

**Bylaws of the
Arkansas Emergency Medical Technicians Association, Inc.**

The name and purpose of the association shall be as set forth in the articles of organization. These bylaws, the powers of the association and of its directors and members, and all matters concerning the conduct and regulation of the affairs of the association shall be subject to such provisions in regard thereto, if any, as set forth in the articles of organization as from time to time may be amended.

ARTICLE I NAME

The name of this association shall be the Arkansas Emergency Medical Technician Association, Inc., and is established as a nonprofit, charitable corporation under Arkansas Stature Annotated Sections 64-1901 et seq.

ARTICLE II OBJECT

The purpose for which the association is formed are as follows:

- A. To recognize the skills and abilities achieved by the Emergency Medical Technician;
- B. To promote the professional status and encourage continuing education of the Emergency Medical Technician regardless of the service in which he or she performs these skills;
- C. To provide information on current concepts of emergency care on governmental policies related to Emergency Medical Technicians;
- D. To promote the public welfare and to acknowledge the importance of EMS volunteers who make up the backbone of EMS;
- E. To receive and disperse funds to implement the aforementioned purposes;
- F. To purchase, sell, hold, lease, or mortgage real and personal property and to do any and all other acts which may be necessary or incidental to achieve the purposes of the association, and to have all the powers granted to a association organized and existing under Arkansas Statutes Annotated Section 64-1901 et seq acts additional or amendatory thereto; provided, however, that the powers exercised under Arkansas Statutes Section 64-1901 et seq shall not be in violation of Section 501 (c) of the Internal Revenue Code of 1954 as the same may be amended from time to time.

ARTICLE III MEMBERS

The association has more than one class of members. The designation of said classes, the manner of election or appointment, the duration of membership and its qualifications and rights (including voting rights) of the members of each class are as follows:

- Section 1. Any resident of the State of Arkansas who has certification from the Arkansas Department of Health and/or the National Registry of Emergency Medical Technicians is eligible for **Regular Membership**.
 - Subsection A. Any resident of the State of Arkansas who has completed an approved DOT First Responder course and/or is a volunteer with a recognized volunteer agency as recognized by the board of directors is eligible for regular membership.
 - Subsection B: Any resident of the State of Arkansas who is employed by and/or affiliated with an EMS agency as recognized by the board of directors is eligible for regular membership.
- Section 2. Any person who is not a resident of the State of Arkansas, but who can meet the requirements as set forth in Article 3, Section 1 of these articles may become a regular voting member but may not be elected to an office within the association or any of its committees or societies.
- Section 3. Membership shall not be limited by any consideration of race, creed, religion, sex or national origin and in accordance with the Americans with Disabilities Act of 1972.

- Section 4. Membership is contingent upon payment of dues. Members must reside within the region to vote for the Director representing that Region.
- Section 5. Upon the signed recommendation of one (1) member, seconded by another member, and by two-thirds vote by the board of Directors, **Honorary Membership** may be conferred upon any person who shall have rendered notable services to the association. An Honorary Member shall be entitled to all privileges of the association except those of making motions, voting and election to an office within the association or any of its committees or societies.
- Section 6. Any manufacturer or distributor actively engaged in the work related to emergency services may apply for **Affiliate Membership** in the Arkansas Emergency Medical Technicians Association, Inc. Said Affiliate member will not be entitled to make motions, vote, or election to an office within the association or any of its committees or societies.
- Membership shall be contingent upon the approval of the membership committee.
- Section 7. Any individual or organization (except for those coming under the Affiliate Membership status described in Article 3, Section 6) who is not an emergency medical technician or first responder (described under Article 3, Section 1) may become an **Associate Member**. An Associate shall have none of the obligations of membership other than dues and shall not be entitled to make motions, vote, or election to an office within the association or any of its committees or societies.
- Section 8. Corporations or businesses may join the Arkansas EMT Association as **Corporate Members**. The corporate member will have the following benefits:
- A fifty percent (50%) discount on all advertising in the EMT Association Newsletter and the conference program.
 - Officers or employees of the corporation may attend any EMT Association meeting but shall not be entitled to make motions, vote, or election to an office within the association or any of its committees or societies.
 - All EMT Association quarterly newsletters and EMS Conference Program will have a listing of all corporate members.
- Section 9. Services or organizations may join the Arkansas EMT Association as a Department Member which includes the first 20 members. The members will have the same rights and privileges as regular members.

