



Midstate Regional Emergency Medical Services Council By-Laws

The Midstate Regional Emergency Medical Services Council of Oneida, Herkimer, and Madison Counties, Inc.

Article I Name and Purpose

This organization shall be called the Midstate Regional Emergency Medical Service Council of Oneida, Herkimer, and Madison Counties, Inc. The Council shall represent the prehospital providers and residents of Oneida, Herkimer, and Madison Counties.

Section II: Purpose

The purpose of this organization is to minimize the loss of life or serious injury through the planning and promotion of Emergency Medical Services, from the onset of illness or injury via definitive medical care initiated by competent, skilled prehospital providers. This purpose shall be accomplished by identifying and reviewing any EMS Issues.

Section III:

To continue to serve as the Midstate REMSCO as defined under Article Thirty of the NYS Public Health Law.

Section IV:

To serve as a liaison and facilitator for all prehospital service agencies both fire and ambulance, law enforcement, hospital, county, and state agencies.

Article II Membership

Section I: Membership

The Council shall have a voting membership of not fewer than fifteen (15) nor more than thirty (30) persons. The voting membership shall be equal in representation from each of the three counties and the member must reside in the county they wish to represent. A minimum of one-third (1/3) the total voting membership shall be representative of the Ambulance services within the three counties. The remaining two-thirds (2/3) of the voting membership shall be representative of, but not limited to, the following: physicians, nurses, hospitals, individual EMS providers, fire departments, public health officials, representatives of County Emergency Managers, EMS Communication Centers, law enforcement and private citizens residing in the County they have applied to represent. Each member representing a specific County EMS committee is typically selected by the County Executive or equivalent of that county.

Section II: Terms

The term of office of members of the regional council shall be four years. Twenty-five (25) percent of council seats will expire each year. Members in good standing, wishing to seek an additional term, must do so in writing to the Membership Committee Chair prior to the annual meeting. As described in Section V, public notice of open seats will be advertised. Voting will take place at the annual meeting in May. Membership by virtue of county position shall automatically change upon personnel change of the same position.

Section III: Applications

Applications from candidates seeking Council membership must be submitted to the REMSCO and reviewed by the Membership Committee for completeness and validity. The formal application will only be considered if it is received completed in full and accompanied with a letter of intent and a general resume. The Membership Committee shall present those completed applications with attachments to the full council. All applications will be tabled for vote at the next scheduled REMSCO meeting following any discussion.

Section IV:

Attendance

All members are expected to attend all regularly scheduled Council meetings as set forth in Article VII, Section I of these by-laws.

Section IV-A

Absences

1. Any member not able to attend a regularly scheduled Council meeting may request to be absent. This request must be in writing and must be received no later than three (3) days after the scheduled meeting is held. Electronic mail requests to the REMSCO Secretary or the Program Agency shall be considered as valid for the purpose of a notification of absence. Any request for absence must include the reason for the absence or it shall not be considered a valid request.
2. Any member who is absent four (4) of the ten (10) scheduled meetings, without reasonable justification, shall be deemed to have vacated their membership. A notification shall be sent by the REMSCO Secretary within ten (10) days of the fourth (4th) absence. Said member may request a review of their status with the Executive Committee. This request must be in writing and submitted to the REMSCO Secretary no later than five (5) days prior to the next regularly scheduled meeting. Electronic mail will be sufficient to meet this requirement. Said member must be present at this meeting. The committee will discuss the situation prior to the REMSCO meeting and make a decision on the member's status. This decision will be final. If said member fails to attend, no discussion on the matter will occur and the vacated status shall stand.

Section V:

Vacancies

Any member who wishes to resign the Council must do so in writing to the Council Chairperson. Membership vacancies, for any reason, shall be advertised within the three (3) county region to pre-hospital agencies, hospitals, and the public. These advertisements will be placed in the major newspaper of each respective county and be posted on the Program Agency website and any Program Agency social media platforms. The newspaper advertisements shall be for a minimum of one (1) time, one (1) week after the vacancy has occurred.

