ARTICLE I - Name

Section 1:1

The name of the Division shall be the NEBRASKA INSTRUCTOR SOCIETY - DIVISION OF THE NEBRASKA EMERGENCY MEDICAL SERVICES ASSOCIATION. This Division is created under the authority of Article X - Divisions, of the By-laws of the Nebraska Emergency Medical Services Association, Incorporated, as amended.

ARTICLE II - Objectives

Section 2:1

The Objectives of the Division shall be:

A. To participate in the development of uniform professional standards for emergency care providers in Nebraska.
B. To participate in the development of uniform professional standards for Emergency Medical Service Instructors in Nebraska.
C. To provide a means for continuing inservice training and education to and for emergency care providers and EMS Instructors.
D. To provide the highest degree of professional ethics among all EMS Instructors.

Section 2:2

To conduct its business and meet its stated objectives, the Division shall have the power to:

A. Acquire, receive and accept gifts of money, property and equipment without limitation as to amount or value.
B. To make, enter into, perform or execute contracts of every kind and description with any person, firm, association or corporation to establish its stated objectives.
C. To use the voluntary services of individuals and organizations
D. To do any and all things necessary in connection with, or incidental to, such objectives and purposes within such limits as prescribed by Nebraska statutes.
E. To use, sell or otherwise dispose of property for business or objectives, without limitation except such limitations imposed by this Constitution and By-laws of the Division or of the Nebraska Emergency Medical Services Association.

Section 2:3

The Division shall not operate for profit.

A. No money or property of the Division shall inure to the benefit of any Member, Officer or Director or private party; or be used or distributed otherwise than for the benefit, business and objectives herein provided.
B. Should there be any monies or property not expended for the business objectives when the Division activities have ceased as an entity, such as money or property shall revert to the Nebraska Emergency Medical Services Association as prescribed in Section 10 of the Nebraska Emergency Medical Services Association By-laws.

ARTICLE III - Membership

Section 3:1

Members of the Division may be elected without limit or number by the Membership Committee. The Membership Committee shall be chaired by the Division Vice President and consist of two (2) additional members.

Section 3:2
Active member defined

An active member is any person who is a current and active instructor in an EMS related field recognized by the State of Nebraska or other empowering entity and who has paid the dues fee established by the Board of Directors.

Application is to be made on an official membership application form as established by the Division Board of Directors.

Active members must also be current members of the Nebraska Emergency Medical Services Association.

Section 3:3
Affiliate members defined

Any person not eligible for active membership, but who is interested in and supports the objectives and codes of ethics of the Division, may be an affiliate member. Application for affiliate membership shall be made on an official membership form as established by the Division Board of Directors.

Section 3:4
Honorary members defined

Any person with outstanding prominence that has made significant contributions to the field of EMS Instruction can become an honorary member.

No application is necessary. Membership shall be determined by nomination of the individual(s) by an active member. A simple majority vote of the active members present and voting at the Division's annual meeting or adjournments thereof shall be sufficient to confer Honorary Membership status.

Section 3:5
Sustaining members defined

Any person, firm, corporation or association wishing to support the Division in attaining its goals and objectives may become a sustaining member.

Application must be submitted on an official membership application. The entity will then be recognized by, the Board of Directors of the Division as a sustaining member.
Section 3:6
Membership rights and privileges defined

All membership shall be granted without regard to race, color, religion, national origin, disability, gender, sexual orientation/preference, or age.

Only active members shall have the right to vote and hold office in the Division. ARTICLE IV - Officers

ARTICLE IV - Officers

Section 4:1

The Officers of the Division shall consist of the following; President, Vice-President, Secretary and Treasurer. These stated officers will also comprise the membership of the Executive Committee.

Section 4:2

Election of the Officers of the Division shall be held at the annual meeting of the Division which shall be held at a time and place determined by the Division Board of Directors.

Section 4:3

The terms of office shall be for two (2) years, with the election of President, Treasurer and one Board member to be elected on even-numbered years and election of Vice President, Secretary and one Board member to be elected on odd-numbered years. The terms of office shall commence at the adjournment of the annual meeting.

ARTICLE V - Board of Directors

The By-laws of the Nebraska Emergency Medical Services Association and the Division shall provide for the management of this Division.

Section 5:1

A Board of Directors including the President, Vice-President, Secretary and Treasurer shall serve on the Board of Directors. In addition, two (2) active members elected from the membership rolls shall be elected as Board of Directors members. These two members shall serve a two year term on the Board of Directors.

Section 5:2

A Chairman of the Board of Directors, shall be, elected by the Board of Directors to serve a one year term.

Section 5:3

There shall be no proxy votes in the Board of Directors business.

Section 5:4

In the event of a vacancy on the Board, the remaining members shall appoint a replacement to fill the remaining term until the next annual meeting.
ARTICLE VI - Amendments

The Constitution of the Division shall be amended, repealed or addendum in the following manner:

A. Proposals for amendment or repeal of any provisions of the Constitution and By-laws shall be made in writing and addressed to the President of the Division by any ten (10) active members or any three (3) members of the Board of Directors.

