

AMENDED BYLAWS

of

**EAST REGION EMERGENCY MEDICAL SERVICES AND
TRAUMA CARE COUNCIL**

Approved 12/2004

ARTICLE I - Title

The name and title of this organization shall be EAST REGION EMERGENCY MEDICAL SERVICES AND TRAUMA CARE COUNCIL, hereinafter referred to as the COUNCIL.

ARTICLE II - Area

Section 1 The East Region consists of the following nine Washington State counties:

Adams County
Asotin County
Ferry County
Garfield County
Lincoln County
Pend Oreille County
Spokane County
Stevens County
Whitman County

ARTICLE III - Purposes of the COUNCIL

The COUNCIL shall:

1. Develop, implement and up-date as necessary emergency medical services and trauma care plans for the East Region in accordance with the applicable provisions of the Washington State-Wide Emergency Medical Services and Trauma Care Act ("Act"), RCW 70.168 et. seq.
2. Assess and analyze regional emergency medical services and trauma care needs;
3. Identify personnel, agencies, facilities, equipment, training, and education to meet regional needs;
4. Identify specific activities necessary to meet state-wide emergency medical services and trauma care standards and patient care outcomes and develop a plan of implementation for regional compliance;
5. Establish and review agreements with regional providers necessary to meet state standards;
6. Assist in establishing agreements with providers outside the region to facilitate patient transfer;
7. Develop an annual trauma care budget;
8. Identify the need for and recommend the appropriate number and level of facilities to be designated which are consistent with state standards and based upon availability of resources and the distribution of trauma within the region;

9. Identify the need for and recommend distribution and level of care of pre-hospital services to assure adequate availability and avoid inefficient duplication and lack of coordination of pre-hospital services within the region;
10. Assist, promote and sustain a cooperative environment among all pre-hospital and hospital providers of emergency medical and trauma care;
11. Assist communities in the East Region to develop various methods of funding emergency medical services and trauma care, to include start-up, replacement and operating funds
12. Advise local, county, and other governmental agencies on issues relating to the provision of emergency medical services and trauma care and assist in legislation relative to emergency medical services and trauma care;
13. Participate in initial training/continuing education of basic and advanced life support Personnel
14. Promote community education regarding emergency medical services and trauma care;
15. Advise the Department of Health on matters relating to the delivery of emergency medical services and trauma care within the East Region;
16. Provide data required by the Department of Health to assess the effectiveness of the emergency medical services and trauma care system;
17. Apply for, receive, and accept gifts and other payments, including property and service, from any governmental or other public or private entity or person, including any activities related to the design, maintenance, or enhancements of the emergency medical services and trauma care system in the region. The COUNCIL shall report in the regional budget the amount, source, and purpose of all gifts and payments; and
18. Take any other action that the COUNCIL deems appropriate to maintain and improve the emergency medical services and trauma care system within the East Region.

ARTICLE IV - Form of Organization

The COUNCIL is a non-profit corporation incorporated under the laws of the State of Washington.

ARTICLE V - Rules of Order

In the absence of rules in these Bylaws, the order of business to be followed at any meeting may be decided by the presiding officer and shall be conducted in accordance with Roberts Rules of Order, Newly Revised.

ARTICLE VI – Membership Process

Section 1 **Size and Category:**

The COUNCIL determines the size of its membership. The categories of representation shall consist of those individuals as set forth in the Act and others as recommended to the Department of Health.

The Regional Council determines its own structure and submits the proposed structure to the Department of Health for approval. The Department of Health approves or disapproves the proposed structure and notifies the Regional Council. If approved, the Regional Council notifies local and county EMS/TC councils regarding the structure of and vacancies on the Regional Council. Local and county councils make nominations to the Department of Health for seats on the Regional Council. The Department of Health appoints to the Regional Council and sends letters of appointment and oath of office to newly appointed members. Members sign the oath and returns it to the Department of Health. The Department of Health notifies the Regional Council in writing of the new appointment.

Section 2 Recommendations:

Each local emergency medical service and trauma care council within the region or, if no such council exists each county shall, with notice to the regional council, recommend one or more individuals to the Department of Health for membership. Recommendations shall be based on the individual's training and experience in order to create a COUNCIL which is a balance of hospital and pre-hospital trauma care and emergency medical services providers, local elected officials, consumers, local law enforcement representatives and local government agencies involved in the development of trauma care and emergency medical services.