Alternate Membership

Pursuant to Article II of the Bylaws of the Midstate REMSCO, it is the wish of the Council members to establish an Associate/Honorary Membership

Section VI:

Associate/Honorary Membership

This membership would be extended to those who wish to participate at the Council meetings but for various reasons either can not attend the required amount of meetings necessary to be continued as an active member or to those who have served as an active member on the Council for at least ten consecutive years. Only formal applications will be considered, applications must be completed in full, and accompanied with a letter of intent and a general resume. Applications must be submitted to REMSCO and reviewed by the Membership Committee, for completeness and validity. The Membership Committee shall present the application at the next scheduled REMSCO meeting. Associate/Honorary membership is extended to those that desire to participate on an ad hoc basis. This would include, but is not limited to, those members who at one time were seated members on the Council. Privileges accorded to Associate/Honorary members would be their inclusion on the mailing list of the Council as well as the right to express opinions at the regularly scheduled meetings. The Associate/Honorary membership would preclude the Associate member's right to vote on Council matters. The Membership Committee will contact any Associate/Honorary member who has failed to attend any Midstate REMSCO meetings within one year.

Section VII:

The County EMS Coordinator, of each County, established pursuant to section two-hundred-twenty-three B of the County Law, of any County within this Council region shall serve as an ex-officio member of this Council; provided, however, nothing in this section shall prevent a County EMS Coordinator from serving as a voting member of this REMSCO.

Article III Conduct

Section I: Ethical Conduct

No Council member shall have any interest, financial or otherwise, either direct or indirect nor engage in any business or transaction, nor professional activity, nor incur any obligation of any nature, which is in substantial conflict of the duties of a member of the Council. Members shall exercise their duties and responsibilities as Council members in the public interest of the inhabitants of the State of New York and their respective Counties. This shall be done regardless of the member's affiliation with, or relationship to, any Emergency Medical Services Program, facility, agency, entity, provider, or interest group. Principles for guiding the conduct of Council members shall be inclusive of, but not limited to, the following:

1. Council members should never raise suspicion among the public that as a member they would be likely to engage in such acts that are in violation of the membership trust as a Council member.
2. No Council member shall permit their employment/appointment to impair their independence of judgment in the exercise of Council membership duties.
3. No Council member shall disclose any confidential information for personal gain.
4. No Council member shall use, nor attempt to use, Council membership to secure unwarranted privileges or exemptions.

Section II: Membership Ethics

1. No Council member shall engage in any transaction as a representative or agent of a local governmental body with any business entity that the member has had/or has financial interest in, where such interest may tend to conflict with the proper discharge of Council membership duties.
2. No Council member shall make personal investments in enterprises in which such member has reason to believe the enterprises may become involved in decisions to be made by the member or will otherwise create substantial conflict between the member and the member's ability to act in the public interest and the member's private interest.

Section III: Conflict of Interest

1. Annual Statement - prior to the January meeting of the Council, each member shall submit to the Chairperson a written statement on the form provided identifying each Emergency Medical Services Program/Agency that the member or the member's family have any interest, either financial or otherwise, whether as an owner, supplier, or consultant of goods or services. During the first scheduled meeting of each calendar year the Chairperson shall provide each member with an annual statement as to the member's status on the Council.
2. Pending applications - This section shall apply to both the activities of the full membership and the Associate/Honorary membership of the Council.

Section IV: Absolute Disqualification

1. When a member or the member's family has an interest as an owner, consultant, or supplier of goods or services regarding Emergency Medical Services whose application under Article Thirty of the Public Health Law is before this Council or a committee of this Council for consideration or determination of any CON for new or expansion of existing territory that member shall:
 - a. Identify such interest to the Council or committee at any meeting when such application is to be considered.
 - b. Excuse themselves from any portion of any meeting when such application is considered.
 - c. Excuse themselves from the participation of any vote of the Council or committee on same application.

2. Disclosure and possible disqualification when any other interest or association might be construed as tending to embarrass the Council or elicit public suspicion that the member might be engaged in acts in violation of the member's trust as a Council member that the member shall at the time of formal consideration of such application by the Council, if necessary can then determine whether the member's participation in the discussion of the application or vote thereon would be proper. Procedure after a motion is made concerning an application and prior to discussion or vote, at the request of the Chairperson, Council members, shall disclose all actual or potential conflicts and explain them upon request. In conflicts constituting absolute disqualification, members involved in such conflicts shall leave and remain absent during the consideration portion of the meeting. In conflicts constituting possible disqualification, the Chairperson shall rule upon such conflicts subject to appeal by motion to the Council or committee which may override the Chairperson's decision by the affirmative vote of the majority of the members present, excluding those members who are subject to the vote.
3. Enforcement - violations of the ethics section of the Midstate Regional Council bylaws could subject the member to sanctions, suspensions, or their removal from voting membership as voted by the majority of the members present.