B. When any proposal for repeal, amendment or addendum to the existing Constitution and By-laws is presented it must then be mailed to the active membership no less than sixty days prior to the annual meeting at which time it will be voted upon.

C. All repeals, amendment, and addenda to the Constitution and By-laws are subject to review and approval by the Nebraska Emergency Medical services Association Board of Directors.

D. Notice of adopted amendments, repeals or addenda to the Constitution and/or By-laws shall be mailed to the active members- of record no later than thirty days after the annual meeting.

1998
NEBRASKA INSTRUCTOR SOCIETY  
Division of Nebraska Emergency Medical Services Association  

BY-LAWS  

ARTICLE 1- MEMBERSHIP  

Section 1:1  
Membership dues  

A. Active members dues are to be paid by March 31 of each year. After April 30, members who have not paid their annual dues will no longer have active membership status and the rights thereto.  
B. Each new or renewal application for active membership must show proof of current membership with the (Nebraska Emergency Medical Services Association.)  
C. Each active member is entitled to one vote and cannot grant a vote by proxy to another person or group.  
D. Members may resign by addressing a letter of resignation to the President of the Division. No dues can or will be pro-rated and returned when a member resigns. No resignation will be accepted unless dues are paid.  
E. Each member shall be issued a membership identification card to show proof of membership, to vote or to hold office.  

Section 1:2  
Honorary Life Member  
Upon the signed recommendation of one active member and seconded by another active member, and then ratified by a three fourths (3/4) majority vote of the ballots cast at the annual meeting: Honorary Life Members may be conferred upon an adult resident of Nebraska who shall have rendered notable service to the Division. An Honorary member shall have none of the obligations of active membership, but shall be entitled to all the privileges of membership except those of voting, making motions and of holding office.  

Section 1:3  
Affiliate Members  
Affiliate Members shall pay dues under the same time frame as active members except they do not have to be members of the (Nebraska Emergency Medical Services Association). Affiliate members cannot vote, make motions or hold office.  

Section 1:4  
Sustaining Members  
Sustaining members shall pay dues under the same time frame as active members. Sustaining members shall also be members of the (Nebraska Emergency Medical Services Association). Sustaining members cannot vote, make motions or hold office.  

Section 1:5  
Dues  

Dues shall be established for all classes of Division members by Division Board of Directors. Dues shall be paid to the Division Treasurer who shall deposit all funds received in a bank account under the name of the Division. The bank account shall be chartered and covered by FDIC Insurance.
ARTICLE II Officers/Directors Duties

Section 2:1
Election of Officers and Directors

A. An election shall be held as the first item of New Business at the annual meeting.
B. A nominating committee shall be appointed by the President to nominate candidates for offices and the Board of Directors. The nominating committee shall conduct the election balloting. Nominations from the floor shall be permitted, if the nominee is physically present and agrees to the nomination.
C. After all ballots have been cast and a canvas shows a winner for each office or board seat, the election committee shall report the results to the membership.
D. All ballots shall be destroyed by the election committee, when the election process has been completed.
E. No member shall hold more than one office at one time in the Division. No person shall serve more than two (2) consecutive terms in the same office.

Section 2:2
Officers

The Officers of the division shall consist of: President, Vice-president, Secretary, Treasurer and two Board Members. These Officers shall perform the duties prescribed by these By-laws and the most recent edition of Robert’s Rules of Orders.

Section 2:3 President

A. Shall be the official representative and spokes person for the Division.
B. Shall preside at all meetings of the Division and Adjournments.
C. Shall appoint chairpersons for all committees not otherwise provided for in the Constitution and By-laws.
D. Shall discharge all the duties assigned to the office by the Division membership and organizational By-laws.
E. Shall vote in the event of deciding a tie vote.
F. Shall be the representative to the Board of Directors of the (Nebraska Emergency Medical Services Association) for the Division.

Section 2:4 Vice-president

A. Shall serve as chairperson of the program committee for all annual or special meetings.
B. Shall assume the duties of the President in his/her absence or incapacity.
C. Shall assist the President with regular duties when assigned.
D. Shall serve as chairperson of the Membership Committee.

Section 2:5 Secretary

A. Shall keep a record of all proceedings of business meetings of membership and Board of Directors and any adjournments.
B. Shall forward the minutes of all Board Meetings to the Officers and Directors within thirty (30) days following the meeting.
C. Shall prepare and read the minutes at meetings of prior meetings.
D. Shall be responsible for the archives of the Division.
E. Shall keep a current record of all members of the Division.
F. Section 2:6 Treasurer

A. Shall provide a statement of financial activity at all business meetings of the membership.
B. Shall report at the annual meeting of the Division on the financial status of the Division.
C. Shall, issue membership cards upon payment of dues.
D. Shall deposit all moneys of the Division in a chartered bank and maintain an accounting of dues paid bills received, disbursements made; as well as supervise the collection of funds in accordance with Division By-laws.
E. Shall pay just bills and obligations of the Division as audited and approved.