Section 3 Alternate:

For each membership position, the Department of Health shall appoint one alternate who shall have all the rights, privileges, and protections of the member during his/her absence (whether excused or unexcused). Votes cast by an alternate in the member's absence shall have the same import as if cast by the primary member. If the member is present, the alternate abstains from voting.

Section 4 Excused Absence:

An absence is excused when a member/alternate notifies the President, or designee, in advance of his/her inability to attend such meeting stating such reason for non-attendance. An alternate member is automatically excused when the member is in attendance.

Section 5 Replacement:

If a member/alternate misses three consecutive regularly scheduled COUNCIL meetings, where the designated position has not been represented, and member/alternate has not been excused by the COUNCIL for these absences, the COUNCIL may request the Department to terminate that individual's membership, with documentation to the Department to support the request. Upon a member's termination by the Department, the alternate may take the members place and a new alternate shall be appointed, if necessary. The Regional Council shall call for recommendations for a replacement from local EMS Councils and/or other organization appropriate to the position. The replacement shall be for the unexpired term of the original alternate. The appointment process shall be in the same manner as set forth in Section 2 of this Article VI.

Section 6 Terms:

The Department appoints the members for 3-year terms to the COUNCIL. The initial terms were designed so expiration of the terms would be staggered.

Section 7 Travel Expenses:

Travel expenses of COUNCIL members may be compensated according to established rates and guidelines. All travel expenses/vouchers to be reimbursed under these Bylaws shall first be approved by the President or designee and included in the monthly financial report for approval by the Finance Committee. Expenses will be paid according to the currently approved travel policy.

ARTICLE VII - Meetings

Section 1 Location:

All meetings of the COUNCIL shall be held at the principal office of the corporation, or at such other convenient place as shall be designated by advanced notice duly given to all members, alternates, and the Department of Health.

Section 2 Public Meetings:

All meetings of the COUNCIL, including committee meetings, shall be open to the public, except those Executive Sessions which are not required by law to be open to the public. A schedule of the time and location of all regular COUNCIL meetings shall be filed with the Department of Health pursuant to RCW 42.30.075 as hereafter amended. Notice of any change from such meeting schedule shall be given according to RCW 42.30.075 as hereafter amended.

Section 3 Regular Meetings:

Regular meetings of the COUNCIL will normally be held every even month at the time and place designated by the COUNCIL. Notice of Meeting shall be mailed at least ten (10) days in advance of the date of this meeting to all COUNCIL members and alternates.

All East Region Committee meetings will normally be held on every odd month at the time and place designated by the Council unless otherwise notified. Notice of meetings shall be mailed to all committee members at least ten (10) days in advance of the date of these meetings.

Section 4 Annual Meetings:

The regular meeting for December shall be designated as the annual meeting of the COUNCIL. Executive Officers shall be elected at the annual meeting.

Section 5 Special Meetings:

Special Meetings of the COUNCIL for any purpose shall be called by the Secretary at the request, in writing, of the President, or a majority of the COUNCIL. The call for a special meeting shall state the object of such meeting and no business except that stated in the call, shall be transacted. The call shall be issued at least ten (10) days prior to the date of a meeting, and such call shall be written, if practicable.

Section 6 Executive Sessions:

Executive sessions of the COUNCIL may be held during either a regular or special meeting. Such sessions shall be held in accordance with state law, RCW 42.30.110. The President or presiding officer shall publicly announce the purpose for excluding the public from the meeting place, and the time when the executive session will be concluded. The executive session may be extended to a stated later time by announcement of the President or presiding officer.

Section 7 Minutes of Meetings:

Minutes shall be taken at all meetings, except at Executive Sessions. Section 8 Quorum and Voting:

One third of the COUNCIL members shall constitute a quorum at any meeting of the COUNCIL for the purpose of transacting any business therein. A majority vote of a quorum shall be sufficient to approve any proposed action. In the event there is not a quorum present, the Executive Committee is authorized to conduct the normal business of the COUNCIL with decisions to be ratified at the next COUNCIL meeting where a quorum is present.

ARTICLE VIII - Officers

Section 1 Officers:

The officers of the corporation shall be elected at the annual meeting by the COUNCIL from their own membership and shall be: President, Vice-President, Secretary and Treasurer. The same person shall not hold, at the same time, any two offices.

Section 2 Term of Office:

Each officer shall hold office from the time of their election for a term of one year until the next annual meeting where their successors will be elected and qualified. No officer shall hold any office for more than three (3) successive one-year terms.

