

**Charlottesville – Albemarle Rescue Squad, Inc.**

**Corporate By-Laws**



**Amended, March 2015**

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## **ARTICLE I – BOARD OF DIRECTORS**

### **Section 1**

The management and control of the business and operations of the Charlottesville-Albemarle Rescue Squad, Incorporated (“CARS”, the “Squad”, or the “Corporation”) shall be vested in a Board of Directors consisting of eighteen (18) persons, of which eleven (11) shall be active Squad members and six (6) non-active or non-member directors, four (4) shall be from outside the Squad (two [2] of whom may be retired life members) and two (2) shall be from retired life members. The eleven (11) active member directors shall be elected as follows: six (6) active member directors shall be elected to terms of two (2) years each in even numbered years and five (5) active member directors shall be elected to two (2) year terms each in odd numbered years. Following the annual meeting and election of active member directors as provided in Article IV, at a meeting called by the President-elect no sooner than seven (7) days and no later than twenty-one (21) days after the annual election, the returning and newly elected members of the Board of Directors shall elect two (2) directors from outside of the Squad (one of whom may be a retired life member) and one retired life member director shall be elected to two (2) year terms, except that one outside director seat may be filled by the election of the President as provided for in Article IV, Section 6.

The Squad Physician shall automatically be the 18<sup>th</sup> director, but the inability to fill this position temporarily shall not prohibit the Board of Directors from conducting business.

### **Section 2**

Such vacancies as occur in the Board of Directors because of resignation, death, or other factors, shall be filled by a majority of the remaining directors at a special meeting of the Board of Directors called for that purpose, or at the next regularly scheduled Board meeting. Provided that if the vacancy is due to a member’s status change from active to retired or resigned, then if approved by a majority vote of the members of the Board of Directors present and voting, such person may continue as a director until the next annual Board of Directors election.

## **Article II – Membership**

### **Section 1**

An active member shall be one who serves with the Squad on a regular assigned schedule of participation as determined by the Board of Directors. The Chief or his designee for this purpose shall determine the scheduling of active members.

### **Section 2**

Applicant shall have attained the age of eighteen (18) years upon application, excepting Associate-Support-Junior Members as defined by Article II, Section 7, Paragraph A(1)(h).

### **Section 3**

All applications for membership shall be referred to the Membership Committee for investigation and action. The Membership Committee shall make a recommendation to the Board of Directors regarding the suitability of an applicant for membership. The Board of Directors shall vote on admission of the applicant to the general membership. A negative vote of one-third (1/3) of the voting directors present at the meeting shall constitute rejection of the applicant. If approved, an applicant shall become a pre-probationary member (an observer) for a minimum of two (2) months, unless the applicant has been previously released at another EMS agency. In such case, the applicant's pre-probationary period may be reduced down to 1 month by the Board of Directors, upon the submission of a letter from the OMG or Chief of the applicant's previous agency that vouches satisfactory previous membership.

The Membership Committee shall review all evaluations and other documentation pertaining to the performance of pre-probationary members. At the end of the pre-probationary period, as determined by the Membership Committee, the Committee shall recommend to the Board of Directors whether the member should advance to probationary member status. A negative vote of one-third (1/3) of the voting directors

present at the meeting shall constitute rejection of the application for membership. If approved by the Board, the member shall assume probationary status for six (6) months. The Membership Committee shall review all evaluations and other documentation pertaining to performance of all probationary members. At the conclusion of a member's probationary period, the Membership Committee shall recommend to the Board of Directors regarding the suitability of the probationary member for acceptance as a full active member. A negative vote of one-third (1/3) of the voting Directors present at the meeting shall constitute a rejection of a probationary member for full active membership. All forms of membership status are at will and may be terminated by the Board of Directors at any time, with or without cause.

#### **Section 4**

Active members reaching age sixty (60) or those physically or medically disabled shall be required once every three (3) years or sooner if required by the Board of Directors to take a physical examination at Squad expense by a physician approved by the Squad Physician. The Squad Physician will make his recommendation to the Board of Directors, based on the physician's report, and the Board of Directors shall make a decision as to whether the member should continue on active status.

#### **Section 5**

Life Membership may be granted to members after eight (8) years of active service by resolution of the Board of Directors. The Secretary shall notify the Board of Directors whenever a member has qualified for this distinction. Life Members shall be recognized for this achievement by having their names displayed upon a suitable plaque at the squad house. All Life Members are eligible to compete at Squad sponsored competitions as long as they hold current certification in the field in which they are competing. Life Membership shall be comprised of two (2) categories:

A. Active Life Membership is deemed to be active membership. Other provisions within these by-laws notwithstanding, a Life Member with eight (8) years active service may apply to the Board of Directors through the Membership Committee for Reserve status in one of the following categories:

1. Medical - serve at least twenty-four (24) hours per month as a part of the normal crew staff or as a dedicated operator of a zone car. Medical Reserve members must maintain their medical certifications, comply with the rules for attendance at monthly business meetings and must complete stand-by time as determined by the Board of Directors. If approved by the Special Events Coordinator or Chief, any standby commitment may be met with other activities that benefit the Rescue Squad. Medical Reserve members may serve as line officers, except for the position of Chief.
  
