
Vermont

**Emergency Medical
Service
District #12**

Bylaws

Effective December 2004

Vermont EMS District 12 Board of Directors Bylaws

ARTICLE I

PURPOSE

Under the authority and rules of 24 V.S.A. Emergency Medical Service Statute (the “Statutes”), dated July 1, 1984 Vermont Emergency Medical Services District 12 was created. Vermont Emergency Medical Services District 12. (Hereafter called “District 12”) is a municipal entity, whose objectives are as specified in the Vermont Statutes. Additional objectives of the Board include:

- A. To seek to increase knowledge and abilities of its members in the emergency care of the sick and injured.
- B. To provide a central source of reference and union for its members
- C. To provide up to date training programs and training equipment for the members of District 12.

ARTICLE II

GOVERNMENT

Section 1. Composition of the Board

District 12 shall be governed by a board of directors (here after called the “District Board”) composed of a representative (here after called “Directors”) of each of the medical facilities, ambulance services and first responder services operating within District 12

Section 2. Membership

The Directors shall be selected by their services, in accordance with Vermont Statutes, and this selection shall be certified to the Commissioner of Health and District 12 upon any change.

Each agency may select an alternate director (“Alternate”) to represent the agency in the absence of the agency’s Director.

Section 3. Voting Rights

Each Director, or their Alternate, shall have one vote on each matter submitted to a vote of District 12.

Section 4. Resignation of Members

Resignations of Directors, or an agency’s notice of removal or replacement of a Director by the agency, should be submitted in writing to the Chairperson of the District Board and to the Commissioner of Health. Such notice from the agency will serve as the primary notification of a Director’s termination and/or appointment.

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Section 5. Removal

The Board, by majority vote, may recommend in writing to an agency that a Director be removed and replaced if absent from three or more regular meetings within a one-year period.

Section 6. Vacancies

A Director's vacancy shall be filled as set forth in section 2 of this Article

Section 7. Duties of the Board

The District Board shall have the duty to:

- A. Manage, control, and supervise the conduct of District 12, and to exercise in the name of the District all powers and functions belonging to District 12 pursuant to Vermont State Law.
- B. Formulate and implement policy, protocols or other rules and regulations and to mediate any inter-organizational disputes which may arise within the district.
- C. Foster and coordinate emergency medical services within the district.

ARTICLE III

MEETINGS

Section 1. Regular Meetings.

Regular meetings of the District Board shall be held monthly.

Section 2. Annual Meeting.

The annual meeting of the District Board shall be held during the month of March each year.

Section 3. Special Meetings.

Special meetings may be called by the clerk on the request of the Chairperson or any two (2) directors. Five (5) days written or email notification of all special meetings shall be given each Director by the Clerk.

Section 4. Quorum.

A majority of the Directors shall constitute a quorum for the transaction of business at any meeting.

Section 5. Conduct of Meetings.

All meetings shall be conducted in an orderly fashion as moderated by the Chair.

ARTICLE IV

OFFICERS

Section 1. Officers.

The officers of District Board shall include: a Chairperson, Vice-chairperson, Clerk, Treasurer and Training Officer (“District Training Officer”).

Section 2. Qualification for officer.

The Chairperson and Vice-Chairperson must be members of the District Board.

The Clerk, Treasurer, and District Training Officer may be a member of any of the member organizations. However, if the Clerk, Treasurer or District Training Officer is not a member of the District Board, they shall not be entitled to a vote.

Section 3. Election and Term of Officers.

The Officers of the District shall be elected by paper ballot each year as nominated from the floor at the annual meeting or as required by a vacancy, by a simple majority of the directors present at that meeting. Each officer shall hold office for a term of one year or until his or her successor shall have been duly elected.

Section 4. Removal.

Any officer elected by the District Board may be removed with cause. Removal shall be accomplished by paper ballot with two-thirds (2/3) of the directors present at a meeting. A warning for a vote for removal shall have been noticed at least thirty (30) days prior to the vote.