Article IV Officers

Section I: Officers

The elected officers shall be the Chairperson, the Vice-Chairperson, the Secretary, and the Treasurer.

Section II: Nominations

A Nominating Committee, consisting of three (3) to five (5) members, shall be appointed by the REMSCO Chair, two (2) months prior to the annual meeting during an election year. The Committee's purpose shall be to nominate one (1) member of each Office as listed in Section I of this Article.

1. Each candidate must express their willingness to serve if elected.
2. No candidate may be nominated for more than one (1) office per election.
3. The term of office for four (4) years.
4. If no candidate is nominated after an officer has reached their term limit, and the Officer is willing to serve, they may remain in that position for a maximum of one (1) additional term.
5. In addition to this Committee's nominations, nominations for any office shall be accepted from the council members when each office is presented for election. Nominees must verbally accept this nomination.

Section III: Elections

1. Elections for council officers shall be held at the annual meeting every two (2) years and shall be done on a secret ballot. Ballots shall be tabulated by three (3) members of the council. These members shall be appointed by the Chairperson and cannot be anyone who is seeking election for an office.
2. A majority of votes cast shall elect. All officers shall take office at the close of the meeting.

Section III-A: Terms

1. The term of each Office of the Council shall be for two (2) years.

Section III-B:

1. Should an Office become vacated during a term, an election shall be held to fill said vacancy for the duration of the term. Elections to fill vacancies can be held during any regular meeting or during any special meeting called. Election shall be conducted in the same manner as elections covered in Section III of this article and shall take effect immediately. Nominations shall be accepted from the Council members present. The Nominee must verbally accept the nomination.

Section IV:
Duties

1. REMSCO Chairperson
 - a. The Chairperson is the presiding officer of the Council, and their duties are those outlined in the Robert’s Rules of Order newly revised.
 - b. He/She shall have the authority to call Special meetings, or upon written request of five members of the Council
 - c. He/She will serve as an ex-officio member of all committees.
 - d. The Chairperson will select from the Midstate REMSCO their nominations of delegate and alternate to the State EMS Council and recommend them to the full REMSCO.
2. REMSCO Vice Chairperson
 - a. The Vice Chairperson shall assist the Chairperson in the discharge of their duties and shall act in the Chairs place in their absence, or disability, or when the seat is vacated by the Chairperson.
 - b. The Vice Chairperson shall also be responsible for duties outlined in the Robert’s Rules of Order newly revised.
3. REMSCO Secretary
 - a. The Secretary is the recording officer for the full Council.
 - b. In addition to keeping the official records of the Council and the minutes of all the meetings, they shall perform the duties outlined for this office in Robert’s Rules of Order newly revised.
 - c. The Secretary will provide the REMSCO membership attendance records at each REMSCO meeting to the Membership Committee.
4. REMSCO Treasurer
 - a. The Treasurer shall receive, deposit, and disburse the funds of the Council as are necessary in the ordinary course of business.
 - b. The Treasurer shall also report at each regular meeting the transactions occurring since the last report and give a written statement of current funds on hand. This report shall include:
 - i. Balances in each account.
 - ii. Expenditures for the previous period.
 - iii. Anticipated for the coming period. Anticipated expenses shall require a quorum vote of the REMSCO.
 - c. The Treasurer shall be responsible for preparation of such budgets as required by the Council.
 - d. The Treasurer may disburse any amount over \$500.00 with the approval by vote, of the full Council during a regularly scheduled or special meeting. Dual signatures are required.
 - e. For time sensitive payments, votes may be done electronically, using an online polling platform or similar. Results must be submitted to Council Members upon completion of the vote.
 - f. The Treasurer shall also be responsible for duties outlined in the Robert’s Rules of Order newly revised.
 - g. The Treasurer shall be bonded.

