

## **NORTH CAROLINA ASSOCIATION OF RESCUE AND EMS CHIEFS**

### **CONSTITUTION**

#### **ARTICLE I NAME**

The name of this organization shall be the North Carolina Association of Rescue and EMS Chiefs, Inc., herein after referred to as the "Association."

#### **ARTICLE II MISSION AND OBJECTIVES**

##### **Section 1. Mission**

The mission of the Association is to provide a wide range of programs designed to meet the needs and enhance the skills of rescue and EMS managers so they may better educate and prepare their services, and the public, to respond in the aftermath of dangerous conditions, including medical emergencies, created by nature or by man.

##### **Section 2. Objectives**

The objectives of the Association include, but are not limited to:

- A. To aid, strengthen, enhance, promote, and support in every proper and useful way the process of encouraging:
  - i. Increased sharing of information and technology.
  - ii. Lifelong learning and enrichment opportunities.
  - iii. Interagency coordination and cooperation.
  - iv. Increased citizen involvement and participation in community and self-improvement.
  - v. Increased use of human and community resources to achieve a better quality of life for all people.
  - vi. The reduction of unnecessary accidents and injury.
- B. To make community education concerning rescue and EMS available to the people within the State of North Carolina by sponsoring and conducting conferences, meetings, and other programs.
- C. To facilitate communication among rescue and EMS chiefs within the State of North Carolina, as well as other persons having a similar interest.

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- D. To cooperate with other community, state, and national organizations that share similar educational and emergency response concerns.

## **ARTICLE III MEMBERSHIP**

### **Section 1. General**

Membership in the Association shall be open to current and former chief and assistant chief operating officers, whether they be referred to as chiefs or captains, of any not for profit organization actively engaged in rescue and/or EMS in the State of North Carolina. Membership is also open to any individual or organization which supports the objectives set forth in Article II of this Constitution. However, all organizations and individuals seeking membership must satisfy the membership requirements hereinafter set forth in the By-Laws provided these requirements shall not seek to limit membership based on race, color, religion, sex, national origin, handicap, or familial status.

### **Section 2. Classifications**

The membership shall be divided into classes as set forth hereinafter in the By-Laws of the Association.

### **Section 3. Application for and Approval of Membership**

Application for and approval of membership in the Association shall be as specified in the By-Laws of the Association.

## **ARTICLE IV OFFICERS**

### **Section 1. Executive Officers**

The Executive Officers of the Association shall be the President, the Vice-President, and the Secretary-Treasurer. The Executive Officers shall hold their respective offices for two years or until their successors are chosen.

### **Section 2. Board of Directors**

There shall be a Board of Directors which shall consist of the Executive Officers of the Association, the immediate past president and five elected directors.

### **Section 3. Committees**

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As many committees as may be deemed necessary to facilitate the business of the Association may be appointed by the President. All committees must have at least three (3) members, including a chairperson. Committee members must be members in good standing of the Association. However, individuals not members of the Association may serve as ex-officio or advisory committee members if appointed by the President.

### **Section 4. Election, Removal, and Succession of Officers**

The election, removal, and succession of officers shall be as hereinafter provided for in the By-Laws of the Association.

## **ARTICLE V MEETINGS**

### **Section 1. Meeting Rules**

All meetings shall be governed by the latest edition of Robert's Rules of Order unless specified differently in the By-Laws of the Association.

### **Section 2. Site Selection**

All meetings of this Association, including an annual conference, shall be held at the same location and immediately following similar meetings of the North Carolina Association of Rescue and Emergency Medical Services, Inc., hereinafter referred to as NCAR&EMS, unless another time and place is chosen by the Board of Directors.

### **Section 3. Voting Eligibility**

Voting eligibility of Association members at all meetings, including the annual conference, shall be as specified hereinafter in the By-Laws of the Association.

