

Manitowoc County Emergency Medical Services Association

Bylaws

Purpose:

To promote and advance the delivery of emergency medical care and to promote and advance the professionalism of those persons who provide emergency medical care in Manitowoc County.

To serve as a channel of communication with local, county, regional and state governmental agencies involved with delivery of emergency medical care and with related professional and business organizations and groups concerned with the delivery of emergency medical care in Manitowoc County.

To promote and provide professional and public education and information related to emergency medical care providers of Manitowoc County.

To promote development and maintenance of the high code of ethical standards among those who provide emergency medical care in Manitowoc County.

To promote the development of harmony and spirit fellowship among persons who are dedicated to the cause of saving lives and aiding the sick injured.

Article 1:

Section One: Place of Meeting

Each EMS member organization shall share equally in hosting bimonthly meeting. Location of meeting shall be determined by rotating all EMS organizations according to an alphabetical list.

Section Two: Bimonthly Meetings

The bimonthly meeting of the member organizations shall be held on the fourth Wednesday in odd numbered months. It shall be the duty of the secretary to give three days notice of such meetings to each member organization at the address or email as appears on the records of the association, but failure to give notice shall not affect the validity of such meeting or proceedings thereat. At such meeting, any business may be transacted not requiring a special notice.

Section Three: Meetings

Special meetings of the members or officers may be held upon call by the secretary when directed by the president, or upon direction in writing of a majority of the member organizations

of said association. The secretary shall give five days notice of such meeting as specified in the preceding section, save that such notice shall, in the addition specify the purpose of such meeting.

Section Four: Membership Fee

The membership fee of \$50.00 annually per department due March 1st for the ensuing year is a minimum fee. The officers shall be empowered to raise or lower this fee at their discretion, but to be no higher than \$100.00

Section Five: Quorum

Presence at any meeting of one-half of the member EMS organizations shall constitute a quorum for the transaction of all business excepting the amendment of the articles of organization or these by-laws or the expelling or election of members of the association as provided in said articles, but less than a quorum meeting at any time pursuant to notice shall have the power to adjourn from time to time until a quorum shall be present.

Section Six:

The president or, in his/her absence, the vice-president, shall preside at meetings of the members, and the secretary shall act as secretary thereof, but should such officers not be present, the functions of the president and secretary may be performed by any members present. The members so assuming such offices shall be chosen by those in attendance.

Section Seven: Voting

Each member department shall have one vote, said vote to be cast by designated representatives of each organization. Issues requiring a vote will be discussed at one meeting and the vote will be cast at the following meeting.

Article Two:

Section One: General Officers

The vice-president will fill the presidency at the end of a two year term beginning at the start of the fiscal year. The vice-president, secretary, and the treasurer shall be elected by the membership organizations. The president and vice-president shall hold office for TWO years and the secretary and treasurer for two years or until a successor is elected and qualified. A vice-president and a treasurer shall be elected on the odd years. A secretary will be elected in the even number years.

Should an officer whose term does not expire be elected to a new office such as secretary to vice-president, or the like, an officer will be elected to serve the un-expired term of the vacated office only. All officers shall be elected upon the following procedure:

- a. The president shall designate a nominating committee.
- b. Such nominating committee shall draw a slate of candidates for the vacancies to be filled.
- c. Such slate of candidates plus any additional candidates nominated by the membership shall be balloted upon in the usual manner.

Section Two: Duties of the President

The president is the chief executive officer of the association, charged with its general supervision and management, with the execution of contracts, deeds, leases, conveyances, and instruments generally on behalf of the association and such other duties as may from time to time be prescribed by these bylaws or delegated to him/her by the association.

Section Three: Vice-president

The vice-president shall discharge the duties of the president in his/her absence or disability and, in addition, such other duties as from time to time may be prescribed by these bylaws or delegated to him/her by the president.

Section Four: Secretary

The secretary shall keep a complete and permanent record of membership of said association and all proceedings of meetings. He/she shall, in addition, have general charge of the books of the association, shall countersign and seal with the seal of the association, if any, all instruments on behalf of the association, shall attend to the giving of notices of meetings of the members, and shall, in addition, perform all such duties as may from time to time be imposed upon him/her by these bylaws, or delegated to him/her by the president.

Section Five: Treasurer

The treasurer shall be the fiscal and disbursing agent of the association. He/she shall keep and account for all moneys, credits and property, shall make and endorse checks and evidences of indebtedness, shall deposit funds coming into his/her possession in such depositories as may from time be designated, and shall, in addition, perform such duties as may from time to time be vested in him/her by these bylaws or delegated to him/her by the president. He/she shall also give an accounting at the bimonthly meeting and regularly open the books for review by the finance committee.

Section Six: Absence or Disability

In case of the absence or disability of any general officer of the association, the association may delegate his/her duties to one of the other officers or to a member until the return or recovery of the absent or disabled officer.

Article Three:

Section One: Membership

The association shall be composed of volunteer and paid emergency medical service providers serving in Manitowoc County. Voting members shall consist of one representative from each of the EMS organizations.

Section Two: Powers

The officers of the association shall have the power, in addition to all others lawfully vested in them, to establish any office necessary for carrying on the purpose of the Association.

Section Three: Resignation of Officers

An officer may resign at any time by filing a written resignation with the association, said resignation shall be effective from the filing thereof, unless a later date be affixed by its terms.

Section Four: Removal of Officers

The members, at a special meeting called for that purpose, may remove from office any or all of the officers by the affirmative vote of a two-thirds majority of the voting members.

Section Five: Filling Vacancies

Any vacancies created in any manner shall be filled by election by the association to serve unexpired term, provided that if the presidency shall become vacant, the vice-president shall assume that office and a vice-president shall be elected.

Article Four:

Section One: Committees

The association shall appoint the following committees. Such additional members as shall be deemed necessary may be appointed to serve on the named committees.

- a. Training and education committee to oversee all training activities, suggest or arrange educational activities and assist as needed.
- b. Finance committee to oversee all financial activities of the association and to audit all accounts of the officers of the association.
- c. Standing committees shall be structured from time to time to address specific needs of the association.

Article Five:

Section One: Funds

Any disbursements of funds of this organization shall require the approval of a majority of the voting members in advance.

Section Two: Debt

No member or officer shall have the right to incur debt on behalf of this organization without the advance approval of the association.

Section Three: Employment

No member or officer shall be employed by this organization or by any representative thereof, without the advance approval of the association.

Article Six:

Section One: Fiscal Year

The fiscal year of this association shall begin on the first day of January and terminate on the last day of December of each year.

Section Two: Annual Meeting

The annual meeting of the members shall be held on the fourth Wednesday night of the last meeting of the calendar year and all officers elected shall take office at the beginning of the fiscal year.

Section Three: Amendments

These bylaws may be amended from time to time by amendments adopted at the annual meeting of the members of the association by a vote of a majority of all its voting members.

Section Four: Address

The permanent address or the registered agent shall be set by the association as necessary.

Article Seven:

Section One: Management System

This association shall be compliant with and maintain the updates of NIMS (National Incident Management System).

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