

# Tri Community Ambulance Service, Inc.



## By-Laws

Amended November 19, 2024

## Table of Contents

Article I – Name, Purpose and Territory .....	4
Article II – Membership .....	4
Sec. 1.    Attainment of Membership .....	4
Sec. 2.    Membership Categories.....	4
Active Member .....	4
Active Probationary Member .....	4
Honorary Member: .....	5
Life Membership .....	5
Active Life Membership.....	5
Active Social Membership:.....	5
Active Junior Membership: .....	6
Active Youth Membership.....	6
Sec 3.    Active Member in Good Standing .....	6
Article III – Leave of Absence .....	7
Medical Leave of Absence .....	7
Personal Leave of Absence .....	7
Administrative Leave of Absence.....	7
Article IV – Officers of the Corporation.. ..	9
Duties of Executive Officers.....	9
Duties of Operations Officers.....	10
Duties of Trustees.....	11
Requirements for Office.....	13
Removal of Officers:.....	14
Article V – Meetings.....	15
Order of Business.....	15
Article VI – Suspensions, Expulsions and Other Penalties .....	16
Disciplinary Procedures.....	17
Expelled Members .....	18
Expulsions and Resignations .....	18

Expulsion ..... 18  
Impeachment..... 19  
Resignations ..... 19  
Membership Termination ..... 19  
Resignation / Expulsion of an Officer while in Office..... 19  
ARTICLE VII – Standing Rules, Policies and Procedures ..... 19  
ARTICLE VIII – Parliamentary Procedures ..... 20  
Article IX – Amendments ..... 20

## Article I – Name, Purpose and Territory

This Corporation shall be known as Tri-Community Ambulance Service, Inc.

The objectives and purposes of the corporation are fully set forth in the Certificate of Incorporation hereto attached.

## Article II – Membership

### Sec. 1. Attainment of Membership

- A. The membership of the Corporation shall consist of those persons who have signed the Certificate of Incorporation as Incorporates, together with all persons who are hereafter received in or elected to membership as hereinafter provided
- B. A completed membership application shall be submitted to the Secretary and the chair of the New Member Investigation Committee of the organization with a non-refundable application fee of \$10. The New Member Investigation Committee shall review the application and interview the applicant. The application is then either approved by the New Member Investigation Committee for probationary member status or denied.
- C. A person may become a Probationary Member of the Corporation upon majority vote of the New Member Investigation Committee.
- D. Upon successful completion of the one (1) year probation, the application is brought before the Executive Committee for review and is either favorably forwarded to the company for vote into Active Membership by majority vote of eligible voting members present at a regular company meeting or denied

### Sec. 2. Membership Categories

**Active Member:** Any person seeking “ACTIVE” membership, is willing to perform the duties of an active member in good standing as stated hereinafter. An active membership is one that grants the member full privileges of the corporation. These privileges or rights of an active member are defined as each person having the right to voice their opinion at meetings, the right to vote on purchases and officers, the right to hold office, the right to drive an ambulance subject to the outlined contingencies noted below, the right to administer First Aid to the level of Certification granted to them by New York State.

**Active Probationary Member:** Active Probationary Members are admitted to probation by a majority vote of the New Member Investigation Committee for a one (1) year probationary period. Active Probationary Members will NOT have the right to vote on company business, receive company uniforms or emblems, or company pager. Active Probationary Members cannot participate in Tri Community Ambulance Service’s Cell Phone Plan or Continuing Medical Education (CME) recertification program. Upon completion of the one-year probation, and upon favorable recommendation of the Executive Committee, an Active

Probationary Member can be voted into Active Membership by majority vote of eligible voting members present at a regular company meeting. An Active Probationary Member may be dismissed by majority vote of the Executive Committee at any time during the probationary period.

**Honorary Member:** From time to time, an outstanding individual exemplifies, by deed or example, the very essence of purpose of Tri Community Ambulance Service, Inc. Such persons shall be presented to the organization for consideration as an Honorary Member. The proposal shall be tabled for thirty (30) days. After 30 days, the Organization shall vote. A majority vote of approval from the membership is required for this status. Honorary Members:

- Shall be able to attend meetings.
- Shall be able to attend all Company functions and/or fundraisers
- Shall not be able to hold office
- Shall not have the right to vote
- Shall not be permitted to respond or lend aid at emergency response calls.

**Life Membership (Non-Active):** Life membership is an attained status unique to the Corporation. These are members who have successfully served the organization for a total of ten (10) years documented as an Active Member in Good Standing. A majority vote of approval from the eligible voting members present at a company meeting is required to obtain this status. Non-Active Life Members are exempt from any requirements of Active Members in Good Standing. Non-Active Life Members will be entitled to attend any company meetings, and fund raisers. Non-Active Members may also be invited to special company functions. Non-Active Life Members will not have the right to vote at company meetings. Non-Active Life Members are ineligible to participate in the company phone plan or CME recertification program. Non-Active Life Members cannot respond to calls or perform functions on scenes as an agency member.

