NATIONAL ASSOCIATION OF STATE EMS OFFICIALS

BYLAWS

AS OF OCTOBER 9, 2014
REDLINED FOR MEMBERSHIP ACTION APRIL, 21, 2015
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Section I – Membership

State EMS Directors

Shall be limited to the Director of each state, the District of Columbia, and territorial lead Emergency Medical Services (EMS) Agency. For the purposes of this document, the word “state” shall include the District of Columbia and all other U.S. territories. If a question arises regarding the identification of the lead EMS agency or its Director in any state, the Governor of that state shall be requested to make the final designation for purposes of membership in this organization. Only State EMS Directors or their proxy has full voting rights. Voting rights include election of officers, bylaws changes, resolutions, approval of the annual budget and motions and other action during any meetings of the Association at which business is conducted. Absentee voting is allowed. If a member is going to use a proxy, they must notify the NASEMSO Secretary in writing. A proxy may be an individual representing his/her state or another State EMS Director.

State EMS Officials

State EMS personnel named in the annual membership dues invoice or as a replacement made by the state EMS Director in the course of the year. Only members in this category or their proxy have full voting rights within and are eligible to serve as officers of the Councils. Absentee voting is allowed. Voting rights include election officers for councils, and on any business conducted or action taken during meetings of councils and committees.

Associate

Any individuals or federal agencies whose application and dues are current according to the current package of rights, privileges, dues and similar policies of the association. Voting rights include any business conducted or action taken during meetings of committees.

Corporate

Any non-governmental organization whose application and dues are current according to the current package of rights, privileges, dues and similar policies of the association. Voting rights include any business conducted or action taken during meetings of committees.

Section II - Meetings

The National Association of State EMS Officials will meet at least annually, with time allocated each annual meeting for regional meetings. Other meetings shall be on the call of the President or two-thirds (2/3) of the voting members.
Section III - Quorum

A quorum shall consist of ten (10) voting members present not proxied. A quorum can be established in-person or electronically, or some combination thereof. Unless otherwise specified in the constitution or bylaws, a majority of those responding shall decide any issue. Meeting shall be conducted in accordance with Roberts Rules of Order providing these are not inconsistent with the bylaws of the Association. Notice of a meeting and a tentative agenda for the meeting must be distributed to the membership at least thirty (30) days prior to the meeting.

Section IV – Officers and Executive Committee

Qualifications

Only state EMS directors are eligible to serve as Officers of the Association.

Officers & Executive Committee

The Officers of the Association shall be:

- President
- President-Elect
- Secretary
- Treasurer
- Immediate Past President

The Executive Committee is composed of the Officers of the Association and a Member-at-Large; the Executive Committee shares the presidential workload and duties. The Executive Committee is authorized to conduct business of the Association in lieu of the Board. The Member-at-Large is chosen at the first meeting of the Board of Directors from among themselves, following the Annual Business Meeting.

Duties of the President

The President shall represent the Association in a leadership capacity that best advances of interests of NAEMSO and its membership. Among the President’s duties are providing support and direction to committees; representing the Association at various functions and with other organizations; presiding at meetings of the Association and the Board of Directors; authorizing expenditures within budget appropriations approved by the membership; and performing such other duties as required.

Duties of the President-Elect

The President-elect shall assist the President in the above duties. The President-elect shall perform the duties of the President in the absence or disability of that officer and perform other...
duties as required. The President-elect shall also supervise Association liaison and committee
chair assignments, assist the President in ensuring that positions remain filled, and ensure the
timely submission of reports from these bodies.

Duties of the Secretary

The Secretary is responsible for the accuracy of meeting minutes and the Board of Directors
shall approve all minutes with corrections. Association minutes shall include attendees of the
meeting, major discussion points, motions made and votes taken. The Secretary shall prepare
recommended agendas for regional representatives’ use on no less than a quarterly basis.

Duties of the Treasurer

The Treasurer is responsible to the members for verifying the Association’s financial records are
maintained according to generally acceptable accounting principles. Specific tasks include an
annual report to the membership on the fiscal condition of the Association and quarterly finance
reports to the Board of Directors. The Treasurer also chairs the Program Committee.

Terms

The term of office for all officers shall be two (2) years. No officer, except the Secretary and
Treasurer, may serve more than one (1) consecutive term in the same office. The term shall
commence at the end of the meeting at which the election took place. All terms of office shall
terminate at the end of the annual meeting.

Vacancies

If an officer of the Association ceases to be the director of the state EMS lead agency, that
person shall relinquish the office. If this officer is the President, the President-elect shall fill the
remainder of that term. Any other vacancies in the office of President-elect, Secretary or
Treasurer shall be filled by appointment of the Board of Directors until the next meeting of the
membership at which time an election will be held.

Nominations and Elections

• The nominating committee shall submit to the voting members names for each officer
  position. Prior to this submission, the nominating committee shall determine that the
  person to be nominated will accept the nomination.

• Nominations may be made from the floor by voting members.

• Nominees must be voting members.

• Only voting members or proxies present at the meeting shall be eligible to vote in the
election.

• Balloting for uncontested positions shall be by acclamation; balloting for contested
  positions shall be on written ballots designated by the President.