Section 3 Removal:

Any officer elected or appointed by the COUNCIL may be removed by the COUNCIL whenever in its judgment the best interests of the corporation would be served thereby.

Section 4 Vacancies:

A vacancy in any office because of death, resignation, removal, disqualification, or otherwise, may be filled by the COUNCIL for the unexpired portion of the term.

ARTICLE IX - OFFICERS

Section 1 The President:

The President shall be the Chief Executive Officer of the Corporation and shall preside at all meetings of the COUNCIL. The President shall, subject to control of the COUNCIL, have general management of the Corporation and shall execute, on behalf of the corporation, all written instruments which are appropriate to carry out the policy which has been approved by the COUNCIL. The President, after consulting with the Executive Committee shall be responsible for all personnel matters.„

Ad hoc committees may be appointed by the President deemed necessary for the proper/adequate conduct of Council business.

Section 2 The Vice President:

The Vice President shall, in the absence of or disability of the President, perform the duties and exercise the powers of the President and perform such other duties as determined by the COUNCIL.

Section 3 The Secretary

The Secretary shall record, or cause to be recorded, the minutes of all meetings and supervise the care for the records and papers belonging to the COUNCIL, including its charter; shall ensure that members of the COUNCIL are notified as to the time and place of each meeting and announce the program of the meeting. The Secretary shall keep the books and records of the COUNCIL and shall, with the President, sign and attest all certificates when such signature or attestation is necessary.

- A. The Secretary shall systematically process applications for members and alternates for filling vacant COUNCIL positions. Shall follow state guidelines and those set forth in the Bylaws and other COUNCIL documentation referring to membership that with Department of Health will aid the COUNCIL'S overall membership.
- B. It shall be the purpose to follow Department of Health guidelines and notify county EMS/TC council's about any vacant member or alternate positions.
- C. This Secretary will monitor attendance and absenteeism. After two (2) unexcused consecutive council meetings are missed a notice or letter of caution will be sent to the member or alternate. If no response, and a third (3) meeting is missed and unexcused, a letter may be sent to the Department of Health, with a recommendation from the Council to terminate the membership due to failure to participate.

Section 4 The Treasurer:

The Treasurer of the COUNCIL shall have the custody and control of the monies of the corporation. The funds of the COUNCIL shall be disbursed as may be ordered by the COUNCIL taking proper vouchers for such disbursements. The Treasurer shall render to the President, or the Executive Committee, at regular meetings, or whenever they may require it, an account of all his/her transactions as treasurer and of the financial condition of the COUNCIL. All checks or drafts drawn against the funds of the COUNCIL shall be signed by person or persons designated by the COUNCIL.

ARTICLE X – Committees

Section 1 The COUNCIL Standing Committees:

The COUNCIL shall be composed of eleven (11) standing Committees identified as follows:

- A. Executive Committee
- B. Chairs Committee
- C. Finance Committee
- D. Training & Education Committee
- E. Pre-hospital & Transportation Committee
- F. Injury Prevention and Public Education Committee
- G. Communication Committee
- H. Pediatrics Committee
- I. Hospital Planning Committee
- J. Rehabilitation Committee
- K. Information Technology

Section 2 Composition:

- A. The committees shall be composed of persons recommended by Committee Chairs to be approved at Regional Council meetings, and shall not have voting privileges until approved by Council. The Regional President shall appoint the committee chair and/or co-chair of each committee. If the newly appointed chair is not a current member of the Council, he/she shall, upon recommendation by the COUNCIL to the Department of Health and approval by the Department of Health, be considered a member of the Council, and be given an appropriate position on the Council during his/her chairmanship. Each committee shall have at least one COUNCIL member. Non-COUNCIL members may serve as chair or co-chair.
- B. After missing a minimum of three consecutive unexcused meetings and then at the discretion of the chair and committee members, a recommendation may be made to the Regional Council to remove a member from the committee for lack of attendance.

Section 3 Committee Action:

- A. The Committees shall continue at the discretion of the COUNCIL to function so long as a need for their existence is evident.
- B. The Committees, by simple majority of a quorum, shall determine those recommendations to be forwarded through the Committee Chair to the COUNCIL. Three members of any Committee shall constitute a quorum.
- C. Each Committee shall have such powers and duties as may be assigned to it by the COUNCIL.
- D. Each Committee shall meet at such times and places as may be fixed by the Committee Chair, normally the second Wednesday of every odd month, unless otherwise notified.

