



OLD DOMINION EMERGENCY MEDICAL SERVICES ALLIANCE INC.

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Performance Improvement (PI) Committee Bylaws

February 2026

ARTICLE I

Name

The name of this Committee shall be the Performance Improvement Committee of the Old Dominion Emergency Medical Services Alliance (ODEMSA), hereafter referred to in this document as the "Committee." It shall be a standing committee of ODEMSA. This Committee will report directly to the ODEMSA Board of Directors.

ARTICLE II

Objective

The primary objective of the Committee shall be to develop, implement and maintain a viable Performance Improvement capability. The work of the Committee goes directly to the Board of Directors.

ARTICLE III

Responsibilities

The Committee's responsibilities shall include, but not be limited to the following:

Section 1: Conducting regional Incident Reviews (QA) and encouraging local agency Medical Incident Reviews as required by state regulation.

Section 2: Collecting patient care statistics to evaluate system effectiveness and identify trends (QI).

Section 3: Providing constructive feedback on medical quality improvement to all hospital and out-of-hospital EMS professionals within the ODEMSA Council region.

ARTICLE IV

Members

Section 1: Membership on the Committee shall be open to representatives of those agencies/organizations in the ODEMSA region that provide medical emergency care, of those EMS

agencies/organizations (hospital and out of hospital) that receive those services, and those agencies/organizations that assist in any way in the delivery of that care.

Section 2: Committee meetings are open and attendance by emergency medical service participants is encouraged. However, while the committee will reflect the broad base of hospital and out-of-hospital users in the ODEMSA region, it shall have voting and non-voting members. The voting members shall consist of one person selected by the agency, who will represent the interests of each of the following agencies/organizations:

- One representative from agencies which answer over 20,000 EMS calls annually
- One representative from each hospital system or independent hospital
- One representative from the EMS Sub-Council in PD 15
- Two representative from EMS Sub-Councils in PD 13, 14, and 19
- The regional medical director
- Representative from the following ODEMSA Committees
 - Air Medical
 - Medical Control
 - Training and Education

Each organization shall submit two names, one primary and one alternate to the committee as their official representatives. Each organization shall have one, and only one, vote regardless of size of the organization or numbers of individual bases. A vote may be cast in person by either the primary or alternate committee member. A vote may also be cast by written or reproducible electronic written media; however, proxy voting shall not be authorized.

Section 3: The voting membership list may be amended by written request submitted at a Committee meeting. Such request will be approved by the Program Coordinator and take effect the following quarterly meeting.

Section 4: It shall be the responsibility of the agencies/organizations each year to confer and to select a primary and alternate representative for the upcoming year. Either person may cast the vote for their agency/organization, but only one vote per agency/organization will count. Those person's names will be submitted to the ODEMSA Executive Director immediately following the last scheduled yearly meeting. The voting member will begin his/her term at the Committee's first quarterly meeting of the fiscal year.

Section 5: The committee may have, on their roster, ex-officio members. These members may not vote or contribute to a quorum. If this committee has any they will be on the roster.

Section 6: It shall be the responsibility of each of the voting members to confer regularly with their constituents. Thereafter, the voting members will represent the best interests of the groups on whose behalf they serve, while always acting in the best interest of patient care.

Section 7: It shall be the responsibility of non-voting members to bring before the full Committee those issues of concern and/or interest that might affect the delivery of patient care in the region. It shall be their further responsibility to offer their best advice to the voting members with the goal of meeting the Committee's objectives and fulfilling its mission.

Section 8: It shall be the responsibility of ODEMSA staff to remain a neutral entity, and to assist the Committee in achieving its goals.

ARTICLE V

Officers

Section 1: Officers of the Committee shall include the Chair(s) and Vice Chair, who shall be responsible for the gathering of information for minutes, the construction, and the distribution of those minutes through the ODEMSA office.

Section 2: Voting members shall select the Committee Officers who shall be confirmed by the ODEMSA Board of Directors.

Section 3: An Officer shall serve a term of one year, with a maximum of two years, or until a successor is selected.

Section 4: In the event that the Chair cannot complete the term of office, the Vice Chair shall serve the remainder of that term.

Section 5: In the event that the Vice Chair cannot complete the respective term in office, the Chair shall appoint the successor or successors, with confirmation by a majority vote of all of the Committee's voting members. That person or persons shall serve the remainder of that term or until a successor is selected.

ARTICLE VI

Meetings

Section 1: The Committee will meet quarterly at a time and place to be announced at least 30 days in advance of each meeting. Insofar as it is possible, the ODEMSA Office will provide during the month of December a schedule of all Committee meetings for the next calendar year to each Committee member, and shall distribute the meeting schedule to all hospitals and EMS agencies in the ODEMSA region at that time.

