

Eureka Volunteer Ambulance Service

BYLAWS



Revised and Approved September 2, 2020

**BYLAWS
of the
EUREKA VOLUNTEER AMBULANCE SERVICE, INC.**

These bylaws are hereby adopted and established as the Bylaws of the Eureka Volunteer Ambulance Service, Inc. These Bylaws and any lawful amendments thereto shall apply upon their recording and shall bind all present and/or future Members of the EVAS Board of Directors and Members of the EVAS Association (EMT) Membership.

**ARTICLE I
NAME, PURPOSE and SERVICE AREA**

1.1 – NAME

This Corporation shall be known as the Eureka Volunteer Ambulance Service, Inc., also known as the EVAS. EVAS is a charitable, non-profit organization.

1.2 – PURPOSE

The primary purpose of EVAS shall be to provide high-quality, emergency medical care to sick and/or injured persons in the pre-hospital setting for residents of and visitors to the EVAS Service Area. Secondary purposes of EVAS include, but are not limited to, the betterment of the Service Area through the promotion of EVAS and other cooperating EMS entities through community service outreach, education, and training.

1.3 – SERVICE AREA

EVAS's Service Area shall encompass the area generally bounded by the United States-Canada border on the north; mile marker 33 on State Highway 37 and the intersection of the Lincoln County line with US Highway 93 on the South; The Purcell Mountain Range on the west; and the Whitefish Mountain Range on the east. The Service Area includes, but is not limited to, the communities of the West Kootenai, Rexford, Eureka, Fortine, Trego, Stryker, and the Ten Lakes Scenic Area.

**ARTICLE II
EVAS BOARD OF DIRECTORS**

2.1 – NUMBER OF BOARD MEMBERS

The Board of Directors shall be comprised of six members: three officers, two additional board members, one ex officio non-voting member elected from among the Association Members.

2.2 -- PURPOSE AND DUTIES

The overall supervision, governance and business management of the EVAS will be provided by and the responsibility of the duly elected Board of Directors who are residents of the EVAS

service area but are not Association Members. The Board of Directors shall represent the entire EVAS Association and be generally responsible for:

- (a) Direction of service** - safeguarding the well-being of the service and overseeing the direction of the service.
- (b) Policies** - creating, maintaining and amending policies and documents in accordance with these bylaws for the purpose of clarifying service operations.
 - i. Decisions with respect to direction of the service shall be presented to the Association at the next Association Meeting prior to said decisions taking effect.
- (c) Financial management** – securing financial oversight and responsibilities of EVAS.
 - i. At each Board meeting, the Board shall review all expenditures made since the previous meeting and approve all current pending expenditures.
 - ii. Oversees personnel matters including personnel disciplinary actions.
 - iv. Stays informed as to the ideals and objectives of the EVAS and responding to inquiries of the same.
 - v. Oversees compensation of personnel.

2.3 – BOARD MEMBER QUALIFICATIONS

All Board Members must be at least 18 years old and must maintain their principal residence within the Ambulance Service Area.

2.4 – ELECTIONS and TERM OF OFFICE

- (a) Elections:** Board of Directors Members shall be elected by Association Members at the Association Meeting in November of each year.
- (b) Terms:** The term of each Board Member shall be two years. A new Board Member shall begin his/her term on January 1st of the subsequent year in which he/she is elected by the Association. The terms of the Board Members shall be staggered with two positions being up for election in even-numbered years and three positions being up for election in odd-numbered years.
 - i. Resignation: A Board Member may resign at any time by delivering a written notification to the remaining Board Members. Unless otherwise specified, such resignation shall take effect upon delivery of the notice.
 - ii. Removal from Office: Any Board Member may be removed for cause, by a 2/3 vote of voting Association Members.
 - iii. Vacancy: Any vacancy that shall occur by reason of death, resignation, removal or disqualification shall be filled through election by the Association at their next meeting, but in no event longer than 60 days after the vacancy notification. The newly-elected Board Member shall serve the remainder of the term of the vacancy.

