

# Washington County EMS Alliance

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**WASHINGTON COUNTY  
EMERGENCY MEDICAL SERVICES ALLIANCE  
Governing Board**

## **BYLAWS**

**February 13, 2020**



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## **Article I: Purpose and Structure**

### Section 1 – Mission and Vision

The mission of Washington County EMS Alliance is to maintain and enhance a safe and effective EMS system through leadership, oversight, facilitation and education for the citizens and EMS community we serve.

The vision of Washington County EMS is to provide a high performance patient-centric health care system, within a just culture, through improved resource utilization, expanded education, system development and collaboration.

The EMS Foundational Principles will guide the work and recommendations to County Board of Commissioners, conducted by the EMS Alliance.

### Section 2 – Statutory Considerations

State and local governance documents direct the emergency medical system. These statutes and rules include:

- A. Oregon Administrative Rules (OAR)
  - OAR 333-200, Oregon Trauma System
  - OAR 333-250, Ambulance Service Licensing
  - OAR 333-255, Ambulance Licensing
  - OAR 333-260, Ambulance Service Areas
  - OAR 333-265, Emergency Medical Technicians
  - OAR 847-035, Oregon Medical Board, EMT scope of Practice
- B. Oregon Revised Statute (ORS) 682, Regulation of Ambulance Services and Emergency Medical Services Providers
- C. Washington County Code of Ordinances, Chapter 8.32, Emergency Medical and Transportation Services
- D. Washington County EMS Administrative Rules
- E. EMS Ambulance Service Area (ASA) Plan
- F. Washington County Code, Chapter 8.32. Under the authority granted in ORS 682, which authorizes counties to regulate ambulance services within their boundaries, Washington County Emergency Medical Services Office (WCEO) has specific statutory requirements:

- County shall appoint an EMS program supervisor and employ or contract a medical officer
- Quality improvement committee. The quality improvement committee shall advise the WCEO and serve as a foundation for a comprehensive quality improvement process. The committee shall evaluate the EMS system in terms of structure, performance, and outcome.

### Section 3 – Structure

#### A. Components

- Governing Board (see Article II)
- Working Groups (see Article III)
- Affiliate Members (see Article IV)

#### B. Stakeholders

- Washington County
- Fire Agencies
- Emergency transport franchisee
- Hospital Systems/Emergency Departments
- Law Enforcement
- Field Providers
- Consumers
- Others, as identified

## **Article II: Governing Board**

### Section 1 – Purpose

The purpose of the Alliance Governing Board is to review, advise and make policy and operational/technical recommendations related to improving the delivery of Emergency Medical Services in Washington County, to the County EMS Office (WCEO) and the Board of County Commissioners (Board).

### Section 2 – Membership

## A. Voting Members

The five (5) voting members of the Alliance Governing Board shall be decision makers for their respective jurisdictions. It is their responsibility to represent their jurisdictions perspectives and concerns in the process of determining what is in the best interest of Washington County's EMS system.

1. Member agencies include:
  - Banks Fire District
  - City of Forest Grove
  - City of Hillsboro
  - Tualatin Valley Fire & Rescue, A Rural Protection District
  - Washington County
2. The EMS Alliance Governing Board shall consist of one person delegated, in writing, by each of the Members from the Member's appointed executive management staff. Each delegate shall serve at the pleasure of the appointing Member.
3. Alternate delegates may be identified in writing by the IGA Signatory Member. Alternate delegates will serve in the absence of the primary delegate
4. Other public entities authorized under ORS Chapter 190 to enter into this Agreement may, on application, join as additional Participants by consent of Members then existing at the time of such application.

## B. Officers

1. Presiding Officer/Chair: Governing Board members shall select a presiding officer/chair from among them to serve for a term of one year.
2. Vice Chair: Governing Board members shall select a vice chair from among them to serve in the Chair's absence.
3. Term: Role of Chair and Vice Chair will be revisited annually and confirmed via vote.
4. Chair and Vice Chair can hold consecutive terms.
5. Alternate delegates do not take on the role of the primary delegate if they hold an officer position.
6. Secretary: The secretary role shall be performed by a staff person of the

Administrative Home unless otherwise delegated by the Governing Board. The secretary is not a member of the Governing Board and does not have authority to vote.