Article V
Executive Committee

Section I:
Membership

1. The Executive Committee shall be comprised of the following: Midstate REMSCO Chairperson, the Midstate REMSCO Vice-Chairperson, the Midstate REMSCO Secretary, the Midstate REMSCO Treasurer, Education Committee Chairperson, Ambulance Committee Chairperson, Public Relations Committee Chairperson, Midstate REMAC Chairperson, Program Agency Director, Clinical Coordinator, and SEMSCO representative, Legislative Committee Chairperson, Membership Committee Chairperson, By-Laws Committee Chairperson, and Safety Committee Chairperson.
2. The Council Chairperson shall preside at the meetings of the Executive Committee. A quorum of five members must be present in order to conduct a meeting of this body.

Section II:

Duties

1. The Executive Committee is empowered to make interim emergency decisions for the Council which must be ratified by the full Council.
2. The Executive Committee shall meet as directed by the REMSCO Chairperson. The Executive Committee shall be aware of the continuing needs of the Region's EMS Services.
3. The Executive Committee will report activities at each regularly scheduled Midstate REMSCO meetings. The REMSCO Secretary shall maintain minutes and attendance of all Executive Committee meetings.
4. The Executive Committee shall invite guests to gain technical expertise as deemed necessary.

Article VI Standing Committees

Section I:

Membership

1. The REMSCO Chairperson shall appoint a member of each Committee to serve as Committee Chairperson when the need arises. The REMSCO Chairperson shall be a member of all standing Committees.
2. The Committee Chairperson shall be responsible for presiding over their committee's meetings, appointing members to their committees and for the development of their committee. The Committee Chairperson shall provide a report to the Executive Committee, prior to each regularly scheduled Council Meeting. This report shall include agenda items, attendance, and summary of the meeting(s) held.
3. Committee Members may be chosen from Council Membership or Associate/ Honorary Membership.

Section II:

1. Ambulance Committee

- a. The Ambulance Committee shall consist of the Chairperson and at least three of the seated members to review and recommend to the Council on all matters pertaining to the inter-relationship of prehospital agencies. Activities of the Ambulance Committee include, but are not limited to:
 - i. Application/CON review.
 - ii. Determination of public need.
 - iii. Coordination of the Public Hearing.
 - iv. The recommendation for rejection/approval on any CON issue to the Council.
 - v. Notification of Council determination to the STATE EMS COUNCIL in writing.
 - vi. The planning, implementation, and maintenance of the REMSCO regional Mutual Aid agreements of all EMS Transporting Agencies and Advanced Life Support First Response (ALSFR) Agencies within each respective county.

2. Education Committee

- a. The Education Committee shall consist of a Chairperson and at least three members of the Council, who shall plan, recommend, and review all training issues, and report to the Council on all matters pertaining to the development and maintenance of a Regional Training Plan.
- b. A yearly plan for each county will be submitted for Council approval at the December meeting. The Education Committee will assist the Public Relations Committee to create a successful and effective recruitment and retention program for prehospital agencies.

3. Public Relations Committee

- a. The Public Relations Committee shall consist of a Chairperson and at least three members who shall be responsible for the promotional activities of the Council to include, Activities of the Public Relations Committee include but are not limited to:
- b. Assist the media in developing a public information system that will enhance and support the EMS system.
- c. Design and implement along with the Education Committee a successful and effective recruitment and retention program.