2.5 – OFFICERS

The six-member Board of Directors shall have three officers who shall be decided upon internally by the Board Members at the February meeting of each year.

- (a) President** - The President shall be the principal executive officer of the EVAS and shall be authorized to:

- i. preside over all meetings of the Board of Directors and the Grievance and Hearing Board meetings including, but not limited to:
 - 1) the right to control the order and comportment of the meeting,
 - 2) the right to impose and enforce reasonable rules and procedures as those found in Robert's Rules of Order or "The Modern Rules of Order," and
 - 3) the right to give the authority to and to designate any person to preside over any meeting at which the President is present.
 - ii. shall supervise the Director of Operations. If a conflict of interest exists, another Board member will be assigned as supervisor.
 - iii. sign checks drawn on the EVAS account(s) as one of the two required signatories.
 - iv. appoint committees as needed.
- (b) Vice-president** - The Vice-president shall assist the President in his/her duties of office as needed and shall:
- i. act in the place and stead of the President in the event of the President's absence, inability, or refusal to act.
 - ii. be authorized to sign checks drawn on the EVAS accounts as one of the two required signatories.
- (c) Secretary/Treasurer** - The Secretary/Treasurer shall assist the President in his/her duties of office as needed and shall:
- i. act in the place and stead of the President and Vice-president in the event of the President's and Vice-president's absence, inability, or refusal to act.
 - ii. read the minutes of the previous Board Meeting, unless waived, making any additions and corrections as approved by the Board.
 - iii. be authorized to sign checks drawn on the EVAS accounts as one of the two required signatories.

2.6 – MEETINGS

- (a) Regular meetings** - The Board shall hold regular business meetings at a time and place to be determined by general consensus, but shall be held at least every other month.
- (b) Special meetings** - Special meetings of the Board may be called by or at the request of the President, any three voting Board Members, a quorum of the Association, or the Director of Operations.
- (c) Quorum** - Three voting Board Members shall constitute a quorum for the transaction of business at any meeting of the Board. The act of a majority of the Board Members present at any meeting at which a quorum is present and for which notice was provided to the Board Members shall be the act of the Board. The Board Members shall act only as a Board, and individual Members shall have no powers as such.
- (d) Attendance accommodations:** Any Board Member unable to attend a regular Board meeting or Special meeting in person, may participate through the use of any means of electronic communication wherein all Board Members may hear, and possibly see, each other simultaneously.
- (e) Closed meetings** - All meetings, special meetings and/or executive (closed) sessions, will be conducted in conformance with the Open Meeting laws of the State of Montana. All meetings shall be open to the public and shall afford reasonable

opportunity for citizen participation, except in cases in which the demand of privacy clearly exceeds the merits of public disclosure.

- i. If there is an individual about whom the discussion pertains waives the right of privacy, the meeting must be open.
- ii. A meeting can be closed if there is a discussion of a person's performance evaluation.
- iii. A meeting can be closed if there is a discussion regarding personnel issues.

2.7 – FINANCIAL OVERSIGHT AND RESPONSIBILITIES

The Board of Directors shall oversee all financial transactions and/or obligations of the EVAS.

(a) Contracts - The Board of Directors shall authorize the President and/or his assigns to enter into any contract or execute and deliver any instrument in the name of and on behalf of the EVAS, and such authority may be general or confined to specific business.

(b) Indebtedness - No loans shall be contracted on behalf of the EVAS without a resolution of the Board of Directors authorizing such indebtedness, and such authority may be general or confined to specific business.

(c) Deposits - Funds of the EVAS not otherwise employed shall be deposited from time to time to the credit of the EVAS in banks, trust companies, or other depositories as the Board of Directors has chosen.

(d) Sale of Assets - In the event of the sale of an EVAS asset, price and deposition shall be determined by the Board of Directors.

- i. No portion of any profit from the sale of assets shall benefit, be paid or distributed to any member of the Board of Directors or an Association Member or employee.