**Active Life Membership:** If a Life Member desires to remain active as a “Life Member”, they must fulfill all the requirements set forth under Duties and Qualifications of an Active Member in Good Standing except for minimum monthly duty hours. An Active Life Member wishing to run for office MUST meet the requirements of the office AND the duty hour requirements of an “Active Member” as described in the “Active Member” section of this article. All Active life members retain the right to vote at all company meetings and elections, and participate in the cell phone plan. An Active Life Member Must complete at least 72 duty hours per calendar year to be eligible to participate in the company CME recertification program.

**Active Social Membership:** The social Membership of the company shall consist of people desiring to remain in contact with the company but are not interested in the monthly duty requirement. The social member does not participate in the operations of the organization as set forth by the Company Bylaws and/or the company Standard Operating Guidelines (SOG). Social Members do not have the right to vote as they are not active in the day-to-day operations of the company and not held to the requirements of an active member in good standing. Social members are encouraged to attend company meetings, assist with fundraising, work details and participate in social gatherings. Social Members can serve on all fundraising and Activities Committee. Social Members may be allowed to attend company special parties and functions. However, the social member must participate in the yearly fundraisers and work details for a minimum of 12 hours to attend the annual awards dinner and installation of officers without having to pay to attend.

Members serving currently in active membership with a desire to transfer to ‘social member’ will only be eligible to do so after 5 years of documented active service under Duties and Qualifications of an Active Member in Good Standing. These members must be approved by the Board of Directors. Additionally, social membership will be capped at 20% of the roster.

**Active Junior Membership:** Individuals 17 years old are eligible to join the ambulance company as junior members. The goal of Tri-Community Ambulance Services junior member program is to build interest in the Emergency Medical Service and to give the 17-year-olds knowledge about basic EMS care and operations and the workings of Tri-Community Ambulance so that, when they turn 18 and become eligible for active membership, they will already have much of the knowledge and skills necessary to become a successful member. The Active Junior Member may be allowed to schedule ambulance duty with the permission of the Chief. 17-year-old Active Junior Member cleared by the chief to schedule ambulance duty, may do so with the permission of the crew they intend to ride with. Active Junior Members approved for ride time may schedule time between 2:00 p.m. and 9:00 p.m. on school days, and 6:00 a.m. to midnight on non-school days. Active Junior Members will not schedule duty time between midnight and 6:00 a.m. The Active Junior Member is not allowed to take part in any patient care, patient movement or any other hazardous activities. Due to the serious and graphic nature of some calls, the decision to allow a junior member on the call or into the scene will rest on the highest-ranking member of the crew that is primary for the call. If an Active Junior Member becomes certified as a Emergency Medical Technician (EMT) they may practice patient care according to state approved Protocol under the direction of a New York State EMT. They are used primarily in a support capacity, and assist in helping the EMT in charge. To join, Active Junior Members must have permission from their parents and maintain their grades in school. Once the junior member is 18 years old, they must submit application for Active Membership. Active Junior Members are encouraged to attend regular company meetings but will not have the right to vote. To remain in good standing, Active Junior Members must complete 12 hours of service per month (any combination of ambulance duty, meetings, drills and work details).

**Active Youth Membership:** Individuals ages 14-16 years old are eligible to join the ambulance company as Active Youth Members with parental consent. The goal of Tri-Community Ambulance Services Active Youth Member program is to build interest in the Emergency Medical Service and to give the 14-16-year-olds knowledge about basic EMS care and operations and the workings of Tri-Community Ambulance. Active Youth Members will participate in meetings, drill and work details under the guidance of the youth advisors to gain knowledge and experience surrounding Emergency Medical Services and Tri-Community Ambulance Service, Inc. At no time will Active Youth Members be involved in any emergency response with the company. Active Youth Members will be expected to participate regularly in monthly actives as scheduled. When an Active Youth Member reaches the age of 17, they may submit an application for Active Junior Membership.

### Sec 3. Active Member in Good Standing

An Active Member in Good Standing must meet the requirements below. Any member that is suspended from active duty or is derelict in their duty, for an unexcused reason, or on approved personal leave will be considered a Member NOT in Good Standing for that period of time.

## **DUTIES AND QUALIFICATIONS OF AN ACTIVE MEMBER IN GOOD STANDING**

- Must be 18 years of age or older
- New members must take a Certified CPR class from the American Heart Association, National Safety Council or American Red Cross within 6 months of joining and maintain a current card.
- Certified Providers must maintain current regionally required ancillary certifications for the level at which they are cleared and practicing.
- Each member is expected to perform, at minimum, 12 hours of primary duty per month. At the discretion of the Chief of Operations and with the concurrence of the President, upon written request by the member, the Chief can excuse a member for good reason from this requirement for a single month in a December to November calendar year. Each Member must perform a minimum of 12 primary duty hours per month, or a total equal to 12 primary duty hours per month for membership terms less than one year.

