

Northwest Georgia (Region 1) Emergency Medical Services Council

BY-LAWS

Adopted June 5, 1997

Amended Oct 26, 2000

Amended October 20, 2005

Amended April 16, 2008

Amended January 14, 2009

Amended January 14, 2010

Amended December 8, 2010

Amended January 21, 2011

Amended December 13, 2011

Amended February 21, 2018 – DRAFT

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ARTICLE I - NAME AND OFFICE

SECTION 1 – NAME

The name of the Council governed by these By-Laws shall be the Northwest Georgia (Region One) Emergency Medical Services **Coordinating** Council (hereinafter referred to as the *Council*).

SECTION 2 – OFFICE

The principal office of the Council shall be located at Georgia Department of Public Health, District 1.1 Office, Region 1 Office of EMS & Trauma, 1309 Redmond Road, Rome, Georgia 30165-9655.

ARTICLE II - AUTHORITY AND PURPOSE

SECTION 1 – AUTHORITY

The Council shall function under the authority of the Georgia Department of Public Health section 31-11-3 of the Georgia Code.

SECTION 2- PURPOSE

The purpose of the EMS Council is to coordinate, facilitate the improvement of, and maintain an optimum emergency medical services system in the sixteen (16) counties comprising EMS Region One: *(listed alphabetically)*

- | | |
|---------------------|----------------------|
| 1. Bartow County | 9. Gordon County |
| 2. Catoosa County | 10. Haralson County |
| 3. Chattooga County | 11. Murray County |
| 4. Cherokee County | 12. Paulding County |
| 5. Dade County | 13. Pickens County |
| 6. Fannin County | 14. Polk County |
| 7. Floyd County | 15. Walker County |
| 8. Gilmer County | 16. Whitfield County |

SECTION 3 – OBJECTIVES

The objectives of the Council include, but are not limited to:

- promote public education and knowledge of emergency medical services
- foster training programs to personnel involved with the delivery of emergency medical services;
- establish a forum where the concerns of public and private organizations can be voiced;
- **to actively participate in the development of pre-hospital systems of care and build collaborative relationships with regional and adjoining stakeholders to improve systems of care as they relate to pre-hospital and in-hospital roles and functions.**

SECTION 3 – OBJECTIVES (cont)

- ~~report to and make recommendations to the Northwest Georgia Lead EMS District Health Director; (hereinafter referred to as the District Health Director)~~
- to actively participate in the designation of trauma centers
- any and all other activities related to the organization and administration of emergency medical services.
- recommend to the Board of Public Health or its designee the manner in which the regional ambulance zoning plan is to be conducted;

ARTICLE III - POLICIES

SECTION 1 - INTERNAL OPERATING POLICIES

The policies of the Council shall be internally and independently determined according to those methods set forth in Roberts Rules of Orders unless otherwise specified in these By-Laws or any special rules of order adopted by the Council.

SECTION 2 - OPEN MEETINGS ACT

Meetings shall be conducted in accordance with the Georgia Open Meetings Act.

SECTION 3 - INDIVIDUAL ACTIONS OF MEMBERS

The Council shall not be bound by, nor assume responsibility for, the independent action of any member or members. Should such an occurrence be noted, the Chair may recommend to the Council that the membership of said member(s) be terminated.

SECTION 4 - CONFLICT OF INTEREST

It shall be the policy of the ~~Region One~~ Northwest Georgia (Region 1) EMS Council that all Officers, members and Committee Members shall scrupulously avoid any conflict between their own respective individual interests and the interest of the EMS Council in any and all actions taken by them on behalf of the Council in their respective capacities. **No member may vote on any matter in which they have a personal or professional conflict of interest. Any disagreement about conflicts of interest will be determined by the executive committee.**