(e) Dissolution of the Corporation - The dissolution of the EVAS Corporation shall only ensue upon a majority vote of the Board of Directors.

- i. Upon dissolution of the Corporation, any assets remaining after payment of or provision for its debts and liabilities shall be paid over to charitable organizations exempt under the provisions of Section 501(c)(3) of the U.S. Internal Revenue Code.

(f) Signatories of Checks: Checks, drafts, or other orders for the payment of money, notes, or other evidences of indebtedness shall be signed as according to these Bylaws.

- i. Two authorized signatures are required, and no signatory may sign his/her own check.

(f) Fiscal Year – the fiscal year shall be January 1 to December 31.

2.8 – GRIEVANCE AND HEARING BOARD

The Grievance and Hearing Board is comprised of all the voting members of the Board of Director; however, any hearing of the Grievance and Hearing Board is separate and apart from a Board of Directors meeting.

(a) Board of Directors: If a complaint is against a Board Member, such hearing shall be held minus that Member. The Corporate Secretary/Treasurer shall replace that missing Board Member during the hearing.

- i. If a complaint is against more than one Board Member, the Director of Operations shall appoint a Full Member to replace that additional missing Board Member.

(b) Association Members: Grievances or complaints that cannot be satisfied by the Director of Operations or other Association Member(s) can be heard by the Grievance and Hearing Board.

- i. If an Association Member or employee has been placed on suspension or terminated, he or she shall have the right to request and have a hearing before the Grievance and Hearing Board.

2.9 - COMPENSATION

No Board Member shall receive compensation for any services rendered to the EVAS as a Board Member. A Board Member may be reimbursed for expenses incurred in the performance of such duties, as a Board Member, to the extent such expenses are approved by the Board.

ARTICLE III EVAS ASSOCIATION

3.1– ASSOCIATION

The Association shall be comprised of licensed Full, Associate, Temporary, and Inactive Members, and Regular Employees.

3.2 - PURPOSE

The purpose of the EVAS Association shall be:

- (a) Operations and management** -to oversee the operations and management of providing high-quality, emergency medical care to sick and/or injured persons in the Service Area.
- (b) Community service** – to provide service to the community through education, outreach and training.
- (c) Promotion** - to promote the EVAS and other cooperating EMS entities toward the betterment of the Service Area.

3.3 – ASSOCIATION MEMBERS

Full, Associate and Temporary Members shall all maintain a CPR for Healthcare Professionals certification and a current Montana EMS license. All shall be compensated for services at the rates set in the Employee Handbook, and all must follow the regulations and guidelines set forth in the Employee Handbook and in any other written policies.

(a) Full Member

- i. Shall perform his/her duties as outlined in these bylaws and other documents governing membership of the EVAS.
- ii. Shall attend at least six Association Business meetings annually, and at least nine Association training meetings. Members who cannot attend the required number of meetings must make alternate arrangements with Association management to stay informed of changes within the EVAS Association and with the Training Coordinators to maintain proficiency and continuing education.

- iii. Shall respond to a minimum of two ambulance calls per month or be “on call” for a minimum of a total of 48 hours, or some combination of the two. Six responses every three months must be to provide patient care.
- iv. When in good standing, shall have full voting rights in all matters of the Association.
- v. Shall comply with all national and Montana State laws pertaining to EMS.
- vi. **Inactive Status:** Full Members desiring a leave of absence from active service shall submit a written request to the Association for consideration. The request shall include an anticipated date for return to service.
 - 1) The Member shall maintain all applicable certifications and licenses during the period of inactivity. Failure to do so will result in automatic removal from the Association.
 - 2) The Member shall retain voting rights for a period of six months provided the Member was in good standing for a period of 12 months prior to commencing Inactive status, and provided the Member is physically in attendance at the Association Meetings.
 - 3) Regardless of length of previous service, if a leave of absence is longer than six months, the Member shall return on a probationary status for a minimum of two months. The probationary status can be as long as six months, time to be determined by the Board.
 - 4) Full Members who are members of the military and are deployed to active duty for more than one month shall provide a copy of the deployment orders, or similar documentation to the Association. Full Members deployed on active duty shall remain in good standing with EVAS. For deployments lasting longer than six months, the provisions of this section shall apply.

