

CONNECTICUT COLLEGE OF EMERGENCY PHYSICIANS BYLAWS

ARTICLE I

NAME

The name of the Association, a non-profit corporation organized under the laws of the State of Connecticut, shall be the Connecticut College of Emergency Physicians, a chapter of the American College of Emergency Physicians.

ARTICLE II

PURPOSES

The purposes of this Association (hereinafter “the Chapter”) shall be consistent with those set forth in the Bylaws of the American College of Emergency Physicians (hereinafter “the College”).

ARTICLE III

MEMBERSHIP

Section 1. The qualifications for membership in the Chapter shall be the same as those for membership in the American College of Emergency Physicians.

Section 2. Membership applications, classification changes, resignations, suspensions, and expulsions shall be acted upon by the College.

Section 3. Member classifications and their respective rights and privileges in the Chapter shall be those designated by the College in its Bylaws. Candidate members may not hold a Chapter office, vote for Directors, or vote for Chapter officers; they may vote on committees on which they serve.

Section 4. All records of the Chapter shall be available for inspection by the membership of the Chapter at any reasonable time.

ARTICLE IV

DUES AND ASSESSMENTS

Section 1. Changes in dues for the Chapter shall be determined by the membership at the Annual Meeting of the Chapter.

Section 2. Assessments may only be levied by a majority vote of the members present and voting at the Annual Meeting and then only if the recommendation for such assessment has been mailed to the membership at least 30 days before the meeting.

Section 3. Only those members in good standing are eligible to vote or hold office.

ARTICLE V

MEETINGS OF THE MEMBERSHIP

Section 1. There shall be an Annual Meeting of the Chapter at such place and time as is ordered by the Board of Directors. Notice of such meeting shall be communicated in writing to the last recorded address of each member at least 60 days before the time appointed for the meeting.

Section 2. Other regular meetings of the Chapter may be held from time to time as determined by the Board of Directors. Notice of such meeting shall be mailed to the last recorded address of each member at least 60 days before the time appointed for the meeting. Special Meetings of the Chapter may also be held. Notice of such meetings shall include a purpose for the meeting and shall be communicated in writing to the last recorded address of each member at least 20 days before the time appointed for the meeting.

Section 3. The members of the Chapter present at any meeting of the Chapter duly called shall constitute a quorum. Board meetings may be conducted by telephone conference call.

Section 4. When not in conflict with these bylaws or with duly adopted special rules of order the latest edition of Roberts Rules of Order Newly Revised shall govern all Chapter meetings.

Section 5. The Board of Directors shall create and approve standing rules of the Annual Meeting and standing rules of the Board of Directors to define the structures of these meetings.

ARTICLE VI

BOARD OF DIRECTORS

Section 1. The Board of Directors shall have supervision, control and direction of the affairs of the Chapter, shall determine its policies or changes therein within the limits of the bylaws, shall actively prosecute its purposes and shall have discretion in the disbursement of its funds.

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99 It may adopt such rules and regulations (i.e., standing rules of the Board of Directors meetings)
100 for the conduct of its business as shall be deemed advisable, and may, in the execution of the
101 powers granted, appoint such agents as it may consider necessary.
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103 Section 2. The Board of Directors shall be composed of the President, Immediate Past
104 President, President-Elect, Secretary/Treasurer, the Councilors of the Chapter, 10 elected
105 directors (a minimum of 1 and maximum of 3 from each Uniform Service Region (USR) as
106 defined by the State of Connecticut Department of Public Health (See Attachment One)), one
107 faculty representative from each of the residency programs and one EMRA representative. All
108 Committee Chairmen of standing committees appointed by the President shall be ex-officio
109 voting members of the Board of Directors. In addition to the 10 elected directors, there shall
110 be 6 elected alternate directors, 1 from each USR and one selected by Connecticut EMRA.
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112 Section 3. A nominating committee consisting of the Immediate Past President and the
113 elected officers, and chaired by the Immediate Past President, shall recommend nominees for
114 all director positions. Nominations from the floor will be permitted. 5 directors shall be elected
115 at each annual meeting by a majority vote of the active members present and voting.
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117 Section 4. Elected directors shall serve a term of 2 years, which shall begin at the time of
118 election and end with the election of their successor and shall be eligible to serve a maximum
119 of 3 consecutive elected terms. Each USR is entitled to at least 1 representative on the
120 Board of Directors and no more than 3, the first of which shall be designated as that USR's
121 representative and any others shall be designated as "at large" representatives. One alternate
122 director shall be elected annually from each USR area, each of whom shall have a term of 1
123 year and who may attend all board meetings as a non-voting member; however, the alternate
124 director may vote on all matters when sitting in place of an elected director from his USR for
125 any meeting. The director and alternate director selected by Connecticut EMRA shall serve a
126 term of one year.
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128 Section 5. The Board of Directors shall meet at least 9 times per year. Notice of all
129 meetings, not previously defined, of the Board of Directors, shall be sent by mail to each
130 member of the Board at his or her last recorded address at least ten (10) days in advance of
131 such meetings. Unless prohibited by law, Board meetings may be conducted by telephone
132 conference call. A majority shall constitute a quorum at any meeting of the Board.
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134 Section 6. Any director may be recalled from office by a three-quarters vote of the
135 members present and voting at any meeting of the chapter. A recall must be initiated by a
136 petition, which must contain the signatures of no less than one-third of the number of voting
137 members present at the meeting at which the director was elected. Any vacancy created by a
138 recall shall be filled by a majority vote of the members present and voting at the chapter
139 meeting at which the recall occurs. Nominations for any vacancy created shall be accepted
140 from the floor.
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142 Any Director who is absent from three consecutive meetings of the Board or more than 1/2 of
143 the meetings of this Board in one year may be removed from the office by the President, with
144 the concurrence of a three-quarters vote of the entire board.
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146 Section 7. Any director may resign at any time by giving written notice to the President or
147 to the Board of Directors. Such resignation shall take effect at the time specified therein, or if