• Election to any office or other position shall require a majority of the votes cast. In the
event no candidate receives a majority of votes, the candidate receiving the lowest number of votes shall be dropped after the first ballot.

• The election of Treasurer, East Regional Representative and West Regional Representative will be held in years ending with odd numbers; the election of President-Elect, Secretary, North Central Regional Representative and South Central Regional Representative will be held in years ending with even numbers.

Section V – Board of Directors

• The membership of the Board of Directors shall consist of the officers of the Association, the Immediate Past President, four (4) Regional Representatives, a Representative of each Council and the Executive Vice President. The Executive Vice President is a non-voting member of the Board appointed by the Board of Directors.
  o Each Regional and Council Representative shall have an alternate, who will participate as a voting member of the Board of Directors in the absence of the Representative
  o The President of the Association shall serve as Chairperson of the Board of Directors.

• The Board of Directors will meet at the call of the President, or at the call of two-thirds (2/3) of the members of the Board. The Board may conduct their business in-person or electronically.

• The Board of Directors shall have authority to conduct the affairs of the Association between regular meetings of the membership. The Board of Directors shall keep minutes of its official actions and the Secretary shall make full report thereof to the membership within thirty (30) days.

• A quorum shall consist of a majority of the Board of Directors.

• The Board proposes annual membership dues levels as part of the budget it presents to the membership.

Section VI – Regions

Composition

Regions shall be composed of the following states and territories:

East

Connecticut, Delaware, Washington, D.C., Maine, Maryland, Massachusetts, New Hampshire, New Jersey, New York, North Carolina, Ohio, Pennsylvania, Rhode Island,
South Carolina, Vermont, Virginia, West Virginia.

**North Central**
Illinois, Indiana, Iowa, Kansas, Kentucky, Michigan, Minnesota, Missouri, Nebraska, North Dakota, South Dakota, and Wisconsin.

**South Central**
Alabama, Arkansas, Florida, Georgia, Louisiana, Mississippi, Oklahoma, Puerto Rico, Tennessee, Texas, and the US Virgin Islands.

**West**

Each region shall elect a Representative and an Alternate Representative from among its voting members to the Association’s Board of Directors at the annual Regional meeting by Association voting members within the region who are in attendance at the meeting. The term of office is two years. In case of a vacancy by the Regional Representative, the Alternate Regional Representative shall fill the remaining term of the Regional Representative. If both positions become vacant, the NASEMSO Executive Director will facilitate a vote of the State EMS Directors in the region to fill vacancies with the State Directors from that Region in-person or electronically. A majority of these votes cast shall determine the winner. The runner-up shall serve as the Alternate Regional Representative.

**Regional Representative Duties:**

Duties of the Regional Representatives shall include:

- Orient new voting members in the region.
- Hold meetings/conference calls at least four times per year.

**Section VII – Councils**

The NASEMSO Board of Directors may create Councils to represent specialized functions within the state emergency medical service office, including but not limited to Data, Education & Professional Standards, Medical Direction, Pediatric Emergency Care, and Trauma.

Each state and territory may have one seat and one alternate seat on each Council, appointed by the state EMS director. Councils elect a chair, chair-elect, and secretary for two (2) year terms. The chair represents the council on the NASEMSO Board of Directors, and the chair-elect will represent the Council on the Board in the absence of the Chair. The Council Chair shall have full voting rights on the Board of Directors but not be eligible to serve as an officer in the Association.
Section VIII – Committees

Standing Committees

The following shall be the Standing Committees of the organization, the Chairs of which shall be appointed by the President. Membership shall be appointed annually and as needed by the President. All categories of membership are eligible to serve on standing committees. The President shall assure that the majority of members on all standing committees are State EMS Official or State EMS Director members of the association. The Chairperson of each standing committee shall be a State EMS Official or State EMS Director and shall communicate the annual work plan of the committee to the Board of Directors for approval.

Operational Standing Committees:

- Nominating Committee
- Constitution/Bylaws/Resolution Committee
- Finance Committee
- Program Committee

Mission-specific Standing Committees:

- Air Medical Committee
- Communications and Technology Committee
- Domestic Preparedness Committee
- Government Information Committee
- Highway Incident and Transportation Systems (HITS) Committee
- Rural EMS Committee

Ad Hoc Committees

The President may create Ad Hoc committees to address short-term interests of the Association and appoint members. The Chairperson shall be a State EMS Official or State EMS Director. Membership on these special/ad hoc committees need not be limited to members of the Association. All standing, ad hoc committees and councils shall report their activities to the Board of Directors.

Section IX – Amendment

These bylaws may be amended by a vote of two-thirds (2/3) of the voting membership present or proxied at a general membership meeting or responding by mail or e-mail prior to the meeting. The intention to amend the bylaws shall be stated in the notice of any such meeting. This notice
shall specify the intended changes and shall be mailed or e-mailed to the membership thirty (30)
days prior to the date of the meeting.

**Section X – Dissolution**

- The Association may be dissolved by a two-thirds (2/3) vote of all voting members.
- All assets shall be distributed to non-profit agencies with similar goals.

(Revised