(b) Associate Member

- i. Supports the mission of the EVAS, but has not met the criteria of a Full Member.
- ii. Individuals seeking to fulfill education requirements (i.e., EMT students, Medical School students, etc.) through EMS response may do so as an Associate Member with the EVAS Association and be granted Observer status. Full regulations governing Observers may be found in the Employee Handbook.
- iii. Shall have no voting rights.
- iv. Shall be removed from membership after twelve months of inactivity.

(c) Temporary Members

- i. Experienced emergency care providers may be employed on a temporary basis when Full or Associate Membership classifications would be impractical.
- ii. Must be 21-years old, have a valid, unrestricted vehicle operator’s license and have experience operating ambulances.
- iii. Shall have, at a minimum, an ECP (Emergency Care Provider) license.
- iv. Shall have a Montana EMS license including the endorsements of Medications and IV Monitoring.
- v. Shall complete the Probationary Member orientation processes, including EVAS driver training.
- vi. Shall be an active member of an EMS service that has a continuing education program.

- vii. Shall have no voting rights, and can be dismissed at any time, with or without cause, by the Board of Directors.
- viii. Use of Temporary EMS personnel shall be determined by the Association when the need arises. Any on-call shift shall be a minimum 24 hours and scheduling is the responsibility of the Director of Operations.

3.4 – APPLICATION FOR MEMBERSHIP

- (a) Application** - An application for EVAS Association Membership must be completed and submitted to any member of the Association office staff.
 - i. The Association shall review the application and check the applicant's criminal background and driving record. Background review shall be completed as soon as possible, but must be completed within the probationary period.
 - ii. Within two weeks of receiving the application for membership, the application shall be submitted to a review panel consisting of a minimum of three Association Members who will interview the applicant. The interviews are open to all Association Members
 - iii. The interview panel will decide for or against granting probationary membership status.
- (b) Probationary Member** – The candidate shall be considered a Probationary Member for six months within the classification of membership for which he or she applied (i.e., Full, Associate, Temporary).
 - i. The probationary period shall commence after having been approved by an interview panel comprised of three selected full members and after the applicant has met all requirements of said membership classification, including an EMS license.
 - ii. During the probationary period, the Association may terminate the Probationary Member's affiliation with or without cause.
 - iii. At the end of the probationary period, a minimum three member panel comprised, ideally, of members who have worked with the candidate, shall review the candidate's participation and skill level. The review is open to all Association Members. The panel will then make a recommendation to the Association to do one of the following:
 - 1) recommend the candidate for Association Membership in the classification for which he/she has applied, or
 - 2) extend the probationary status, or
 - 3) terminate the Probationary Member's affiliation with the Association.
 - iv. After six months of meeting the criteria for a Full Member, a candidate for this classification is eligible to be voted upon by the Association voting members.

3.5 – SERVICE LEADERSHIP POSITIONS

- (a) Regular Employees**
 - i. **Director of Operations** – Oversees the operations of the Association and day-to-day duties that include but are not limited to:
 - 1) supervises all employees and elected volunteers.
 - 2) monitors the medications and supplies used for assisting patients, including purchasing, inventory, and expiration dates.

- 3) keeps the Association Members updated on new policies and Bylaws, events, meetings, trainings, updates on operations, etc. Ensures that the Association Members' actions, decisions and instructions are in accordance with all such education and training.
 - 4) is authorized to sign checks drawn on the EVAS account(s) as one of two required signatories.
 - 5) attends the meetings of the Association and the Board of Directors including providing operations updates, status, needs and recommendations to the Board.
 - 6) coordinates with the Board President on correspondence matters of the EVAS.
 - 7) serves on the Lincoln County Ambulance Board.
 - 8) is the HIPAA Compliance Officer for the EVAS.
- ii. **Corporate Secretary/Treasurer** - Works in conjunction with and assists the Director of Operations in overseeing the operations of the Association and other day-to-day duties such as the following:
- 1) coordinates the financial business of the Association including being authorized to sign checks drawn on the EVAS account(s) as one of the two required signatories.
 - 2) attends Board of Directors meetings including providing financial summaries of the Association. Records the minutes of all Board meetings and the minutes of the Grievance and Hearing Board meetings.