Section 10. Dues shall accompany any application for membership in the association. The membership year for all members will run from the date dues are received to the same date of the next year. If dues are paid during EMS Conference Registration then a member will expire December 31 of the coming year. The dues collected shall be forwarded to the Association Treasurer. Dues shall be as follows:

Regular Membership	\$ 20.00 per year
Affiliate	\$ 125.00 per year
Associate	\$ 15.00 per year
Honorary	No Charge
Corporate	\$ 250.00 per year
Department	\$ 175.00 per year first 20, \$ 8.00 each additional

Section 11. The Arkansas EMT Association will offer a one-time, free membership to newly certified EMTs providing that the membership application is returned to the association secretary within 90 days of certification..

Section 12. Anyone wishing to join any society associated with the EMT Association must first become a member in good standing with the Arkansas EMT Association.

ARTICLE IV OFFICERS

Section 1. The Officers of the Association shall be:

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| (a) President | (d) Treasurer |
| (b) Vice President | (e) Parliamentarian |
| (c) Secretary | |

Section 2. The officers of the association shall serve a term of two years. An officer cannot succeed themselves. The officers shall assume office at the beginning of the fiscal year following election.

Section 3. Election of Officers

- i. The current president shall appoint a 3 member election committee from the members of the association. The members of this election committee shall be posted in both written and electronic format at least 120 days prior to the annual meeting. Each nominee may have one person added to the election committee as a monitor.
- ii. Each potential candidate shall file a letter of intent to run to the chairman of the election committee not earlier than 90 days or later than 60 days prior to the annual meeting.
- iii. Election proceedings. Officers shall be elected by mail unless the office is uncontested, then election by acclamation is assumed.

Ballots will be mailed thirty days prior to the annual meeting to each member on the official roll. Ballots will be mailed to a sealed P.O. Box to be picked up by the election Committee and monitors on the day of the Pre-Conference. Votes will be counted and results will become official the day of the general session. In the result of a tie, the election would be by a show of hands from the members present at the general session.

- iv. In the event that no nominations are filed for an office, nominations will be accepted from the floor at the annual meeting and elected by majority hand vote.
- v. Removal of Office: In the event of death, resignation, or removal from office, the Board of Directors at a special meeting called for such purpose, shall elect a successor officer by 2/3 vote of total membership of the board. Such election successor offices shall be elected from the Board of Directors. Officers may be removed from office for cause. Such removal is to follow the same procedure as the removal of a director (Article VI, Section 9).