2. Technical/Support – serve at least twenty-four (24) hours per month performing specific administrative support functions as approved by the Board of Directors, or serve as a member in good standing of the water rescue team or technical rescue team, maintaining all required certifications of the respective team, and must comply with the rules for attendance at monthly business meetings and must complete stand-by time as determined by the Board of Directors. Technical/Support Reserve members are eligible to serve as an Executive Officer.

B. Retired Life membership shall be available to those members who qualify under the provisions of this section, but who do not continue to participate on a regularly assigned schedule. In recognition of the potential future service to the squad by the Retired Life members, they will be encouraged to retain the automobile identification tag, and their squad uniform to be worn whenever called to active service or for ceremonial occasions.

1. A Retired Life member shall be entitled to vote in the annual meeting provided that said member:
  - a. Is an Executive Officer, and
  - b. Has attended at least fifty-percent (50%) of the monthly business meetings without missing three (3) such meetings consecutively during that fiscal year.

## **Section 6**

A. If a member finds it necessary to suspend his or her active running schedule for other than health reasons, the Chief may grant any member one personal leave of absence up to thirty (30) days per fiscal year and shall notify the Secretary of such leaves. Upon written request, the Board of Directors may grant personal leaves of absence not to exceed 120 days per fiscal year.

B. If a member finds it necessary to suspend his or her active running schedule for health or medical reasons (including pregnancy) as verified by a physician, the Board of Directors, upon written request, may grant a medical leave for the period required by the physician. Any such medical leave shall not be considered by itself a bar to voting under the six (6) consecutive month rule of Article III, Section 4.

C. Any member, immediately following the birth of his or her child, may, upon written request to the Board of Directors be granted a medical leave of up to 60 days commencing on the child's birth date. Any such leave shall not be considered by itself to be a bar to voting under the six (6) consecutive month rule of Article III, Section 4.

D. Any cumulative leave of absence in excess of 90 days will be deducted from time accrued for Life Membership. One who is granted a leave of absence is still required to follow all Squad rules and regulations including attendance at monthly business meetings.

## **Section 7**

A. There shall be a process by which applicants for membership and current members who, due to extenuating circumstances, are unable to fulfill the requirements of Full and Active Membership may apply to the Membership Committee for Associate Membership status. Recommendations by the Membership Committee must be approved by the Board of Directors as set forth in Article VI, Section 4. Associate Membership will have the following classifications:

1. Associate-Support - Any applicant may apply for Associate-Support status according to their certification and expertise. The sub-categories of Associate-Support Membership shall be: driver, clerical, supply, water rescue, technical rescue, special events, junior member, and practitioner:

- a. Associate-Driver - Career or Volunteer firefighters and police officers who meet Office of EMS (OEMS) requirements as an operator, are eligible for Associate-Driver status. There are no specific duty or stand-by requirements for Associate-Driver Members. Associate-Driver Members are not eligible to vote, are not eligible for life membership, and may not receive training funds.
- b. Associate-Support Clerical members will serve to assist the Secretary, Bookkeeper, Treasurer, Fund Drive Committee, and any other duties as seen fit by the Executive Committee.
- c. Associate-Support Supply members will serve to assist the Supply Officer as he or she sees fit.
- d. Associate-Support water rescue members will serve as a member of the Water Rescue Team in activities as approved by the Water Rescue Captain and the Deputy Chief – Special Operations.
- e. Associate-Support technical rescue members will serve as a member of the Technical Rescue Team in activities as approved by the Technical Rescue Captain and the Deputy Chief - Special Operations.
- f. Associate-Support special events members will serve in activities as approved by the Special Events Captain and the Deputy Chief – Special Operations.
- g. Associate-Support practitioner members shall be Operating Medical Directors, Emergency Medicine Physicians, and/or other Emergency Medical personnel as approved by both the Chief and the Board of Directors.
- h. Associate-Support junior members shall be persons between the age of sixteen (16) and eighteen (18) years of age who may be active as pre-probationary and probationary members, if such applicants have written parental or guardian permission to participate in squad activities, and the parent or guardian is on duty with such applicants while active, until such applicants reach the age of eighteen (18) years.



Associate-Support Members will fulfill the training and participation requirements of their specific team when applicable and may participate as needed in daily operations and rescue incidents. There shall be no other specific duty or stand-by requirements. Associate-Support Members are not eligible to vote and are not eligible for life membership. However, Associate-Support Members may participate as members of competition teams in their area of expertise as seen fit by the Deputy Chief – Special Operations and team captains.