### **Section 5. Special Meetings**

Special meetings of the Association may be called by the President with majority approval of the Board of Directors; upon two-thirds (2/3) majority of the Board members present and voting at a regularly scheduled Board meeting; or by a written petition containing the signature of ten (10) percent of the general membership of the Association to discuss and act as needed on specific, stated issues. The meeting site shall be selected by the Board of Directors and the date shall be at least thirty (30) days hence to allow the Secretary-Treasurer time to notify the Association membership.

### **Section 6. Board of Directors**

Subsection A. Meeting Requirements

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The Board of Directors Meetings shall be held at the same location and immediately following similar meetings of the North Carolina Association of Rescue and Emergency Medical Services, Inc., with one of these meetings to be held in conjunction with the Annual Conference of the NCAR&EMS. Special meetings may be called by the President or upon written request of a majority of the Board members. A quorum must be present and must vote for any action to be taken by the Board of Directors. A quorum shall be a majority of the members of the Board of Directors. Any member of the Association shall have the right to address the Board of Directors.

### Subsection B. Authority

The Board of Directors shall have the authority to transact all business of the Association not otherwise provided for between the annual conference and to arrange for topics, papers, reports, and all other business not otherwise specified, between annual conferences.

### Subsection C. Emergency Meetings

The President and/or a majority of the Board of Directors may call for an emergency meeting if the event of an extraordinary event, situation, or need requiring immediate attention, provided that at least twenty-four (24) hours notice of said meeting is given by the fastest, confirmed method.

## **Section 7. Rules of Order**

The presiding officer of each meeting shall preserve order and decorum and shall take no part in debate while presiding. All questions of order shall be decided by the Chair, subject to any appeals which shall be settled by referring to Robert's Rules of Order if necessary, and upon such appeal the vote shall be taken without further debate.

The presiding officer may state their reasons for the decision given and shall put the question as follows: "Shall the decision of the Chair be sustained?" A two-thirds (2/3) majority of those voting shall be necessary to reversed the decision of the Chair.

## **ARTICLE VI AWARDS**

The Association shall sponsor an Awards Program to honor particularly meritorious service and conduct performed by its members; or by individuals or entities interested in and contributing to the Association, its mission, or its objectives; or for any person who renders conspicuous service that brings favorable attention to the Association, as defined hereinafter in the By-Laws of the Association.

**ARTICLE VII  
AMENDMENTS**

Amendments to this Constitution may be made provided the proposed changes are presented in writing to the Secretary-Treasurer of the Association not less than sixty (60) days prior to the annual conference. The Secretary-Treasurer shall submit a copy of all proposed amendments to the voting membership not less than thirty (30) days prior to the opening of the annual conference. The Board of Directors shall meet prior to the annual conference to review the proposed amendments for the purpose of making a recommendation to the conference assembled. A two-thirds (2/3) majority vote of the members present and voting at the annual conference shall be required for adoption of the amendment(s).

## **NORTH CAROLINA ASSOCIATION OF RESCUE AND EMS CHIEFS**

### **BY-LAWS**

#### **ARTICLE I MEMBERSHIP**

##### **Section 1. Classes and Requirements of Membership**

###### Subsection A. Active Members

The Active Membership of the Association shall include all current and former chief and assistant chief operating officers, whether they be referred to as chief or captain, of any not for profit rescue and/or EMS organization, and individuals supporting the objectives of this Association. Active members are expected to abide by the constitution, by-laws, rules, and regulations established by the Board of Directors and/or the members sitting in annual conference of the Association.

###### Subsection B. Associate Members

The Associate Membership of the Association shall include city, county, or state officials, individuals representing businesses, and businesses who are interested in the mission and objectives of the Association. Associate Member candidates may apply for membership or be recommended for membership by an Active Member. Associate Members will not have voting rights.

###### Subsection C. Life Membership

Life Membership may be conferred upon any Active Member provided have been a member of the Association continuously for five (5) years. The name of a candidate for Life Membership must be submitted in writing to the Secretary-Treasurer at least thirty (30) days prior to the annual conference. Life Membership requires a recommendation from the Board of Directors and approval by majority ballot at the annual conference. Life Membership carries with it all the privileges of Active Membership without the payment of dues.