148 no time is specified, at the time of acceptance thereof as determined by the President or the
149 Board.

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151 Section 8. Any vacancies that may occur on this Board for any reason other than recall
152 may be filled by the President for that unexpired term, which shall not count against 3
153 consecutive term limitation.

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156 **ARTICLE VII**

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159 **OFFICERS**

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162 Section 1. The elected officers of the Chapter shall be the President, President-Elect and
163 Secretary-Treasurer. Each shall serve for a term of 1 year, which shall begin with their
164 election at the Annual Meeting and end with the election of their successor. Consecutive terms
165 shall only occur in special circumstances, such as the death or the inability or unwillingness of
166 an officer to serve and the inability of the Board to identify a suitable replacement according to
167 Article VII, Section 6, with the concurrence of a three-quarter vote of the entire Board.

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169 Section 2. Election of the President-Elect and of the Secretary-Treasurer shall be by a
170 majority vote of the members present and voting at the Annual Meeting. All active members of
171 the Chapter who are in good standing will be eligible for nomination. A Nominating committee
172 consisting of the Immediate Past President and the elected officers, and chaired by the
173 Immediate Past President, shall recommend the nominees to the membership for officer
174 positions. The committee should consider current and past participation in the activities and
175 affairs of the Chapter, including Board of Directors. Nominations for all positions from the floor
176 will be permitted.

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178 Section 3. Each officer and the Immediate Past President shall serve on the Board of
179 Directors.

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181 Section 4. The duties of the officers shall be as follows:

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- 183 a) The President shall be the executive officer of the Board of Directors. He or she shall
184 preside over all meetings of the Chapter and the Board of Directors, and shall perform all
185 duties as usually pertain to the office of the President. He or she shall be responsible for
186 ensuring that all Chapter contracts with third parties contain a provision disclosing the fact
187 that the Chapter is an entity separate and distinct from the College.
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 - 189 b) The President-Elect, in the absence of the President, shall preside at all meetings and
190 perform such other duties as may be assigned by the President or the Board of Directors.
191 (The President-Elect shall, upon the expiration of his or her term, assume the office of
192 President).
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 - 194 c) The Secretary-Treasurer shall be responsible for creating and maintaining appropriate
195 accounts and records of all Chapter activities and finances. He or she shall also be
196 responsible for ensuring that appropriate corporation and chapter reports are filed. He or

197 she shall also be responsible for ensuring that the College adheres to the Policy
198 Governing the Use of the Mark of the American College of Emergency Physicians.

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200 Section 4. Any officer may be removed from office by a three-quarters vote of the
201 members present and voting at any meeting of the Chapter. A recall must be initiated by a
202 petition signed by no less than one-third of the number of voting members present at the
203 meeting which the officer was elected. Any vacancy created by a recall shall be filled by a
204 majority vote of the voting members present and voting at the chapter meeting at which the
205 recall occurs. Nominations for any vacancy created shall be accepted from the floor.
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207 Section 5. Any officer may resign at any time by giving written notice to the President or
208 the Board of Directors. Such resignation shall take effect at the time specified therein, or if
209 no time is specified, at the time of acceptance thereof as determined by the President of the
210 Board.
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212 Section 6. Vacancies that may occur in the officership for any reason other than recall
213 shall be filled by a majority vote of the Board of Directors for the remainder of the term.
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216 **ARTICLE VIII**