2. Associate-Medical - CARS members who wish to apply for Associate-Medical status shall meet the following requirements:
  - a. The applicant shall have completed no less than 24 months of membership at CARS. Residency changes may be considered by the Board of Director's in lieu of 24 months of membership.
  - b. The applicant shall be a member in good standing at CARS at the time of request for status change.
  - c. There shall exist some new and extenuating circumstance that prevents the member from fulfilling the regular weekly shift as set forth in the requirements for Active members.
  - d. Non-CARS providers who wish to apply for Associate-Medical status shall meet the following requirements:
    - i. The applicant shall be a member or employee in good standing with another EMS agency.
    - ii. The applicant shall have a letter of support from the captain/chief or training officer of their primary EMS agency that outlines their affiliation with the agency.
3. All Associate-Medical members are required to perform a minimum of 24 hours of duty per month. As determined by the crew captain (or in his absence, the duty officer), these hours shall be spent as a driver or attendant in charge (AIC), staffing an ambulance or zone car. These hours shall be regularly recorded by the Associate-Medical member and submitted to the Associate Member Coordinator who shall review the hours on a quarterly basis.

4. Associate-Medical members shall also be required to complete a minimum of three (3) hours of stand-by per fiscal year. At the discretion of the Special Events Coordinator, or Chief, the three (3) hour stand-by requirement may be fulfilled by performing other activities that benefit the CARS.
5. Associate-Medical members shall also be required to maintain their certifications and fulfill the continuing education requirements as set forth by CARS, the Operational Medical Director (OMD), or the Thomas Jefferson EMS Council for all EMS members. Associate-Medical members who fulfill all of the above requirements will be deemed by the Board of Directors to be in good standing.
6. Associate-Medical members in good standing may be granted life-membership after Sixteen (16) years of active Associate-Medical Member service. The Secretary shall notify the Board of Directors whenever an Associate-Medical member has qualified for this distinction and the Board of Directors may resolve to bestow life-membership upon that member.
7. Associate-Medical members in good standing are not eligible to vote, but they may be eligible for one-half (1/2) training funds that would be allotted to a full member or equal medical qualification.
8. Associate-Medical members in good standing shall also be eligible to participate in CARS sponsored competitions.

B. All Associate Members shall be reviewed by the Board of Directors at the October meeting of each year. The Membership Committee shall report to the Board of Directors as to whether or not these members are fulfilling the obligations of their Associate Membership status as described above. Those who are deemed to have fulfilled their membership requirements shall be renewed for the period of one (1) year, and in the case of Associate-Medical Members, shall be considered to be in good standing. Those who are deemed to have not fulfilled their membership requirements may be dismissed at the discretion of the Board. At any time the Board of Directors has the discretion to dismiss Associate members with or without cause, and with or without notice.

**Section 8**

Within thirty (30) days of a member's resignation or dismissal, all CARS issued equipment and apparel shall be returned to a designee of the Membership Committee for this purpose. Such equipment and apparel shall be inventoried by the Quartermaster or other designee of the Chief for this purpose. A former member who wishes to again become a member must re-apply as all new applicants, but certain membership requirements may be waived at the discretion of the Board of Directors.

**Section 9**

A student duly enrolled in a CARS sponsored Emergency Medical Technician class shall be a "Student-Affiliate." A Student-Affiliate shall not be subject to Sections 1 through 7 of this Article. This status will end upon the acceptance of an application for full membership, withdrawal or failure to timely complete the Emergency Medical Technician class obligations or satisfactory completion of such obligations. The Membership Committee shall designate the specific records to be maintained on the Student-Affiliates.

## **Article III – Meetings**

### **Section 1**

Meeting of the members shall be held regularly once a month on the second Thursday of each month at 7:00 pm unless otherwise stated by the Board of Directors. The meeting shall be for the purpose of, and not restricted to, a general business meeting, basic life support training meeting, and advanced life support training meeting. This meeting is sometimes referred to herein as the “training meeting” or “monthly business meeting”.

### **Section 2**

Special meetings of members shall be called by the Executive Committee to be held at such place as designated by said Committee. In addition, the Chief or any line officer acting on the Chief’s advice can call special training meetings or drills of members to be held in such place or places that may be determined by the Chief or such line officer.

### **Section 3**

Any active member absent for three (3) consecutive training meetings or fifty percent (50%) or more of training meetings during the fiscal year (July 1 – June 30) without approved alternate training (set by the Chief or his designee and accomplished before the next scheduled training meeting), or who has not completed six (6) hours of approved standby time (or alternate service as approved by the Chief or his designee and accomplished prior to the annual meeting) shall not be allowed to vote at that fiscal year’s annual meeting of the members; shall not be allowed to be nominated or elected at such meeting to the Board of Directors; nor during the next fiscal year be eligible for any jurisdiction’s personal property tax exemption, for local vehicle license, for training funds or be eligible for funds for VAVRS convention. In addition, the time in service accrued during the fiscal year during which the training meeting and standby requirement was not met will not be counted towards that required to be eligible for Life Membership. Executive, Line, and Support Officers and members on approved medical leave pursuant to Article II, Section 6 b or 6 c shall be exempt from the standby requirement.