ARTICLE IV - MEMBERSHIP

SECTION 1 – APPOINTMENT

The Council shall consist of; ~~two~~

1. **ONE** member from each county, ~~who are will be~~ selected by the respective County Commission. ~~These This individuals shall receive automatic appointment by the Northwest Georgia District Health Director. Members recommended by County Commissions must constitute a minimum of two-thirds of the voting membership.~~ Should a county fail to appoint a member, in writing, by the deadline of said appointment the Council Chair may at their discretion appoint a replacement member or defer back to said county to fill said slot.
2. Each License Ambulance Service zoned provider in Region 1 shall have the option to appoint ONE person to the Council, regardless of the number of zones the service may service. This person may be the Director, Owner, CEO or other appointee as the service see fits. If the base of operation is moved out of Region 1, service license expires or is surrenders, or the providers zone is lost, their representation on the council immediately terminates.
3. Each License Ambulance Service non-zoned provider whose base operation is licensed in Region 1 shall have the option to appoint ONE person to the Council, regardless of the number of zones the service may service. This person may be the Director, Owner, CEO or other appointee as the service see fits. If the base of operation is moved out of Region 1, service license expires or is surrenders, or the providers zone is lost, their representation on the council immediately terminates.
4. Each Air Ambulance Service operating in Region 1 shall have the option to appoint ONE person to the Council, regardless of the number of zones the service may service. This person may be the Director, Owner, CEO or other appointee as the service see fits. If the base of operation is moved out of Region 1, service license expires or is surrenders, or the providers zone is lost, their representation on the council immediately terminates.
5. The Region 1 RTAC Council Chair shall have an automatic appointment during their term on the RTAC.
6. Each Public Health District 1.1 and 1.2 Emergency Preparedness Office shall have the option to appoint ONE representative
7. The Department of Public Health: Injury Prevention Office shall have ONE representative
8. The Region 1 Education Committee Chair shall have an automatic appointment during their term as committee chair.
9. Region 1 EMS -C Chair shall have automatic appointments during their term as committee chair.
10. Three (3) At Large members from community stakeholders
11. Five (5) At Large Members from Hospital that service Region 1 with only one position per hospital.

“The voting membership of the Region 1 Council shall vote on three (3) at-large community Stakeholders from the nominees submitted by the deadline per the notification for nomination. The at large members should come from the following stakeholder list; In addition to the 3 at-large members the District Health Director in conjunction with the Council Chair and the Region 1 EMS Program Director shall appoint three members from District 1.1 and/or 1.2 Public Health to include at least one (1) person from Public Health Emergency Preparedness and one (1) from Epidemiology in order to assure that the Council will include at least one member from each of the following categories while maintaining the two thirds required majority for County Commission representatives.”

- EMT/Paramedic (non-supervisory)
- city government
- county government
- consumer
- communications agency (le: 911 centers)
- law enforcement agency Licensed EMS Provider
- EMR Agency Licensed EMS Provider/firefighter
- air ambulance provider
- Public Health

“The voting membership of the Region 1 Council shall vote on five (5) hospital at large positions from the nominations received from hospitals by the deadline per the notification for nomination. The hospital At Large members nominations should come from the following stakeholder list;

- Hospital administration
- emergency department nurse, trauma nurse, cardiovascular services nurse, etc
- emergency physician
- general/trauma surgeon
- pediatrician
- hospital EMS liaison
- educational services
- Etc.

(Note: should be able to direct report back to the hospitals administration)

Licensed EMS agencies and Air Medical agencies should consider appointing one of the following to represent their agency;

- Director
- Supervisory personnel
- CEO
- Owner
- Training Officer
- Etc.

County’s should consider the following list of possible appointees who can report back the county commission(er);

- Licensed Emergency Medical Responder Chief, or representative if they have one operating in their county

- County Commission(er) member
- County administration member
- Fire Department representative
- EMA representative
- 911 representative (if not part of EMA)
- Law Enforcement representative
- etc

Entities that do not make an appointment to the council do not count towards the total Membership as it pertains to a Quorum. Quorums will be determined by the current appointed members of the council, and not the possible number of members should all eligible entities make an appointment.

SECTION 2 - TERMS OF APPOINTMENT

All members shall serve a terms of appointment of two (2) years staggered so that approximately fifty percent (50%) of members are appointed each year. Terms shall begin at the meeting in January. Members may be reappointed to the Council with no limit on terms. ~~Effective January 2012, one at large positions will be renewed for one year only, then that position will become two year terms, effective January 2013.~~

Terms shall run from January – December of respective years. Appointment or re-appointment letters shall be sent to the respective entities no later than September 1st of years where new appointments are due.