## Article III – Leave of Absence

### Medical Leave of Absence

A member may apply for a medical leave of absence for a period of up to three (3) months. The member must submit a written request for leave to the Executive Committee (they do not have to disclose the condition for which leave is requested). The member must provide a physician's medical clearance to the Executive Committee before return to active duty. Medical Leave can be renewed every three (3) months up to a total of twelve (12). While on approved medical leave of absence for the period of up to twelve (12) months the member's rights and privileges will remain in effect. After twelve (12) consecutive months of approved medical leave, the member will be placed on an "inactive" status and all rights and privileges will be suspended until a medical clearance and return to duty is approved by a physician or the member resigns from Tri-Community Ambulance.

### Personal Leave of Absence

An Active Member may apply to the Executive Committee in writing for a personal leave of absence (no reason needs to be disclosed) for a period of three (3) months. Determination of leave approval will be based on the member's standing for the past twelve (12) months. Personal leave can be renewed once for an additional three (3) months for a total of six (6) consecutive months. While on approved personal leave of absence the member's rights and privileges will be suspended until the member can return to Active Member in Good Standing status. If the member is unable to return to duty and good standing after six (6) consecutive months of personal leave the member will be dismissed from membership without prejudice and will be able to re-apply for membership when they feel they can return to good standing.

### Administrative Leave of Absence

A member placed on administrative leave under Article VI "Disciplinary Procedures" of these bylaws will adhere to the following:

While on administrative leave, the member in question will have all rights and privileges of the corporation suspended. This will include but not be limited to not being allowed on company property and vehicles. The member will be barred from any company functions, drills, and gatherings until a final determination is made on the situation that initiated the administrative leave. If no disciplinary action results from the situation prompting the administrative leave, the member will be deemed to have been in good standing during the time on administrative leave.



## Article IV – Officers of the Corporation

### Sec. 1. The officers of the Corporation shall consist of:

Administrative Officers - President, Vice-President, Treasurer, Financial Secretary, Secretary. The Administrative Officers shall be responsible for the wellbeing of the organization with respect to financial matters, administration, adherence of the Certificate of Incorporation, compliance with all regulations governing ambulance service in New York State, and procurement of all necessary insurance.

Operations Officers - Chief, 1st Assistant Chief and 2nd Assistant Chief. All Officers shall fall under direct supervision of the President. The Operations Officers shall be responsible for scheduling of duty crews New York State 800 Compliance of the ambulances, compliance with Regional and state wide protocols both BLS and ALS, Quality Assurance, all EMS Training, driver training, , and recommendation of equipment purchases. The EMS Officers consist of Chief of Operations, 1st Assistant Chief of Operations, 2nd Assistant Chief of Operations, Trustee of Vehicle Maintenance and Trustee of EMS Supplies.

Trustees – Trustee of Property and Grounds, Trustee of Vehicles and Trustee of EMS Supplies. Trustees shall be responsible for maintenance of the building and truck hall, general maintenance of the ambulances, accounting and inventory of all EMS supplies, and participate in recommendation of equipment and supply purchases.

The Executive Committee, Consisting of the President, Vice-President, Secretary, Chief, and 1<sup>st</sup> Assistant Chief will be responsible for managing confidential and/or disciplinary personnel matters

No officer of the Corporation will enter into any agreement or negotiate any agreement if they are employed by that agency or any agency in competition with that agency.

### Sec. 2. Duties of the Administrative Officers

**PRESIDENT:** Shall preside at all meetings of the organization and the Board of Director Meetings in accordance with the latest edition of Robert’s Rules of Order. He / She shall call special meetings when in his/her judgment they are deemed necessary or upon request of five (5) company members or three (3) members of the Board of Directors. He/she appoints committees when necessary or directed by the membership to do so. He/she shall enforce the observance of the Certificate of Incorporation. He/she shall sign all vouchers for bank withdrawals and the person holding the position shall be bonded. He/she shall not vote on any matters of the company other than election of officers and members except in the case of equal division, when his/her vote shall decide. He/she shall submit a report at the annual meeting. He/she shall ensure that the organization develops and maintains its financial and human resources and effectively delivers the service of the corporation. Additionally, it is his/her duty to provide through example, the camaraderie among our personnel for the betterment of the organization.

**VICE PRESIDENT:** Primary responsibility of the Vice President is to assist the President. In the event of the absence of the President, the Vice President shall preside at all meetings and functions of the Corporation and administer all duties of the President. If the President leaves office for any reason, he/she shall take office for the remainder of the year and an election will be held at the next regular meeting to fill the Vice President’s office.

SECRETARY: Shall record and maintain the minutes of the Company Proceedings. He/she shall read or post all communications at the monthly meetings. He/she shall read the minutes of the previous meeting or have them available for review prior to the start of the meeting. He/she shall keep all personnel and medical records and attend to human resources matters for each member of the organization. He/she shall notify the membership at least ten (10) days prior to the annual December meeting and five (5) days prior to any special meeting. Responsible for notifying membership of all regularly scheduled meetings, where voting will take place to expend company funds, in accordance with Not-for Profit Law.