#### **Section 4**

The annual meeting of the members of the Corporation shall be held each year at the principal office of the Corporation in the City of Charlottesville, Commonwealth of Virginia, at 7:30 pm on the first Tuesday in June for the purpose of election of Directors, election of the President and Chief of the Squad, and for the transaction of such other business as may properly come before the meeting. Notice of the date, time and place of the annual meeting of the members shall be given by e-mail (or by first class mail at the member's prior written request) at least ten (10) days prior (but not more than sixty (60) days prior) to said meeting to each active member of record of the Corporation who is eligible to vote at their address on file with the Corporation. Members eligible to vote are those members who were active at least six (6) consecutive months immediately prior to an election, (except that leaves of up to thirty (30) days or medical leaves pursuant to Article II, Section 6 b or 6 c will not be considered a bar to voting), and who satisfy the training meeting and standby requirements set forth in Article III, Section 3 above. Similar notice of the time and place of the annual meeting shall be given to each retired life member of the Corporation eligible to vote at the annual meeting at their address on file with the Corporation. Anyone not present at roll call will not be allowed to vote with the exception of the on-duty crew. No official vote will be taken until after the roll call.

#### **Section 5**

Notice of special meetings of members shall be by mailing by first class mail or e-mail to each member, to be received at least one (1) day prior to the meeting a notice thereof, postage prepaid, addressed to said member at his last known address on file with the Corporation. Any member, by written request, may opt-out of the ability of the Corporation to provide notice by e-mail.

**Section 6** One half (1/2) of the membership eligible to vote shall constitute a quorum. A quorum shall be necessary to legally transact any business which may require a membership vote.

**Section 7**

Regular meetings of the Board of Directors shall be held at 6:00 pm on the first Tuesday of each month at the primary squad building of CARS in Charlottesville, Virginia. No notice of regular meetings need be given to Directors.

**Section 8**

Special meetings of the Board of Directors may be called at any time by the President, or in his absence, by the Vice-President or by any two (2) Directors, to be held at the primary squad building of CARS in Charlottesville, Virginia, or at such place or places as the Directors from time to time may designate. Notice of special meetings of the Board of Directors shall be given to each Director by one (1) day's special service of the same by e-mail, if the Director consents or by letter, or personal contact.

## **Article IV – Election of the Board of Directors and Officers**

### **Section 1**

The Executive Committee of the Board of Directors shall appoint a nominating committee consisting only of active members in the first week of May of each year and this committee shall report its nominations at the annual meeting of members in June, at which time the election shall be held.

### **Section 2**

In order for a member of the Squad to be nominated for or elected to the Board of Directors, the member must be active the twelve (12) consecutive months immediately prior to the day of the election, excluding leaves of thirty (30) days or less, and not be otherwise disqualified as set forth in these bylaws.

### **Section 3**

The nominating committee shall make no more nominations for membership on the Board of Directors than there are vacant positions on the Board of Directors.

### **Section 4**

The annual meeting of the members for the election of the President, Chief, and active member Directors by the membership shall be conducted in accordance with the provisions of this Article in the following sequence: the President shall be elected first, the Chief shall be elected next, followed by election of active member Directors to the seats remaining vacant after election of the above two officers.

### **Section 5**

Nominations may also be made from the floor at the time of election at the annual meeting of the members. Each such nomination shall require at least one second.

## **Section 6**

Election of the President of the Squad to a one (1) year term shall be conducted in accordance with the procedures specified in Article IV, Section 7, except as follows:

A. Candidates for the office of President must be eligible for election to an active, retired life, or outside director seat on the Board of Directors, or be a director with another year's term remaining.

B. The candidate declared elected to the office of President shall also be declared elected to the Board of Directors if said candidate is not a director with another year's term remaining. If declared a new director, the President shall assume the first vacant seat he or she is eligible to hold in the following order of precedence: active member director, retired life member director, outside director.

## **Section 7**

The election of the Chief of the Squad to a one year term shall be held just after the election of the President. Candidates for the office of Chief must be either eligible for election as a director or must be a member of the Board of Directors with another year's term remaining. In addition, candidates for the office of Chief must be active members of the Squad. The election voting procedures for the offices of Chief and President shall be as follows:

A. After proper nomination and second of all candidates for the office, a vote of the members present and eligible to vote shall be taken by secret ballot.

B. The candidate obtaining a majority of the votes cast for nominated candidates on the ballot shall be declared elected to the office and elected as a member of the Board of Directors, if said candidate is not a director with a remaining year's term.

C. In the event that no candidate has attained a majority of the votes cast for nominated candidates after two ballots, then on the third ballot and each subsequent ballot, the candidate or candidates having the lowest vote total shall be dropped from the list of nominated candidates and balloting shall continue until one of the remaining nominated candidates has attained a majority of the votes cast for nominated candidates in the ballot.

