

**BY-LAWS
OF
FLORIDA ASSOCIATION of CRITICAL CARE TRANSPORT
SPECIALISTS, INC. (FACTS)**



GOALS AND OBJECTIVES

The Association FACTS is a professional organization whose goal is to provide a mechanism for the expression of common concerns among the providers of transport care and critical care specialty transport systems (neonatal, pediatric, adult critical care mobile units) in the state of Florida. Through this common organization, the ambulance providers and critical care providers in Florida may find a forum for expression of needs and provide a unified voice for the industry. This organization is intended to represent the public and private, fixed wing, rotor and critical care ground sectors, and special interest groups of our industry.

- I. To promote safety in the industry through the exchange of ideas, standards, cooperation, and mutual aid.
- II. To provide a mechanism of networking between the providers in Florida.
- III. To establish minimum acceptable standards of service common to public and private sectors in the rotor and fixed-wing categories and critical care units for specialized transport systems, to include education, operation and dispatch.
- IV. To provide one voice in representing Florida Air and Surface Transport Program Association interest and concerns to organizations, agencies, and legislators in the state of Florida on issues affecting patient transport by air, and other special transport systems.
- V. Provide a clearing house for the dissemination of information relating to:
 - a. Safety
 - b. Program News
 - c. Legislative Issues
 - d. Changes in Standards
 - e. Education and Industry standards
 - f. Grant Availability

- g. Equipment and Technological Advances
- VI. Maintain a solvent status, registered in the State of Florida as a corporation.
- VII. To develop and maintain a functional plan for the appropriate utilization of Florida Air Medical Assets in the event of a declared emergency.
- VIII. To streamline the rules and regulations within the State of Florida in a collaborate effort to assist the state office regulations.
- IX. To participate as an active and accountable member of the Florida EMS Strategic Plan; submitting action reports and recommendations for goals and objectives as they relate to the air medical industry.

ARTICLE I ORGANIZATION

The name of the organization as registered with the State of Florida is FLORIDA ASSOCIATION of CRITICAL CARE TRANSPORT SPECIALISTS, INC. The mailing address will be the home or office address of the elected President or Treasurer within the state of Florida.

ARTICLE II PURPOSE

To be the collective organization and voice for the interest in safe, professional operations of Air and Ground critical care specialty transport providers.

ARTICLE III MEMBERSHIP

The membership within the association will be defined as follows:

1. VOTING MEMBERS:
 - Air and Ground critical care specialty transport providers organizations providing services within the State of Florida (Fixed, Rotor Wing, or Critical Care Transport Vehicles). Organizations will submit a representative name for representation and voting.
 - Individual members
 - Each member shall have one vote as long as they are active in their membership; defined as:
 - attendance at 50% of meetings in person or on a conference call
 - membership dues are up to date

2. **SPONSORSHIP:**

Organizations and individuals wishing to financial support the purpose and goals of FACTS may do so at a sponsorship level. Sponsorships do not include voting privileges, however sponsors will be recognized at FACTS events and on social media, web page and correspondence. Sponsorships will remain in effect for a two year term, and are not prorated.

- Bronze - \$250.00 every two years, to renew in January of even years
- Silver - \$500.00 every two years, to renew in January of even years
- Gold - \$750.00 every two years, to renew in January of even years
- Platinum-\$1000.00 every two years, to renew in January of even years

**ARTICLE IV
DUES**

1. Membership dues: \$50.00 to renew every two years.
1. Dues shall be payable at the January meeting during each even year, to begin January of 2016. Membership dues will not be pro-rated.

**ARTICLE V
MEETING**

1. FACTS meetings will be held a minimum of four times annually, and may include onsite, phone, or special events.
2. It may be determined that meetings be conducted in conjunction with the State of Florida EMS Advisory Council Meeting.
3. The January meeting of the calendar year constitutes the annual meeting.
3. SPECIAL MEETING: Can be called at the direction of the President and/or the Board of Directors. Members will be notified ten (10) days prior to the meeting.

**ARTICLE VI
OFFICERS – DUTIES AND AUTHORITY**

1. LENGTH OF TERM: The offices of President and Vice-President will be for a period of two years (odd years) commencing at the meeting following the annual meeting in which they were elected. The offices of Secretary and Treasurer will be for a period of two years (even years) commencing the meeting following the annual meeting.

2. The Vice-President will succeed to the office of President.
4. Election of officers will be conducted at the annual meeting of the calendar year.
5. Duties of FACTS Officers are as follows:

SECTION I: PRESIDENT

The president or their approved designee shall preside at all membership meetings.

He/She shall by virtue of the office, be Chairman of the Board of Directors.

He/she shall present at each ANNUAL meeting of the organization, an annual report of the work of the association.

He/she shall see that all books, reports and certificates required by law are properly filed and kept.

He/she shall be one of the officers who may sign the checks and drafts of the association.

