

TEMPLATE
ADOPTED BY THE BOARD OF GOVERNORS
APRIL 21, 1999

ORDERS OF CONDUCT

ARIZONA EMERGENCY MEDICAL SYSTEMS, INC.

_____ **FUNCTIONAL GROUP**

1. The _____ Functional Group consists of representatives and designated alternates from the agencies and organizations listed in Section B, operating within the Central Arizona EMS Region. Goals and duties of this Functional Group shall be in concordance with its empowerment from the Bylaws, namely [wording from ARTICLE V, Sections 1. - 4., Bylaws].
2. The voting membership of this Functional Group shall be comprised of at least three (3) individuals. Prospective members seeking admissions shall, by written request, so notify the Functional Group Chairperson. A quorum of this Functional Group shall vote on all requests for membership. Representatives and alternates to this Functional Group may be selected from the following agencies and organizations:

[List. Examples: ALS Base Hospitals, Law Enforcement agencies, Fire departments/districts, Rescue Agencies, Area Coordinating Centers, Licensed ground/air ambulance providers, ALS and BLS training programs, Facilities providing emergency services (not an ALS Base Hospital) to be designated.]
3. In accordance with Bylaws Article V, Section 5.2, this Functional Group shall include a voting member of the Board of Governors among its membership. Further, this member shall be charged with representing the consensus of this Functional Group at all formal meetings of the Board and during all votes that may take place during formal meetings of the Board. The Functional Group Chairperson shall be required to attend all formal meetings of the Board of Governors and may, at the discretion of the Functional Group and its designated Board representative, give the report for that Functional Group.
4. After the first year, the voting membership of this Functional Group shall remain static until the first formal meeting the following calendar year, unless it is necessary to name new voting members so as to bring the total number of voting members to three. Functional Group membership changes shall be the responsibility of the member agency or organization. All updates are to be submitted, in writing, to the Functional Group Chairperson. Official alternates shall have all rights and privileges of voting members in the absence of that agency's primary representative.

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5. Meetings of this Functional Group shall be held regularly at a date, time, and place convenient to and designated by the majority of this Functional Group's members, but not less than quarterly. Meetings shall be coordinated as much as possible with the other Functional Groups so as to avoid conflicts in meeting dates and times. The meeting schedule shall be posted at the Corporation's offices.
6. All Functional Group meetings shall at all times be open to the general public. Exceptions shall be in compliance with Article V, Section 11.1 of the Corporation Bylaws.
7. A Nominating Committee, consisting of at least two members, including the Vice-Chairperson, shall be appointed by the Chairperson. The Nominating Committee shall present a minimum of one (1) nominee for the position of Functional Group Chairperson. Only the primary representative from an agency or organization may be nominated for this position. Selection will be by simple majority of the members present. Term limits of the Officers shall be consistent with the Bylaws of the organization.
8. The elected Chairperson shall appoint a Vice-Chairperson to preside in the elected Chairperson's absence. A Functional Group Secretary may be appointed or elected. The Secretary may be appointed at each meeting as long as the function is fulfilled. Such other officers may be elected or appointed as may be necessary to this Functional Group's orderly conduct.
9. A record shall be kept of the proceedings, discussions and actions of all meetings of this Functional Group. The minutes of the meetings of this Functional Group shall be filed with the Secretary of the Corporation. Summaries thereof shall be presented to the Board at its next meeting for the information of the Board. The minutes of all meetings of this Functional Group shall be available to any member of the Board at any time.
10. Any voting member of this Functional Group who is absent from a formal meeting of this Functional Group may be represented by a written proxy, given to any other voting member of this Functional Group and presented to the Chairperson at the beginning of the meeting. No member may carry more than one proxy at any one meeting. The proxy may be used to safeguard membership to this Functional Group only one time during a calendar year.

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11. If a member of this Functional Group misses three consecutive meetings of this Functional Group, without proxy, membership on this Functional Group is lost. Appeals for reinstatement will be allowed, and will be resolved by a majority vote of this Functional Group.
12. One more than half of the active voting membership shall constitute a quorum. Once a quorum is present, the meeting may be officially called to order and the business of this Functional Group may proceed and formal action may occur. Once a meeting of this Functional Group is officially called to order, with a quorum present, the agenda may be officially concluded in the absence of a quorum.
13. An individual member of this Functional Group has only one vote. An individual member of this Functional Group even if that member represents more than one interest shall have only one vote at meetings of this Functional Group. A member may have more than one vote in the event that member carries a proxy.
14. The Functional Group may establish one or more Task Forces to be comprised of individuals representing one or more Functional or Special Functional Groups. The duration of such Task Forces shall be limited so as to perform their duties and, upon attainment of those duties, disband. The initial duration of a Task Force shall be determined at the formation of that Task Force. Extensions may be granted to the termination date of a Task Force by majority vote of the Functional Group(s) which established the Task Force.
15. Items may be brought to the Board of Governors in the fashion described in the Bylaws, Article V, Sections 5.6 - 5.7. and any applicable policies and procedures regarding development of such items which are not in conflict with these Bylaws.
16. The Functional Group shall conduct its business in accordance with modified Robert's Rules of Order as long as said rules are not inconsistent with the above.
17. These Orders of Conduct shall be submitted for approval by the Board of Governors, shall not be in conflict with the Bylaws and, once approved, shall be filed, together with a statement of the duties of this Functional Group, with the Secretary of the Corporation.

ADOPTED:

[Typed name], Chairperson

Date