D. Under no circumstances shall a candidate be dropped so that there are less than two (2) nominated candidates. In the event of a tie for second leading candidate continuing



for three consecutive ballots, then the candidate for the office having the highest vote total on that third ballot shall be declared elected to the position, irrespective of whether that candidate has obtained a majority of the votes cast for nominated candidates.

E. In the event that there is a tie between candidates for the top vote total for three (3) consecutive ballots between all of the remaining candidates, then the matter of election to the office shall be submitted to the active members of the then-existing Board of Directors for decision by majority vote. No director who is a candidate tied for the position under consideration may participate in such meeting

### **Section 8**

The procedure for election of active Squad member directors shall be as follows:

A. After proper nomination and second of all candidates for the seats on the Board of Directors to be filled, the vote of the members present and eligible to vote shall be taken by secret ballot.

B. Those candidates receiving the largest number, but at least a majority, of the votes cast for nominated candidates in the ballot shall be declared elected to the available seats on the Board of Directors.

C. When a sufficient number of directors have been elected by the above procedure so that the number of seats for active member director which stand vacant are two or less, then, if the remaining seats have not been filled by a majority of the votes cast for nominated candidates on the next ballot, the candidate or candidates having the lowest votes on that, and each subsequent ballot shall be dropped from the list on nominated candidates and the balloting shall continue until the remaining seats on the Board of Directors have been filled by candidates who have attained a majority of the votes for nominated candidates cast in the ballot.

D. Any tie for the lowest vote total in a ballot shall result in all those candidates with the lowest vote total being dropped from the list of nominated candidates, except if this would cause the number of candidates to be less than one more than the number of seats to be filled. In such a case, a run-off between the candidates with the lowest vote total shall be held with the winner(s) thereof continuing on the list for nominated candidates and all others being dropped from the list.

**Section 9**

All directors and officers who are newly elected or newly appointed shall take office at 8:00 am on the first day of July following their election.

## **Article V – Committees**

### **Section 1**

There shall be an Executive Committee consisting of members who hold the positions of President, Vice-President, Secretary, and Treasurer. These are considered Executive Officers. Executive Officers who are Board members shall be voting members of the Executive Committee. Should one or more of these positions be held by a non-Board member, the non-Board member(s) holding such position(s) shall be an *ex officio* (non-voting) member of the Executive Committee. The President shall be the chairman of this committee and shall call a meeting when it is deemed necessary by him/her. The notice for such a meeting shall be the same as the notice for a special meeting of the Board of Directors. The committee shall be responsible for all matters pertaining to the Squad policies and operations as set forth in the Constitution and Bylaws. It shall be the duty of the Executive Committee to transact business for the Squad. All decisions and actions of the Executive Committee are subject to the review and approval or reversal by the Board of Directors.

### **Section 2**

There shall be a Report Board consisting of the line officers. (Line officers as defined in Article VI, Section 2 below). The Chief shall be chairman. This Board shall conduct a hearing for members who violate the operating rules of CARS or engage in conduct reflecting discredit on the Squad and report to Board of Directors any disciplinary action taken. All decisions and actions of the Report Board are subject to review and approval or reversal by the Board of Directors.

### **Section 3**

There shall be a Finance Committee consisting of the Vice-President, Secretary, Treasurer, and Assistant Treasurer. The Chairman of this committee shall be the Vice-President. This committee shall be responsible for overseeing the Squad's investments and financial planning and advising the Board of Directors concerning Squad

investments. All decisions and actions of the Finance Committee are subject to review and approval or reversal by the Board of Directors.

#### **Section 4**

A. There shall be a Membership Committee consisting of the Chief, the Assistant Chief-Operations, the Associate Membership Coordinator, and four (4) active squad members in good standing. A representative member of the Clinical Review and Training Committee designated by said committee shall be a non-voting member of this committee. The active squad members who serve on this committee shall be appointed by the Chief, subject to the review of the Board of Directors.

B. The Membership Committee shall, upon receipt of a complete application for membership, perform an investigation of the background of the applicant to determine the applicant's eligibility for membership. This investigation may include, but is not limited to; reviewing DMV records, criminal histories, and personal and professional references. The committee shall then report to the Board of Directors whether the applicant should be accepted as a pre-probationary member. Should the application for membership be approved by less than two-thirds (2/3) of the voting directors present at the meeting to determine the acceptance of the applicant, then such action shall constitute termination of membership.

C. The Committee shall also be responsible for reviewing all requests for membership status changes and making a recommendation to the Board of Directors regarding such changes.

D. The Committee shall be responsible for the recruitment of new members and retention of the general membership. It shall be responsible for new member orientation to the organization, its policies and procedures, its structure, and its history.