The secretary shall have the following duties and responsibilities:

- be responsible for notifying members of meetings;
- give all meeting notices required;
- assist in having guests greeted and signed in for recognition during scheduled meetings; and
- record, distribute and maintain the minutes of all Governing Board meetings;

C. Membership Resignation/Termination

Any delegate who wishes to resign from the Governing Board must:

- Work with their signatory member to identify a new delegate for their organization.
- submit their resignation in writing to Washington County EMS Program Supervisor with 30 days' notice.

D. Vacancy on the Board

In the event of a vacancy on the Board, the affected Organization member shall submit in writing to the Board Chair within 30 days, the name of the elected or appointed representative to fill the vacancy, as well as any change in the alternate if applicable.

Section 3 - Duties

The Alliance will through collaboration and consensus:

- A. Develop a comprehensive County EMS plan for review and consideration by the Washington County Board of Commissioners. The County EMS plan will provide a vision and work plan for the EMS system and be grounded in the "foundational principles".
- B. Monitor and report on the EMS system and develop annual updates to the County EMS plan as appropriate.
- C. Advise the Board of Commissioners on issues and plans related to the provision of EMS within the County.
- D. Serve as the collection and collaboration platform to address systems related EMS issues in Washington County.

## Section 4 – Meetings

- A. Meeting schedule - The Alliance Governing Board shall meet on a regular basis with a minimum of four meetings per year.
- B. Additional Meetings - The Chair may determine the need for additional meetings or work sessions with ten days prior notice.
- C. Special Meetings - The Chair or any three members of the Alliance Governing Board may call a special meeting by giving ten days notice to other members of the Alliance Governing Board; unless, a quorum of the Alliance Governing Board members have waived such notice.
- D. Voting
  - Quorum - a minimum, or simple, majority of Alliance Members as then constituted shall be necessary to take any affirmative action, by vote or otherwise, as to any matter before the Alliance. (example: if there are 5 members, 3 must be present)
- E. Internal Governing Board Interaction and Expectations
  - One person talks at a time; there are no side discussions.
  - All ideas are encouraged.
    - Stay focused on tasks and discourage distractions.
    - Strive for facts and understand other points of view.
    - Encourage thoughtful disagreement.
  - Provide and value constructive feedback; avoid being defensive.
  - Each Council member is given a chance to speak their mind while at the same time respecting the group's time and the meeting timetables, being brief and focusing on facts.
  - Emphasize open and honest communication.
  - De-personalize discussion of issues.
  - Listen, be non-judgmental and keep an open mind on issues until it is time to decide.
  - Emphasize balanced participation of all Council members.

- Focus sufficient time on Council process and conduct process checks when deviating from established ground rules.
- F. Open Meeting: The Council shall conform to the procedures outlined by the public meetings law of the State of Oregon [ORS 192.610-710].

#### Section 5 - Rules of Order

- A. Any meeting of the EMS Alliance Governing Board shall be governed by Robert's Rules of Order, latest revised edition.
- B. In addition, they shall have the following rules as they relate to general meeting procedure.
1. The role of the Chair is to keep the Governing Board on task and on time.
  2. Vice-Chair provides support to the Chair and serves in the Chair's absence.
  3. Everyone actively participates as demonstrated by attendance, punctuality, discussion, voting, and involvement in projects and subcommittees.
  4. Agenda items are identified and placed on the agenda by the administrative home staff in conjunction with the Chair. Agenda items must be submitted fourteen days in advance of the meeting.
  5. Notice of inability to attend meetings should be provided to the Chair and Staff as far in advance as possible, but no less than two business days before the scheduled meeting date. It is understood that there may be extenuating circumstances that will be accommodated.
  6. Meetings will start on time. Members are expected to be on time. If, for extenuating circumstances, a member is late, he/she must catch-up to the agenda on their own.

#### Section 6: Affiliate Member and Public Involvement in Governing Board Meetings

- A. Agenda items may be open to participation by Affiliate Member designees or to all attendees. When possible, the meeting agenda will identify which agenda items include opportunity for participation.
- B. A designated part of each agenda will be established to allow all members of the audience an opportunity to speak to the Governing Board ("Public Comment").



1. Any new business that results from discussion, or is suggested during the Public Comment portion, should be placed on the following meeting agenda. The Governing Board may ask Staff to examine the issue and report at a future meeting.
- C. Outside of the “public comment”, only the Chair may recognize a public attendee.
  1. If a public attendee is recognized and asked to comment on or clarify a point, their response will pertain only to the request made by the Council and may be subject to a time limit.

