

**ARTICLES OF INCORPORATION  
OF THE  
NATIONAL ASSOCIATION OF STATE EMERGENCY MEDICAL SERVICES  
OFFICIALS**

**a Virginia Non-Stock, Not-For-Profit Corporation**

The undersigned, pursuant to Chapter 10 of Title 13.1 of the Code of Virginia, states as follows:

1) The name of the corporation is the **National Association of State Emergency Medical Services Officials** (hereinafter “corporation”). The corporation is a non-stock, non-profit corporation.

2) The corporation shall have one or more classes of members with such designations, qualifications and rights as set forth in the bylaws.

3) The directors shall be elected by the members as set forth in the bylaws.

4) The number of directors constituting the initial Board of Directors is (22). The names, addresses, including street, number or post office box and zip codes of the persons who will serve as initial directors until their successors are appointed and qualified are:

Jim DeTienne  
P.O. Box 202951  
Helena, MT 59620

Paul Patrick  
Box 142004  
288 N. 1460 West  
Salt Lake City, UT 84114

Dennis Blair  
P.O. Box 303017  
Montgomery, AL 36130

Gary Brown  
1041 Technology Drive  
Glen Allen, VA 23059

Dean Cole  
P.O. Box 95026  
Lincoln, NE 68509

Steve Sutton  
900 SW Jackson  
Landon State Office Building, Room 1031  
Topeka, KS 66612

R. Keith Wages  
2600 Skyland Drive, Lower Level  
Atlanta, GA 30319

Alisa Williams  
P.O. Box 1700  
Jackson, MS 39215

Joe Schmider  
7<sup>th</sup> and Forster Streets #1032  
Health and Welfare Building  
Harrisburg, PA 17120

Karen Halupke, RN  
P.O. Box 360  
Trenton, NJ 08625

Kyle Thornton  
1301 Siler Road, Building F  
Santa Fe, NM 87507

Patrick S. Irwin  
4150 Technology Way Suite 101  
Carson City, NV 89706

Joe Moreland  
900 SW Jackson Room 1031  
Topeka, KS 66612

Paul Sharpe  
1041 Technology Park Drive  
Glen Allen, VA 23059

Brett Hart  
Mail Code 1979 P.O. Box 149347  
Austin, TX 78714

Bill Young  
300 North Main Street  
Versailles, KY 40383

Joe A. Nelson, DO  
9748 Sago Point Drive  
Seminole, FL 33777

Peter Taillac, MD  
P.O. Box 142004  
Salt Lake City, UT 84114

David P. Edwards  
1041 Technology Park Drive  
Glen Allen, VA 23059

Rob Seesholtz  
227 French Landing #303  
Heritage Place, Metro Center  
Nashville, TN 37243

Jennie Nemecek, RN  
P.O. Box 202951  
Helena, MT 59620

Randy Kuykendall  
4300 Cherry Creek Drive, South  
CDPHE, A2  
Denver, CO 80246

5) There shall be a Board of Directors composed of not less than three (3) and not more than twenty-seven (27) directors. The manner of election of directors and their terms of office are set forth in the bylaws of the corporation.

6) A. The name of the corporation's initial registered agent is **Robert J. Weil**.

B. The initial registered agent is an individual who is a resident of Fairfax County, Virginia and a member of the Virginia State Bar.

7) A. The corporation's initial registered office address which is the business address of the initial registered agent is: 11154 Tattersall Trail, Oakton, VA. 22124.

B. The registered office is physically located in the County of Fairfax.

8) The corporation is organized exclusively for charitable, religious, educational, and /or for scientific purposes under Section 501(c)(3) of the Internal Revenue Code, as amended. The charitable, educational and research purposes for which the corporation is organized are:

a) to plan for and to promote the orderly development of EMS systems across the nation;

b) to develop broad policies in order to ease interstate cooperation in the areas of patient transfer, communication and reciprocity of personnel;

c) to promote uniform quality of care for critically ill and injured patients by developing and maintaining national standards and criteria;

d) to provide a forum for the purpose of exchanging information and discussing problems.

e) to provide continuing educational opportunities for the membership, as well as for other interested parties;

f) to insure continued support for the ongoing development of emergency medical services systems, by working with state and national government agencies, professional organizations and other interested parties;

g) to encourage appropriate research and evaluation of EMS systems;

h) to disseminate pertinent information to membership and to the public;

i) to promote the development of a permanent constituency for EMS;

j) to provide a liaison with appropriate organizations;

k) to carry on such other activities as shall be consistent with the corporation's

501(c)(3) non-profit purposes and as conferred upon non-profit corporations by the Commonwealth of Virginia;

In furtherance of the charitable purposes of the corporation, it is authorized to receive and maintain a fund or funds, to invest and reinvest such fund or funds and to apply the income and principal of any funds received by it to the advancement of the non-profit goals of the organization set forth herein.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof.

No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code, as amended, or the corresponding provision of any prior or future federal tax code, or (b) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, as amended, or the corresponding provision of any prior or future federal tax code.

9) The Board of Directors shall have supervision, control and direction of the affairs of the corporation, shall determine its policies within the limit of these articles and the bylaws of the corporation, shall actively pursue its objectives, and shall have discretion in the solicitation

and distribution of its funds. It may adopt such rules and regulations for the conduct of its business as shall be deemed advisable and may, in the exercise of its powers, appoint such agents as it may consider necessary.

All property of this corporation, and accumulations thereof, shall be held and administered to effectuate its charitable non-profit purposes.

In the event of dissolution of the corporation, the assets of the corporation shall be distributed to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code, as amended, or the corresponding sections of any prior or future federal tax code, or to the federal government, or to a state or local government, exclusively for public purpose.

10) The names and addresses, including street, number and zip code, of the incorporators are:

Robert J. Weil  
11154 Tattersall Trail  
Oakton, Virginia 22124

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Robert J. Weil  
(703) 934 2036

June \_\_\_\_, 2013