(b) Voluntary Elected Positions - In the event of a vacancy in any of these positions, the Association Members shall elect, at the next meeting after notification of the vacancy, a replacement to serve the remainder of the term.

- i. **Training Coordinators:** there shall exist two training positions – Training Coordinator and Assistant Training Coordinator who shall be elected by the Association Members, one in an even numbered year, the other in an odd-numbered year. These two positions shall:
- 1) supervise the training and recertification program of the Association Members.
 - 2) plan and/or coordinate all training/safety meetings, including remedial training when necessary.
 - 3) keep accurate records of each training/safety meeting and those in attendance.
 - 4) coordinate with other EMS or emergency service departments to conduct cooperative training sessions as needed.
 - 5) coordinate with the Director of Operations to investigate all accidents/incidents and shall report findings to the Board of Directors.
 - 6) **Qualifications:** The Training Coordinator and the Assistant Training Coordinator shall have the following qualifications:
 - a. completion of all training for all possible endorsements, and shall have current approval from the medical director for using all endorsements.
 - b. successful completion of the lead instructor course.
 - c. after meeting both a. and b. of this section, completion of at least one year of experience.
- ii. **Association Recording Secretary** shall:
- 1) record minutes at the Association Meeting

- 2) be elected by the Association Members at the Association meeting in October or November and shall take the position at the next meeting.
- 3) be a voting member.
- iii. **Association Meeting Moderator** shall:
 - 1) chair Association Meetings
 - 2) be elected by the Association Members at the Association meeting in October or November and shall take the position at the next meeting
 - 3) be a voting member.
- iv. **Ex Officio Member of the Board of Directors** shall:
 - 1) represent the Association Members at the Board of Directors meetings during their discussions and deliberations.
 - 2) be elected by the Association Members at the Association Meeting in October or November and shall take the position at the next Board of Directors meeting.
 - 3) be a non-voting member of the Board of Directors.
 - 4) An alternate shall also be elected at the Association Meeting in October or November and, when it becomes necessary, shall be a substitute for the official ex officio member at the Board of Directors Meeting.

(c) Other Positions

i. Lincoln County Ambulance Board Members

- 1) One Member from the Board of Directors, as chosen by the Board of Directors, and the Director of Operations from the Association, shall represent the Eureka Volunteer Ambulance Service at all County Ambulance Board meetings and shall report back to the EVAS Board of Directors and Association Members.
- 2) The two Members shall work with other County Ambulance Board members to ensure the consistency and quality of EMS operations in Lincoln County.

ii. Committee Members

- 1) Committees shall be comprised of any persons affiliated with the Association who have been approved by assent of the Association Membership.
- 2) Committees shall be formed to investigate, discuss, conclude, and make recommendations on policies or actions. Their conclusions shall be reported to the general Association Membership for vote. Committees are not decision-making entities.

3.6 – ASSOCIATION OPERATIONS MEETINGS

- (a) Schedule:** Meetings of the Association shall be held in the first week of every month or, when it proves necessary, the second week of the month. The Association Membership may, by majority vote, adjust a scheduled meeting.
- (b) Quorum:** One more than half of the total number of Full Members constitutes a quorum.
- (c) Attendance accommodations:** Any Association Member unable to attend a regular meeting in person, may exercise his/her voting rights via real-time electronic communication wherein all Association Members may hear, and possibly see, each other simultaneously.