Section 5. Vacancies.

A vacancy in any office shall be filled for the unexpired term at the next regular meeting. The office shall be filled in accordance with Section 2 & 3.

Section 6. Duties

A. Chairperson.

The chairperson shall:

1. Preside at meetings of the Directors, and shall perform such other duties as the Directors may delegate to him.
2. May be a member of any committee of the District Board.
4. Submit a written annual report to the District Board at the annual meeting.

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B. Vice-chairperson.

The vice-chairperson shall:

1. Perform the duties in the absence or inability of the Chairperson to serve.
2. Perform other duties as delegated by the District Board

C. Clerk.

The Clerk shall:

1. Record the minutes of all meetings of the District Board and distribute these minutes to the membership prior to the next scheduled meeting. A proposed agenda of the next meeting should also be distributed.
2. Conduct such correspondence as the District Board may direct.
3. Maintain books and records pursuant to Article VIII
4. In general, perform all duties incident to the office of clerk and such other duties as from time to time may be assigned by the District Board.

D. Treasurer

The treasurer shall:

- ~~2.~~1. Have custody of all funds of the Board and shall deposit District funds in a bank or banks, as approved by the District Board, in the name of Vermont EMS District 12.
- ~~3.~~2. Present a financial report at each meeting and at other time as requested by the District Board.
- ~~4.~~3. Present a written report at the annual meeting.
4. Disburse funds and pay bills as directed by the District Board.
5. Be bonded in amounts to be determined, from time to time by the District Board. The District Board shall pay the expense of these bonds.

E. District Training Officer

The District Training Officer shall: ~~E. District Training Officer~~

~~The District Training Officer shall:~~

- ~~1. Work collaboratively with each agency's training officer to develop training and educational opportunities for the District.~~
- ~~2. Annually assess the need for, and if needed, organize and coordinate EMT and/or EMT-I courses.~~
- ~~3. Be a member of the Training Committee~~

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~~4. Submit an annual report to the Board on the provision of educational and training programs for the District.~~

1. Work collaboratively with each District agency to develop training and educational opportunities for the District.
2. Be a member of the Training Committee.
3. Collect funds as directed by the District Board.
4. Submit a written report on District Training at the annual meeting.

ARTICLE V

COMMITTEES

Section 1 Composition and Duties of the Committees

1. There shall be standing committees created to research and present certain types of business to the District Board for approval or action.
2. No committee shall have less than three members appointed by the District Board.
3. Each committee shall have at least one (1) Director, appointed by the Board, as a member.
4. Each committee shall elect a chairperson of that committee.
5. The Chairperson of each committee shall report to the District Board regularly or as requested by the Board.
6. Minutes of each committee meeting shall be maintained and submitted to the Clerk of the District Board for inclusion in the District Board's records.
7. Each committee shall submit to the District Board any recommendations the committee deems advisable
8. Dissolution of Standing Committees defined and established by these bylaws requires an amendment to these bylaws.
9. The Chairperson shall appoint all other committees as deemed necessary from time to time.
10. The District Board shall authorize and define the powers and duties of all committees except those committees whose functions are set forth in these by-laws. The Chairperson of a committee may call committee meetings at any time.

Section 2 Standing Committees

The standing committees are as follows:

A. Training Committee:

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1. Consist of the training officers from each member organization of the District, the District Training Officer, the District Medical Advisor or designee, and such other persons as may be appointed by the majority of the District Board.
2. Develop and implement training programs with approval of the District Board.
3. May periodically evaluate district sponsored training programs.

B. Finance Committee:

1. The District Treasurer will serve as a member of this committee.
2. Assist the treasurer with creating an annual budget.
3. Research funding opportunities.

C. Logistics Committee:

1. Generally be concerned with the complexities of dispatching and response of emergency care vehicles, and the transportation of patients within District 12.
2. May periodically, and as requested, review the service areas within the District.
4. May set objectives/criteria for Board recommendations regarding license renewals of agencies within the District.