E. The Committee shall meet monthly. Each of the seven (7) voting members of this Committee shall have one vote concerning any recommendation made to the Board of Directors. Four (4) voting members of the Committee shall constitute a quorum. The actions of the Committee are subject to the review of the Board of Directors.

## **Section 5**

There shall be a House Committee consisting of the Assistant Chief-Operations, Treasurer, Vice-President, and four (4) active Squad members. The President shall appoint the chairman of this committee. This committee shall be responsible for all the rules pertaining to conduct in the use of the Squad building and grounds. This committee shall assist the Treasurer in making an annual report as to the cost of maintenance and repair of the Squad building and grounds.

## **Section 6**

A. There shall be a Safety Committee consisting of the Chief, a Communicable Disease Liaison/Designated Officer, and four (4) members – one (1) of whom may be an associate member. This committee shall investigate all accidents involving Squad vehicles, equipment or building and injury to members while engaged in Squad functions. A report of each occurrence will be made to the Board of Directors, along with any recommended changes in Squad operating procedures.

B. There shall be a sub-committee (Infection Control Subcommittee) consisting of all Communicable Disease/Designated Officers and a Hazardous Materials Officer. This subcommittee shall be responsible for developing guidelines and procedures related to infectious diseases, vaccination and testing, and exposure investigation and follow-up. Exposures will be reported to the Safety Committee by the Communicable Disease Liaison/Designated Officers, along with any recommended changes in Squad operating procedures.

## **Section 7**

A. There shall be a Clinical Review and Training Committee consisting of the Operating Medical Director, the Chief, the Assistant Chief-Operations, the Training Officer, the Deputy Training Officer, a University of Virginia Advanced Life Support Pre-Hospital Coordinator, the Thomas Jefferson EMS Council BLS Coordinator and six (6) active squad members in good standing who have been released care providers for a minimum of one (1) year. A member of the Membership Committee designated by said committee shall be a non-voting member of the Clinical Review and Training Committee. The six

(6) active members of this committee shall be appointed by the Chief subject to the review of the Board of Directors.

B. The committee shall meet once monthly. Each of the thirteen (13) voting members of this committee shall have a single vote concerning any recommendation made to the Board of Directors. The actions of the committee are subject to the review of the Board of Directors. Five (5) members shall constitute a quorum. The Training Officer shall be the chairperson of this committee.

C. The Clinical Review and Training Committee shall review all evaluations and other documentation pertaining to performance of all Probationary members. Recommendations regarding the Probationary member's status shall be forwarded to the Membership Committee for any action.

D. The Clinical Review and Training Committee shall establish policy, procedure, and guidelines regarding delivery of patient care. This shall include making recommendations to the Board of Directors regarding medical equipment, standard operating procedures, clearance and advancement of practicing personnel and individual issues regarding standards of care. The responsibilities of the committee shall include, but are not limited to the following:

1. The Committee shall develop minimum standards and expectations that must be met by all care providers, potential care providers, and preceptors.
2. The Committee shall set forth a policy for ongoing evaluation of a provider's quality of care.
3. The Committee shall also establish and publish a policy by which providers may be released to practice at their respective level of training without supervision.
4. The committee shall determine at which level a provider may practice and a provider must receive the explicit approval of the Committee before practicing at any level. Provider review by this Committee or its designee shall occur as a member's certification level advances or at any other time as deemed appropriate by the Committee.
5. The Committee shall establish a plan to regularly assess and evaluate medical equipment. The Committee shall be knowledgeable of advances in medical

technology and prehospital emergency medicine. It shall make recommendations to the Board of Directors regarding upgrades, changes, additions, or deletions of equipment as necessary.

6. The Committee shall set forth requirements and guidelines for members who wish to enroll in certain Advanced Life Support classes provided by the UVA Prehospital Program. Members must request and gain approval from the Committee before enrolling in any such class.
7. The Committee shall oversee a clinical training program for the organization. In addition to continuing education provided by the local EMS Council or the UVA Pre-Hospital program, the Committee shall identify medical and rescue training needs within the organization and plan training to address those needs. The Committee shall conduct regular intra-squad training.
8. The Clinical Review and Training Committee shall be responsible for the review of any issues or concerns relating to patient care or medical equipment. It shall be responsible for conducting investigations of incidents or complaints regarding patient care or medical equipment and taking action as appropriate.
9. The Committee shall have the right to take disciplinary action up to and including the suspension or revocation of a member's privilege to practice.

### **Section 8**

All committee members shall serve for the fiscal year for which they are appointed or until their successors are appointed.

### **Section 9**

The Board of Directors may, at its discretion, appoint certain non-members of the Squad to act for the benefit of the Squad by assisting in fund drives, cleaning equipment, providing entertainment and the like. This group shall act subject to the control and discretion of the Board of Directors.

**Section 10**

Nothing in this article shall be interpreted as denying the right of the Board of Directors to act independently of the committees or groups mentioned herein as to any of the functions delegated to such committees.



