



Sierra-Sacramento Valley Emergency Medical Services Agency JPA Governing Board of Directors Bylaws

MISSION STATEMENT

The mission of the Sierra-Sacramento Valley Emergency Medical Services (S-SV EMS) Agency is to provide local EMS agency (LEMSA) services and EMS leadership through a cooperative teamwork approach to management. LEMSA services include the major responsibilities of system monitoring/oversight, medical control, legislation, policy/procedure development and implementation, interpretation of law/regulation, certification/accreditation/authorization of EMS personnel, EMS planning and education. The S-SV EMS Agency's mission is accomplished through the democratic process utilizing input from diverse representatives of EMS providers, fire departments/districts, law enforcement, hospitals, physicians, other medical personnel, and the public.

BYLAWS

ARTICLE I – NAME

SECTION 1. The JPA Governing Board of Directors (herein after referred to as the Governing Board), shall meet for the purpose of conducting the business of the Governing Board.

SECTION 2. The Governing Board meetings shall be held in compliance with the Ralph M. Brown Act (Government Code, State of California, Section 54950 et seq.). Roberts Rules of Order shall be used as a guideline for Governing Board parliamentary procedure.

ARTICLE II – PURPOSES

SECTION 1. The purpose of the Governing Board shall be, but is not limited to:

- A. Represent the position of each member County.
- B. Appointment and evaluation of the Regional Executive Director to serve at the pleasure of the Governing Board.
- C. Adoption of the Agency's Employee Handbook.
- D. Adoption of the Agency's annual independent audit.
- E. Adoption of Agency agreements, contracts, and/or amendments to agreements.
- F. Adoption of Agency financial reports.
- G. Adoption of the Agency's budget.
- H. Setting and approving the Agency's salary and employee benefits.

ARTICLE III – AUTHORITY

Section 1. AUTHORITY

- A. S-SV EMS Agency Joint Powers Agreement.
- B. Government Code, State of California, Section 6500 et. seq.

ARTICLE IV – MEMBERSHIP

SECTION 1. MEMBERSHIP

A. Voting membership:

The Governing Board is composed of the following ten (10) voting members:

1. One (1) County Supervisor, as appointed by each County's Board of Supervisors. Each Governing Board member shall serve at the pleasure of the member County's Board of Supervisors.
2. Any County Supervisor of a member County's Board of Supervisors may serve as an alternate. Such alternate shall vote only in place of their absent representative. Each member shall have an equal vote.

SECTION 2. VOTING

- A. A majority of the membership of the Governing Board shall constitute a quorum for the transaction of business. The affirmative vote of a simple majority of the members shall be required for the approval of any motion/resolution when Governing Board action is required, except as otherwise noted or required by statute.
- B. Votes shall be recorded as:
 1. In Favor
 2. Opposed
 3. Abstain

SECTION 3. ELECTIONS

- A. Election of Officers shall occur at the second meeting in any calendar year.
- B. At the second meeting in a given calendar year, the Governing Board shall nominate and elect a Chairperson and Vice-Chairperson to serve for two (2) years. Election of Officers shall be based on a majority of votes of members present at that meeting. New officers shall begin service immediately and shall serve for the following two (2) calendar years.
- C. Election of Officers may be continued to the next meeting as deemed necessary by a majority vote.
- D. The Governing Board shall appoint S-SV EMS Agency staff to serve as Secretary.

SECTION 4. OFFICER VACANCIES

- A. If the Chairperson should vacate the office during the term, the Vice-Chairperson shall become Chairperson and preside over the elections of a new Vice-Chairperson.
- B. If the Vice-Chairperson should vacate the office during the term, the Chairperson shall preside over the election process of a new Vice-Chairperson.

ARTICLE V – CHAIRPERSON

SECTION 1. DUTIES/RESPONSIBILITIES

The following are the duties/responsibilities of the Chairperson:

- A. Conduct all Governing Board meetings.
- B. Call emergency Governing Board meetings.
- C. Assure that meetings are conducted using Roberts Rules of Order as a guideline. Assure that meetings are in compliance with the Ralph M. Brown Act, Government Code, State of California, Section 54950 et seq., in consultation with Counsel.
- D. Preside over all Executive Board sessions.
- E. Sign on behalf of the Governing Board, contracts, agreements, and other legal documents.
- F. Approve the Regional Executive Director's expense claims.
- G. Advise the Regional Executive Director on political issues regarding the Agency's legislative activities.
- H. Assist the Regional Executive Director in facilitating communication with member County's Boards of Supervisors.

ARTICLE VI – VICE-CHAIRPERSON

SECTION 1. DUTIES/RESPONSIBILITIES

The following are the duties/responsibilities of the Vice-Chairperson:

- A. Serve and assume all the duties/responsibilities of the Chairperson in the absence of the Chairperson.
- B. Act as parliament in disputes regarding parliamentary procedure.
- C. Sign documents on behalf of the Governing Board, in the absence of the Chairperson.

