

***North Country Regional Emergency Medical Services Council, Inc.
(REMSCO)***

For Jefferson, Lewis, and St. Lawrence Counties

By-Laws

Mission Statement

"The mission of the North Country Regional Emergency Medical Services Council is to improve the delivery of pre-hospital Emergency Medical Services through coordinated oversight of personnel, recruitment and retention, training and resources."

Article I

Title: The name of the organization shall be the North Country Regional Emergency Medical Services Council, Inc. here in after referred to as "The Council". **(This is after the name change from "North Country Regional Emergency Medical Services Council for Jefferson, Lewis and St. Lawrence Counties, Inc." becomes complete.)**

Article II

Purposes:

1. The Corporation is formed and shall be operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954, as it now exists, or may be hereafter amended; including overseeing and coordinating an Emergency Medical Services System to provide prompt and effective emergency medical care for individuals in Jefferson, Lewis and St. Lawrence Counties; providing assistance in coordinating the activities of the North Country Regional Emergency Medical Services Council, Inc. for Jefferson, Lewis, and St. Lawrence Counties; training Emergency Medical Services personnel in the aforementioned counties pursuant to Article 30 of the New York State Public Health Law, and establishing goals and objectives for achieving better Emergency Medical Services in the aforementioned counties.

As a means of accomplishing, and in furtherance of the foregoing purposes, The Corporation shall have all of the general and special powers granted under Section 20 of the Not-for-Profit Corporation Law, subject however, to the limitation that it shall exercise only such powers, carry on any such activities, and make only such expenditures as may be carried on and made by an organization exempt under Section 501(c)(3) of the Internal Revenue Code as it now exists, or as it may hereafter be amended. Nothing herein shall authorize The Corporation to undertake or carry on any of the activities described in Section 404(b) through (p), inclusive of the New York Not-for-Profit Corporation Law.

2. The Council's purpose shall be to determine the public need as to Emergency Medical Services, and to promote the creation of additional Emergency Medical Services when needed and to establish Emergency Medical Service Committees. In general, to promote the improvement of the delivery of Emergency Medical Services through effective and coordinated arrangements of personnel, facilities and equipment within the area.

3. The Council is formed for the purpose of carrying out all of the objectives set forth in the By-Laws and State of New York State Public Health Law Article 30 in conjunction with New York State Department of Health EMS Bureau and for any other objectives which may be required to promote the establishment and operation of Emergency Medical Services Systems.

Article III

Membership and Term of Office:

1. Active membership shall consist of not more than thirty- (30) members, of which not less than one-third shall be representatives of Ambulance Services. The remaining memberships may consist of, but will not be limited to, representatives of each of the existing County Emergency Medical Service Committees in the region, Physicians, Hospitals, Fire Departments, Emergency and Rescue Squads, Public Officers and the General Public. Members will live within the geographic areas serviced by the North Country Regional EMS Council, Inc. (3003-2)
2. Members who are representing organizations other than ambulances who are also involved in Ambulance Services will not be counted as to the number of ambulance people sitting on The Council. The membership shall consist of 10 members from each county unless a county agrees to forfeit a seat for a term and said county retains the right to reclaim the seat at the end of the term. The Council shall make every effort to maintain the diversity of the membership within The Council. (3003-2)
3. Three consecutive unexcused absences or failure to attend 50% of the meetings in The Council year (4/1 to 3/31) shall constitute grounds for automatic termination of active membership. To qualify for an excused absence, the member must submit a written request within two weeks of the missed meeting, which shall be reviewed by the Chair and adjudicated by the Chair.
4. Non-voting membership (Ex-official Member) may consist of: County EMS Coordinators (unless they are a full member), Regional Medical Director and other members as needed.
5. The Council Secretary will inform each County EMS Coordinator of vacancies on The Council. Each county EMS Director or Coordinator will solicit members to fill vacancies from their respective counties. Names of interested individuals will be presented by the EMS Director or Coordinator to the County EMS advisory board, if one exists, for their recommendation. Approved names will then be submitted to The Council by The County EMS Director or Coordinator for consideration for membership to The Council. In absence of an EMS Coordinator or Director, the EMS Advisory Board may submit names to The Council. In absence of an EMS Advisory Board, the County EMS Director or Coordinator may advance names to The Council.
6. The term of office for members shall be four (4) years.
7. Approval of Council Members shall be by two-thirds majority of the Council Members present and eligible to vote at its annual April meeting.