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218 **COUNCILORS**

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222 SECTION 1. One councilor to the College, and one additional councilor for each 100
223 members of the Chapter, shall be allocated to the Chapter. 1 councilor position shall be the
224 current President of the Chapter and 1 alternate councilor shall be the current President-elect
225 of the Chapter. The remaining councilors shall be elected by the Chapter to two-year terms
226 at the Annual Meeting. No councilor may serve more than three consecutive elected two-year
227 terms, except for a vote of three quarters of the Chapter members present and voting at the
228 annual meeting. The terms of the councilors shall be staggered so that one-half are elected
229 each year at the Annual Meeting. For each councilor, the Chapter shall also elect an
230 alternate councilor who will be available for seating if the councilor is not present.
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232 Section 2. All active members of the Chapter in good standing shall be eligible for
233 nomination. A nominating committee consisting of the Immediate Past President and the
234 elected officers, and chaired by the Immediate Past President, shall recommend the
235 nominees to the membership for councilor and alternate councilor positions. Nominations for
236 all positions from the floor will be permitted. Election of the Councilors and Alternate
237 Councilors shall be by a majority vote of the members present and voting at the Annual
238 Meeting.
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241 Section 3. Any councilor may be recalled from office by a three-quarters vote of the
242 members present and voting at any meeting of the Chapter. A recall must be initiated by a
243 petition signed by no less than one-third of the number of members present and voting at the
244 meeting at which the councilor was elected. Any vacancy created by a recall shall be filled

245 by a majority vote of the members present and voting at the chapter meeting at which the
246 recall occurs. Nominations for any vacancy created shall be accepted from the floor.

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249 Section 3. Should a vacancy occur in a councilor position other than by recall, this vacancy
250 shall be filled by a majority vote of the board of directors for the remainder of that term.

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252 Section 4. Councilors will represent the chapter at meetings of the College and are
253 authorized to vote for the chapter at said meetings.

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256 **ARTICLE IX**

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258 **COMMITTEES**

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260 The President shall appoint such committees as he or she deems necessary.

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264 **ARTICLE X**

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266 **VOTING METHOD**

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269 Voting on any matter of the membership, including the election of directors or officers, may
270 be conducted by mail. A member in good standing must post mark said vote within 5
271 business days of the vote being taken. Mailed votes shall be tabulated by the Executive
272 Director and presented to the Board at the next meeting. Nominations may be submitted by
273 mail by any member in good standing for any position. This nomination must be received
274 prior to election in question. Proxy voting is not allowed.

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277 **ARTICLE XI**

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279 **INDEMNIFICATION**

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292 **ARTICLE XII**

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APPROVAL OF BYLAWS AND AMENDMENTS

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Section 1. These bylaws shall not become effective until approved by the Board of Directors of the College, or its designee..

Section 2. These bylaws may be amended by a two-thirds vote of the membership present at a meeting of the Chapter, provided that the proposed amendments have been sent in a format and manner designated by the Chapter to the membership of the Chapter at least 60 days prior to the meeting.

Section 3. Amendments to these bylaws shall be submitted in writing to the College in a format and manner designated by the College no later than 30 days following the adoption of such amendments. No amendment shall be of any force or effect until it has been submitted to and reviewed by the Board of Directors of the College, provided, however, that such amendment shall be considered to be approved if the Board of Directors or its designee fails to give written notice of its objection thereto within 90 days following receipt.

Section 4. These bylaws must be at all times consistent with the Bylaws of the College. Should the Bylaws of the College be changed in such a manner as to render these bylaws inconsistent therewith, then these bylaws shall be amended immediately to eliminate said inconsistency.

Section 5. The Chapter adopted the latest revision to these current bylaws on November 12, 2014.

Revised: November 8, 2006, November 9, 2011; October 24, 2012, November 12, 2014
September 27, 2017

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Attachment One

As taken from the CT Department of Public Health Web site 8/02

One type of service region was developed by Connecticut's Office of Policy and Management (OPM). They developed "Uniform Service Regions" (USRs) based upon criteria such as size, population distribution, facility locations, transportation accessibility, federal requirements, and existing regional cooperative efforts. USRs were created for planning the distribution of funds and services related to health and human services. Originally (1992) OPM developed six Uniform Service Regions, but by early 1994 the service regions were redefined to include only five areas. The five areas are designated as follows: USR 1 is Southwest; USR 2 is South Central; USR 3 is Eastern; USR 4 in North Central; and USR 5 is Northwest. These planning areas are used for analysis purposes in this chapter when discussing service capacity for acute care, long term care, and home health care services.