TREASURER: Shall collect, organize, and pay bills as authorized by the company. He/she shall submit the previous month financial report of all corporation accounts. He/she shall prepare a budget for the corporation to review at the December meeting. The person holding the position shall be bondable. Shall reconcile accounts with the finance committee at least quarterly.

FINACIAL SECRETARY: He/she shall review and submit the electronic Patient Care Reports (PCRs) and billing sheets for all services rendered to the community to the billing company at least once per week. He/she is responsible for completing all requests for PCRs. He/she shall assist the Treasurer as needed.

TRUSTEE OF COMPANY PROPERTY AND GROUNDS: Shall be responsible for the organization's grounds and station equipment. He/she shall coordinate and supervise the maintenance of the corporation's grounds including the interior and exterior of the hall and truck bays. This also includes and is not limited to snow removal, lawn, shrubs, flagpole, information sign, floors, lounge, bedrooms and lavatories. He/she shall be responsible for distribution and repair of the organization's monitors and radios. He/she shall be responsible for loaning out all company equipment. He/she is to keep an accurate record of the organization's property. He/she shall submit an annual inventory of operations based equipment, i.e.: minitors, jumpsuits, etc., at the December meeting.

#### Duties of the Operations Officers

CHIEF OF OPERATIONS: Shall be in charge of day to day ambulance operations, ensuring that 800 checks are completed by the on-duty crews and duty crews are scheduled through the 1st Assistant Chief of Operations. He/she shall ensure quality patient care through intermittent scene surveys, to include reinforcement of well-handled calls and constructive suggestions for improvement of deficiencies. He/she shall assure that New York State Protocols and Standard Operating Guidelines are followed. It is the goal of the Chief of Operations to develop the EMS skills for the organization's personnel. Additionally, it is his/her duty to provide through example, the camaraderie among our personnel for the betterment of the organization. Other duties include but not limited to establishing an in-house QA/QI Committee, responsible for NYS DOH agency recertification and any correspondence with NYS DOH, overseeing the FTO Program and training through the 2nd Assistant Chief of Operations, investigating problems and documentation in a timely fashion, maintaining and updating the Standard Operating Guidelines, attending requested meetings with the county, area and local chiefs or sending a designee. The chief may not investigate any complaints involving another agency where they hold a decision-making position.

1st ASSISTANT CHIEF OF OPERATIONS: Primary responsibility of the 1st Assistant Chief of Operations shall oversee scheduling of duty crews, standbys and resolve scheduling conflicts as they arise. As needs change or special situations arise, he/she has the authority to reassign duty crews as necessary. He/she shall assist the Chief of Operations in the administration of his/her

duties. If the Chief is unavailable, he/she will assume these duties, while maintaining operations, consistent with the nature of the Chief of Operations. If a situation arises in regards to ALS personnel on a call, he/she (if certified only as an EMT or AEMT) will contact the President, who in turn will consult with other EMT-P or CC Board members.

2nd ASSISTANT CHIEF OF OPERATIONS: He/she shall be in charge of the training of the general membership. He/she shall hold a minimum of ten (10) training sessions per year, five (5) which are company instructed and open to all members. Scheduling of training sessions will be rotated as to accommodate as many members per month as possible. He/she shall work in conjunction with the CIC(s) that oversees Continuing Medical Education (CME). He/she shall be in charge of keeping all training records up to date and current and coordinate the FTO program in conjunction with the Chief of Operations. He/she shall assist the other EMS officers as needed.

#### Duties of Trustees

TRUSTEE OF COMPANY PROPERTY AND GROUNDS: Shall be responsible for the organization's grounds and station equipment. He/she shall coordinate and supervise the maintenance of the corporation's grounds including the interior and exterior of the hall and truck bays. This also includes and is not limited to snow removal, lawn, shrubs, flagpole, information sign, floors, lounge, bedrooms and lavatories. He/she shall be responsible for distribution and repair of the organization's monitors and radios. He/she shall be responsible for loaning out all company equipment. He/she is to keep an accurate record of the organization's property. He/she shall submit an annual inventory of operations-based equipment, i.e.: minitors, jumpsuits, etc., at the December meeting.

TRUSTEE OF VEHICLE MAINTENANCE: He/she shall be responsible for ensuring the routine and necessary maintenance of all company vehicles. He/she shall maintain accurate and up to date records of all maintenance completed on each company owned vehicle. He/she will address all maintenance concerns brought to their attention as soon as feasibly possible. He/she will immediately remove from service any vehicle that is unsafe to operate or does not meet statutory and/or regulatory requirements to operate and will ensure that necessary steps are taken to return the vehicle to service as soon as feasibly possible. He/she will be responsible for reviewing and maintain vehicle maintenance checks by crewmembers. Any inconsistencies shall be immediately reported to the Chief of Operations.

