

NATIONAL ASSOCIATION OF STATE EMS OFFICIALS



BYLAWS

AS OF SEPTEMBER 24, 2016

REDLINED FOR ACTION MARCH 9, 2017

Table of Contents

Section I – Membership 3
A. State EMS Directors 3
B. State EMS Officials 3
C. Associate 3
D. Corporate..... 3
Section II - Meetings..... 3
Section III - Quorum..... 4
Section IV – Officers and Executive Committee 4
A. Qualifications 4
B. Officers & Executive Committee..... 4
C. Duties of the President..... 4
D. Duties of the President-Elect 4
E. Duties of the Secretary 5
F. Duties of the Treasurer..... 5
G. Duties of the Immediate Past President..... 5
H. Terms 5
I. Vacancies 5
J. Nominations and Elections..... 5
Section V – Board of Directors..... 6
Section VI – Regions 6
A. Composition..... 6
East..... 6
Great Lakes 7
South..... 7
Western Plains 7
West..... 7
B. Regional Chair Duties:..... 7
Section VII – Councils 7
Section VIII – Committees 8
A. Standing Committees..... 8
Operational Standing Committees: 8
Mission-specific Standing Committees: 8
B. Ad Hoc Committees 8
Section IX – Amendment 9
Section X – Dissolution..... 9

Deleted: 09-13-2016

1 **Section I – Membership**

2 For the purposes of this document, the word “state” shall include the District of Columbia and all
3 other U.S. Territories.

4 **A. State EMS Directors**

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

14 **B. State EMS Officials**

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

20 **C. Associate**

21 Any individuals whose application and dues are current according to the current package of
22 rights, privileges, dues, and similar policies of the Association. Voting rights include any
23 business conducted or action taken during meetings of Committees.

Deleted: or federal agencies

24 **D. Corporate**

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

28 **Section II - Meetings**

29 The National Association of State EMS Officials will meet at least annually. At the discretion of
30 member States, time will be allocated at each Annual Meeting for regional meetings. Regions
31 may also meet on their own each fall. Other meetings shall be on the call of the President or
32 two-thirds (2/3) of the voting members.

Deleted: , with

Deleted: m

Deleted: 09-13-2016

36 **Section III - Quorum**

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

Deleted: constitution or

43 **Section IV – Officers and Executive Committee**

44 **A. Qualifications**

45 Only State EMS Directors are eligible to serve as Officers of the Association.

46 **B. Officers & Executive Committee**

47 The Officers of the Association shall be:

- 48 • President
- 49 • President-Elect
- 50 • Secretary
- 51 • Treasurer
- 52 • Immediate Past President

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

58 **C. Duties of the President**

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

65 **D. Duties of the President-Elect**

66 The President-elect shall assist the President in the above duties. The President-elect shall
67 perform the duties of the President in the absence or disability of that Officer and perform other
68 duties as required. The President-elect shall also supervise Association liaison and committee

Deleted: 09-13-2016

70 chair assignments, assist the President in ensuring that positions remain filled, and ensure the
71 timely submission of reports from these bodies.

72 **E. Duties of the Secretary**

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

Deleted: Representative

77 **F. Duties of the Treasurer**

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

82 **G. Duties of the Immediate Past President**

83 The Immediate Past President shall chair the Government Information Committee.

84 **H. Terms**

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

89 **I. Vacancies**

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

95 **J. Nominations and Elections**

- 96 1. The Nominating Committee shall submit to the voting members names for each Officer
97 position. Prior to this submission, the Nominating Committee shall determine that the
98 person to be nominated will accept the nomination.
- 99 2. Nominations may be made from the floor by voting members.
- 100 3. Nominees must be voting members.
- 101 4. Only voting members, or proxies present at the meeting, shall be eligible to vote in the
102 election.

Deleted: 09-13-2016

- 104 5. Balloting for uncontested positions shall be by acclimation; balloting for contested
 105 positions shall be on written ballots designated by the President.
- 106 6. Election to any office or other position shall require a majority of the votes cast. In the
 107 event no candidate receives a majority of votes, the candidate receiving the lowest
 108 number of votes shall be dropped after the first ballot.
- 109 7. The election of Treasurer, East Regional ~~Chair~~, and West Regional ~~Chair~~ will be held in
 110 years ending with ~~even~~ numbers; the election of President-elect, Secretary, Great Lakes
 111 Regional ~~Chair~~, Western Plains Regional ~~Chair~~, and South Regional ~~Chair~~ will be held in
 112 years ending with ~~odd~~ numbers.

- Deleted: Representative
- Deleted: Representative
- Deleted: odd
- Deleted: Representative
- Deleted: Representative
- Deleted: Representative
- Deleted: Representative
- Deleted: even

113 **Section V – Board of Directors**

- 114 1. The membership of the Board of Directors shall consist of the Executive Committee, five
 115 (5) Regional ~~Chairs~~, each Council Chair, and the Executive Vice President. The
 116 Executive Vice President is a non-voting member of the Board appointed by the Board of
 117 Directors.
- 118 o Each Regional and Council Chair shall have an Alternate, who will participate as
 119 a voting member of the Board of Directors in the absence of the ~~Chair~~. ~~The Chair-~~
 120 ~~elect will be the Alternate~~ representative to the Board.
 - 121 o The President of the Association shall serve as Chair of the Board of Directors.
- 122 2. The Board of Directors will meet at the call of the President, or at the call of two-thirds
 123 (2/3) of the members of the Board. The Board may conduct their business in-person or
 124 electronically.
- 125 3. The Board of Directors shall have authority to conduct the affairs of the Association
 126 between regular meetings of the membership. The Board of Directors shall keep minutes
 127 of its official actions and the Secretary shall make full report thereof to the membership
 128 within thirty (30) days.
- 129 4. A quorum shall consist of a majority of the Board of Directors.
- 130 5. The Board proposes annual membership dues levels as part of the budget it presents to
 131 the membership.

