

NATIONAL ASSOCIATION OF STATE EMS OFFICIALS



BYLAWS

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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 make
11 the final designation for purposes of membership in this organization. Only state EMS directors
12 or their proxy has full voting rights. Voting rights include election of officers, bylaws changes,
13 resolutions, approval of the annual budget, and motions and other action during any meetings of
14 the Association at which business is conducted. Absentee voting is allowed. If a member is going
15 to use a proxy, they must notify the NASEMSO secretary in writing. A proxy may be an
16 individual representing their 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 **E. Project Investment**

34 Any state governmental agency that contributes funds for a specific NASEMSO-driven project,
35 at or above the current Corporate-level membership. Voting rights include any business
36 conducted or action taken during meetings of the germane committee that do not constitute a
37 conflict of interest as described in the NASEMSO Policies and Procedures Manual.

38 **Section II - Meetings**

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

43 **Section III - Quorum**

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

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

52 **A. Qualifications**

53 Officers of the Association must be state EMS directors, except for the immediate past president.

54 **B. Officers & Executive Committee**

55 The officers of the Association shall be:

- 56 • President
- 57 • President-Elect
- 58 • Secretary
- 59 • Treasurer
- 60 • Immediate Past President

61 The Executive Committee is composed of the officers of the Association and a member-at-large;
62 the Executive Committee shares the presidential workload and duties. The Executive Committee
63 is authorized to conduct business of the Association in lieu of the Board of Directors. The

64 Member-at-Large is chosen at the first meeting of the Board of Directors from among
65 themselves, following the Annual Business Meeting.

66 **C. Duties of the President**

67 The president shall represent the Association in a leadership capacity that best advances of
68 interests of NASEMSO and its membership. Among the president's duties are providing support
69 and direction to committees and councils; representing the Association at various functions and
70 with other organizations; presiding at meetings of the Association and the Board of Directors;
71 authorizing expenditures within budget appropriations approved by the membership; and
72 performing such other duties as required.

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

74 The president-elect shall assist the president in the above duties. The president-elect shall
75 perform the duties of the president in the absence or disability of that officer and perform other
76 duties as required. The president-elect shall also supervise Association liaison and committee
77 chair assignments, assist the president in ensuring that positions remain filled, and ensure the
78 timely submission of reports from these bodies. The president-Elect shall succeed to the office of
79 president at the conclusion of the term.

80 **E. Duties of the Secretary**

81 The secretary is responsible for the accuracy of meeting minutes and the Board of Directors shall
82 approve all minutes with corrections. Association minutes shall include attendees of the meeting,
83 major discussion points, motions made, and votes taken. The secretary shall suggest
84 recommended agenda items for regional chair use on no less than a quarterly basis.

85 **F. Duties of the Treasurer**

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

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

92 The immediate past president shall advise on Association matters as appropriate and may fill a
93 specific council or committee role as appointed by the president.

94 **H. Terms**

95 The term of office for all officers shall be two (2) years. No officer, except the secretary and
96 Treasurer, may serve more than one (1) consecutive term in the same office. The term shall

97 commence at the end of the meeting at which the election took place. All terms of office shall
98 terminate at the end of the annual meeting.

99 **I. Vacancies**

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

105 **J. Nominations and Elections**

- 106 1. The Nominating Committee shall submit to the voting members names for each officer
107 position. Prior to this submission, the Nominating Committee shall determine that the
108 person to be nominated will accept the nomination.
- 109 2. Nominations may be made from the floor by voting members.
- 110 3. Nominees must be voting members.
- 111 4. Only voting members, or proxies present at the meeting, shall be eligible to vote in the
112 election.
- 113 5. Balloting for uncontested positions shall be by acclamation; balloting for contested
114 positions shall be on written ballots designated by the president.
- 115 6. Election to any office or other position shall require a majority of the votes cast. In the
116 event no candidate receives a majority of votes, the candidate receiving the lowest
117 number of votes shall be dropped after the first ballot.
- 118 7. The election of treasurer, east regional chair, and west regional chair will be held in years
119 ending with even numbers; the election of president-elect, secretary, Great Lakes regional
120 chair, western Plains regional chair, and south regional chair will be held in years ending
121 with odd numbers.

122 **Section V – Board of Directors**

- 123 1. The membership of the Board of Directors shall consist of the Executive Committee, five
124 (5) regional chairs, each council chair, and Management Counsel. The Management
125 Counsel is a non-voting member of the Board appointed by the Board of Directors.
 - 126 ○ Each regional chair shall have a vice-chair and each council chair shall have an
127 alternate, who will participate as a voting member of the Board of Directors in the
128 absence of the chair. The vice-chair will be the alternate representative to the
129 Board.
 - 130 ○ The president of the Association shall serve as chair of the Board of Directors.