County appointments shall occur in Odd Numbered Year (Ie. 2019, 2021, etc) to avoid election years. (New Members start in January of Even Numbers Years ex: 2018-2020)

At Large members (Stakeholder and Hospital) members shall be voted on during Odd Numbered Year (Ie. 2019, 2021, etc) (New Members start in January of Even Numbers Years ex: 2018-2020)

Ambulance service and Air Medical service appointments shall occur in Even Numbered Years. (Ie 2018, 2020, etc) (New Members start in January of Odd Numbers Years; ex: 2019-2021)

Public Health appointments shall occur in Even Numbered Years. (Ie 2018, 2020, etc) (New Members start in January of Odd Numbers Years; ex: 2019-2021)

SECTION 3 - ~~EX-OFFICIO MEMBERS~~ Regional Advisory Staff

Regional EMS staff and individuals under contract to any regional or state EMS office shall serve the Council as an advisory person without the privilege of a vote on issues which come before the Council.

~~SECTION 3 - TERMS OF APPOINTMENT~~

~~All members shall serve terms of appointment of two (2) years with terms staggered so that fifty percent (50%) of members are appointed each year. Terms shall begin at the meeting in on the third Thursday of January. Members may be reappointed to the Council with no limit on terms. **Effective January 2012, one at large positions will be renewed for one year only, then that position will become two year terms, effective January 2013.**~~

SECTION 4 - ATTENDANCE REQUIREMENTS

Members, to remain in good standing, must maintain a record of attendance of at least fifty percent of the meetings held since their appointment and must not miss three consecutive meetings. Each member shall be expected to be present for at least three-fourths of a meeting in order to be credited with attendance. Should these attendance requirements not be met by any member, the Secretary, at the direction of the Chair, may seek an explanation from the member which will be reported to the Council for consideration.

SECTION 5 - RESIGNATION, REMOVAL AND REINSTATEMENT

Any member may resign at any time stating the cause for such action. The resignation shall be in writing and forwarded to the Council Chair via the Regional EMS Program Director.

The Chair may because of inadequate attendance, inappropriate activity, or other reasonable cause, recommend to the Council the dismissal of a member. The Council may dismiss the member upon two-thirds (2/3) vote of the eligible voters present. If this action is taken, the Chair shall notify the delinquent member in writing within fifteen working days stating the cause for such action.

If such action is due to failure to meet the attendance requirements, then the Chair will also notify said ~~county commission~~ **entity represented** that their appointed member has been removed from the council and that they cannot be re-appointed for a period of two year. **Failure to meet attendance requirement does not require a vote from the council. The removal is automatic.**

~~Any member appointed to the Council by virtue of holding a particular job shall be deemed to have resigned by the Council should the member lose the position which employed the appointment to the Council. The removal of a member may be executed at the request of their appointing county commission entity.~~

~~Any member removed from the Council by means other than voluntary resignation or conclusion of the appointment term shall have an opportunity to request a hearing in a manner in accordance with a policy established by the Council.~~

At any time a vacancy occurs on the Council, the Chair will confer with the Regional EMS Program Director > ~~If the member was recommended by a County Commission,~~ The **Regional EMS Program Director** **on behalf of the chair** shall request that ~~said Commission~~ **the appointing**

entity recommend a replacement. The new member will fulfill the unexpired term of the member being replaced.

ARTICLE V - OFFICERS

SECTION 1 – OFFICERS

The officers, who must be members of the Council, shall consist of the ~~Chair and Vice Chair.~~ Chair, Chair Elect and Past Chair. The Chair will serve as the Lead person of the council during their two -year term. The Chair Elect will serve as the Chair of the Zoning Committee and fill in as the Lead person in the absence of the Chair at any council function in which the current Chair is absent. They will then become the Chair at the end of the current chairs term. The Past Chair will serve as the RTAC EMS Sub-committee chairperson for a two year period immediately following their term as Council Chair. ~~The Regional EMS Program Director or their designee shall function as the Executive recording Secretary.~~ The Recoding Secretary shall be appointed by the Council Chair. The ~~officers~~ Chair Elect shall be elected at the ~~meeting during the second first quarter (January meeting)~~ fourth meeting (October) of the odd calendar years for a two (2) year term which will commence at the beginning of the first meeting in the first quarter of even calendar years (January)

SECTION 2 – NOMINATIONS

~~A Nominating Committee shall be appointed by the Chair during by the first fourth (4th) quarter of the calendar year. The Committee shall present a proposed slate of officers, consisting of a Chair, Vice Chair, and six Executive Committee members, at the call for nominations prior to the election in January. Additional nominations may be made from the floor at that time.~~

SECTION 3 SECTION 2 – NOMINATIONS and ELECTIONS

~~Officers and Executive Committee~~ The Chair Elect and At-Large members shall be elected by a majority vote of the Council members present at the meeting. The eligible positions to be voted upon shall occur at the 4th Quarter (October) meeting of odd numbered years. The newly elected members terms will begin at the 1st Quarter (January) meeting of even numbered years. Any interested parties in requesting consideration for an elected or at-large position must request in writing to the Council Chair and Regional EMS Director their intent to run for said position no later than the 15th of October of the year that the election is being held.

SECTION 4 SECTION 3 – DUTIES

The power and duties of the officers shall be as follows:

A. CHAIR

The Chair shall be the official spokesperson of the Council and shall preside at all meetings of the Council. The Chair shall be an ex-officio member of all committees and task forces, ~~except the Nominating Committee.~~ The Chair may create committees and

task forces, appoint the chair of committees and assign their duties. It shall be the duty of the chair to call the meeting to order at the appointed time, to preside at all meetings, to announce the business before the assembly in its proper order, to state and put all questions properly before the Council, to preserve order and decorum, and to decide all questions or order. ~~The Chair may only register a vote to break any ties in the voting.~~

B. VICE-CHAIR ELECT

The ~~Vice-Chair Elect~~ shall assist the Chair and assume the duties of the Chair in ~~his~~ their absence or when ~~he~~ the chair vacates the chair to speak on an item of business at hand. The ~~Vice-Chair Elect is ineligible for service on the Nominating Committee, but will serve as the Chair of the Zoning Committee, and—otherwise—~~may serve as chair or a member of any other committee or task force as assigned by the Chair.

C. PAST CHAIR

The Past Chair shall serve on the Regional Trauma Advisory Committee (RTAC) for a period of two years immediately following their term as Council Chair. They shall serve as the RTAC's EMS Sub-committee chair during this term.

D. RECORDING SECRETARY

The ~~Recording~~ Secretary shall be responsible for causing the minutes of each meeting of the Council and Executive Committee to be recorded and assuring that they are properly preserved for Council use. In every instance, the minutes of the previous meeting must be completed and prepared for presentation to each member before the next meeting. The Executive Secretary shall ensure that a correct, classified list of the name, address, telephone number, and occupation of each member is maintained. ~~He~~ They will, upon request of the Council Chair, ensure notification of all members of the time, place, and date of meetings of the Council. ~~He~~ They shall conduct the general correspondence of the Council as requested by the Council or its officers.

E. TREASURER

The Treasurer of the Northwest Georgia EMS Systems Inc (Hereafter referred to as the non-profit 501(C)3) shall be the de-facto council treasurer and be responsible for establishing and maintaining the finances of any council related funding via the non-profit 501(C). An account will be established and all receipts will be deposited as requested by the non-profit 501(C) on behalf of the Council if any are received directly to the council, or their sub-committees. The Treasurer will be responsible for maintaining records set by the Executive Committee. The Treasurer shall make available a summary of activity of accounts at each regularly scheduled Council meeting. The Chairman or the Executive Committee may request a summary and review of activity of accounts to be made available within seventy-two hours.

SECTION 5 - REMOVAL FROM OFFICE

Any officer, who is not performing the duties of the office as prescribed by the By-Laws, may be removed from office upon a two-thirds vote of the Council members present. A special election will then be called by the remaining officers so that the vacated position may be filled.