###### Subsection D. Honorary Membership

Honorary Membership may be conferred on individuals and businesses who are interested in the mission and objectives of the Association, and who have supported these interests in various ways over a period of years, or whose activities have made a significant contribution to the Association. The name of a candidate for Honorary Membership must be submitted in writing to the Secretary-Treasurer by the President and/or by majority vote of the Board of Directors at least thirty (30) days prior to the

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annual conference. Honorary Membership requires majority approval by secret ballot at annual conference.

## **Section 2. Application for Membership**

Any individual seeking Active or Associate Membership in the Association shall submit an application approved by the Board of Directors and the appropriate dues to the Secretary-Treasurer. The Secretary-Treasurer will screen the application according to the guidelines established by the Association for acceptance or rejection of the petition.

## **Section 3. Membership Eligibility**

Questions concerning the eligibility of applicants for membership shall be referred to the Membership Committee who will make a recommendation to the Board of Directors, whose decision shall be final.

## **Section 4. Dues**

Active and Associate members shall pay dues as set forth by the Board of Directors, which shall be due and payable on October 1 of each year for the ensuing year. Members in the Association will be terminated by the Secretary-Treasurer if three (3) months have passed since the dues became due and payable, and they remain unpaid.

## **Section 5. Violation of Membership Requirements**

If the Executive Officers have reason to believe that an Active or Associate member, an officer, or committee member no longer meets the requirements established by the Constitution, the By-Laws, or the rules and regulation regarding membership in the Association, then the matter shall be referred to the Membership Committee for review. If the Membership Committee finds that the member no longer meets Association membership requirements, they may recommend to the Board of Directors that the member be terminated. The Board of Directors will then decide to accept or reject the recommendation by a two-thirds (2/3) majority vote of the directors at any regular or special meeting.

## **ARTICLE II OFFICERS**

### **Section 1. President**

The President shall perform all duties and responsibilities found in the Constitution and By-Laws of the Association. The President shall also preside at all meetings of the Association and its Board of Directors, and perform such other duties as may be incident to the office or which shall be required of them by decisions of the annual conference or by the Board of Directors. Shall appoint all committees and all appointive

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officers of the Association within sixty (60) days following the annual conference. Shall be an ex-officio member of all committees of the Association. Finally, the President, with the consent of the Vice-President, may, if acting in good faith, act in the name of the Association in all matters of Association business that can not await a meeting of the Board of Directors. However, all such actions shall only temporarily bind the Association until the next regularly scheduled Board meeting, at which time the President and the Vice-President shall report their actions to the Board of Directors who may adopt, disavow, or modify the actions of the President and Vice-President. The President shall make an annual report to the members in assembly and make such recommendations as deem advisable in the interest of the association.

### **Section 2. Vice-President**

The Vice-President shall perform all duties and responsibilities of the President in their absence; all duties and responsibilities found in the Constitution and By-Laws of the Association; and such other duties as may be incident to the office or which shall be required by decisions of the annual conference or by the Board of Directors. Finally, the Vice-President, with the consent of the President, may, if acting in good faith, act in the name of the Association in all matters of Association business that cannot await a meeting of the Board of Directors. However, all such actions shall only temporarily bind the Association until the next regularly scheduled Board meeting, at which time the President and the Vice-President shall report their actions to the Board of Directors who may adopt, disavow, or modify the actions of the President and Vice-President.