- d. Develop a newsletter or informational letter to advise all prehospital providers in the Council region of any activities which may affect their agencies or impact any aspects of EMS provision within our Council region.
 - e. Design a promotional program yearly for EMS providers in our Council region in conjunction with National EMS week.
4. **Regional Emergency Medical Advisory Committee (REMAC)**
- The Midstate REMAC membership will consist of the following members:
- i. REMAC Chair
 - ii. REMSCO Chair
 - iii. Not less than six (6) physicians actively participating in the Midstate Regional Emergency Medical Services Region.
 - iv. REMSCO Education Committee Chair (non-voting)
 - v. Two (2) emergency department nurses (non-voting)
 - vi. Two (2) BLS Provider (non-voting)
 - vii. Two (2) ALS Provider (non-voting)
 - viii. Program Agency Director (non-voting)
 - ix. Program Agency Clinical Coordinator (non-voting)
 - x. All members must maintain 50% attendance to be determined at the annual REMSCO meeting. Members with less than 50% attendance will be removed.
- Activities of the Regional Emergency Medical Advisory Committee:
- i. To provide medical control to advanced life support agencies either directly (on-line medical control) or off-line medical control (standing orders of protocols)
 - ii. To develop, maintain, and implement pre-hospital treatment, transport, and triage protocols consistent with current medical practices.
 - iii. To develop policies, procedures, and guidelines for the implementation of protocols
 - iv. To train and authorize physicians to provide on-line medical control.
 - v. To act as a review board for CQI issues brought before the committee by the Clinical Coordinator.
 - vi. Nominate to the Commissioner of Health a REMAC physician from the Regional Council area as a representative to the State Emergency Medical Advisory Committee.
 - vii. For the purposes of voting, a quorum will consist of a majority of voting members present.
5. **REMAC Virtual Attendance**
- i. In accordance with NY state open meeting laws and to facilitate the attendance of as many interested parties as possible we will be conducting hybrid meetings.
Any persons wishing to gather at a public location outside of the main meeting location (14 Foery Drive Utica) may do so by submitting the public location in advance of the meeting. There must be audio and camera capabilities at the site (a laptop and web cam is sufficient). All voting members participating must be on camera during any voting.
If a voting member is unable to attend in person in Utica or at a pre-designated public location, they are still encouraged to attend virtually if possible. At time of roll call, brief summary of the extenuating circumstances will be taken. All meeting links will be available on the website with all satellite locations listed. Meetings will also be recorded.
6. **By-Laws Committee**
- a. The By-Laws Committee shall consist of a Chairperson and at least three members who shall be responsible for maintaining current by-laws for all members of the REMSCO or anyone who wishes a copy.
 - b. Provide an annual update or review of the by-laws at the Annual Meeting (May meeting is the Annual Meeting).
 - c. Record any and all request for change to the by-laws that are presented in writing and process them in a timely manner following the process outlined in the current version of the REMSCO by-laws.

7. **Legislative Committee**

- a. The Legislative Committee consists of a Chairperson and at least three members who shall be responsible for the monitoring of legislation that relates to EMS issues, DOH issues, Article 30 issues, and other issues the Committee feels are related to the local, state, or national EMS communities, or patient care.
- b. Assist or work with any other Committee of the REMSCO to enhance the communication of pending legislation.
- c. Presents any and all legislation that pertains to the operation of the REMSCO or any EMS agency.

8. **Membership Committee**
 - a. The Membership Committee shall consist of a Chairperson and at least three members who shall be responsible for the application process for new members, (i.e.: receive and review all Midstate REMSCO applications for validity and completeness, conduct interviews with all applicants) tracking the attendance of all members including Voting Members, associate members, and attendance at all committees.
 - b. Develop and maintain a process to inform associate members when a Voting Member's seat becomes available.
 - c. Develop and maintain a process to track when a member joins the council either as an associate or voting member.
 - d. Be responsible for advertising any open members seat, create a process to also advertise that Associate Members are always welcome, and to recruit members of the various committees.
9. **Safety Committee**
 - a. The Safety Committee shall consist of a Chairperson and at least three members who shall be responsible for the education of all EMS providers in maintaining a safe environment to provide out of hospital patient care.
 - b. Assist or work with any other committee of the REMSCO to enhance the communication of any pending or current safety issues.
 - c. Develop a process to enhance the safety of all EMS providers; this can be accomplished by working with other REMSCO Committees, other outside agencies of within the safety committee.
 - d. Offer presentations specifically addressing EMS safety.
 - e. Address issues warranting regulatory compliance.
10. **Finance Committee**
 - a. Finance Committee shall consist of a Chairperson and no less than two additional REMSCo members.
 - b. Assist and work with the REMSCo Treasurer to prepare and present the REMSCo budget at the annual meeting.
 - c. Review and assure compliance with applicable NYS finance regulations.
 - d. Internal Audit Prior to the annual meeting review all fund accounts to assure fund balances and accounts are in order.

Article VII Meetings

Section I: Meetings

Monthly meetings of the Midstate Regional EMS Council shall be held on the fourth (4th) Tuesday of the months January thru July and September thru November at such a time and place determined by the members of the Council. The regular May meeting shall be officially named this Council's annual meeting. All members shall receive notice of the date, time, and place of regular meetings at least five days prior to the actual meeting.

