

Halifax EMS
ByLaws
APPROVED 24MAR 2008

Article I

Section 1 Name

The name of this organization shall be The Halifax Emergency Medical Services Corps, Inc., aka Halifax EMS.

Section 2 Incorporation

This Organization shall be incorporated in its own name, as a corporation not for profit for the public benefit, under the Laws of Vermont. The officers, board, and members of the organization shall remain unpaid volunteers.

Section 3 Addresses

The principal office of this organization is: 118 Branch Rd, Halifax, VT

The mailing address for this organization is: PO Box 96, West Halifax, VT 05358-0096

Article II

Section 1 Purpose

The purpose of this organization shall be:

- A. To provide emergency medical services to the Town of Halifax, delivering neighbors definitive care safely, with dignity and compassion;
- B. To train volunteers on emergency medical services and related skills, technology and techniques;
- C. To promote volunteer participation in emergency medical services in Halifax, Vermont;
- D. To cultivate fellowship amongst the members of the squad and the community of Halifax, Vermont;
- E. To foster the development of medical skills, scene management and leadership skills in others;
- F. To provide emergency medical services to other agencies as requested through mutual aid agreements.

Halifax EMS shall operate as a charitable organization in concordance with the laws of the United States and the State of Vermont.

Section 2 Prohibited Activities

- A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, trustees, officers, directors or other private persons, except to pay reasonable compensation for services rendered.
- B. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the publishing or distribution of statements for any political campaign on behalf of any candidate for public office.
- C. Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax of the IRS code.

Article III – Personnel Organization

There are four officers. These officers shall be elected by the members of Halifax EMS. The term of each office is two years. The Chief and Captain shall be elected on even-numbered years. The Assistant Chief shall be elected on odd-numbered years.

Section 1 – Officers

A. Chief. The Chief shall:

- i. Be the Commanding Officer of Halifax EMS; aka Head of Service
- ii. Preside over the administrative and non-operational affairs of the organization
- iii. Preside over all meetings of the membership
- iv. Assume the role of Incident Commander (IC) at all EMS scenes unless
 - a) The Chief designates another as the IC,
 - b) Halifax EMS responds to a mutual aid call and the IC is provided by the hosting agency,
 - c) Halifax EMS operates in conjunction with Halifax Fire Company.
- v. Be authorized to act as the registered agent for legal purposes ,
- vi. Holds the ex-officio title as President for any legal or tax purposes,
- vii. The recruitment and retention of members,
- viii. Must be a member of Halifax EMS and have all certifications or licenses required of active medical first responders as outlined in these by-laws or any subsequent operating procedures.

B. Assistant Chief. The Assistant Chief shall:

- i. Be the Executive Officer of Halifax EMS
- ii. Assume the duties, authority and responsibilities of the Chief in the event that the Chief is unable to perform these functions.
- iii. Holds the ex-officio title as First Vice President
- iv. Must be a member of Halifax EMS and have all certifications or licenses required of active Medical First Responders as outlined in these by-laws or any subsequent operating procedures.

C. Captain. The Captain shall:

- i. Be the S3 of Halifax EMS
 - a) Responsible for plans, operational procedures, training
 - b) The maintenance and communication of standard operating procedures
 - c) Compliance with state and federal operational laws as they impact EMS, 911 and related emergency services
- ii. Assume the duties, authority and responsibilities of the Assistant Chief in the event that the Assistant Chief is unable to perform these functions.
- iii. Holds the ex-officio title as Second Vice President
- iv. Must be a member of Halifax EMS and have all certifications or licenses required of active Medical First Responders as outlined in these by-laws or any subsequent operating procedures.

D. Treasurer. The Treasurer shall:

- i. Shall maintain an accurate account of all receipts and disbursements of Halifax EMS.
- ii. Pay all bills in a timely manner
- iii. Submit financial records to the all appropriate firms, agencies or others to comply with any legal, tax or reporting requirements.
- iv. Provide a summary accounts to the members during all business meetings
- v. Must be a member of Halifax EMS but is not required to be a Medical First Responder.
- vi. The position may be referred to as the S8 responsible for all matters financial.

Section 2 – Executive Board

The Chief, Assistant Chief and Captain form the Executive Board (Board of Directors). These officers may hold executive sessions to resolve personnel issues, sensitive legal issues or other matters that require discretion, confidentiality with respect to members, funds, grants, patients, insurance or legal matters. Executive sessions can be held privately and do not require notes. Decisions made during executive session shall be reported to members publicly. Personal, patient or confidential information ought not be released to members.

Section 3 – Staff Positions

There are eight staff positions or roles. These roles are to be assigned to members, including officers. All of these staff positions are to be filled. Individuals may hold one or more staff position. Members holding staff positions need not be Medical First Responders. Six of the following seven staff positions must be assigned, the chaplain position may remain unassigned.

The seven staff positions are to be elected from the members. The standard term of office is to be one year.