8. Any vacancies, which may occur, shall be filled by appointment of the Chairperson, for the remainder of the vacant term with the approval of The Council. The appointee shall be of the same constituency to assure that the diversity of The Council remains the same.
9. Prospective Members and current Council Members must be what the general community would consider to be a “good citizen”. A felony conviction is grounds for immediate removal.
10. A member who becomes abusive and/or the repeated use of offensive language can face disciplinary action by the Executive Committee or expulsion by The Council by a 2/3 vote of the members present.

Article IV

Officers:

1. The officers shall consist of: Chairperson, Vice-Chairperson, Secretary and Treasurer.
2. The Nominating Committee of three (3) members shall be appointed by the Council Chairperson. Members of the Executive Committee may not serve on this committee.
3. The Nominating Committee shall announce its proposed slate of officers prior to the annual election.
4. Nominations from the floor will be accepted at the annual meeting prior to the election.
5. The newly elected officers will take office at the conclusion of the annual meeting for a term of one year.

Article V

Duties of Officers:

1. The Chairperson shall preside at all meetings of The Council, shall be an Ex-officio Member of all committees except the Nominating Committee, shall preside at all meetings of the Executive Committee and shall perform all such duties incidental to the office of the Chairperson that are properly required of him/her.
2. The Vice-Chairperson shall, in the absence of the Chairperson, exercise all functions of the Chairperson and shall be vested with all his/her powers.
3. The Secretary shall keep records of Council action, taking minutes of Council Meetings and make such reports and perform such duties incidental to the office that are properly required of him/her by the organization.
4. The Treasurer shall have responsibility of all funds received by The Council, shall conduct its financial business and be responsible for furnishing satisfactory audits of all accounts.
5. All records of The Council shall be maintained per current Council guidelines.

Article VI

Meetings and Voting:

1. The regular meetings of The Council shall be held on the first Monday of each month unless otherwise ordered by The Council or Executive Committee.
2. The annual meeting shall be held each April.
3. The Council meetings shall be conducted according to simplified parliamentary procedure based on Robert's Rules of Order.
4. The presence of a majority of members shall constitute a quorum and shall be required to conduct general business at any Council Meeting. There shall be at least one representative present from each county. The definition of members is the membership roster of The Council at the time of the meeting. (3003-2)
5. All statutory matters (Certificate of Need) that require a roll call vote must be passed by a majority vote of the membership roster of The Council at the time of the vote. There shall be at least one representative present from each county. (3003-5)
6. Each Council Member shall have one vote.
7. Each Member must be present to vote (no proxy vote). Members may be considered present via teleconference, video conference or other legal means.

Article VII

Conflict of Interest:

1. Disclosure - Any conflict or perceived conflict of interest of any Council Member shall be disclosed to the other members of The Council and made a matter of record through an annual procedure.
2. Process - Any Council Member having a conflict or perceived conflict of interest on any matter shall not vote, or use his personal influence on the matter, and shall not be counted in determining the quorum for the meeting.
3. A vote of The Council shall determine whether members with a conflict or perceived conflict of interest will be allowed to participate in discussions or votes on an issue.
4. Orientation - Any new member of The Council will be advised of this policy.

Article VIII

A. Committee Principles:

1. The Council Chairperson may appoint representatives in the capacity of Operational Committees, Technical Advisory Groups (TAG's) and/or Ad-Hoc Committees of The Council. The Chairperson shall authorize aforementioned committees and/or groups, such powers to perform acts or duties, on behalf of The Council, as may be consistent with these By-laws, and to the extent authorized or permitted by law.

2. The Chairperson of all Operational Committees and Technical Advisory Groups (TAG's), and/or Ad-Hoc Committees shall be appointed by the Council Chairperson.
3. The Committee Chair and/or Council Chair may elect to solicit additional representative(s) to participate on any committee, or to offer input as deemed necessary. Representatives may be Regional Emergency Medical Advisory Committee (REMAC) members, Program Agency Director, Assigned Staff, other Council Members, or The Community at large or representatives who may offer additional resources or expertise.
4. All committees and/or Ad-Hoc committees shall perform other duties as assigned by the Council Chairperson.