### Section 7 - Public Statements

No member of the Alliance is authorized to speak on behalf of the Alliance without prior approval from the Council as to the position taken. This does not prevent any member from public statements regarding their own personal views or that of their respective organizations, as allowed by their organizations.

### Section 8 - Administrative Home

- A. Washington County will serve as the initial “administrative home”.
- B. The “administrative home” may be changed with the unanimous consent of the Members.
- C. The administrative home will assume, in consultation with the presiding officer, the responsibility for:
  - agenda preparation
  - meeting support
  - member communications
  - duties of the secretary
  - other required organizational/administrative duties.

### **Article III: Work Groups**

Work Groups developed by the EMS Alliance bring technical experts and other stakeholders together to operationalize the vision of the EMS Alliance. Necessary stakeholders will be identified through the development process and will be revisited

regularly. It is vital that the work done as an EMS system is done by all members of the system. This includes people who represent consumers, first response and transport agencies, emergency departments, hospitals, and other public health and health care partners.

Work groups convened by the WCEO or other partner organization, also provide information and support to the work of the EMS Alliance

## Section 1 – Work Group Types

A. There are 3 types of work groups that fall under, or inform, the EMS Alliance. WCEO will keep a record of all current work groups and their lead point of contacts.

- Statutory – Written in County Code as required and led by WCEO
- Standing – Regularly occurring for an ongoing purpose.
- Project based/limited duration – Defined scope and/or timeline.

B. Statutory Work Groups are prescribed in Washington County Code, EMS Ordinance Chapter 8.32.

C. EMS Alliance Standing or Project Work Groups

1. The need for a new EMS Alliance work group can be identified and proposed by any Member or Affiliate Member in the EMS Alliance
2. The approved proposal form found on the WCEO website will identify these key components
  - i. Purpose and scope for the work group
  - ii. Type of work group requested
  - iii. Lead organization(s) proposing the new group
  - iv. Organization offering support to the meetings (space, minutes, etc.)
  - v. Governance structure (desired membership, method for selecting char/leadership, decision making process)
  - vi. Process for reporting back to the Governing Board
  - vii. Proposed timeline for work group if project based/time limited
3. Proposals for a new working group must be received by the chair for

distribution to Governing Board members at least 10 days prior to the next Governing Board meeting

4. Work Group Membership

- i. Work groups will engage with all stakeholders who are needed to effectively address the mission of the group
- ii. The Governing Board Members and Affiliate Members will designate staff to participate in work groups.

5. Reporting to the governing board

- i. Each EMS Alliance work group will provide reports to the Governing Board based on their proposed charter and timelines.
- ii. WCEO will keep a record of assigned representatives for all WCEO and EMS Alliance work groups.

6. Voting and decision making will be included in charters to include, at minimum, a process for decision making that ensures equal representation from each stakeholder organization in decision making.

**Article IV: Affiliate Members**

Washington County franchised private ambulance provider(s) and other system stakeholders not otherwise “Members” may, on application, join as an “Affiliate Member” by consent of Governing Board.

Section 1 - Participation

- A. Affiliate Members may participate and vote on Alliance workgroups in which they are participating;
- B. Affiliate Members may not be members of the “governing board”.
- C. Affiliate Members may participate in Governing Board meetings as described in Article II, section 6.

Section 2 – Application Process

- A. Affiliate member application will be posted on the WCEO website.
- B. Applications are reviewed by the Governing Board at regularly scheduled Board

meetings.

- C. Applications are either confirmed or denied by simple majority.
- D. To participate in Governing Board agenda items, open to Affiliate Members, the Affiliate member organization shall appoint a primary delegate
- E. If applicable, Affiliate Members may identify in writing a backup delegate will serve in the absence of the primary delegate.

#### **Article V: Bylaws Amendments**

1. The Alliance members or WCEO may, as needed, propose amendments to these bylaws to the Governing Board for review, approval and adoption.
2. At no time shall these bylaws or subsequent amendments supersede the authority of the IGA.
3. Governing Board bylaws may be amended by the normal quorum and voting requirements as identified in the IGA and these bylaws.

Other areas of the bylaws which are not specified by the IGA shall be reviewed annually by the WCEO Supervisor or Governing Board Chair with a report to the Governing Board for consideration of modifications and approval.