Section 4 Executive Committee

- A. The authorized number of members of the Executive Committee shall be five (5) to six (6). The Executive Committee shall consist of the President, Vice-President, the Past President (if accepting of such an appointment), Secretary, Treasurer, and one other member of the COUNCIL (Member at Large) to be appointed by the President at the annual meeting who shall hold this position for a one-year term until the next annual meeting where a successor will be appointed.
- B. The President of the corporation shall be the Chair of the Executive Committee. The Committee shall keep a record of its acts and proceedings and report the same semi-monthly to the COUNCIL. Such Committee shall meet at such times and places as may be fixed by action of the Committee or the COUNCIL.
- C. The Executive Committee shall assess and analyze recommendations from all committees on emergency medical services and trauma area needs in the East Region, identifying personnel, agencies, facilities, equipment, training and education to meet local and regional needs and to do all other things necessary to assure proper operation of the corporation.
- D. The Past President may serve on the executive committee. The Past President may chair any meeting at which both the President and the Vice President are absent. The Past President may assume such other duties as are assigned to him or her.
- E. The officers may recommend such agents or assistants as they shall find necessary and designate appropriate titles (i.e., Studies Consultant - Communications Consultant). These individuals shall hold their offices for such time and shall exercise such powers and perform such duties as shall be determined by the COUNCIL and the officers. All such recommendations shall be submitted to the COUNCIL for approval.

Section 5 Chairs Committee:

- A. The authorized number of members of the Chairs Committee shall consist of the chairs and/or co-chairs of each working committee listed in Article X, as well as the chair of the regional Quality Improvement Committee.
- B. The President of the corporation shall be the chair of the Chairs & Executive Committee. In the absence of the President, any member of the Executive Committee may chair the meeting.
- C. The record or records of all the acts and proceedings of the Chairs, including its minutes, shall at all times be open to inspection by any member of the COUNCIL or by any Committee or person appointed for that purpose.
- D. The Chairs shall work with the COUNCIL to maintain the Bylaw document as a working document by which the COUNCIL is able to function as a working corporation. This Committee realizes the Bylaws will need to be readdressed on an ongoing basis, at least bi-annually.
- E. The Chairs shall perform council business during the months that the Regional Council does not meet. Any decisions , recommendations or actions taken by this committee on behalf of the Regional Council must be reviewed and ratified by full council at the next scheduled meeting.
- F. The Committee shall also be responsible for any other duties as assigned by the Regional Council.

Section 6 Finance Committee:

- A. The Finance Committee shall prepare budgets, audit or procure an audit of the books of the corporation when appropriate, and give guidance to the COUNCIL regarding the allocation of whatever funds may become available.
- B. The Finance Committee shall present bi-monthly reports and an annual, detailed accounting of all funds received by and disbursed through the COUNCIL at the end of each fiscal year or upon availability from the Council's accountant.
- C. The Committee shall also be responsible for any other duties as assigned by the Regional Council.

Section 7 Training and Education Committee.

- A. The Training and Education Committee shall have authority, subject to the advance approval of the Executive and Finance Committees, to recommend a contract on behalf of the COUNCIL for expenditure of training and education funds within the East Region, to serve the purposes of the COUNCIL as set forth in these Bylaws. The Training and Education Committee shall work with the Finance Committee in connection with expenditures of funds.
- B. The Training and Education Committee may provide management and coordination of training within the East Region. This will include Basic Life Support (BLS), Intermediate Life Support (ILS) and Advanced Life Support (ALS) courses. The Committee will assess the training requirements and coordinate with the local training agencies, within the East Region, to develop and publish the annual training schedule.
- C. The Committee will develop the budget based on training requirements and work towards a reasonable and equitable distribution of funds throughout the region. The Committee will coordinate with other agencies, within the region, that are involved in other phases of training, certification, and recertification.

- D. The Training and Education Committee shall review disbursement of all funds to be utilized in any and all aspects of training and education requirements.
- E. The Committee shall also be responsible for any other duties as assigned by the Regional Council.

Section 8 Pre-hospital & Transportation Committee.