- (d) **Montana Open Meeting laws:** All meetings shall be open to the public and shall afford reasonable opportunity for citizen participation, except in cases in which the demand of privacy clearly exceeds the merits of public disclosure.
- (e) **Notice:** Notice to the public shall be provided of all meetings.
 - i. If an issue of the meeting is of significant public interest, location of the notice must be an area frequented by the public, and the notice must be posted sufficiently in advance of the meeting to permit the public to attend.
 - ii. If the issue of the meeting is not of public interest, time and place of the notice can be determined by the Corporate Secretary/Treasurer.
- (f) **Order** - The Meeting shall be governed by Roberts Rules of Order or “The Modern Rules of Order.”

3.7 - ELECTIONS OF MEMBERS OF BOARD OF DIRECTORS— Persons from the Service Area shall be nominated and elected by the Association Members at either the October or November Meeting.

- (a) **Nominations:** Nominations shall be made by the Association Membership from those who have made proper application and were made known to the membership.
 - i. All nominees must be present at the time of recommendation in order to accept the nomination.
 - ii. If a nominee is unable to attend in person he/she must provide a written statement of acceptance prior to the meeting, or he/she can be contacted by interactive electronic means, such as telephone, during the meeting.
- (b) **Elections** - All nominees shall have their names compiled on one list. A copy of the list shall be given to each voting Member who will pick either two candidates or three candidates, depending on the year. The two (or three) candidates who receive the most votes shall be considered as having been elected. In the case of a tie, a coin toss shall determine the winner.

3.8 – DISCIPLINARY ACTIONS

Violation of the Bylaws or any Association policies, illegal and/or immoral behavior, and any other inappropriate actions may be grounds for disciplinary action, including documented verbal and/or written warnings, probation, suspension, or termination.

Based on documented evidence, if the Board of Directors has notified the Director of Operations to issue a corrective action of suspension or termination, the aggrieved party may request a hearing before the Grievance and Hearing Committee.

Inasmuch as EVAS is a “teaching service,” Association Members may be granted an opportunity for documented remedial training from the Director of Operations, facilitated by the Training Coordinator.

(a) First Step - Documented verbal and/or written warning:

- i. Shall be imposed by the Director of Operations after a face-to-face meeting with the Association Member or employee.
- ii. The violation in question will be identified and documented in the meeting, and the Member or employee shall have an opportunity to discuss said action.

- iii. A plan of correction shall be established including appropriate time frames for the corrective action, which may include remedial skill training.
- iv. Members on probation may not vote at Association meetings.

(b) Second Step - Probation

- i. Shall be imposed by the Director of Operations provided an initial warning has not been corrected or the behavior of the Member or employee is of a nature that a mere warning is deemed inappropriate.
- ii. All steps in the procedure shall be documented in writing, including improper action(s), the employee/member statement, any previous disciplinary action taken including previous corrective actions and time frames, and any other pertinent information.
- iii. Length of probation can be up to six months.
- iv. Probation is also imposed for a Member or employee who is coming off suspension.
- v. Members on probation may not vote at Association meetings.

(c) Third Step – Suspension

- i. Shall be imposed by the Director of Operations, but only after a Board review and approval. Member or employee shall be found in violation of not having corrected previous disciplinary sanctions, and/or of having been found guilty of egregious behavior.
- ii. All steps in the procedure shall be documented in writing, including improper action(s), the employee/member statement, any previous disciplinary action(s) taken including corrective actions and time frames, and any other pertinent information.
- iii. Length of suspension can be up to six months.
- iv. Shall have the right to an appeal before the Grievance and Hearing Board.
- v. Upon completion of suspension, the Member or employee shall be placed on probation for up to six months and must meet with the Training Coordinator and/or the Director of Operations to ensure that all skills are current.
- vi. Members on suspension may not vote at Association meetings.

(d) Final Step – Termination

- i. Shall be imposed by the Director of Operations, but only after a Board review and approval. Member or employee shall be found in violation of not having corrected previous disciplinary sanctions, and/or of having been found guilty of egregious behavior above and beyond that requiring suspension.
- ii. All steps in the procedure shall be documented in writing, including improper action(s), the employee/member statement, any previous disciplinary action(s) taken including corrective actions and time frames, and any other pertinent information.
- iii. Shall have the right to request an appeal before the Grievance and Hearing Board.
- iv. Termination shall be considered final.
- v. After a two-year period of time, the terminated member may submit a new application for membership.