## **Article VI – Officers**

### **Section 1**

The Executive Officers of the Corporation shall consist of a President, Vice-President, Secretary and Treasurer. The Vice-President, Secretary, and Treasurer will be elected by majority vote of the returning and newly elected directors at a meeting to be called by the President- elect no sooner than seven (7) days and no later than twenty-one (21) days after the annual election, All Executive Officers shall hold office until their successors are elected and qualify. Any vacancies in an office arising from death, resignation, and illness or otherwise shall be filled by the Board of Directors at a special meeting called for that purpose or at the next regular scheduled meeting. The duties of the officers shall be such as are usually imposed upon such officials of corporations and as are required by law, and such as may be assigned to them, respectively by the Board of Directors from time to time.

### **Section 2**

The Line Officers of the Squad shall consist of a Chief, Assistant Chief-Operations, the Deputy Chief Day Operations, and the Deputy Chief Night Operations who must be active members and must remain active for the duration of their terms. The Chief shall be elected by the membership as set forth in Article IV, Section 6, from among the returning and newly elected active members of the Board of Directors, for a term of one year. The Assistant Chief-Operations, Deputy Chief Day Operations, and Deputy Chief Night Operations are proposed by the Chief and shall be elected by majority vote of the returning and newly elected Directors at a meeting to be set by the President not sooner than seven (7) days following the annual meeting of the members. All Line Officers shall hold office until their successors are elected and qualify. Any vacancies in an office arising from death, resignation, and illness or otherwise shall be filled by the Board of Directors at a special meeting called for that purpose or at the next regular scheduled meeting. The Chief shall appoint a Supply Officer, a Quartermaster, and a Fleet Operations Officer who will report directly to him.

### **Section 3**

The Training Officer and Deputy Training Officer shall be appointed by the Chief from among the active members in good standing for a term of one (1) year. They shall serve at the discretion of the Chief until their successors are appointed and qualified. The Training Officer is responsible for the training, certification, and re-certification of all active members. He shall organize training opportunities for the organization. The Training Officer and Deputy Training Officer report to the Assistant Chief-Operations.

### **Section 4**

No Executive Committee member may be a Line Officer, Fleet Operations or Supply Officer.

### **Section 5**

The Chief is responsible for all Squad operations and training. He will be responsible to the Board of Directors for proper performance of these duties. The Chief shall have the authority to suspend any member for up to thirty (30) days without recourse.

### **Section 6**

The Assistant Chief-Operations should act in all matters and will assume command in the absence of the Chief.

### **Section 7**

The Deputy Chief Night Operations will assume command in the absence of the Chief and Assistant Chief-Operations. He will be responsible for night and weekend crew operations and staffing. The Deputy Chief Night Operations will report to the Assistant Chief-Operations.

### **Section 8**

The Deputy Chief Day Operations will assume command in the absence of the Chief, Assistant Chief-Operations, and Deputy Chief Night Operations. He will be responsible

for day crew operations and staffing. The Deputy Chief Day Operations will report directly to the Assistant Chief-Operations.

### **Section 9**

In the absence of the Chief and the remaining officers, normal chain of command will prevail.

### **Section 10**

The Vice-President shall act as the Squad purchasing agent and is responsible for oversight of all purchasing activities. The Vice-President shall be responsible for locating quality and economical sources of supply for items, equipment, and services used by the Rescue Squad. Except in cases of emergency or sole source purchases, the Vice-President shall endeavor in good faith to obtain a minimum of two competitive bids for items, equipment, and services costing over \$800.00

In the case of an emergency, obtaining competitive bids shall not be required and purchase orders may be authorized by the Treasurer or a member of the Executive Committee, in addition to the Vice-President. The Board of Directors, for good cause in individual cases, may authorize sole source purchases from vendors or supplies, and eliminate the necessity of obtaining competitive bids in such instances.

Except for the President, Vice-President, and Treasurer, no Rescue Squad member shall be authorized to make purchases on behalf of the Rescue Squad, unless specifically authorized to do so by the Board of Directors, on the advice of the Vice-President. Only the President or member(s) so designated by the Board of Directors may enter into contracts on behalf of CARS. Any significant purchase or contract not in accordance with the purchasing policy or not previously approved by Board of Directors approval shall be ratified by the Board of Directors.

The Vice-President shall develop and administer a written purchasing policy for approval by the Board of Directors and, which shall also approve any revisions to said policy.

The Vice-President or President may approve all previously budgeted purchase requests valued at \$500 or less.

### **Section 11**

There may be an Assistant Treasurer who must be a Squad member, either active or retired. The Assistant Treasurer need not be a director and shall not hold any line office. The Assistant Treasurer will be appointed by the Executive Committee subject to approval by the Board of Directors, and serves at the discretion of the Board of Directors. The Assistant Treasurer may conduct any of the Treasurer's tasks at the discretion of and under the supervision of the Treasurer. The Assistant Treasurer shall not be a member of the Executive Committee and is not an Executive Officer of the Corporation.

