

NATIONAL ASSOCIATION OF STATE EMS OFFICIALS



BYLAWS
AS OF MAY 16, 2019

Table of Contents

Section I – Membership	2
A. State EMS Directors	2
B. State EMS Officials.....	2
C. Associate.....	2
D. Corporate	2
Section II - Meetings.....	3
Section III - Quorum.....	3
Section IV – Officers and Executive Committee.....	3
A. Qualifications.....	3
B. Officers & Executive Committee	3
C. Duties of the President.....	3
D. Duties of the President-Elect	4
E. Duties of the Secretary	4
F. Duties of the Treasurer.....	4
G. Duties of the Immediate Past President.....	4
H. Terms.....	4
I. Vacancies.....	4
J. Nominations and Elections.....	5
Section V – Board of Directors.....	5
Section VI – Regions	6
A. Composition	6
B. Regional Chair Duties:.....	6
Section VII – Councils.....	6
Section VIII – Committees	7
A. Standing Committees.....	7
B. Ad Hoc Committees	8
Section IX – Amendment.....	8
Section X – Dissolution.....	8

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

17 **B. State EMS Officials**

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

23 **C. Associate**

24 Any individuals whose application and dues are current according to the current package of
25 rights, privileges, dues, and similar policies of the Association. Voting rights include any
26 business conducted or action taken during meetings of Committees that do not constitute a
27 conflict of interest as described in the NASEMSO Policy and Procedures Manual.

28 **D. Corporate**

29 Any non-governmental organization whose application and dues are current according to the
30 current package of rights, privileges, dues and similar policies of the Association. Voting rights
31 include any business conducted or action taken during meetings of Committees that do not
32 constitute a conflict of interest as described in the NASEMSO Policies and Procedures Manual.

33 **Section II - Meetings**

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

38 **Section III - Quorum**

39 A quorum shall consist of 25% or fourteen (14) voting members present not proxied at the
40 Annual Meeting. A quorum can be established in-person or electronically, or some combination
41 thereof. Unless otherwise specified in the bylaws, a majority of those responding shall decide
42 any issue. Meetings shall be conducted in accordance with Roberts Rules of Order providing
43 these are not inconsistent with the bylaws of the Association. Notice of an in-person meeting and
44 a tentative agenda for the meeting must be distributed to the membership at least thirty (30) days
45 prior to the meeting.

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

47 **A. Qualifications**

48 Officers of the Association must be state EMS directors except for the Immediate Past President.

49 **B. Officers & Executive Committee**

50 The Officers of the Association shall be:

- 51 • President
- 52 • President-Elect
- 53 • Secretary
- 54 • Treasurer
- 55 • Immediate Past President

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

61 **C. Duties of the President**

62 The President shall represent the Association in a leadership capacity that best advances of
63 interests of NASEMSO and its membership. Among the President's duties are providing support
64 and direction to Committees and Councils; representing the Association at various functions and

65 with other organizations; presiding at meetings of the Association and the Board of Directors;
66 authorizing expenditures within budget appropriations approved by the membership; and
67 performing such other duties as required.

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

69 The President-elect shall assist the President in the above duties. The President-elect shall
70 perform the duties of the President in the absence or disability of that Officer and perform other
71 duties as required. The President-elect shall also supervise Association liaison and committee
72 chair assignments, assist the President in ensuring that positions remain filled, and ensure the
73 timely submission of reports from these bodies. The President-Elect shall succeed to the office of
74 President at the conclusion of the term.

75 **E. Duties of the Secretary**

76 The Secretary is responsible for the accuracy of meeting minutes and the Board of Directors
77 shall approve all minutes with corrections. Association minutes shall include attendees of the
78 meeting, major discussion points, motions made, and votes taken. The Secretary shall suggest
79 recommended agenda items for Regional Chair use on no less than a quarterly basis.

80 **F. Duties of the Treasurer**

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

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

87 The Immediate Past President shall advise on Association matters as appropriate and may fill a
88 specific Council or Committee role as appointed by the President.

89 **H. Terms**

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

94 **I. Vacancies**

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

100 **J. Nominations and Elections**

- 101 1. The Nominating Committee shall submit to the voting members names for each Officer
102 position. Prior to this submission, the Nominating Committee shall determine that the
103 person to be nominated will accept the nomination.
- 104 2. Nominations may be made from the floor by voting members.
- 105 3. Nominees must be voting members.
- 106 4. Only voting members, or proxies present at the meeting, shall be eligible to vote in the
107 election.
- 108 5. Balloting for uncontested positions shall be by acclamation; balloting for contested
109 positions shall be on written ballots designated by the President.
- 110 6. Election to any office or other position shall require a majority of the votes cast. In the
111 event no candidate receives a majority of votes, the candidate receiving the lowest
112 number of votes shall be dropped after the first ballot.
- 113 7. The election of Treasurer, East Regional Chair, and West Regional Chair will be held in
114 years ending with even numbers; the election of President-elect, Secretary, Great Lakes
115 Regional Chair, Western Plains Regional Chair, and South Regional Chair will be held in
116 years ending with odd numbers.