ARTICLE IV GENERAL PROVISIONS

4.1 – GENERAL CONDUCT – All persons affiliated with the EVAS shall represent the EVAS in a manner that promotes and supports the well-being and purpose of the EVAS.

4.2 - AMBULANCE SERVICE - EVAS's ambulances shall be permitted to leave the service area for the following:

- (a) maintenance purposes that cannot be fulfilled within the service area,
- (b) patient transport to medical facilities in Flathead County or Libby,
- (c) to rendezvous with Canadian or other EMS services,
- (d) any other special circumstances involving a mutual aid, coordinated response.

4.3. – COMMUNICATION – Communications between the EVAS Corporation, Association Members and Members of the Board of Directors, shall be considered to have occurred via written documents that have been (1) delivered in person, (2) delivered by certified mail, (3) delivered by electronic means such as text or email where deliverance can be documented, or (4) delivered orally in Association Business Meetings or Board of Directors meetings where a Member's attendance can be verified.

4.4 – CONFLICTS OF INTEREST – All EVAS employees, Association Members and Members of the Board of Directors shall be cognizant of and shall work to eliminate conflicts of interest.

- (a) Inducements: No gifts, financial or otherwise, shall be accepted by any Member from an outside entity whose gift would serve the purpose of compromising personal ethics and responsibilities to negotiate, obligate, inspect, audit, or award contracts that are not in the best interest of the EVAS.
- (b) Close relationships: In the event there exists a family or other close personal relationship among Association Members and/or Board of Directors Members, extreme care shall be taken not to show favoritism in such relationships. If a vote is required on an issue, those affected in the relationship shall refrain from voting.
 - i. Hiring, promoting, and endorsing Association Members or employees shall be done exclusively on the basis of merit.
 - ii. Continuing education credit shall not be granted if the person conducting the training has a family or close personal relationship with those receiving the training
 - iv. In the event an Association Member or employee is required to supervise another Association Member or employee where there exists a family or close personal relationship between the two, an unrelated third party shall be enlisted to perform or, at least, to witness said supervisory duties.
- (c) Disclosures: If any EVAS Member would personally benefit from an EVAS financial arrangement or contract, that information must be disclosed to the Board of Directors.

4.5 – BOOKS AND RECORDS – The Association shall keep, at the principal office, books and records of the EVAS which may be inspected by any person upon reasonable request. Such records shall be retained for as long as is relevant or is legally required, and shall include the following:

- (a) minutes of proceedings of the Board of Directors, the Association and/or of any EVAS committees.
- (b) all financial records which shall be retained for a minimum of seven years.

ARTICLE V

BYLAWS AMENDMENTS

5.1 – REVIEW: These Bylaws shall be reviewed annually by the Board of Directors and by the Director of Operations to determine if there are any conflicts between the Bylaws and any Association policy documents.

5.2 - AMENDMENTS: Changes to the Bylaws may be recommended by the Association, based upon a majority vote of the Association Members, and/or by the Board of Directors.

- (a) Proposed amendments shall be submitted in writing to the Director of Operations by no later than September 15 of each year.
- (b) At least 14 days prior to the Association meeting in October, the proposed amendments shall be distributed in writing to each Association Member.
- (c) At the November meeting, Association Members shall vote on proposed amendments to the Bylaws, if any. A proposed amendment shall pass with a majority vote from a quorum of voting members.

5.3 – EFFECTIVE: Amendments which have been passed will become effective on January 1 of the following year.

5.4 – EMERGENCY AMENDMENT – Special circumstances may, at times, require an immediate change to the Bylaws. Using the same procedures as outlined above, the proposed amendment shall be voted on at the next Business Meeting of the Association. The effective date of the emergency amendment will be the first day of the month following the passage.