TRUSTEE OF EMS SUPPLIES: He/she will be responsible for ensuring that all vehicles are kept stocked per statutory, regulatory, and agency requirements/standards. He/she shall maintain adequate supply of disposable goods and medications within expiration dates. He/she shall ensure that timely ordering of supplies is completed to ensure sufficient stock. He/she shall ensure that preventive and emergent maintenance and repair is completed on all patient care capital equipment in a manner that ensures the necessary equipment is ready and available to all in service ambulances and response vehicles. He/she will maintain current inventory records for all disposable goods and patient care related capital equipment. He/she will assist the Chief of Operations in reviewing and maintaining records of vehicle supply checks/inspections by crew members

Sec. 3. The term of each Administrative or Operations officer, shall be two (2) years, January 1<sup>st</sup> through December 31<sup>st</sup> of the following year. The term of the Financial Secretary shall be one (1) year, January 1<sup>st</sup> through December 31<sup>st</sup> of the year immediately following the annual election. The term of a Trustee shall be one (1) year, January 1<sup>st</sup> through December 31<sup>st</sup> of the year immediately following the annual election.

Sec. 4. All officers shall be elected by ballot at the annual meeting by a majority vote of Active Members in Good Standing in attendance. If for any reason an officer is not elected at the annual meeting, a special election may be held at the next regular meeting or special meeting called for that purpose, or an appointment can be made by the president with majority approval of the Executive Committee. Administrative officers will be elected on the even years and Operations officers will be elected in the odd years. Trustees will be elected annually. Administrative officers will be elected on the even years and Operations officers will be elected in the odd years.

In the case that an existing officer wishes to run for an open officer position, that officer may run. If the officer is elected to a different office, the officer must resign their current office before assuming the duties of the newly elected office. The vacated office will be filled in accordance with section 5 of this article.

Sec.5. Vacancies in any elected office will be filled by appointment by the President, and approved by majority vote of the Executive Committee.

Sec. 6. The Chairperson of the Nominating Committee shall appoint two or more tellers who shall distribute the ballots, receive the ballots, poll the votes and announce results.

Sec. 7. In the event of three or more candidates and one does not receive the majority vote on the first ballot, the candidate with the least votes shall be dropped from the ballot. This procedure shall continue until one candidate is elected. The majority vote as defined in Robert's Rules of Order is one more than the total votes cast.

Sec. 8. Only active members in good standing as defined in Article II Section 3 shall be entitled to vote at an election of officers. All life members as described in Article II, Section 2 will have the right to vote in elections, but must meet requirements for office to run for, or hold any office as outlined in Article IV. Members not entitled to vote shall not be eligible to run for election to office.

Sec. 9. Any officer inexcusably absent from two consecutive regular meetings, and/or any member of the Board of Directors inexcusably absent from two consecutive Board of Directors meetings shall forfeit his/her office, unless excused by the majority vote of the organization.

Sec.10. Unless the provisions outlined in section 11 exist, at the October regular meeting the President shall appoint five (5) members, of which no more than two shall be members of the Board of Directors, for the purpose of presenting the names of at least two members for each office to be voted upon at the annual meeting.

These nominations shall be presented at the November meeting, if possible, and shall be posted on the bulletin board for perusal by the membership.

Nominations will also be accepted from the floor at the election meeting.

In the event that several members are contacted and no two consent to run for the same office, one name may be presented for nomination. Nominations can also be made from the floor. Thirty (30) seconds shall be allowed from the time of reading the candidates for each office, to allow nominations to be made from the floor. If at the end of this time, if no new candidates are nominated, the nominations are automatically closed and balloting shall begin.

The Chairman of the Nominating Committee is responsible for the timing and closing of nominations.

Sec. 11. Election of Officer Process during Government Ordered Social Restriction Practices.

During special circumstances when government ordered social distance guidelines are in place forcing limited attendance at meetings, the following election process will be utilized.

Nominations for officers shall be made by a nominating committee, appointed by the president at the regular scheduled meeting in October. The nominating committee must submit their report at the regular scheduled meeting in November. Nominations will be accepted from the floor during the November meeting and closed. Any member nominated for office, who will not be present to accept nomination, shall submit a written acceptance of the nomination to the President no later than the beginning of the meeting at which nominations are presented by the nominating committee. If a written acceptance is not received for the nominated member, or the member is not present at the meeting when nominations are announced, his or her name shall be stricken from the ballot.

Election ballots will be printed prior to the election of officers with a list of eligible candidates for each office. Elections will take place on two (2) different days to accommodate any member who is eligible to vote, and adhere to social distance restrictions in place.

The election shall be held on the Sunday prior to the annual meeting in December, between the hours of twelve o'clock noon (12:00) and 6 p.m. (18:00), and during the annual meeting from 6 p.m. (18:00) to 8 p.m. (20:00).

During balloting hours, three (3) members of the nominating committee, one (1) member of the Board of Directors and one (1) member from the general company membership will be present.

Ballots will be placed in a locked box. The ballot box will have 2 different locks. The key to the first lock will be kept with the President in an envelope sealed signed by the President and Vice President across the seal and placed in the company safe. The second key will be kept in possession of the nomination committee, sealed in an envelope and signed by all committee members across the seal.

