

NAEMSP® - Oregon Chapter Bylaws

Article I: Purpose and Mission

1.1 Purpose and Mission

The NAEMSP® - Oregon Chapter is constituted and formed for the purpose of promoting the professional growth of its members, networking with people of similar interests, developing leadership skills through opportunity, promoting awareness of EMS within the local community, and participating in and developing educational opportunities locally. As a Chapter of the National Association of EMS Physicians®, all activities of the Chapter will be in accordance with the standards established by the Association. The purpose and mission statement of the Association also extend to the Oregon Chapter.

1.2 Duration

The term of existence of the Chapter shall be perpetual unless dissolved according to the bylaws of the Association.

Article II: Membership and Privileges

2.1 Chapter Membership

Anyone that qualifies for NAEMSP® membership and lives or works within the geographic boundaries of the Oregon Chapter qualifies for membership. Membership categories shall be the same as the National Association. All members of the chapter must be an active member of NAEMSP®.

2.2 Voting Privileges

All members of the Chapter shall be entitled to vote for chapter officers and to vote to change the bylaws in accordance with the procedures outlined in these bylaws.

2.3 Obligations of Members

By virtue of membership, each member of the Chapter agrees to be bound by these bylaws and all lawful rules and practices adopted by the board of directors of the Chapter and of the Association.

2.4 Action on Behalf of the Chapter

Only the officers of the Chapter and other authorized agents of the Chapter may state policies or positions on behalf of the Chapter. Any policy and position of the Chapter must be consistent with those of the National Association.

Article III: Resignation

3.1 Resignation

Membership in the chapter requires membership in NAEMSP®. Membership in the chapter shall be terminated immediately upon termination of membership in NAEMSP®.

Article IV: Assessments

4.1 Dues

Annual dues shall be determined by the membership for the ensuing year. Membership dues for the chapter will be collected annually with NAEMSP® membership dues.

4.2 Non-Payment

The executive committee shall establish policies with regard to nonpayment of dues.

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Article V: Meetings

5.1 Annual and Special Meetings

There will be a formal meeting of the Oregon Chapter at the Association's Annual Meeting or other venue as determined by the executive committee annually. Other meetings throughout the year will be held as circumstances and needs dictate, as determined by the executive committee. The executive committee at its discretion may call special meetings. Meetings shall be open to the members of the Chapter. A closed executive session may be called by the executive committee for just cause, but all voting must be in open session by open ballot. Special meetings may be called by or at the request of the executive committee or at the request of 20 percent of all of the voting members of the Chapter. Any member of the Chapter may submit any resolution or item for discussion and vote at any of the executive committee meetings.

5.2 Voting

Any voting member may be represented in person or by proxy at any meeting, but each voting member shall be entitled to only one vote.

Article VI: Officers

6.1 Officers

The officers of the Chapter shall consist of a president, immediate past president, vice president, and secretary-treasurer. These officers are responsible for the day-to-day operations of the Chapter. At least half (50%) of the officers must be physicians. Officers must have been an Oregon resident for at least the 12 months immediately preceding election.

6.3 NAEMSP® Executive Committee Liaison

The Chapter Executive Committee shall recognize a liaison from the NAEMSP® Board of Directors. This liaison shall be appointed by the NAEMSP® Board of Directors and approved by vote of the Chapter Executive Committee.

6.5 Election Procedure

Any Chapter member may nominate another eligible member (including him or herself) for an open position. To be eligible for nomination, the member must meet the requirements for membership in the chapter, as outlined in Article II, throughout the duration of the term for which he or she is nominated. Voting in the general election will be undertaken via mail or online: one vote per person. Each voting member shall have one vote for each open position of president, vice-president, and secretary-treasurer. Each position will be filled by the nominee receiving the most votes. An uncontested open position will be filled by the nominee regardless of the number of votes received for that position. Elections will be held the same time as the National elections. In the case of a tie in the election of any position, a run-off election for the tied candidates will be held. The run-off election will begin at the discretion of the current Chapter president. Voting will be open for a 14-day period, otherwise following the same procedures as the general election. No changes to the official candidate statements will be allowed during this period. The newly elected officers will take their positions at the same time as the National Association. No officer may hold more than one position at a time.

6.6 Terms of Office

The term is for two (2) years. Term limitations are established at two consecutive terms for each office, unless no new candidate is nominated. A term will not count towards the term limitation unless the member shall have served at least 11 months in that position.

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6.7 Rules of Succession

Officers shall hold office until a successor has been duly elected and takes office. In the event of a vacancy in the offices of vice president, secretary-treasurer or director due to death, resignation, or otherwise, the position shall be filled through appointment by the president and must be approved by the executive committee. In the event of similar vacancy in the office of president, the vice president will assume command for the unexpired term. If he or she is unable to take over the role of president, then succession falls to the secretary-treasurer of the Chapter. In the event of any succession, the succeeding officer will be eligible at the completion of the unexpired term of his or her predecessor for election to two full terms in that position.

6.9 Quorum

At any meeting a majority of the members shall constitute a quorum for the transaction of business.

6.10 Resignation

An officer may resign at any time by giving written notice to the president or the secretary-treasurer of the Chapter. Unless otherwise specified in the notice, the resignation shall take effect upon receipt thereof by such officer, and the acceptance of the resignation shall not be necessary to make it effective.

6.11 Majority Action

Except as otherwise provided in these bylaws, every act or decision done or made by a majority of officers or members present at any meeting duly held at which a quorum is present shall be effective. Voting may also be conducted by electronic mail.

6.12 Removal of an Officer

Any officer may be removed from office by a vote passed by at least three-quarters of the entire membership. A recall requires a petition by ten percent of Chapter membership. If an officer misses three consecutive meetings membership may then, at its discretion, declare the position to be vacant.

Article VII: Committees

7.1 Executive Committee

The executive committee shall consist of the president, immediate past president, vice president, and secretary-treasurer. The executive committee shall have the authority to act on behalf of the membership subject to ratification by the membership. The executive committee shall meet at the call of the president, vice president or secretary/treasurer. A report of its actions shall be given to the membership. Any tie vote of the executive committee may be decided by the president.

7.2 General Committees

The executive committee may appoint committees and task forces to address issues of the Chapter. Meetings shall be at the discretion of the committee chair. Each committee chairperson is responsible for an annual report to the officers and the membership.

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Article VIII: Accountability

8.1 Records

Minutes of the meetings and books of account shall be open to inspection by any member of the Chapter and the National Association.

8.2 Rules of Order

The Chapter shall follow Dr. James E. Davis' Rules of Order.

Article IX: Indemnification

9.1 The officers of the Chapter shall not be personally liable for any debts, liabilities, or other obligations of the Chapter or the Association. The Association shall defend officers against all claims, suits, actions, or other proceedings that arise as a result of such persons' position with the Chapter. The Association shall hold harmless and indemnify officer for reasonable expenses and liabilities incurred in all such proceedings.

Article X: Amendments to Bylaws

10.1 These bylaws may be amended, repealed or altered in whole or in part by a vote passed by at least two-thirds of the voting members of the Chapter.

Approved October 4, 2013