- 131 2. The Board of Directors will meet at the call of the president, or at the call of two-thirds
132 (2/3) of the members of the Board. The Board may conduct their business in-person or
133 electronically.
- 134 3. The Board of Directors shall have authority to conduct the affairs of the Association
135 between regular meetings of the membership. The Board of Directors shall keep minutes
136 of its official actions and the secretary shall make full report thereof to the membership
137 within thirty (30) days.
- 138 4. A quorum shall consist of a majority of the Board of Directors.
- 139 5. The Board proposes annual membership dues levels as part of the budget it presents to
140 the membership.

141 **Section VI – Regions**

142 **A. Composition**

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

144 *East*

145 Connecticut, Delaware, Washington, D.C., Maine, Maryland, Massachusetts, New
146 Hampshire, New Jersey, New York, Pennsylvania, Rhode Island, Vermont, and West
147 Virginia.

148 *Great Lakes*

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

150 *South*

151 Alabama, Arkansas, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina,
152 Oklahoma, Puerto Rico, South Carolina, Tennessee, Texas, U.S. Virgin Islands, and Virginia.

153 *Western Plains*

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

156 *West*

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

159 Each region shall elect a chair and a vice-chair from among its voting members (state EMS
160 directors only) to the Association’s Board of Directors at the annual regional meeting by
161 Association voting members. The term of office is two years. In case of a vacancy by the chair,
162 the vice-chair shall fill the remaining term of the chair. If both positions become vacant, the
163 NASEMSO Executive Director will facilitate a vote of the state EMS directors in the region to
164 fill vacancies with the state EMS directors from that region in-person or electronically. A

165 majority of these votes cast shall determine the winner. The runner-up shall serve as the vice-
166 chair. The term shall commence at the end of the meeting at which the election took place.

167 **B. Regional Chair Duties:**

168 Duties of the regional chair shall include:

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

171 **Section VII – Councils**

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

176 Each state may have one voting position on each council, appointed by the state EMS director.

177 Councils elect a chair, chair-elect, and secretary for two (2) year terms. The chair represents the
178 council on the NASEMSO Board of Directors, and the chair-elect will represent the council on
179 the Board in the absence of the chair. The council chair shall have full voting rights on the Board
180 of Directors but not be eligible to serve as an officer in the Association. The officers of the
181 council include the chair, chair-elect, secretary, and immediate past chair. The chair of each
182 council shall communicate the annual work plan of the council to the Board of Directors for
183 approval.

184 **Section VIII – Committees**

185 All standing and ad hoc committees shall report their activities to the Board of Directors.

186 **A. Standing Committees**

187 The following shall be the standing committees of the organization, the chairs of which shall be
188 appointed by the president. Membership shall be reviewed annually or as needed by the
189 president. All categories of membership are eligible to serve on standing committees. The
190 president shall assure that the majority of members on all standing committees are state EMS
191 Official or state EMS director members of the Association. The chair of each standing committee
192 shall be a state EMS official or state EMS director and shall communicate the annual work plan
193 of the committee to the Board of Directors for approval.

194 ***Operational Standing Committees:***

- 195 • Nominating Committee
- 196 • Constitution/Bylaws/Resolution Committee

- 197 • Finance Committee
- 198 • Program Committee

199 ***Mission-specific Standing Committees:***

- 200 • Agency and Vehicle Licensure
- 201 • Air Medical Committee
- 202 • Communications and Technology Committee
- 203 • Mobile Integrated Health/Community Paramedicine
- 204 • Education
- 205 • Systems of Specialty Care
- 206 • Highway Incident and Transportation (HITS) Systems Committee
- 207 • Rural EMS Committee
- 208 • Safe Transport of Children

209 **B. Ad Hoc Committees**

210 The president may create ad hoc committees to address short-term interests of the Association.
211 The chair shall be a state EMS official or state EMS director. The chair of the ad hoc committee
212 shall communicate the annual work plan of the committee to the Board of Directors for approval.
213 The duration of ad hoc committees should not exceed two (2) years unless extended by the Board
214 of Directors. Membership on ad hoc committees is limited to members of the Association.

215 **Section IX – Policies and Procedures**

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

218 **Section X – Amendment**

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

224 **Section XI – Dissolution**

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