B. Standing Committee Structure:

1. Executive Committee:

The Executive Committee shall act with the full authority of The Council as permitted by law and approved by The Council in between regular meetings of The Council. The Executive Committee shall consist of the Chairperson, Vice-Chairperson, Secretary, and Treasurer.

The Executive Committee may call on other members or Ex-official Members as needed to assist in the duties of their office.

The Executive Committee shall monitor and review all activities performed by the EMS Program Agency.

The Executive Committee shall assist The Council in the review and management of the Council's finances. An audit of the Council finances is to be conducted annually.

2. Certificate of Need Committee

The Certificate of Need (CON) Committee is for the purpose of receiving, reviewing for completeness, holding public hearings and making recommendations to The Council on matters of Certificate of Need of new operating territory, expansion of operating territory, transfer of ownership, change of name, the sale of more than 10% of stock of a corporation as determined by Article 30 and New York State Health Department Policies and Procedures and Council Policies and Procedures.

The CON Committee will collect deposits from applicants with the fee schedule to be reviewed annually by The Council. The Council Treasurer will hold collected deposits.

The CON Committee Chair will work closely with the Program Agency Director and New York State Department of Health and will take every precaution as directed by law and Council procedures to protect personal information of Social Security Numbers and Dates of Birth of any applicant.

The CON Committee will have at least 1 representative from each county.

3. Education and Training:

The Education and Training Committee shall advise The Council in all matters regarding education and training programs pertaining to Emergency Medical Services, including but not limited to, instructors, curricula, course sponsors and educational standards. The Committee shall monitor training needs on a regional basis and make recommendations to The Council that serve to assist planning and coordination of training needs. The Education and Training Committee shall review and bring forth a recommendation of all EMS Course Sponsor applications or renewals. The Education and Training Committee shall provide input for development and assistance in the preparation of the annual Training Plan and will review the completed plan prior to the submission to New York State Department of Health.

The Education and Training Committee shall consist of a representative from each EMS Course Sponsor in the Region. The Education and Training Committee shall perform other duties as assigned by The Council.

4. Public Information, Education and Relations (PIER)/ Recruitment and Retention Committee:

The Public Information, Education and Relations (PIER) Committee shall be responsible for public relations, recruitment and retention, positive publicity via the media, awards and recognition of EMS activities, squads or providers.

5. Regional Emergency Medical Advisory Committee (REMAC):

The Regional Emergency Medical Advisory Committee (REMAC), pursuant to Article 30 Section 3004-A of the New York State Public Health Law, shall develop policies, procedures, triage, treatment and transportation protocols which are consistent with the standards of the State Emergency Medical Advisory Committee (SEMAC) which address specific local conditions. The REMAC may also approve Physicians to provide on-line medical control, coordinate the development of the Regional Medical Control System and participate in CQI/QA activities addressing system-wide concerns. EMS Program Agency Staff can provide administrative support as needed.

All members of the REMAC are to be approved by this Council. (3003-3-L)

Decisions by the REMAC shall be reported to the North Country Regional EMS Council.

Decisions by the REMAC may be appealed by this Council to SEMAC as described in 3004A-4.

6. AD-HOC Committees and TAG's:

Ad-Hoc Committees or Technical Assistance Groups (TAG's) may be appointed at the discretion of the Council Chairperson to address specific issues, and upon completion of the specific task, these groups are dissolved. This includes, but is not limited to, Spring Fling, By-Law's Committees etc.

Article IX

Amendments:

The By-Laws may be amended at any regular meeting of The Council by two thirds (2/3) vote provided that the amendment has been submitted in writing at the previous regular meeting and distributed to all Council Members.

3003-3-C “Make and alter By-Laws for its organization and internal management, and rules and regulations governing the exercise of its powers and the fulfillment of its purposes under this article; such rules and regulations must be filed with the Secretary of State and The State EMS Council;”

Article X

EMS Flow Chart

(See next page – figure 1)

Figure 1 - EMS Flow

State EMS Organizational Chart