- A. The Pre-hospital & Transportation Committee shall develop methods and establish criteria, which will be used to identify the need, the recommended distribution of services and level of care of verified pre-hospital services in the East Region.
- B. The Committee shall be available to consult with all providers within the Region authorized to provide pre-hospital emergency medical services and trauma care to meet the minimum state standards for an effective emergency medical services transportation system.
- C. Upon being notified that a regional pre-hospital provider and/or service is out of compliance with the standards, the Committee shall work with the pre-hospital service and take such further steps as necessary to assist in complying with the regional plan within a reasonable period of time. The Committee, working with the Finance Committee, may seek assistance and funding from the Department of Health and others to provide training or grants necessary to bring a pre-hospital service into compliance. If the Committee, after making all available efforts, is unable to maintain continued compliance with the regional plan, the Committee may prepare the appropriate appeal which the COUNCIL may bring before the Department of Health for modification of the regional plan.
- D. The committee shall review all pre-hospital verification applications of pre-hospital services within the region and provide recommendations to the Regional Council.
- E. The Committee shall be responsible for any other duties assigned by the Regional Council.

Section 9 Injury Prevention and Public Education Committee.

- A. The Injury Prevention and Public Education Committee shall develop prevention programs, based on regional needs, that will assist in preventing and reducing deaths and disabling injuries.
- B. The Committee, working with other health care professionals and community organizations, will implement coordinated programs to benefit the greatest number of individuals possible.
- C. The Finance Committee shall review all grants and associated budgets for any regionally sponsored IPPE programs prior to their submission and/or implementation.
- D. The Committee shall be responsible for any other duties assigned by the Regional Council.

Section 10 Communications Committee:

- A. The committee will coordinate with EMS, designated trauma centers, public health, and other community partners to work towards the enhancement of a Regional Emergency Medical Services communications system within the East Region EMS/TC System/PHEPR Region 9.
- B. The acommittee shall work with the appropriate Department of Health office. If appropriate, on any communications project which may become available within the region, and will coordinate communications between counties.

Section 12 Pediatrics Committee

- A. The Pediatrics Committee will develop plans for the care of pediatric trauma patients and educate care givers of the special needs and considerations of the pediatric population.
- B. The Committee shall be responsible for any other duties assigned by the Regional Council.

Section 13 Rehabilitation Committee

- A. The Rehabilitation Committee will evaluate early intervention plans and promote care giver's awareness of the impact of early intervention on rehabilitation outcome. The committee will also work to facilitate transfer to rehabilitation programs or other discharge planning as appropriate.
- B. The Committee will provide input to the Regional Council on minimum/maximum recommendations for trauma designated health care and rehab facilities within the East Region.
- C. The Committee will be responsible for any other duties as assigned by the Regional Council.

Section 14 Hospital Planning Committee

- A. The Hospital Planning Committee shall coordinate with regional health care facilities to achieve the goal of providing the highest quality of care to trauma patients
- B. The committee will coordinate with EMS, public health, and other community partners to achieve the goal of disaster preparedness in East PHEPR Region 9.
- C. .The Committee will provide input to the Regional Council on minimum/maximum recommendations for trauma designated facilities within the East Region.
- D. The Committee will be responsible for any duties as assigned by the Regional Council.

Section 15 Information Technology Management Committee

- A. The Information Technology Management Committee's purpose is to improve and broaden the education, training and support throughout the East Region, utilizing current technology such as the internet, tele-health distance learning and data collection and reporting.
- B. The Committee shall report regularly to the East Region at council meetings.
- C. The Information Technology Management Committee will also perform any other duties as assigned by the Regional Council.

Section 16 Records:

Each Committee shall keep a written record of its meetings and activities and reports, which shall be submitted at the regular meetings of the COUNCIL.

Section 17 Accounting:

All committees utilizing funds of the COUNCIL shall make an accounting, on a quarterly basis, to the Finance Committee.

ARTICLE XI - Notice

Whenever under the provisions of these Bylaws, Notice is required to be given to any members, officers or committee members and alternates, it shall be either by mail or personal notice. Notices shall be addressed to such members, officers and committee members at such address as appears on the books of the corporation.

ARTICLE XII - Bylaw Amendments

These Bylaws may be altered or amended at any regular or special meeting of the COUNCIL by a two-thirds (2/3) vote of the members at such meeting, provided written notice of any proposed alteration or amendment is mailed to each member thirty (30) days prior to such scheduled meeting.

ADOPTED AND APPROVED this 14th day of December, 2004, by the EAST REGION EMERGENCY MEDICAL SERVICES AND TRAUMA CARE COUNCIL.

Richard P. Kness, Regional President

Pat Richardson, Secretary

Rich Kness , Regional President

Pat Richardson, Secretary