D. Policies & Procedures Committee:

1. Create and maintain the District policies & procedures manual.
2. Type and distribute all information associated with the manual.
3. Periodically review procedures utilizing new standards, technologies, or best practices and make recommendations for changes to the District Board.

E. Emergency Preparedness Committee:

1. Develop, coordinate and maintain District emergency preparedness and mutual-aid plans.
2. May provide EMS representation, as directed by the District Board, to each Local Emergency Planning Committee (LEPC) within the District.
3. Annually, and as requested by the District Board, organize, implement and critique District-wide disaster drills.
4. Develop educational programs to ensure all member organizations are up to date on the latest national standards regarding Emergency Preparedness.

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Section 3: Other Committees

Other committees not having and exercising the authority of the District Board on the management of the District may be designated by a resolution adopted by a majority of the District Board present at a meeting when a quorum is present.

Except as otherwise provided in such resolution, members of each such committee shall be at least 2 directors. The chairperson shall appoint the members of any such committee.

Section 4. Term of Office.

Each member of a committee shall continue as such until:

- A. The next annual meeting or until their successor is appointed.
- B. The committee is sooner terminated.
- C. They are removed from the committee by the District Board for cause.
- D. The member resigns.

Section 5. Vacancies.

Vacancies in the membership of any committee may be filled by appointment as prescribed in this article.

Section 6. Quorum.

Unless otherwise provided in the resolution of the board which forms any committee, a majority of the whole committee shall constitute a quorum and the act of the majority of the members present at a meeting at which a quorum is present shall be the act of the committee.

Section 7. Rules.

Each committee may adopt rules for its own government which are not inconsistent with these by-laws or with rules adopted by the District Board.

ARTICLE VI

CONTRACTS, GIFTS AND FUNDS

Section 1. Contracts

The board may authorize any officer(s) or Director(s) to enter into any board approved contract or execute and deliver any instrument in the name and on behalf of DISTRICT 12.

Section 2. Gifts.

The District Board may accept on behalf of the District any contribution, gift, bequest, or devise for the general purposes or for any special purpose of District 12.

Section 3. Distribution of Assets.

In the event that it should become necessary to dissolve the assets of DISTRICT 12, such assets will be distributed in accordance with state statute.

ARTICLE VII

BOOKS AND RECORDS

The District Board shall keep complete and accurate books and records of accounts and minutes of the proceedings of The District Board and committees having any of the authority of the District Board, shall keep at the registered office, a record of the names and addresses of directors, and committee members. All books and records of the District Board may be inspected by any director, or his agent or attorney for any proper reason at any reasonable time.

FISCAL YEAR

The fiscal year of District 12 shall begin on the first day of June and end on the thirty-first day of May in each year.

ARTICLE VIII

DUES/FEES

Section 1. Annual Dues

The District Board may determine from time to time the amount of dues payable to District 12 by member organizations.

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Section 2. Payment of Dues.

Dues or supplemental support if any, should be payable within thirty days of notification. Dues of a new member organization shall be prorated from the first day of the month in which such new member organization join the District, for the remainder of the fiscal year of the District.

Section 3. Fees:

The District may charge fees for courses/activities that use equipment, supplies and or any resources owned and maintained by the District.

ARTICLE IX

MEDICAL ADVISORS

Section 1. Appointment

The District Board shall biannually select a physician(s) to act as District Medical Advisor(s).

ARTICLE X

Bylaws

Section 1: AMENDMENT TO BY-LAWS

These by-laws may be altered, amended, or repealed and new by-laws may be adopted by a two-thirds (2/3) majority of the District Board at any regular meeting or at any special meeting. At least sixty (60) day's written or email notice shall be given of intention to alter, amend, or repeal or adopt new by-laws at such meeting.

Section 2: Adoption of Bylaws

Be it known to all people that the District Board has duly accepted these by-laws on December 2, 2004.

Approved by District Board and signed by
Mr. Randy Terk, Chair 12.2.04.
Signed copy on file with District Clerk

Randy Terk, Chair