Eligible members will sign in on a company roster prior to voting. The nominating committee will confirm the member is eligible to vote prior to handing the ballot to the member. The list of members eligible to vote will be given to the election committee by the executive committee.

Members will vote for one person per position. Ballots will be placed in the double locked ballot box. The ballot box will not be opened until the annual meeting. The candidate receiving the highest number of votes shall be elected. In case of a tie, the President of the organization will cast a vote to determine the winner of the election. Any ballot with more than 1 selection per office, will not be counted.

In the event of an uncontested election, the Secretary shall cast a ballot representing the unanimous vote. If the Secretary is not present on the night of election, in the event of an uncontested election, any other Administrative officer present shall cast a ballot representing the unanimous vote.

Requirements for Office:

The term "Credited Service Time" will mean successive time as an active member in good standing immediately preceding any desired elected office.

To be elected to the following offices, a member must meet the following requirements:

CHIEF: Credited service time with Tri Community Ambulance Service, of at least five (5) years prior to taking office and at least one (1) year as an officer with Tri-Community Ambulance Service. For the position of Chief; a member must have completed the above requirements plus hold a NYS DOH EMT – Critical Care or Paramedic Certification, and ICS 100b, 700a and 200 or their successor requirements.

1<sup>st</sup> ASSISTANT CHIEF: Credited service time with Tri Community Ambulance Service, of at least three (3) years prior to taking office and at least one (1) as an officer with Tri Community Ambulance Service.

2<sup>nd</sup> ASSISTANT CHIEF: Credited service time with Tri Community Ambulance Service, of at least three (3) years prior to taking office

For the position of an Assistant Chief in addition to the above, a member must have completed the NYS DOH EMT-Basic or higher certification and ICS 100b, 700a and 200 or their successor requirements.

(d) PRESIDENT: Credited service time of at least five (5) years prior to taking office. Prior service of at least one (1) year as officer with Tri Community Ambulance Service.

(e) VICE-PRESIDENT: Credited service time of at least three (3) years prior to taking office. Prior service of at least one (1) year as an officer at Tri-Community Ambulance Service, Inc.

OTHER ELECTED OFFICES: Credited service time of at least one (1) year prior to taking office. Unless otherwise noted, service time requirements for election or appointment to any office shall mean time served with Tri Community Ambulance Service in good standing.

No person shall hold more than one (1) office at the same time.

#### Removal of Officers:

The Chief and the President shall have the authority and obligation to request the resignation from office of any subordinate officer who, in the opinion of the Chief or President, has been grossly derelict in the performance of their official duties. If said subordinate officer shall refuse said request, the Chief or President shall submit a written report to the Executive Committee setting forth the specific acts of malfeasance or dereliction of duties, any actions previously taken by the Chief or President to address the issues raised in said report, and the subsequent response of said subordinate officer.

Upon receiving said report, the Executive Committee shall immediately investigate the allegations and shall determine whether good cause exists to recommend the removal of said subordinate officer from his/her elected position. If good cause is shown, the Executive Committee shall serve written notice upon the subordinate officer of the date, time and place where the recommendation shall be submitted to the membership. The allegations shall be submitted to the membership and the officer shall be afforded an opportunity to respond thereto. Should the membership determine, by a two-thirds vote, that such charges are sustained, the officer shall be deemed removed from office and the office shall be filled as otherwise provided herein.



In similar fashion, if two (2) or more subordinate officers shall submit a written report to the Executive Committee that the Chief or President has been grossly derelict in the performance of his/her duties, the Executive Committee shall immediately investigate the allegations and shall determine whether good cause exists to recommend the removal of the Chief or President from his/her office. If good cause is shown, the Executive Committee shall serve written notice upon the Chief or President of the date, time and place where the recommendation shall be submitted to the membership. The allegations shall be submitted to the membership and the Chief or President shall be afforded an opportunity to respond thereto. Should the membership determine, by a two-thirds vote, that such charges are sustained, the officer shall be deemed removed from office and the office shall be filled as otherwise provided herein. The Vice-President shall preside over any proceeding brought against the President.

## Article V – Meetings

The regular monthly meeting shall be held on the third (3<sup>rd</sup>) Tuesday of the months of January-November at 7pm. Executive meetings shall be the second (2<sup>nd</sup>) Tuesday of each month with the exception of December.

The annual meeting of the corporation shall be held on the second (2<sup>nd</sup>) Tuesday of December. Each active member will be notified by print or electronic media at least ten (10) days prior.

Special meetings of the membership may be called by the President or by the Secretary upon request of five (5) members of the organization or three (3) Board of Directors. The membership will be notified 5 days in advance of any special meeting by print or electronic media.

Six (6) Board of Directors will constitute a quorum to conduct a special company meeting.

The quorum to conduct company business at a monthly membership meeting will be six (6) Board of Directors and six (6) members eligible to vote.