### **Section 3. Secretary-Treasurer**

The Secretary-Treasurer shall keep a complete record of all proceedings of the Association and its Board of Directors; a true and correct roster of Association members; issue all warrants and vouchers for the payment of all monies expended by the Association; collect and deposit all moneys due the Association for all sources; keep a true and correct account of all moneys received and disbursed, and pay no money except on properly drawn warrants, and all payments of accounts shall be paid by an Association check. All moneys in possession belonging to the Association shall be deposited in the name of the Association in a chartered bank approved by the president and the Board of Directors. Shall make a full and accurate report of all moneys received and disbursed during the preceding year at the annual conference. An audit of the books and accounts of the Association shall be required by the President and the Board of Directors. A bond may be required to be executed in the sum designated by the Board of Directors to the Association for the security of all funds and filed with the President. All property, books, and records are and shall remain the property of the Association. Shall employ such assistance as may be deemed necessary for the proper reporting of the proceedings of the annual conference and such assistance shall be paid for by the Association. Shall seek the approval of the President and the Board of Directors to engage assistance at any other time, as deemed necessary, for the proper discharge of business of the Association. Shall present a written or printed statement of

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the work of the preceding year at each annual conference. Shall perform such other duties as the President and Board of Directors may require.

### **Section 4. Directors**

The Board of Directors and the President shall transact all business of and for the Association not otherwise provided for between the annual conferences, and to arrange topics, papers, reports, and all other business not otherwise provided for at each annual conference.

### **Section 5. Chaplain**

The Chaplain shall provide assistance of a religious nature to the Association, its members, and the general public, as the President may request. The Chaplain need not be a member of the Association. The President will appoint the Chaplain.

### **Section 6. Committees**

Committees shall be appointed by the President as deemed necessary to facilitate the business and operations of the Association.

### **Section 7. Standing Committees**

#### Subsection A. Finance Committee

The Finance Committee shall consist of a minimum of three (3) members, specified in the Constitution and the By-Laws of the Association, it shall prepare annual budgets and assist the Board of Directors and the treasurer in all monetary matters.

#### Subsection B. Membership Committee

The Membership Committee shall consist of a minimum of three (3) members, including the Vice-President, and shall meet at least once each year. In addition to its duties specified in the Constitution and the By-Laws of the Association, it shall assist the Board of Directors in all matters pertaining to the membership of the Association.

#### Subsection C. Nominating Committee

The Nominating Committee shall consist of a minimum of three (3) members. It shall meet at the annual conference prior to the opening of the business session or as needed. In addition to its duties specified in the Constitution and the By-Laws of the Association, it shall annually publish and distribute to the membership requirements for candidates for Association offices, and review the qualifications of candidates for those offices. It shall verify the credentials of members as to their voting rights; present a slate of candidates for President, Vice-President, Secretary-Treasurer and the Board of

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Directors to the membership; and conduct the elections of said offices at the annual conference.

### Subsection D. Awards Committee

The Awards Committee shall consist of a minimum of three (3) members and shall function as described under Article III, Awards.

## **Section 8. Election of Officers**

Election for Association offices will be held annually at the annual conference with terms to begin at the conclusion of the annual conference. Terms will be for two (2) years as follows: The President, Vice-President and two (2) directors will be elected during even numbered years. The Secretary-Treasurer and three (3) directors will be elected during odd numbered years.

## **Section 9. Appointment of Committee members**

Committee members and chairs will be appointed by the President and serve until the next annual conference unless replaced by the President or until their replacements are appointed.

## **Section 10. Requirements**

All officers, Directors and Committee members shall be members of the North Carolina Association of Rescue and EMS Chiefs Association unless appointed under the Constitution, Article IV; Section 3. Committees.

## **ARTICLE III AWARDS PROGRAM**

### **Section 1. Purpose**

The Awards Program is designed to honor particularly meritorious service and conduct performed by members of the Association, and individuals or entities interested in mission and objectives of the Association.

### **Section 2. Awards Committee**

An Awards Committee consisting of at least three (3) but no more than five (5) members shall be responsible for all aspects of the Awards Program. Duties of this committee include, but are not limited to, the coordination and preparations for the presentation of awards, the review of nominees and the selection of recipients, and coordinate and make preparations for the presentation of awards at the annual conference. A quorum of three (3) committee members must be present before business can be conducted

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and votes taken. Awards recommended by the Board of Directors do not have to be processed through the Awards Committee.

