

BYLAWS

Wisconsin EMS Honor Guard Association, Inc.

ARTICLE I — NAME AND PURPOSE

Section 1. Name

The name of this organization shall be the Wisconsin EMS Honor Guard Association, Inc. d/b/a Wisconsin EMS Honor Guard. (hereinafter referred to as the “Association”).

Section 2. Nonprofit Status

The Association is organized as a nonprofit corporation under the laws of the State of Wisconsin. It shall operate as a tax-exempt organization pursuant to Section 501(c)(3) of the Internal Revenue Code, as amended. It operates to fulfill a charitable, educational, or religious mission.

Section 3. Purpose

The Association is organized exclusively for charitable and educational purposes, including but not limited to:

- Providing honor guard services for EMS personnel across the State of Wisconsin
- Supporting EMS agencies and families during line-of-duty deaths, funerals, and memorial events
- Promoting professionalism, training, and ceremonial excellence
- Providing education and training for honor guard members and EMS providers
- Preserving traditions and dignity within emergency medical services
- Representing EMS providers in a dignified and professional manner when requested at events and ceremonies with the presentation of Colors.

Section 4. Limitations

No part of the net earnings of the Association shall inure to the benefit of, or be distributable to, its officers, directors, or other private persons.

The Association shall not participate in or intervene in any political campaign on behalf of or in opposition to any candidate for public office. No substantial part of its activities shall consist of carrying on propaganda or otherwise attempting to influence legislation.

ARTICLE II — MEMBERSHIP

Section 1. State Membership

The membership of the Association shall consist solely of its recognized geographic Districts. Each District shall be represented by its District Director on the State Board.

Section 2. District Membership

Individual membership shall be administered at the district level. Districts shall establish and manage their own membership in accordance with Association policies and standards. Individual participants are not members of the State Association and shall not possess voting rights at the State level. Districts must follow state association policies and may not adopt their own bylaws or policies that contradict the association's policies.

Section 3. Eligibility (District Level)

Districts may admit individuals who:

- Provide or have provided pre-hospital emergency medical services in Wisconsin, or
- Are retired in good standing from EMS or related public safety roles, or
- Support the mission of the Association as approved by district leadership

Section 4. Non-Discrimination

District membership shall not be denied based on race, color, creed, national origin, religion, gender, sexual orientation, or age.

ARTICLE III — GOVERNANCE STRUCTURE

Section 1. Structure

The Association shall operate as a statewide organization consisting of:

- An Executive Board
- A State Board consisting of the Executive Board, the State Training Officer, the State Chaplain, and the Director of each geographic District.

Section 2. Authority

The Association shall be governed by its State Board, with administrative authority delegated to the Executive Board.

ARTICLE IV — EXECUTIVE BOARD

Section 1. Composition

The Executive Board shall consist of:

- Commander
- Executive Officer
- Secretary/Treasurer

Section 2. Duties

Commander

- Serves as chief executive officer
- Presides over meetings
- Provides leadership and strategic direction
- Appoints District Directors and committees as needed

Executive Officer

- Assists the Commander
- Oversees operations and coordination between districts
- Acts in the absence of the Commander

Secretary/Treasurer

- Maintains records and minutes
- Manages finances and reporting
- Ensures compliance with nonprofit regulations

Section 3. Compensation

Officers shall serve without compensation, except for reasonable reimbursement of approved expenses.

Section 4. Removal

Any Executive Board member may be removed by a two-thirds (2/3) vote of the State Board for cause.

ARTICLE V — STATE BOARD

Section 1. Composition

The State Board shall consist of:

- Executive Board members
- District Directors (one per District)
- State Training Officer
- State Chaplain

Section 2. Voting

Each member of the State Board shall have one (1) vote.

Each District shall exercise its vote through its District Director.

Section 3. Responsibilities

The State Board shall:

- Establish policies and procedures
- Approve budgets and major initiatives
- Oversee statewide coordination

ARTICLE VI — DISTRICTS

Section 1. District Leadership

A District Director shall lead each District.

Section 2. Selection and Removal

District Directors shall be elected by district participants every two (2) years and ratified by the State Board. The Commander may make initial appointments. Any District Director or District may be removed by a two-thirds (2/3) vote of the Executive Board for cause.

Section 3. District Appointments

District Directors shall annually appoint:

- District Executive Officer
- District Training Officer
- District Chaplain

Section 4. Duties

District leadership shall:

- Coordinate district activities according to policies
- Recruit and support participants governed by polices
- Ensure training and operational readiness
- Serve as liaison to the State Board

Section 5. Authority Over Individuals

Districts are responsible for recruitment, training, discipline, and operational readiness of individual participants, consistent with Association policies.

ARTICLE VII — MEETINGS

Section 1. Regular Meetings

The State Board shall meet at least annually.

Section 2. Special Meetings

Special meetings may be called by the Commander or a majority of the Executive Board.

Section 3. Notice

Notice of meetings shall be provided at least seven (7) days in advance unless waived.

Section 4. Quorum

A majority of voting members shall constitute a quorum.

ARTICLE VIII — ELECTIONS AND TERMS

Section 1. Executive Board Terms

Executive Board members shall serve terms of four (4) years. See policies.

Section 2. Elections

The State Board shall elect Executive Board members.

Section 3. Vacancies

Vacancies shall be filled by appointment of the Commander with approval of the Executive Board until the next election.

ARTICLE IX — FINANCES

Section 1. Fiscal Year

The fiscal year shall be January 1 through December 31.

Section 2. Use of Funds

All funds shall be used exclusively for purposes consistent with Section 501(c)(3).

Section 3. District Financial Structure

Districts operate as subordinate units of the Association and do not possess independent legal or tax-exempt status.

Section 4. Accounts

All district financial accounts:

- Must be authorized by the Executive Board
- Must use the Association's legal name and EIN
- Shall be accessible to the Executive Board

Section 5. Reporting

Districts shall maintain monthly financial records and submit formal financial reports quarterly to the Association Treasurer.

Section 6. Account Limits

District account balances shall not exceed \$5,000 without Executive Board approval. Excess funds shall be remitted to the Association quarterly to benefit the Association.

Section 7. Budgeting

Districts shall submit annual budgets for approval. Spending outside approved budgets requires prior authorization.

Section 8. Oversight

The Executive Board shall have full access to all financial records and may audit or revoke district financial authority for non-compliance.

Section 9. