

Johnson County Emergency Medical Services Association

BY-LAWS

ARTICLE 1 - NAME

The name of the organization shall be “Johnson County Emergency Medical Services Association”, hereinafter referred to as the Association.

ARTICLE II- PURPOSE

The purpose of this Association shall be to foster and advance the delivery of emergency medical services to the people of Johnson County.

This shall be accomplished by;

1. Serving as a resource for all agencies involved with EMS in the county.
2. Serving to promote harmony and goodwill between those agencies in the county.
3. Selecting and funding appropriate education and programs with monies made available to the Association.
4. Representing Johnson County in the Southeast Iowa EMS Council.
5. Advising or assisting the Johnson County Board of Supervisors in any matters pertaining to the delivery or usage of emergency medical services in the county.
6. Advancing the public’s knowledge of EMS within the county.

ARTICLE III - MEMBERSHIP

1. Any person working, living in, or providing emergency medical services in Johnson County shall be eligible for membership.
2. Membership may be granted upon initial request, either written or verbal, by the Board of Directors.
- 3, A list of all members shall be maintained by the Association.

4. Membership will remain current as long as the criteria for membership is met.

5. Members shall not realize any pecuniary gain as a result of membership in the Association.

ARTICLE IV - OFFICE OF BUSINESS

The office for the Association shall be at the address requested by the current President.

ARTICLE V - BOARD OF DIRECTORS

The business and affairs of the Association shall be managed by the Board of Directors. The Board of Directors may authorize any officer or agent to enter into any contract or to execute and deliver any instrument in the name of or on behalf of the Association. All appropriation of funds shall be made by a majority of the quorum.

1. The Association shall be governed by a Board of Directors composed of persons appointed from the any or all of following agencies; Coralville Police, Coralville Fire, Iowa City Fire, Johnson County Ambulance, Johnson County Sheriff, University of Iowa Dept. of Public Safety, Hills First Responders, Lone Tree First Responders, West Branch First Responders, Solon First Responders, Oxford First Responders, Swisher First Responders, North Liberty First Responders, Tiffin First Responders, Kalona First Responders, Riverside First Responders, University of Iowa Hospitals, Mercy Hospital, Welman Ambulance, U.S. Army Corps. of Engineers, and Southeast Iowa Ambulance. There shall also be up to six (6) Directors at Large.

2. Any emergency medical service agency based in Johnson County not listed in section 1 may apply to the Board of Directors for

admission to the Association. Upon admission the EMS agency will be allowed one (1) seat on the Board of Directors.

3. Board Members will be deemed qualified, providing they meet the membership requirements outlined in Article III and are actively involved with the agency they represent.

4. Each agency listed in Article V, section 1 shall appoint a representative to serve on the Board of Directors. Said representative will serve until replaced by their agency. It shall be the duty of each member agency to notify the Association of a change in their representative to the Board of Directors.

5. The Directors at Large shall be elected by the Board of Directors of the Association by a majority vote of the members present, and deemed qualified if they meet the membership requirements as set forth in Article III, section 1. The term shall be for one (1) year.

6. If a vacancy occurs on the Board of Directors, the agency from which the vacancy occurred shall appoint another representative to the Board for the remainder of the term. If a vacancy occurs in the Directors at Large, the Board may appoint a replacement from the Association until the next election.

ARTICLE VI- OFFICERS

1. The executive officers of the Association shall be the President, Vice President, Secretary, and Treasurer, who shall be elected annually from the Board of Directors by its members. No two offices may be held by the same person.

2. The executive officers shall be elected to a two (2) year term. The President and Secretary shall be elected on even years and the Vice President and Treasurer on odd years.

3. Vacancies occurring in any executive office shall be filled from the Board of Directors for the remainder of the term upon a vote. Removal of an executive officer for any justifiable cause shall be done upon a majority vote By the Board of Directors after notification of the officer being considered for removal.

4. The President shall be the chief executive officer of the Association. The President shall preside at all meetings of the Association.

5. The Vice President shall perform such duties as prescribed by the Board of Directors. In the temporary absence or disability of the President, the Vice President shall perform the duties and exercise the power of the President.

6. The Secretary shall keep the minutes of the meetings of the Board of Directors, shall see that notices are given in accordance with the By-Laws, Shall perform all duties incident to the office of Secretary, and other such duties as may be assigned by the Board of Directors or by the President.

7. The Treasurer shall handle all the finances of the Association and present financial reports at each meeting. Also shall collect and safely keep all the funds of the Association and shall disperse same only at the direction of the Board.

ARTICLE VII- SOUTHEAST IOWA EMS COUNCIL

The Board shall elect from its membership a representative and an alternate to the Board of Directors of the Southeast Iowa Emergency Medical Services Council. It shall be the duty of the representative to attend all Council meetings and report to the Association on the Council's activity. It is not the intent of this Article to limit any Association member from being an active member in the Southeast Iowa EMS Council.

ARTICLE VIII- STANDING COMMITTEES

There shall be two (2) standing committees; The Nomination Committee and the Audit Committee.

ARTICLE IX - NOMINATION COMMITTEE

1. The Nomination Committee shall be comprised of three (3) members of the Association. The President shall appoint two (2). The Vice President shall assume chairmanship of this committee during odd numbered years. The Secretary shall assume chairmanship of this committee during odd numbered years.
2. It shall be the duty of the Nomination Committee to present a slate of candidates for the open Executive Officer positions and Director at Large positions.
3. The Nomination Committee shall be responsible for conducting the Elections set forth in Article XII.

ARTICLE X - AUDIT COMMITTEE

1. The Audit Committee shall be comprised of three (3) members of the Association: The Vice President and two additional members to be appointed by the President.
2. It shall be the duty of the Audit Committee to review the financial statements and books of the Association and present a report prior to the election of officers at the September meeting.

ARTICLE XI - SPECIAL COMMITTEES

The Board of Directors may determine the need to operate through special committees when conducting the affairs of the Association. The Board of Directors may establish any special committee and define its purpose. A chairperson shall then be elected from its members. Special committees may meet at their

pleasure as necessary. Special committee members are responsible to the chairperson, who shall be responsible to the President.

ARTICLE XII - MEETINGS

1. General meetings of the Association to be held the fourth (4th) Wednesday of August, November, February, and May unless a conflict arises, in which case, notification will be given to all member agencies no less than two (2) weeks prior to the meeting. The meeting place will rotate amongst the member agencies listed in Article V, section 1, in alphabetical order.
2. One half of the Board of Directors being present constitutes a quorum. A meeting shall convene only after a quorum is present. All motions will be decided by a simple majority vote. Votes can only be counted when at least a quorum of Board members is present.
3. Special meetings may be called by the President or one third (1/3) of the Board of Directors. Notice of special meetings will be sent to all Board members not less than seven (7) days prior to the special meeting. The notice shall contain the agenda for the special meeting and the agenda shall not be amended.
4. The annual meeting of the Association shall be in the first (1st) quarter of the fiscal year.

ARTICLE XIII - ELECTIONS

1. Elections shall be held at the annual meeting of the Association.
2. Election of the members of the Board of Directors shall be as set forth in Article V, sections 1 and 5.

3. The Nominating Committee shall present a slate of candidates for each election. Nominations may also be accepted from the floor at the time of the election. Nominations from the floor shall be signed by at least two (2)

members of the Association.

3. Election of the Directors at Large shall be the first (1st) election at the annual meeting.

4. Election of the Executive Officers shall be the second (2nd) election at the annual meeting.

5. Voting may be done by voice consensus or by secret ballot if requested by any member. A nominee shall win an election by a simple majority vote. Thereafter, the secret ballots shall be destroyed.

6. Newly appointed Board of Directors shall be eligible for selection to an Executive Office.

7. Terms of all Board members and Executive Officers shall commence at the first (1) quarterly meeting of the fiscal year.

ARTICLE XIV - PARLIAMENTARY AUTHORITY

Except where there is a conflict with the Articles, as adopted or amended, the business of the Association shall be conducted according to Roberts Rules of Order (revised).

ARTICLE XV - AMENDMENTS

Except as otherwise required by law, these By-Laws may be amended at any general meeting or at any special meeting of the Association called for that purpose, provided that written notice of the proposed amendment shall have been given by mail or electronic mail at least two (2) weeks prior to the meeting. Any amendment shall require a majority vote of the Board of Directors.