- Section 4. The President shall preside at all meetings of the Association and of the Board of Directors, and subject to the approval of the Board of Directors, shall appoint the Standing Committees, hereinafter carrying out the purpose of the Association, and shall be the chief executive officer of the Association. The President will, prior to the second quarterly meeting of the fiscal year and in conjunction with the Past President, will ensure deliverance in writing to the Board of Directors a full report of the Association's Business and financial matters. This statement will include a list of the officers, list of members, members dropped, funds, expenditures, liabilities, taxes, committees and members, and all current activities of the Association. The report will contain the said information of all recognized societies, chapters, and the Arkansas EMT Association Newsletter.
- Section 5. The Vice President shall take the place of the President in his absence or incapacity and shall perform such other duties as may be assigned to him from time to time by the President.
- Section 6. The Secretary shall keep minutes of all meetings of the Association and the Board of Directors, and shall:
- (1) attend to correspondence wherewith;
 - (2) send such notice of regular and/or special meetings of the corporation and/or the Board of Directors as may be required by these bylaws;
 - (3) perform such duties as are set forth in Arkansas Statutes Annotated Section 64-1901.
 - (4) shall coordinate all activities associated with membership records and correspondence.
- Subsection A. The Corresponding Secretary shall handle correspondence as directed by the president. This position may be appointed by the President if needed, and duties may include but are not limited to:
- (1) send such notice of regular and/or special meetings of the association and/or the Board of Directors as may be required by these bylaws;
 - (2) any correspondence deemed necessary by the president;
 - (3) will handle receiving and delivering mail sent to the association mailbox;
 - (4) any other duties as deemed necessary by the President.
 - (5) if this position is not appointed by the President then the above mentioned duties will fall upon the Secretary.
- Section 7. The Treasurer shall:
- (1) keep full and accurate account of receipts and disbursements in book belonging to the Association;
 - (2) deposit all depository authorized by the Board of Directors, taking proper vouchers for such disbursements;
 - (3) promptly render to the president and to the Board of Directors such statements of transactions and accounts as the President and/or Board require.
 - (4) If so directed by the Board of Directors, the Treasurer shall provide a surety bond in favor of the Association in such amount as is directed by the Board of Directors with surety or bonding company licensed by the Commissioner of Insurance by the State of Arkansas to do business. The cost of such bond shall be paid by the Association.
 - (5) The Treasurer shall perform such duties and have such other powers additional to the foregoing as the Board of Directors may designate.
- Section 8. Parliamentarian shall:
- (1) act as an advisor to the President on all questions of parliamentary procedure.
 - (2) be constantly alert for errors in procedure.

- Section 9. The President or Treasurer will be authorized to sign checks of the association. In the event of the demise of either officer the Secretary will replace that officer.
- Section 10. In the event that an Officer cannot attend a Board meeting, a designated representative may attend said meeting and have all rights of the Officer at that meeting including the right to vote, provided that such person presents a letter signed by the Officer he/she is representing authorizing him/her to represent the Officer for that specific meeting.

ARTICLE V MEETINGS

- Section 1. The annual meetings of the Association will be at a time and place designated by the Board of Directors. Notice of the annual meeting shall be communicated by the Secretary to each member appearing on the books of the Association as of the date of notice. Notice will be communicated at least thirty (30) days prior to the annual meeting.
- Section 2. A special meeting of the Association may be called by the President or by request in writing of at least two thirds of the members of the Board of Directors. Notice of such meeting shall be given in the same manner as prescribed in Section 1 of this article.
- Section 3. All committees shall meet as often as it is necessary to conduct their business and the Board of Directors shall meet at least once each quarter or more often upon call of the President, or by a majority of the Board of Directors, notice first having been given at least seven (7) days prior to such a meeting, in writing, to all Directors of the Association, starting date, time and purpose of said meeting. No notice of any meeting of the Board of Directors need be given if a written waiver of notice is executed before or after the meeting by all of the Directors and filed with the records of the meetings, and if notice of a special meeting of the Board of Directors shall be waived by all of the members thereof, entitled to notice thereof, to call of a special meeting shall be required.
- Section 4. Any action required or permitted at a meeting of the Board of Directors, including the election of Directors to Offices, may be taken without written notification of a meeting if a written consent thereto is signed by all Directors entitled to vote at such meetings and such written consent is filed with the records of the meetings by the Board of Directors.
- Section 5. Notice of meetings or special meetings of the Board of Directors or members shall be prepared by the Secretary and communicated by him/her at proper times set out in these Bylaws. All notices shall state the time, place, and purpose(s) of such meeting.
- Section 6. A quorum shall be constituted as follows:
- a) Association – 25 of the “members” as determined from the books and records of the association.
 - b) Board of Directors – 50% of the duly elected members. A quorum may transact business, unless otherwise stated herein, by a majority vote of those present at any such meeting.
- Section 7. The Fiscal Year of the Association shall commence on the 1st day of January and shall terminate on the 31st day of December of the same year.