117 **Section V – Board of Directors**

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

136 **Section VI – Regions**

137 **A. Composition**

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

139 ***East***

140 Connecticut, Delaware, Washington, D.C., Maine, Maryland, Massachusetts, New
141 Hampshire, New Jersey, New York, Pennsylvania, Puerto Rico, Rhode Island, U.S. Virgin
142 Islands, Vermont, Virginia, and West Virginia.

143 ***Great Lakes***

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

145 ***South***

146 Alabama, Arkansas, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina,
147 Oklahoma, South Carolina, Tennessee, and Texas.

148 ***Western Plains***

149 Colorado, Iowa, Kansas, Missouri, Montana, Nebraska, New Mexico, North Dakota, South
150 Dakota, Utah, and Wyoming.

151 ***West***

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

154 Each region shall elect a Chair and a Vice Chair from among its voting members (State EMS
155 Directors only) to the Association’s Board of Directors at the annual Regional meeting by
156 Association voting members. The term of office is two years. In case of a vacancy by the Chair,
157 the Vice Chair shall fill the remaining term of the Chair. If both positions become vacant, the
158 NASEMSO Executive Director will facilitate a vote of the State EMS Directors in the Region to
159 fill vacancies with the State EMS Directors from that Region in-person or electronically. A
160 majority of these votes cast shall determine the winner. The runner-up shall serve as the Vice
161 Chair. The term shall commence at the end of the meeting at which the election took place.

162 **B. Regional Chair Duties:**

163 Duties of the Regional Chair shall include:

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

166 **Section VII – Councils**

167 The NASEMSO Board of Directors may create Councils to represent specialized functions
168 within the state EMS office, including but not limited to Data, Personnel Licensure, Health &

169 Medical Preparedness, Medical Direction, Pediatric Emergency Care, and Trauma.
170 Each state may have one voting position on each Council, appointed by the State EMS Director.
171 Councils elect a Chair, Chair-elect, and Secretary for two (2) year terms. The Chair represents
172 the Council on the NASEMSO Board of Directors, and the Chair-elect will represent the Council
173 on the Board in the absence of the Chair. The Council Chair shall have full voting rights on the
174 Board of Directors but not be eligible to serve as an Officer in the Association. The Officers of
175 the Council include the Chair, Chair-elect, Secretary, and Immediate Past Chair. The Chair of
176 each Council shall communicate the annual work plan of the Council to the Board of Directors
177 for approval.

178 **Section VIII – Committees**

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

181 **A. Standing Committees**

182 The following shall be the Standing Committees of the organization, the Chairs of which shall be
183 appointed by the President. Membership shall be reviewed annually or as needed by the
184 President. All categories of membership are eligible to serve on Standing Committees. The
185 President shall assure that the majority of members on all Standing Committees are State EMS
186 Official or State EMS Director members of the Association. The Chair of each Standing
187 Committee shall be a State EMS Official or State EMS Director and shall communicate the
188 annual work plan of the Committee to the Board of Directors for approval.

189 ***Operational Standing Committees:***

- 190 • Nominating Committee
- 191 • Constitution/Bylaws/Resolution Committee
- 192 • Finance Committee
- 193 • Program Committee

194 ***Mission-specific Standing Committees:***

- 195 • Agency and Vehicle Licensure
- 196 • Air Medical Committee
- 197 • Communications and Technology Committee
- 198 • Education
- 199 • Mobile Integrated Health/Community Paramedicine
- 200 • Systems of Specialty Care
- 201 • Highway Incident and Transportation Systems (HITS) Committee

- 202 • Rural EMS Committee
- 203 • Safe Transport of Children

204 **B. Ad Hoc Committees**

205 The President may create Ad Hoc Committees to address short-term interests of the Association.
206 The Chair shall be a State EMS Official or State EMS Director. The Chair of the Ad Hoc
207 Committee shall communicate the annual work plan of the Committee to the Board of Directors
208 for approval. The duration of Ad Hoc Committees should not exceed two (2) years unless
209 extended by the Board of Directors. Membership on Ad Hoc Committees is limited to members
210 of the Association.

211 **Section IX – Policies and Procedures**

212 The NASEMSO Policy and Procedures Manual shall be approved by the Board of Directors and
213 serve as the official policies and procedures for the association.

214 **Section X – Amendment**

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

220 **Section XI – Dissolution**

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