Section 2: The Committee meeting held in the fourth quarter of each fiscal year shall be designated the Annual Meeting. At that meeting, officers will be elected for the upcoming year and the Chair will receive any annual reports or recommendations from subcommittees or task forces.

Section 3: A quorum of the Committee shall consist of 50% of EMS agencies and 50% of hospitals can include one officer.

Section 4: A motion will be considered to have been passed by a simple majority vote of all present voting members or, in the case of an email vote, by a majority of all voting members of the Committee.

Section 5: Votes shall be conducted during the meeting by a show of hands or by voice ("aye" or "nay"). Should the Chair or Chairs deem it necessary, a vote may be conducted by ballot. When possible, these ballots will be prepared ahead of the meeting; however, if a ballot vote is deemed necessary during the meeting without appropriate preparatory time, blank slips of paper with explicit directions on the voting choices will be appropriate. Names of voting members or the agencies/organizations they represent will not be included on the ballots. These ballots will be collected by tellers (ODEMSA staff). Voting members

that are joining the meeting by teleconference may call in to ODEMSA's main office number (804-560-3300) and an ODEMSA staff member will record the vote.

Section 6: Should a meeting not have a quorum, or additional business needs to be conducted outside of a regularly scheduled or special call meeting, voting by email shall be allowed. These electronic votes will be coordinated by ODEMSA staff. Directions concerning voting choices, response deadline, and to whom within the ODEMSA office the response must be sent will be included. For the email vote to count, enough responses must have been collected to constitute a quorum.

Section 7: In extreme circumstances where an immediate decision on a matter concerning the region is necessary, a consensus between the ODEMSA Executive Director, the ODEMSA Regional Medical Director, the ODEMSA Board President, and the chair(s) of the Committee may be reached as a temporary, stabilizing measure until the Committee is able to convene at a special call meeting or the next regularly scheduled meeting.

Section 8: The Chair will have the responsibility to cancel or postpone a regular quarterly meeting of the Committee, but only if voting and non-voting members are notified of such cancellation by e-mail or U.S. Mail not later than 10 days prior to the meeting date. There will occasionally be unpredictable times of poor weather or a catastrophic event that utilizes regional EMS and hospital resources, resulting in the need of an emergency meeting cancellation, relocation, or re-scheduling. A teleconference meeting in such cases is also acceptable, when possible. A reasonable effort will be made to give as much notice as possible to committee members about the change in meeting time, location, or structure. The notification shall include the reason for the cancellation or postponement and the date of the re-scheduled meeting.

Section 9: Special meetings of the Committee may be called by the Chair or upon request of any three (3) voting members of the Committee made through the ODEMSA Office. Business transacted at all special meetings shall be confined to all objects stated in the request and matters germane thereto. Special meetings shall be scheduled not less than five (5) days prior to the meeting. Notices of special meetings shall be made in writing by email or by the U.S. Postal Service through the ODEMSA Office, which will provide staff support.

Section 10: Minutes shall be kept and distributed to all Committee members by the ODEMSA Office within 30 days of each meeting. These Minutes are public documents and the official copies of Committee-approved Minutes shall be maintained at the ODEMSA Office.

Section 11: Members of the committee may participate in a meeting of the committee by means of a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other at the same time. Participation by such means shall constitute presence in person at the meeting.

ARTICLE VII

Subcommittees/Task Forces

Section 1: The Chair may, from time to time, appoint subcommittees and/or task forces to carry out the work of the Committee. This work, however, must still be approved afterwards by the Committee. The ODEMSA Office will provide support to those groups through the Executive Director.

Section 2: The Committee’s voting members will decide if, and when, any standing subcommittees of the Committee shall be created.

Section 3: Subcommittee or Task Force members may include voting members of the Committee, non-voting members and persons who are not regular members of the Committee, but who can contribute.

ARTICLE VIII

Parliamentary Authority

The Committee shall be governed by rules contained in the most current edition of “Robert’s Rules of Order Newly Revised” in all cases to which they are applicable and in which they are not inconsistent with these Policies and Procedures.

ARTICLE IX

Amendment to Policies and Procedures

These Policies and Procedures may be amended at any meeting of the Committee by a majority vote, provided the amendment has been submitted in writing and mailed to members at least 30 days in advance. These Policies and Procedures will be reviewed and approved by the Committee at least every two years.

Date Adopted: **3/15/2017**

Reviewed: **1/2021**

Reviewed: **9/2024**

Reviewed: **2/2026**