### **Section 12**

There may be an Assistant Secretary who must be a Squad member, either active or retired. The Assistant Secretary need not be a Director and must not hold any executive or line office. The Assistant Secretary will be appointed by the Executive Committee subject to approval by the Board of Directors, and serves at the discretion of the Board of Directors. The Assistant Secretary may conduct any of the secretarial tasks at the discretion of and under the supervision of the Secretary. The Assistant Secretary shall not be a member of the Executive Committee and is not an Executive Officer of the Corporation.

### **Section 13**

The CARS Squad Physician shall be elected by the Board of Directors for a term of one (1) year a meeting called by the President- elect no sooner than seven (7) days and no later than twenty-one (21) days after the annual election,.

A. The Squad Physician shall be a member of the Charlottesville-Albemarle Rescue Squad, Inc. and the Board of Directors.

B. The Squad Physician shall be a licensed physician actively practicing in the Charlottesville area.

C. The responsibilities of the Squad Physician shall be as follows:

1. Assist in the training programs and planning for same.
2. Make recommendations as to the medical status of Squad members pertaining to the physical capabilities of the members to continue in active status. This

responsibility shall be in addition to those specified in Article II, Sections 2 and 4.

3. Jointly with the Chief and President, represent the Rescue Squad in meetings with outside agencies where medical decisions and policies affecting the Squad will be formulated.
4. Maintain medical liaison with hospitals and other physicians. Action upon these complaints shall be taken by the Squad Physician Director and/or the Board of Directors of the Rescue Squad.

#### **Section 14**

All Line and Executive Officers are subject to impeachment at any time by a two-thirds (2/3) majority vote of the Board of Directors, and in the event the power of impeachment is exercised by the Board of Directors, a successor to the impeached officer shall be elected by the Board of Directors. The successor to the position of Chief, President, Vice-President, Secretary, or Treasurer shall be a member of the Board of Directors. Every member of the Board of Directors is subject to removal from the Board at any time by a two-thirds (2/3) majority vote of the membership, acting only upon a resolution of impeachment passed by a majority vote of the Board of Directors recommending removal and setting a date for the membership to vote. The vote shall take place not sooner than fourteen (14) days after the vote to remove. The special election will be conducted according to the provisions of Article IV of these Bylaws. The newly elected Chief will take office immediately after the election and the Board will be considered filled. In the event the power of impeachment is exercised by a membership, a successor Chief or President may be elected by the Board of Directors. In the interim period before election of a successor, the Assistant Chief-Operations or Vice-President shall assume the duties of the impeached officer.

#### **Section 13**

The Deputy Chief-Special Operations, Water Rescue Captain, Vehicle Rescue Captain and Technical Rescue Captain shall be appointed by the Chief from the active membership for a term of one (1) year. These officers shall serve at the discretion of the

Chief until their successor is appointed and qualifies. It shall be the function of the Deputy Chief-Special Operations to organize and supervise the operations of all Special Rescue Teams. The Water Rescue, Vehicle Rescue Captain, and Technical Rescue Captain shall organize and train their respective teams and will report directly to the Deputy Chief-Special Operations. The Deputy Chief-Special Operations will report directly to the Assistant Chief of Operations.

#### **Section 14**

A Special Events Captain shall be appointed by the Chief. He or she shall be responsible for planning and staffing coverage at all events or gatherings requiring rescue coverage. The Special Events Captain will report directly to the Deputy Chief –Special Operations.

#### **Section 15**

An Associate Member Coordinator shall be appointed by the Chief. The position of Associate Member Coordinator may be filled by a full member or an Associate Medical Member. He shall be responsible for insuring that the Squad benefits from the efforts of all Associate Medical and Reserve Life members and will notify them on a regular basis if they are not meeting their membership requirements. The Associate Coordinator will advise the Membership Committee with regard to Associate and Life Membership issues. The Associate Coordinator will report to the Assistant Chief-Operations.

#### **Section 16**

A Public Relations Officer shall be elected by the Board of Directors with the advice of the Chief and President together.

## **ARTICLE VII – Penalties**

### **Section 1**

Any member who shall be dismissed from membership for any cause or shall resign without providing at least twenty-one (21) days notice shall not be reinstated except by proper application through regular channels and the application shall be treated the same as a new application.

## **ARTICLE VIII – Amendments**

### **Section 1**

Proposed amendments to these Bylaws will be presented to the Board of Directors at a regular or special meeting. Final vote on any amendment may be taken at the next regular or special meeting provided it is not sooner than twenty-eight (28) days after the date of presentation.

### **Section 2**

Proposed amendments shall be posted on the Squad House bulletin board for fourteen (14) days prior to the date it will be voted on by the Board of Directors.

### **Section 3**

The Bylaws may be amended or repealed by a two-thirds (2/3) majority vote of the Board of Directors at a regular or special meeting of the Board, provided the provisions of Sections 1 and 2 have been met.