Nominations shall be accepted ~~from the floor~~ in writing prior to the advertised deadline. the election shall be held on a specified date following the close of nominations.

ARTICLE VI - MEETINGS

SECTION 1 - REGULAR MEETINGS

Regular meetings shall be held on a quarterly basis at a time and location to be specified by the Council Chair. Notice of the meetings must be communicated to the membership by **electronic mail**, ~~mail or fax~~ at least fourteen (14) days prior to the meeting.

SECTION 2 - CALLED MEETINGS

Called meetings may be held at the discretion of the Council Chair to consider items deemed important. A minimum of seventy-two (72) hours (three business days) advance notice by **electronic mail**, ~~telephone or fax~~ is required. The Regional EMS Office will ~~be responsible~~ assist in sending the emails for notifying the members.

SECTION 3 – QUORUM

A quorum shall be required to conduct business and shall consist of at least thirty-three percent (33.3%) of the voting members of the Council, committee or task force.

SECTION 4 – AGENDA

The Council agenda will be orderly and will usually consist of the following:

- Call to order
- Approval of the minutes of the previous meeting
- Reports:
 - Committee(s)
 - Task Force(s)
 - **NW GA EMS Systems Inc**
 - Staff
 - **Region/State OEMS**
- Old business
- New business
- Adjournment

SECTION 5 – VOTING

Members must be present at Council meetings to exercise their votes. No member will be allowed to vote by absentee or proxy ballot.

ARTICLE VII - COMMITTEES

SECTION 1 - THE EXECUTIVE COMMITTEE

The Executive Committee of the Council is composed of ~~nine (9)~~ **six (6)** members including the Chair, ~~Vice-Chair Elect and Past Chair~~, and the Region One OEMS Program Director (as an Ex-Officio member). The Executive Committee shall meet ~~immediately preceding the regular EMS Council meetings or~~ as directed by the chair to ~~determine the agenda and~~ conduct business **as deemed necessary**.

~~SECTION 2 - THE NOMINATING COMMITTEE~~

~~The Nominating Committee shall consist of three Council members who do not hold office within the Council. The Council Chair will appoint members of the Nominating Committee. Its function shall be to prepare a slate of candidates for election of Council officers and Executive Committee members. Written minutes, except for the list of proposed candidates, shall not be kept.~~

SECTION ~~3~~ **2 - STANDING COMMITTEES**

The Council Chair shall appoint the Chair of each standing committee **except the Regional Trauma Advisory Committee (RTAC) (This Chair is determined by the RTAC leadership)**. Members of standing committees do not have to be voting members of the Council.

Standing Committees of the Council shall be

- Awards/**Special Events Committee**
- ~~Transportation and~~ Zoning Committee
- Training/Education Committee
- ~~System Development Committee (may include, EP, Communications, Legislative, etc)~~
- Regional Trauma Advisory Committee (RTAC)
- **EMS for Children**

SECTION ~~4~~ **3 - SPECIAL COMMITTEES AND TASK FORCES**

Special committees and task forces may be appointed by the Council Chair as needed.

ARTICLE VIII - AMENDMENTS

SECTION 1 – AMENDMENTS

Proposed amendments to the By-Laws must be presented in writing, either during a regular or called Council meeting or by email to the entire membership. Approval of the amendments will require a two-thirds vote of the Council members present at the next meeting. A period of not less than ~~thirty (30) days~~ **the next quarterly meeting (approximately 91 days)** shall exist between the meeting at which the amendments are proposed and the meeting at which the vote is taken. Amendments so made shall be effective when approved by the Council and the Department Public Health or their designee.

ARTICLE IX - ADOPTION

SECTION 1 – ADOPTION

These By-law, having been discussed and approved by a two-thirds vote of the Northwest Georgia (Region One) EMS Council, are hereby executed to the Council Chair for signature and forwarding to the Georgia Department Public Health for finalizations on the date of signature below.

These Bylaws officially adopted this _____ day of _____, 20____ by the Northwest Georgia (Region I) EMS Council.

Council Chair

These Bylaws officially approved this _____ day of _____, 20____ by the Board of Public Health

Public Health Designee