### Order of Business

- At all meetings of the Corporation the order of business shall be as follows:
  - Call to Order
  - Appoint Sergeant at Arms
  - Roll Call of Officers and Establish a Quorum Present
  - Acceptance of New Members, Resignations, Dismissals, Status changes
  - Treasurer's Report
  - Secretary's Report
  - Correspondence
  - Officer Reports:
    1. President
    2. Vice President
    3. Chief of Operations
    4. 1<sup>st</sup> Assistant Chief

5. 2<sup>nd</sup> Assistant Chief
  6. Trustee of EMS Supplies
  7. Trustee of Vehicles
  8. Financial Secretary
  9. Trustee of Company Property/Grounds
- Committee reports
    - Fundraising
    - Newsletter
    - Banquet
    - Junior Members
    - New Member
    - Special Committees
  - Old Business
  - New Business
  - Good of Order and Welfare
  - Motion to Adjourn

## Article VI – Suspensions, Expulsions and Other Penalties

### **Purpose**

1. The Executive Committee shall preside over all matters outlined in this article.
2. The purpose of the article shall be to ensure that all members are dealt with in a fair and equitable manner, while ensuring that the Corporation maintains the highest level of discipline in order to effectively and safely perform its functions and not cause discredit to the corporation.
3. Formal disciplinary procedures should be regarded as a drastic step reserved for serious situations or those potentially so. It is usually in the best interest of the corporation to first make every effort to obtain a satisfactory solution to the matter informally.
4. A member has the right that allegations against them shall not be made except by written charges brought on a reasonable ground. If a member is thus accused, they have the right to be informed of the charges and given reasonable time to prepare their defense, appear before the Executive Committee and defend themselves.
5. Any member who disobeys any of these bylaws, rules, policies or procedures of the Executive Committee, a written standard operating guideline, and any member who acts in a manner which jeopardizes the safety of other members of the corporation or public, or whose actions on or off duty would bring undue hardship, reflect poorly upon the corporation or subject the corporation to possible civil or criminal liability may be subject to formal disciplinary action as outlined in this article.
6. Any officer of the company whose action(s) or inaction subjects the company to undue hardship, jeopardizes the company's credibility with the public, creditors, and/or other agencies working with the company shall be subject to disciplinary review by the remainder of the Executive Committee. Disciplinary action will include at a minimum removal from office and may result in removal from



membership for dereliction of duty. If the member has left office and it is discovered at some later point that their action(s)/inaction while in office caused any of the above described, this section will apply, and the member will be barred from holding office for a minimum of five (5) years, and may face removal from the company for dereliction of duty.

## Disciplinary Procedures

If formal disciplinary action is initiated, the disciplinary action shall proceed in accordance with this section.

The Chief of Operations and/or the President of the corporation shall be empowered to discipline a member violating any provision of these bylaws, Executive Committee rules, Policy or Procedures, or Standard Operation Guidelines, up to placing a member on administrative leave while an investigation is conducted. If the Chief and/or President are in Violation, the Vice-President will have the same empowerment to suspend the President and/or Chief. If the Chief or President are unavailable, the chain of command shall be followed.

Members accused under this article shall be given the opportunity to meet with, at minimum, 2 officers presenting the charges, at an informal meeting. The meeting shall be documented and sent to the Executive Committee for review of formal charges.

If, after the informal meeting, the information gathered will be brought to the Executive Committee for review. If that review determines that no further action is required, the matter will be dismissed and documented as such.

If, after the Executive Committee review, it is determined that formal disciplinary action should be taken, the accused member will be notified of the charges in writing by either personal delivery or certified and regular mail. This letter shall include the nature of the charges, the date, time and location of a meeting to be held by the Executive Committee at which time the charge(s) will be discussed with the accused member.

The accused member shall receive written notice of this formal meeting with not less than 72 hours prior notice. Any persons with knowledge of the incident may be required to attend upon written notice given by the Executive Committee, including persons requested by the accused member. It shall be a requirement of membership for any member to appear when so summoned, unless otherwise excused by the Executive Committee. The resolutions available to the Executive Committee shall be one of the following:

- The charges shall be dropped with no further action required.
- The charges are resolved with a formal verbal or written reprimand and retained on record in the member's personnel file for a period of 1 year or a period determined by the Executive Committee. Once the pre-determined amount of time has been fulfilled, the disciplinary action will be removed from the member's personnel file and no further action on this specific incident will be taken by the company or member.
- The charges are resolved with a formal suspension for whatever length of time is determined by the Executive Committee, for a period not to exceed one (1) year. The Executive Committee may also establish conditions governing the member's return following any suspension.

- The charges are resolved with the expulsion of the member, subject to the provisions of Section 4 of this article.

Upon issuance of formal charges, the appropriate officer and the accused member will both sign and date the Company issued disciplinary form. The member will also have the opportunity to write any comments pertaining to the incident. Failure of the accused member to sign the disciplinary form will be sent a copy via regular and certified mail within five (5) business days of the formal meeting.

The affected member may appeal the determination at the next regularly scheduled meeting of the corporation by written request submitted to the Secretary of the corporation not less than five (5) days prior to the regularly scheduled membership meeting. Failure to file such request or to appear at the membership meeting after filing such request shall be deemed a waiver of any appeal of the determination of the Executive Committee.