ARTICLE VI

BOARD OF DIRECTORS

- Section 1. The Board of Directors will be made up of members of the association and shall be made up as follows: The Association officers; Directors, one (1) from each region; and one (1) board member-at-large, presidents of each society, and the immediate Past President of the association. There shall be five (5) regional directors, each representing fifteen (15) counties as follows: **Region one (1)** - Northwest will consist of Baxter, Benton, Boone, Carroll, Crawford, Franklin, Johnson, Logan, Madison, Marion, Newton, Pope, Sebastian, Searcy, and Washington Counties; **Region two (2)** – Northeast will consist of Clay, Craighead, Crittenden, Cross, Fulton, Greene, Independence, Izard, Jackson, Lawrence, Mississippi, Poinsett, Randolph, Sharp, and Woodruff Counties; **Region Three (3)** – Central will consist of Cleburne, Conway, Faulkner, Garland, Grant, Hot Springs, Lonoke, Perry, Prairie, Pulaski, Saline, Stone, Van Buren, White, and Yell counties; **Region four (4)** – Southwest will consist of Clark, Columbia, Hempstead, Howard, Lafayette, Little River, Miller, Montgomery, Nevada, Ouachita, Pike, Polk, Scott, Sevier and Union counties; **Region five (5)** – Southeast will consist of Arkansas, Ashley, Bradley, Calhoun, Chicot, Cleveland, Dallas, Desha, Drew, Jefferson, Lee, Lincoln, Monroe, Phillips and St. Francis counties.
- Section 2. The Directors shall serve terms of two (2) years with the terms of three members expiring each year with the exception of the society president who will expire according to their society bylaws. Director in Region 1, 3, and 5 must be elected or re-elected in the fall of even numbered years. Directors in Regions 2, 4, and at-large shall be elected in the fall of odd numbered years. The statewide Director at large shall be elected by mail before the annual conference as outlined in Article IV, Section 3.
- Section 3. The Board shall be responsible for the general supervision and management of the affairs of the association. Including but not limited to the policies not covered by these Articles, and expenditure of funds necessary to carry out the purpose of the organization.
- Section 4. The Board Member shall function as an active member of the Association and shall strive to maintain positive relationships with the membership, State office of EMS, the public, and with allied Emergency Services Personnel.
- Section 5. Qualification:
- 1) A member in good standing with the Association.
 - 2) Properly elected to the position by Association members within his/her area.
 - 3) Worked in an Arkansas EMS System and have been a member of the association for a minimum of two (2) consecutive years.
 - 4) Members must live within the region to be nominated and elected to represent the region.
- Section 6. The Board Member will be accountable to the President or the Association to insure active representation of Association members within his/her area. Provide information and assistance to the President with goals and objectives of the Association.
- Section 7. Responsibilities and Authority:
- A) The Board Member shall be responsible for active Association Membership recruitment within his/her area.
 - B) The Board Member shall attend scheduled Association meetings and those called by the Board of President.
 - C) The Board Member shall serve on committees appointed by the President.
 - D) The Board Member shall have the autonomy to contact and recruit other Board members to provide input and assist on projects assigned to him/her by the President.
 - E) The Board Member shall maintain a professional attitude and shall strive to present to the Board of Directors the ideas and recommendations of the Association members within his/her area of representation.

- F) Each Board of Director shall be responsible for conducting at least one training workshop for CEU's annually for association members within his/her geographical area. AEMTA will finance the workshop to a maximum of eight hundred dollars (\$800.00) per year.
- (G) Board Members shall not hold two positions simultaneously on the board of directors.

Section 8. Special Duties

- (1) Participate in the planning and execution of the Annual State EMS Conference.
- (2) Maintain a positive working relationship with Association Societies, ancillary services and promote a positive and professional image of the Association.

Section 9. In the event that a Regional Board of Director member should die, resign, be removed from office, or vacate his/her office for any other reason before the expiration of his/her term of office, the Board of Directors shall elect a member to fill out the unexpired term, if any unexpired term exists. The Board shall elect, by majority vote in the affirmative, from the region left without representation. In the event that the provision of the section must be invoked, notice that a replacement Director will be elected at the next Board of Director meeting must be given.

Section 10. Any Director may resign at any time by delivering his resignation to the association at its principal office or to the President or secretary of the Association. Such resignation shall be effective upon its receipt, or the date specified in the written resignation, whichever is later.