- A. Personnel\Security (S1/S2). The S1/S2 shall
 - i. Maintain all personnel records for Halifax EMS.
 - ii. Maintain all medical records, call sheets, and etc.
 - iii. Protect the confidential information that is collected by or used by Halifax EMS
 - iv. Take minutes at all Business Meetings
 - v. Execute any background checks, order and manage any drug screening of applicants, cadets, or members
 - vi. Interface with law enforcement or federal agencies regarding any action requiring the management of personnel or confidential data
- B. Operations and training (S3). The S3 shall
 - i. Document operating procedures;
 - ii. Coordinate any necessary operational planning;
 - iii. Have the authority to coordinate operational actions with mutual aid agencies, dispatching services, transporting ambulance services, hospitals, state department of health and other agencies that may interact or regulate the operation of Halifax EMS.
 - iv. Maintain documentation and training on infection control
 - v. This position shall be assigned to the Captain.
- C. Logistics (S4). The S4 shall
 - i. Be responsible for the inventory of all Halifax EMS equipment;
 - ii. Have the authority to coordinate purchases of operational consumable equipment within the budget limits determined by the members;
 - iii. Be responsible for the maintenance and operation of Halifax EMS equipment;
 - iv. Keep records of all Halifax EMS assets;

Members must participate in the organization. Participation may be accepted in a number of forms: training, response to scenes, fund raising, administration, completion of staff duties. As a guideline, a member ought to expect to invest a minimum of 50 hours annually to Halifax EMS. Cadets may be excused from this guideline at the discretion of an officer.

All members must be thoroughly familiar with and be in compliance with the bylaws, policies and procedures of Halifax EMS. All members are required to behave professionally towards other members of Halifax EMS, other agencies and all members of the community. Membership may be revoked or denied for felony criminal conviction, substance abuse, insubordination, inappropriate patient treatment or serious violations of the bylaws, operating procedures or State EMS protocols, guidelines and laws. Membership revocation or denial may be referred to an officer and Executive Board by either the Chief or the Assistant Chief.

Section 1 – Types of Membership

There are four types of membership: Medical First Responders, Associate, Cadets and Emeritus.

A. Medical First Responders

Medical First Responder Members must meet or exceed the minimum training and licensure requirements as required by the State of Vermont for medical first responders. Medical First Responders are responsible for maintaining their own records, training records and compliance with state and federal law.

B. Associate

Associate members are voting members of Halifax EMS. Associate members are those who do not have medical licensure. Associate members are not to directly participate in the care, transport or handling of medical patients. Associate members may respond to scenes to provide incident management or chaplaincy services.

C. Cadet

Cadet members are voting members of Halifax EMS. Cadet members are either: members who do not meet the minimum age requirement for State of Vermont licensure for Medical First Responders; or are members who are undergoing training but not yet licensed. Cadet members are encouraged to participate in medical responses. Cadets must work under the supervision of Medical First Responders.

Cadet members who have not reached their eighteenth birthday may not vote during business meetings.

D. Emeritus

Emeritus members are voting members of Halifax EMS. Emeritus members are exempted from annual dues. Emeritus members are exempted from participation requirements. The role of an Emeritus member is to provide guidance and council to Halifax EMS. Any member of Halifax EMS may be elected to an Emeritus Membership by a majority vote of all members at the annual meeting. Emeritus Membership is valid for a lifetime and may be bestowed upon long-serving members who have provided exemplary service to Halifax EMS, the Town of Halifax and the community. Emeritus members are exempt from any future participation requirements.

Section 2 – Dues

Members must pay an annual membership fee of \$5.

Section 3 – Resignation

Any member may resign at any time after turning in issued equipment and Halifax EMS assets. The notice of resignation shall be presented to members at the subsequent business meeting.

Article V – Compensation

Section 1 – Work Compensation

No member of Halifax EMS may be compensated for any work done for or on behalf of Halifax EMS

Section 2 – Reimbursement

Members may be eligible for reimbursement for expenses. These reimbursements are subject to operational procedures, vote by members or review by the treasurer. Reimbursable expenses may include:

- Mileage – at the federal charity mileage rate or rate determined by members
- Consumable medical equipment – if the equipment was not available from the S4 Training

Section 3 – Education Grants

Halifax EMS may provide grants to students in pre-hospital emergency medicine. These grants are permitted to cover tuition, books, supplies and mileage reimbursement.

Article VI – Meetings

Section 1 – Annual Meeting

There shall be one annual meeting for the election of officers.

Section 2 – Business Meetings

There shall not be less than 4 business meetings per year. One business meeting and the annual meeting may be combined. Business meetings shall be warned with printed notifications at two public locations at least three days in advance of a scheduled meeting. Emergency meetings are not required to be warned. Efforts to notify members of emergency meetings by phone, email, websites and pagers are encouraged.

Section 3 – Emergency and Special Business Meetings

The Chief may call an emergency meeting at any time. A special business meeting must be called upon the petition of four members. Such a petition must state the purpose for such a meeting.

Section 4 - Quorum

Quorum shall consist of three members at an appropriately notified meeting or one third of all voting members, which ever is greater.

Section 5 – Conduct of business meetings

Business meetings shall be conduct by Roberts Rules of Order.

Section 6 – Training Meetings

Training meetings and drills shall be held monthly as determined and notified by the Assistant Chief/S3. Business meetings maybe held prior to or at the conclusion of training meetings.

Article VII – Liabilities

Nothing herein shall constitute members of the Halifax EMS as partners for any purpose. No member, officer, or agent shall be liable for the acts or failures of any other member, officer or agent of Halifax EMS.

Article VIII – Amendment to ByLaws

Section 1 – Amendments

These bylaws may be amended by members when necessary. Amendment requires two-thirds vote of all members.

Section 2 – Waiting Period

Bylaw amendments must undergo a minimum of 25 day waiting period between two business meetings. The proposed amendment must be mailed to all members during the waiting period

Article IX – Dissolution

Should it become necessary for Halifax EMS to dissolve its organization, it will be done by two-thirds votes of all members and in accordance to State of Vermont and federal regulations.

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the IRS code, or corresponding section of any future federal tax code, or shall be distributed to the federal, state or local government for a public purpose. Any such assets not disposed of shall be disposed of by the Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization(s) as said Court shall determine, which are organized and operated exclusively for such purposes.