The determination of the Executive Committee subject to the appeal to the membership shall be limited to the sole question of whether the discipline should be nullified. A two thirds (2/3) vote of those present and eligible to vote at such regular membership meeting shall be required to overturn a determination of the Executive Committee. Should such determination be overturned, it shall end the matter.

When mailed via regular and certified mail, any notice given under this Article shall be presumed to have been made.

Any member suspended under this article, shall not have their *duty* requirements prorated according to the length of their suspension.

A member's suspension shall commence upon the receipt of written notice from the Executive Committee on the terms and length of time for the suspension. Such written notice of suspension shall be delivered personally or by certified and regular mail.

### Expelled Members

Any member expelled from the corporation other than for dereliction of duty shall not be eligible to reapply for membership. Members expelled for dereliction of duty may be eligible to re-apply one (1) year from the date of expulsion. Members expelled from the company twice will not be eligible to re-apply regardless of the circumstances.

### Expulsions and Resignations

**Expulsion:** The Executive Committee shall have the authority to expel any of its active members for unbecoming conduct such as:

- Theft
- Abandonment of a patient
- Neglect of duty as outlined herein, whenever it may be thought by the corporation that any member is derelict in their duty, he/she shall be requested by the President

to state his/her reasons for such neglect. If it is not deemed sufficient reason by the corporation for such conduct, he/she may be expelled from the corporation.

- Unauthorized use or misuse of equipment to include the Corporation vehicles shall be considered cause for expulsion from the corporation.
- If the member is convicted of a felony crime.
- **Conduct:** If it be known of any member that he/she has given false information as to their delinquency of duty or if he/she is found guilty of any conduct which in the opinion of the corporation renders him/her an improper associate, he/she shall be expelled per this article.

### Impeachment

- Upon recommendation of the Executive Committee, the company shall have the power by two thirds (2/3) majority vote of eligible members present, to impeach and remove from office any of its officers failing to fulfill their duties stated under Article III.

### Resignations

- No resignation of a member shall be accepted until all of the Corporation's property and or funds are returned to the corporation.
  - Any officer may resigning from office must submit a request in writing to the President.
  - The resignation shall be accepted only under the conditions stated above.
- #### Membership Termination
- Be it known that any member of the corporation who has been expelled or resigns shall not be entitled to any of its membership rights or privileges of the corporation.
  -

### Resignation / Expulsion of an Officer while in Office

If an officer resigns or is Expelled from office during their term, the President may appoint a member to replace them for the remainder of the term. The Executive Committee must confirm the appointment by simple majority vote of the Executive Committee. If the president's office is vacated by resignation or expulsion the Vice-President will assume the duties of the President until the next regular annual election. The office of Vice-President may be filled by appointment of the new president and confirmation by the Executive Committee as outlined above.

When an appointment is made to fill the remaining term of an officer, if the individual serves more than three (3) months in the appointed office, that person will be deemed eligible to run for that office at the next regular election. The exception to this would be for the office of Chief of Operations or President, individuals must meet eligibility requirements for these offices as outlined herein.

## ARTICLE VII – Standing Rules, Policies and Procedures

The Executive Committee, by two thirds (2/3) vote, upon concurrence from the president and Chief adopt rules, policies and procedures for the good order and benefit of the corporation. Upon adoption, such policies shall be posted in the station and distributed to each active member and kept in a book maintained by the Secretary.

The rules, policies and procedures shall have the full effect of the bylaws for membership, discipline and operations of the corporation.

## ARTICLE VIII – Parliamentary Procedures

Roberts Rules of Order (latest edition) shall be the Parliamentary Procedural Authority referred to by this Constitution and Bylaws.

## Article IX – Amendments

This Constitution and By-Laws may be amended, at any regular or annual meeting, or at any special meeting called for that purpose, by a two-thirds (2/3) vote of the members present, provided that the proposed amendment shall have been submitted by the By-Laws Committee, in writing, at a previous regular or annual meeting, and subsequently conspicuously posted in the station for not less than twenty-five (25) days immediately prior thereto, together with notice provided as to when the same would be called upon for action.

Any member may submit a written proposed amendment to the By-Laws at any regular or annual meeting, or at any special meeting called for that purpose. Action on said proposed amendment shall immediately be deemed tabled and referred to the By-Laws Committee for review and recommendation to the Company. The By-Laws Committee shall report their recommendations to the Company within sixty (60) days of the date of referral, or at the next regular, annual, or special meeting called for that purpose immediately following said sixty (60) day period at which time the proposed amendment may be acted upon by the membership provided that the proposed amendment shall have been conspicuously posted in the station for not less than twenty-five (25) days immediately prior thereto, together with notice as to when the same would be called upon for action.

If no such report is made within the period set forth above, the proposed amendment may be acted upon by the membership provided that said proposed amendment shall have been conspicuously posted in the station for at least twenty-five (25) days immediately prior thereto, together with notice as to when the same would be called for action.