He/she shall have such powers as may be reasonably construed as belonging to the chief executive officer of any organization.

SECTION 2: Vice-PRESIDENT

It shall be the duty of the Vice-President to perform all duties of the President in his/her absence and he/she shall serve in the absence of any officer.

SECTION 3: SECRETARY

The Secretary/ shall keep the minutes of the organization.

It shall be his/her duty to file any certificates required by the statute, Federal or State.

He/she shall give and serve all notices to members of the association.

He/she shall be official custodian of the records of the association.

He/she shall present to the membership, at any meeting, any communications addressed to him/her as the secretary of the association.

He/she shall submit to the Board of Directors any communications which shall be addressed to him/her as Secretary of the association.

He/she shall attend to all correspondence of the association and shall exercise all duties incident to the office of Secretary.

He/shall exercise all duties incident to the office of Secretary.

SECTION 4: TREASURER

The treasurer shall record all of the association in appropriate books.

He/she will be one of the officers required to sign on the checks and drafts of the association.

He/she shall have the care and custody of all monies belonging to the association.

He/she must be one of the officers who shall sign checks or drafts of the association. No special fund may be set aside that shall make it unnecessary for the treasurer to sign the checks issued on it.

He/shall exercise all duties incident to the office of Treasurer.

ARTICLE VII VOTING

1. All votes will be by written/electronic ballot or voice, at the discretion of the President. A quorum will be obtained with twenty percent (20%) of the total voting membership, and will be required for a valid vote to take place.
2. Voting for FACTS President and Vice President will take place at the annual meeting of odd calendar years. Voting for FACTS Secretary and Treasurer will take place at the annual meeting of even calendar years.
3. Nominations for FACTS Officers and Board of Directors will be taken from in writing to the Secretary thirty days prior to the annual meeting, or by electronic ballot at the discretion of the President.
4. In the advent of a tie ballot for an elected position, a re-balloting is required to resolve the tie.

ARTICLE VII ORDER OF BUSINESS

1. Meeting brought to order
2. Review of the Strategic Plan Objectives as applicable

3. Approval of the minutes of the preceding meeting
4. Reports of Committees
5. Reports of Officers
6. Old and Unfinished Business
7. New Business
8. Adjournment

ARTICLE IX BOARD OF DIRECTORS

The business of this association shall be managed by a Board of Directors.

A. The Board of Directors will consist of the following:

1. President
2. Vice-President
3. Treasurer
4. Secretary
5. EMS Advisory Council Member (Air Ambulance Operator)
6. Representative of Fixed Wing Provider
7. Representative of Ground Provider
8. Representative for Education
9. President/designee of Florida Neonatal Transport Network Association
10. President/designee of Florida EMS Pilots Association

B. Length of Terms:

1. FACTS President, Vice-President, Secretary, Treasurer and President of the constituency groups – 2 year Duration of Term
2. Fixed Wing and Ground Provider – two years in conjunction with term of FACTS President
3. EMS Council Representative – Duration of Council Appointment.

ARTICLE X COMMITTEES

The determination of committees either permanent or temporary will be at the direction of the Board of Directors.

ARTICLE XI PROCEDURES

1. Amendment Procedures:

The By Laws of this association may be amended only by a 2/3rds majority vote, following written notification of all members. This notification will be sent to the membership 30 days prior to the annual meeting.

ARTICLE XII GRANTS AND CONTRIBUTIONS

1. Application for Funds:

The Board of Directors of this association may make application to philanthropic organizations, corporations, agencies, groups or persons, grants or contributions of funds or property for carrying out general or specific purposes of the association.

No application should be made to, or contributions received from any person or agency except after a determination by the Board of Officers that grant, or contribution to the association, would be motivated by the desire to further the purposes of the association and not to derive personal benefit or privilege to the donor.

2. Acceptance of Grants and Contributions:

Any member who may be offered a grant or contribution or contract for this association shall immediately notify the President but no grant or contribution shall be finally accepted by the association except upon the approval of the Board of Directors. The terms of any such grant or contribution shall be set forth in writing and signed both on behalf of the association and the donor.

3. Administration of Funds:

Any grant or contribution to the association shall be credited to its general fund unless the terms thereof a special fund is prescribed. The budgeting, receipt, custody and disbursement of any such grant or contribution shall follow the procedure as set forth by the Board of Directors of the association.

ARTICLE XIII PRESIDENT'S EXPENSES

Reasonable and proper expenses of the President or designee, during his/her term of officer, shall be paid by the Association, with the approval of the Board of Directors.

ARTICLE XIV RETENTION OF LEGAL COUNCIL

1. Employment Procedure: The Legal Counselor shall be retained upon the recommendation of the President and approved by the Board of Directors.
2. Purpose: The Legal Counselor shall be retained for the purpose of providing legal advice to the Association.