Section 11. Any Director may at any time be removed from office with cause, by the affirmative vote of 2/3 of the members of the Board of Directors then in office at a meeting called for that purpose. At least 30 days notice shall be provided such Director and he/she shall be provided an opportunity to be heard by the Board of Directors.

Section 12. In the event that a Director cannot attend a Board of Directors meeting, a designated representative may attend said meeting and have all rights of a Director at that meeting, including the right to vote, provided that such person presents a letter signed by the Director he/she is replacing, authorizing him/her to represent a particular region for a specific meeting.

Region Director's proxies must only be a member resident of the respective Region.

ARTICLE VI COMMITTEES AND LIAISONS

Section 1. Committees may be formed by the President, and shall be formed by the President if voted by the Board of Directors. Said Board shall approve all committee appointments.

Section 2. The President shall appoint the Chairman of each committee.

Section 3. The President shall be a member ex-officio of all committees, and shall be notified by the committee chairman of all committee meetings.

Section 4. Standing committees shall be:

- 1) Conference Program Committee
- 2) Membership Committee
- 3) Legislative Committee
- 4) Finance Committee
- 5) Awards Committee

- Section 5. **The Conference Program Committee** shall consist of: A Chairman, appointed by the Board of Directors, the President of the EMT Association, the President of the EMT Instructor/Coordinator Society or a designated representative, a member of the Board of Directors, and members at-large as designed by the Board of Directors. The Committee will be responsible for the educational program for the annual EMS conference.
- Section 6. The **Membership Committee** will be made of five members, one appointed from each region to be responsible for recruitment and retention of membership.
- Section 7. The **Legislative Committee** will be comprised of the Board of Directors of the EMT Association. The Committee may enlist help from any other member they deem necessary.
- Section 8. The **Finance Committee** shall be comprised of three (3) members appointed by the President and approved by the Board of Directors. No two (2) can be from the same region. At least two (2) of the three (3) members must come from the Board, excluding the President, Secretary, and Treasurer. The Finance Committee shall be responsible for:
- 1) auditing records of the Association
 - 2) devising ways and means to raise funds
 - 3) approving expenditures in excess of \$200, such approval may be by phone.
- Section 9. The **Awards Committee** will be comprised of five (5) regional representative and the immediate past award winner. If any committee member is nominated for an award, he/she must resign from the committee. The purpose of this committee is to screen nominees and make selection of the award winner.
- Section 10. Liaisons for the AEMTA may be any voting member of the Association that is nominated and elected by the Board of Directors of the AEMTA. The term of office and responsibilities for each liaison will be described in the liaison assignment. Any liaison may resign the position, with said resignation becoming effective immediately, by providing a letter of resignation as stated in Article VI,
- Section 11. Any Liaison may be removed from the position for cause under guidelines as for Directors in Article VI, Section 11 and a successor selected in accordance with Article VI, Section 9 and a successor selected in accordance with Article VI, Section 9 where applicable.
- A) **Liaison to the National Association of Emergency Medical Technicians:**
During the time that AEMTA affiliates with NAEMT, a liaison will be selected for a term of three (3) years with no limit to the number of terms he/she may serve. The duly elected liaison will represent the AEMTA on the NAEMT Board of Governors and will be responsible for fulfilling the requirements mandated by NAEMT for membership on the Board of Governors. The liaison nominee must have been and currently is a voting member of AEMTA for at least two (2) years and a voting member for NAEMT for at least one (1) year prior to nomination. The liaison will represent and promote Arkansas and AEMTA on the regional and national level. The liaison will make reports to the AEMTA Board of Directors at each quarterly meeting and may request, and be granted, from the Board of Directors, funds for expenses in travel and communications to affect his/her duties and responsibilities. In the event that the affiliation between AEMTA and NAEMT is dissolved or terminated, the position of NAEMT Liaison for the AEMTA will cease to exist providing any and all transfer of funds or property have been finalized to the satisfaction of the Board of Directors of AEMTA. Upon Adoption of this amendment, the first NAEMT Liaison position will be available on January 1, 1995.