Deleted: Representatives

- Deleted: Representative
- Deleted: Representative

132 **Section VI – Regions**

133 **A. Composition**

134 Regions shall be composed of the following states and territories:

135 **East**

136 Connecticut, Delaware, Washington, D.C., Maine, Maryland, Massachusetts, New
 137 Hampshire, New Jersey, New York, Pennsylvania, Puerto Rico, Rhode Island, U.S. Virgin

Deleted: 09-13-2016

148 Islands, Vermont, Virginia, and West Virginia.

149 **Great Lakes**

150 Illinois, Indiana, Michigan, Minnesota, Ohio, and Wisconsin.

151 **South**

152 Alabama, Arkansas, Florida, Georgia, Kentucky, Louisiana, Mississippi, New Mexico, North
153 Carolina, Oklahoma, South Carolina, Tennessee, and Texas.

154 **Western Plains**

155 Colorado, Iowa, Kansas, Missouri, Montana, Nebraska, North Dakota, South Dakota, Utah,
156 and Wyoming.

157 **West**

158 Alaska, American Samoa, Arizona, California, Guam, Hawaii, Idaho, Nevada, Northern
159 Mariana Islands, Oregon, and Washington.

160 Each region shall elect a **Chair** and a **Chair-elect** from among its voting members (**State EMS**
161 **Directors only**) to the Association’s Board of Directors at the annual Regional meeting by
162 Association voting members. The term of office is two years. In case of a vacancy by the **Chair**,
163 the **Chair-elect** shall fill the remaining term of the **Chair**. If both positions become vacant, the
164 NASEMSO Executive Director will facilitate a vote of the State EMS Directors in the **Region** to
165 fill vacancies with the State EMS Directors from that Region in-person or electronically. A
166 majority of these votes cast shall determine the winner. The runner-up shall serve as the **Chair-**
167 **elect**.

- Deleted: Representative
- Deleted: n
- Deleted: Alternate Representative
- Deleted: within the region who are in attendance at the meeting.
- Deleted: Regional Representative
- Deleted: Alternate Regional Representative
- Deleted: Regional Representative
- Deleted: r
- Deleted: Alternate Regional Representative
- Deleted: Representative
- Deleted: Representatives

168 **B. Regional Chair Duties:**

169 Duties of the Regional **Chair** shall include:

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

172 **Section VII – Councils**

173 The NASEMSO Board of Directors may create Councils to represent specialized functions
174 within the state EMS office, including but not limited to Data, **Personnel**, **Licensure**, **Health &**
175 **Medical Preparedness**, Medical Direction, Pediatric Emergency Care, and Trauma.

- Deleted: Education & Professional
- Deleted: Standards

176 Each state may have one seat on each Council, appointed by the State EMS Director.

- Deleted: and one alternate seat

177 Councils elect a Chair, Chair-elect, and Secretary for two (2) year terms. The Chair represents
178 the Council on the NASEMSO Board of Directors, and the Chair-elect will represent the Council
179 on the Board in the absence of the Chair. The Council Chair shall have full voting rights on the
180 Board of Directors but not be eligible to serve as an Officer in the Association. The Officers of

- Deleted: 09-13-2016

196 the Council include the Chair, Chair-elect, Secretary, and Immediate Past Chair.

197 Section VIII – Committees

198 All Standing Committees, Ad Hoc Committees, and Councils shall report their activities to the
199 Board of Directors.

200 A. Standing Committees

201 The following shall be the Standing Committees of the organization, the Chairs of which shall be
202 appointed by the President. Membership shall be appointed annually ~~or~~ as needed by the
203 President. All categories of membership are eligible to serve on Standing Committees. The
204 President shall assure that the majority of members on all Standing Committees are State EMS
205 Official or State EMS Director members of the Association. The Chair of each Standing
206 Committee shall be a State EMS Official or State EMS Director and shall communicate the
207 annual work plan of the Committee to the Board of Directors for approval.

Deleted: and

208 *Operational Standing Committees:*

- 209 • Nominating Committee
- 210 • Constitution/Bylaws/Resolution Committee
- 211 • Finance Committee
- 212 • Program Committee

213 *Mission-specific Standing Committees:*

- 214 • Air Medical Committee
- 215 • Communications and Technology Committee
- 216 • ~~Education~~
- 217 • ~~Emerging Systems of Care~~
- 218 • Government Information Committee
- 219 • Highway Incident and Transportation Systems (HITS) Committee
- 220 • Rural EMS Committee

Deleted: <#>Domestic Preparedness Committee -

221 B. Ad Hoc Committees

222 The President may create Ad Hoc Committees to address short-term interests of the Association
223 and appoint members. The Chair shall be a State EMS Official or State EMS Director.
224 Membership on Ad Hoc Committees need not be limited to members of the Association.

Deleted: 09-13-2016

227 **Section IX – Amendment**

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

233 **Section X – Dissolution**

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

Deleted: 09-13-2016