ARTICLE VII – REGIONAL EXECUTIVE DIRECTOR

SECTION 1. DESIGNATION

The S-SV EMS Agency Regional Executive Director is a non-voting member of the Governing Board as provided in his/her job description.

SECTION 2. DUTIES/RESPONSIBILITIES

The following are the duties/responsibilities of the Regional Executive Director:

- A. Establish meeting agendas.
- B. Provide background and necessary documentation on meeting agenda items.
- C. Sign written correspondence on behalf of the Governing Board.
- D. Provide information on EMS issues, as requested.
- E. Work with Counsel on legal issues.
- F. Negotiate contracts and agreements.
- G. Conduct/facilitate employee personnel evaluations.
- H. Advise and update the Governing Board on issues that are politically sensitive.
- I. Provide information regarding financial activities of the Agency.
- J. Provide Agency progress reports.
- K. Review current EMS legislation.

ARTICLE VIII – CONFLICT OF INTEREST

SECTION 1. FAIR POLITICAL PRACTICES COMMISSION (FPPC)

- A. The Governing Board members and alternates are designated positions within the Agency's approved Conflict of Interest Code. Both members and alternates are required to complete the Statement of Economic Interest form and file the document with the Agency's FPPC Filing Officer, which shall be retained by the Agency.
- B. The Agency's Regional Executive Director, Deputy Director(s), and Medical Director are designated positions within the Agency's approved Conflict of Interest Code. All designated positions are required to complete the Statement of Economic Interest form and file the document with the Agency's FPPC Filing Officer, which shall be retained by the Agency.

ARTICLE IX – S-SV EMS AGENCY

SECTION 1. REPRESENTATION

- A. The Regional Executive Director or the Regional Executive Director's designated representative shall be present at each Governing Board meeting.

- B. The Regional Executive Director or the Regional Executive Director's designated representative is a non-voting member of the Governing Board.

SECTION 2. RESPONSIBILITIES

The S-SV EMS Agency shall:

- A. Establish meeting agendas.
- B. Record the proceedings and prepare the meeting minutes.
- C. Maintain the Governing Board records, including meeting minutes, bylaws, and correspondence.
- D. Distribute and post meeting notices (as per the Ralph M. Brown Act) and perform other mailings as required.

ARTICLE X – MEETINGS

SECTION 1. REGULAR MEETINGS

- A. Meetings will be held the 2nd Friday of the month, bi-monthly, unless the Chairperson determines no meeting is necessary. Meeting days and frequency may be changed through a majority vote of the Governing Board at a regular Governing Board meeting.
- B. Members of the Board are offered a \$100.00 stipend for each meeting attended plus mileage reimbursement at the rate currently established by the IRS. The stipend may be increased through a majority vote of the Governing Board at a regular Governing Board meeting. Reimbursement for expenses shall be made by the Agency upon submittal of proper documentation.

SECTION 2. SPECIAL MEETINGS

Special meetings may be called by any member of the Governing Board in conformance with the Ralph M. Brown Act.

SECTION 3. RULES FOR DISCUSSION OF ITEMS NOT ON POSTED AGENDA

Either 2/3 of the Governing Board members present, or a unanimous vote if less than 2/3 of the Governing Board members are present, may vote to place an item on the agenda if the Governing Board finds that the need to take emergency action arose after the agenda was posted.

ARTICLE XI – AMENDMENT OF BYLAWS

Proposed amendment(s) to the bylaws must be agendized and presented for discussion as a regularly scheduled meeting. At the following regularly scheduled meeting, the bylaw amendment(s) may be voted upon. Bylaw amendments are approved by a 4/5 vote of the Governing Board.

ARTICLE XII – RATIFICATION

Ratification Action/Details	Ratification Date
These bylaws were ratified by the Governing Board	January 24, 1997
These bylaws were ratified by the Governing Board	September 17, 1999
These bylaws were ratified without changes by the Governing Board	June 18, 2004
These bylaws were ratified without changes by the Governing Board	April 15, 2005
These bylaws were ratified by the Governing Board	April 10, 2009
These bylaws were ratified by the Governing Board	March 9, 2012
These bylaws were ratified by the Governing Board	March 8, 2013
These bylaws were ratified with changes by the Governing Board	March 14, 2014
These bylaws were ratified with changes by the Governing Board	November 4, 2016
These bylaws were ratified with changes by the Governing Board	January 11, 2019
These bylaws were ratified with changes by the Governing Board	May 12, 2023

Signed



Jim Holmes, Chairperson
S-SV EMS Agency JPA Governing Board of Directors