at which compensation arrangements are approved must be prepared before the later of the date of the next board or committee meeting or 60 days after the final actions of the board or committee are taken with respect to the approval of the compensation arrangements. The minutes must be reviewed and approved by the board and committee as reasonable, accurate, and complete within a reasonable period thereafter, normally prior to or at the next board or committee meeting following final action on the arrangement by the board or committee.
- 8.

SECTION 6. Annual Statements

Each director, principal officer, and member of a committee with governing board delegated powers shall annually sign a statement, which affirms such person:

- a. has received a copy of the conflicts of interest policy;
- b. has read and understands the policy;
- c. has agreed to comply with the policy; and
- d. understands the corporation is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

SECTION 7. Periodic Reviews

To ensure the corporation operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- a. Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's-length bargaining.
- b. Whether partnerships, joint ventures, and arrangements with management organizations conform to the corporation's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes, and do not result in inurement, impermissible private benefit, or in an excess benefit transaction.

SECTION 8. Use of Outside Experts

When conducting the periodic reviews as provided for in Section 7, the corporation may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

Annual Affirmation of Conflict of Interest Policy

We, the undersigned, are all of the initial directors or incorporators of this corporation, attest that we have received a copy of the conflicts of interest policy. That we have read and understand the policy. That we agree comply with the policy and that we understand the corporation is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Dated: _____

Bryan Courtois, President

James Linscott, Vice President

Lawrence De Hof, Secretary

, Board Member

ADOPTION OF BYLAWS FOR PINE TREE SEARCH AND RESCUE

We, the undersigned, are all of the initial directors and corporates of this corporation, and we consent to, and hereby do, adopt the foregoing bylaws, consisting of 18 pages, as the bylaws of this corporation.

Dated: _____

Bryan Courtois, President

James Linscott, Vice President

Lawrence De Hof, Secretary

, Board Member

, Board Member

, Board Member

, Board Member

, Board Member