ARTICLE III Meetings

Section 3:1

The annual meeting of the Division shall be held for the election of Officers and Board of Directors, to report on the state of the Division, and to conduct any other business of the Division properly brought before the assembly.

Section 3:2

The President may, with the approval of the Board of Directors, call special meetings upon thirty (30) days notice to the active membership. The purpose of the special meeting is to be stated in the notice. In the event of an emergency event, at least five (5) days notice shall be given.

Section 3:3

A quorum shall be at least two members of the Board of Directors and no less than ten (10) active members.

Section 3:4

Voting by proxy is prohibited.

Section 3:5

The order of business for the annual meeting shall be as follows:

A. Call to Order
B. Opening Ceremonies
C. Minutes of the last annual and/or other meeting
D. Treasurer's report of financial condition
E. President's report
F. Secretary's report
G. Committee reports
H. Unfinished business
I. Old Business
J. New Business
K. Recess for caucus
L. Election of Officers/Directors
M. Announcements
N. Adjournment
Section 3:6

The President shall, determine the agenda and the order of business for special meetings of the Division and Board of Directors.

Section 3:7

Robert's Rules of Order shall govern meetings of the Division on all points not governed by the Constitution and these By-laws.

ARTICLE IV Committees

Section 4:1

The Nominations/Elections Committee shall:

A. Receive each year the nominations for office(s).
B. Verify the willingness and qualifications of the candidates for office(s) they have been proposed for.
C. Conduct the elections.
D. Be composed of no less than three (3) members with one elected as chairperson.
E. Meet as necessary to conduct business and review candidates qualifications.

Section 4:2

The Program Committee shall:

A. Consist of the Vice-president as Chairperson and no less than three (3) other members.
B. Conduct or provide for the program at the annual meeting and special meetings.

Section 4:3

The Awards Committee shall:

A. Consist of no less than four (4) persons with one elected as chairperson.
B. Select the most outstanding and deserving recipients of the Division's awards.
C. Assist with the selection of the Instructor of the Year if asked or requested.
D. Check the eligibility and credentials of the names submitted.

Section 4:4

The President and/or the Board of Directors may create Ad Hoc Committees as needed to further the goals and objectives of the Division. The President shall be an ex-officio member of all committees.
Section 4:5

The Division Board of Directors may remove any committee with reasonable cause according to these By-laws. The Board of Directors may terminate the existence of a committee or committees. Any committee member may be removed for non excused failure to attend two (2) committee members. These actions require a two-thirds (2/3) majority vote of the Board of Directors.

ARTICLE V Other Representations

The President shall subject to the approval of the Division Board of Directors, appoint liaison representatives to the following:

1. The Nebraska Statewide EMS Conference
2. Nebraska Emergency Medical Services Association; steering and conference committees, as needed or requested
3. The Nebraska Department of Health/EMS Division
4. To any other entity or organization as deemed necessary and appropriate for the good of the Division.

ARTICLE VI Indemnification

Section 6:1

The Division shall to the extent legally permissible, and only to the extent that the status of the Nebraska Emergency Medical Services Association as an organization exempt from Federal income tax under Section 501C of the IRS Code is not affected thereby, indemnify each of the Officers, Directors and Agents, against all liabilities and expenses, amounts paid by way of settlement, satisfaction, in compromise or as fines and penalties and counsel. Fees reasonably incurred in connection with the defense or disposition of any action, suit or other proceeding by reason of his/her being or having been an Officer, Director or Agent as long as the actions of omission committed were done in good faith and in the belief that the actions taken were in the best interests of the Division or the Nebraska Emergency Medical Services Association.

Section 6:2

Expenses including fees of counsel, reasonably incurred by any Officer of Director in connection with the defense or disposition of any such action, suit or other proceeding may be paid from time to time by the Division in advance of final disposition. The right of indemnification hereby provided shall not be exclusive of nor affect any other rights to which any person may be entitled. As used in this section, the terms "officer", "director", or "agent" includes their respective heirs, spouses and personal representatives.

Section 6:3

Nothing contained in this section shall affect rights to indemnification to which personnel other than Officers and Directors may be entitled by contract or under law.

Section 6:4-

In no event shall the Division make payment to an officer, Director or Agent if such payment would constitute an unlawful or disallowable taxable expenditure under Section 4945 of the Internal Revenue Code.
ARTICLE VII Amendments

Section 7:1

These By-laws may be amended at any regular meeting of the Division by a two thirds (2/3) vote of the active members present; provided that the amendment has been submitted in writing in the following manner:

A. Proposals for amendment or repeal of any new or old provisions shall be made in writing and addressed, to the President of the Division by any ten (10) members of the Division or any three (3) members of the Board of Directors.

B. When any proposal for a repeal of existing provisions or other change is received notice of such proposal shall be mailed to the active members no less than sixty (60) days prior to the meeting they will be voted upon.

Section 7:2

All repeals, amendments and addenda to these By-laws are subject to the approval of the Nebraska Emergency Medical Services Association Board of Directors.

Section 7:3

Notice of adopted amendments to these By-laws shall be sent to the members of record no later than thirty days after the meeting in which they were adopted.