Section I-A Virtual Attendance

Virtual meetings may be allowed at the discretion of the REMSCO Chairperson. Virtual meetings may be used in place of, or in conjunction with, an in-person meeting. In the event a virtual meeting is approved, members will be given notice and instructions on how to attend using an approved electronic platform. Members will have the same opportunity to be involved in all discussions and votes. Virtual ballot voting will take place using an online polling platform and results will be made available to all members. Roll call voting will not be affected. Should a problem arise with the virtual meeting platform during any part of the meeting, the REMSCO Chairperson may table any votes until the next regularly scheduled meeting or may schedule a special meeting.

Section II:

Quorum

The presence of a majority of the full membership shall constitute a quorum.

Section III:

Voting

1. Each member shall be entitled to cast one (1) vote on all matters brought before the Council as long as they are a member in good standing. For routine or roll call votes, the REMSCO Chairperson shall not vote except in instances to break a tie vote. The REMSCO Chairperson shall vote in all ballot votes. This vote will be kept separate from the other votes, in a sealed envelope, and shall only be opened and counted in the event of a tie vote.
2. Routine Votes. Unless otherwise stated in these by-laws, routine votes shall be decided by a majority of the quorum present at the meeting by a voice vote or a count of hands.
3. Ballot Votes. Ballot voting will be used in the election of officers and may also be used for other sensitive, important decisions when there is a desire to keep secret how each member voted. A motion may be made to conduct a ballot vote. The REMSCO Chairperson will appoint tellers to hand out, collect, and count the ballots. Unless otherwise specifically provided in these by-laws, no ballot vote shall be taken without a quorum present. The following issues require a quorum and a ballot vote:
 - a. Elections of Officers
 - b. Ratification of by-laws and amendments
 - c. Excluding a member from voting for conflict of interest
 - d. Removal of a member from the Council
 - e. Any other issue as determined by a motion with a majority approved by the Council.
4. Roll Call Votes. Determination of Public Need for Certification shall be a roll call vote.

**Article VIII
Amendments**

Section I:

The Bylaws of the Midstate Regional Emergency Medical Services Council may be amended at any regular meeting by a majority vote of the members present, provided that the amendment has been submitted in writing to the Council Secretary and read at the preceding meeting with no discussion at presentation allowed. All members must have been furnished with a copy of the proposed amendment at least ten days prior to the meeting it is voted on.

Section II:

Amendments become effective upon adoption unless otherwise specified in the motion to adopt.

**Article IX
Rules of Order**

Section I:

The parliamentary authority for the guidance of the Midstate Regional Emergency Medical Services Council shall be Robert's Rules of Order, newly revised. It shall govern the Council in all cases in which it is applicable and in which it is not inconsistent with these Bylaws.

**Article X
Program Agency**

The EMS Program Agency is responsible for facilitating quality improvement of emergency medical care within the Midstate Region. The Program Agency shall support the Midstate REMSCO and REMAC and provide educational programs approved by the DOH and/or the Midstate REMSCO.

Bylaws of the Midstate EMS Council
Amendments/Revisions

1. Redone completely 12/93 dh
2. Revisions or corrections: 1/94 2/94 3/94
3. 3/99 Membership Article 2, Section 4
4. 12/28/99 Membership Article 2 Sections 1, 3 and 5 dah
5. 1/8/00 Add REMAC and Oversight to Standing Committee's
6. 11/27/01 Article IV, Section 2 Change in length of term for officers
7. 5/27/03 Article VI, Section II – Removed Communications as Standing Committee
8. 5/27/03 Article VI, Section II – Combined Oversight & Hospital Committees, changed membership and meeting requirements.
9. 5/27/03 Article VI, Section II – Changed meeting requirements for REMAC Revision of By-Law 1/Article V Executive Committee
10. 7/22/08 Article VI Section II - REMAC Membership
11. 7/22/08 Article IV Section II Nominations
12. 9/23/08 Article VII, Section III Voting
13. 11/24/09 Article IV Meeting Attendance
14. 11/24/09 Article IV Article 2 Absence
15. 01/26/16 Misc. revisions & corrections
16. 8/2020 Article VII added section 1A, Article II Revised, Article VI added Finance Committee
17. 4/21 Article VI Section II
18. 08/23/2022 Updates to: Article II, Article IV, Article V, Article VI, Article VII
19. 03/21/2023 Updates : Article VI, Article VII