### **Section 3. Nominations**

Nominations must be submitted to the Awards Committee at least sixty (60) days prior to the annual conference. In addition to the reason for a nomination, the general conduct of the nominees must be in keeping with sound judgment and reflect honorably upon the Association.

### **Section 4. Award Descriptions**

#### Subsection A. Distinguished Service Award

Members who distinguish themselves as members of the Association or in their capacity with the departments they represent may be considered for this award. Criteria for this award shall include, but not be limited to, dedicated service to the Association and/or its members, to the departments they represent, or to the general public, over a period of time. The nature of this award makes it extremely difficult to establish specific selection criteria. Therefore, it shall be at the discretion of the committee to make their determination based on the nomination information and any other information they may choose to consider. The decision of the committee shall be final.

#### Subsection B. Special Service Award

Acts of exceptional performance or a high degree of professionalism are merits for which this award may be given. It may also be awarded for outstanding service benefiting the Association and/or its membership. Recipients of this award need not be members of the Association.

#### Subsection C. Life Membership

Life Membership may be conferred upon members who have rendered conspicuous service to the Association providing they have been members for at least five (5) consecutive years. Recommendation for this honor may be made by any director at any meeting of the Board of Directors and must be approved by two-thirds (2/3) of the directors at said meeting. Life Membership requires majority approval of the membership assembled at the annual conference; voting shall be by secret ballot. No more than two individuals may be granted Life Membership per year. Life Membership carries all the privileges and rights of Active Membership without the payment of dues.

#### Subsection D. Honorary Membership

Honorary Membership may be conferred upon individuals and businesses that believe in the mission and objectives of the Association, and who have supported or rendered conspicuous service to the Association for a minimum of ten (10) years. Nominations

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for Honorary Membership should originate from and must be approved by the Board of Directors. Honorary Members are what the name implies, therefore they do not have voting rights and may not hold office.

### **ARTICLE IV GENERAL RULES**

#### **Section 1. Membership Applications**

Applications for membership in the Association may be submitted at any time to the Association Office for processing according to generally accepted procedures for the screening and approval of applications, and requirements set forth in these Constitution and By-Laws.

#### **Section 2. Membership Eligibility**

The Secretary-Treasurer shall not register, give any Association identification, or extend any privileges of membership in the Association, to any individual who does not meet the stated criteria for membership, including the payment of dues.

#### **Section 3. Annual Conference Attendance**

Association members may not use their status as members of the Association as evidence of admission to the annual conference for themselves, family members, and/or friends. Admittance to the annual conference is dependent upon proper registration and the payment of all fees and/or assessments specific for each annual conference. Invited guests and members of the press may participate in any or all activities of the annual conference upon receipt of the proper conference credentials.

#### **Section 4. Extraordinary Events**

In the event of an urgent question or situation which necessitates an importance to summon an emergency meeting of the Board of Directors, the President, or in their absence, the Vice-President, shall have the authority to make a temporary, non-binding decision until the next regularly scheduled meeting of the Board of Directors, or until an emergency meeting of the Board can be scheduled.

### **ARTICLE VII AMENDMENTS**

Amendments to these By-Laws may be made provided the proposed changes are presented in writing to the Secretary-Treasurer of the Association not less than sixty (60) days prior to the annual conference. The Secretary-Treasurer shall submit a copy of all proposed amendments to the voting membership not less than thirty (30) days

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prior to the opening of the annual conference. The Board of Directors shall meet prior to the annual conference to review the proposed amendments for the purpose of making a recommendation to the conference assembled. A two-thirds (2/3) majority vote of the members present and voting at the annual conference shall be required for adoption of the amendment(s).

Adopted at convention, Hickory NC 6-24-2007

Amended at convention, High Point NC 9-18-2011