ARTICLE VIII PARLIAMENTARY PROCEDURE

At all meetings of the Association, Board of Directors, or committees, Robert's Rules of Order Newly Revised, 10th Edition or most recent edition shall be the standard for parliamentary procedure.

ARTICLE IX AMENDMENT OF BYLAWS

Any voting Regular Member may propose that the bylaws be altered, amended, or repealed and new or revised bylaws may be adopted by two-thirds (2/3) vote of the regular "members" as defined in Article III, Section 1, present and voting during any annual meeting of the corporation or in any special meeting of the corporation called for that purpose. Written notice of any proposed amendments shall be sent to all persons entitled thereto by the Secretary not less than twenty (20) days prior to the quarterly meeting or special meeting called for that purpose, such notice containing a copy of the proposed alteration, amendment, or revision of the bylaws.

ARTICLE X CORPORATE SEAL

The Association shall have an official seal which shall be imprinted on all documents requiring the same. The seal shall be round and not more than two (2) inches in diameter. It shall bear the complete name of the association, State of Arkansas, and year of incorporation.

ARTICLE XI AFFILIATION

- Section 1. The Association shall recognize societies of the Association. The President of such societies shall serve as a member of the Board of Directors.
- Section 2. The Association upon written request and approval by a two-third (2/3) vote of the Board of Directors shall charter any organization or association in the field of EMS as a society or chapter of the Association.
- Section 3. Anyone wishing to become a regular member of any society or chapter of the Association must first become a regular member and be in good standing with the AEMTA.
- Section 4. The President of each recognized society or chapter will deliver in writing to AEMTA President prior to the first quarterly meeting of the fiscal year, a full statement of financial and business matters of the society or chapter. This statement will include a list of officers, a list of members, list of membership dropped, fund, expenditures, liabilities, committees and members, and all current activities or the society.
- Section 5. The minutes of all quarterly meetings will be delivered in writing to the AEMTA Secretary within ten (10) days of the meeting.
- Section 6. In the event that a society is not functioning in a manner consistent with the goals and ideals of the AEMTA, the Board of Directors may order a reorganization of the chapter or society of concern by re-election or officers, dissolution or any other manner deemed necessary to insure the activities and organization of said society or chapter is consistent with AEMTA.

ARTICLE XII NEWSLETTER

- Section 1. The AEMTA will publish a quarterly newsletter in the months of March, June, September, December.
- Section 2. The Board of Directors will appoint two members of the Association to two years terms as editor and assistant editor to supervise the production of said newsletter.
- Section 3. The Board of Directors shall reserve the right to intervene in any manner deemed necessary to insure said newsletter does not compromise the goals and ideals of the AEMTA. Intervention may include re-appointment of editors, re-organization, or dissolution if deemed necessary by a two-thirds (2/3) vote of the Board of Directors.
- Section 4. The editor and the assistant editor of said newsletter will deliver in writing to the Association President prior to the first quarterly meeting of the fiscal year, a full statement of financial and business matters of said newsletter. This statement will include all advertisers, fund, expenditures, liabilities, and activities of said newsletter.
- Section 5. The newsletter will be free of charge to all regular, associate, honorary, affiliate and corporate members of AEMTA. The subscriptions rate for non-members will be \$12 annually.

ARTICLE XIII CORRESPONDENCE

Any correspondence in which the author represents the AEMTA shall be approved by the President prior to disbursement. In the event the President cannot be located, the Vice President may approve the content.

ARTICLE XIV ENDORSEMENTS

Endorsements of any nature on behalf of the Arkansas EMT Association must have the approval of the Board of Directors.

ARTICLE XV DISSOLUTION

No profit of the association shall ensure to any individual member of the association. Upon dissolution of the association the net assets available for disbursements shall be distributed in accordance with Arkansas Statutes Annotated Section 64-1901 et seq as same may be amended from time to time, so long as the provisions of said statutes as not in conflict with Chapter 501(c) of the internal Revenue Code of 1954 as amended.

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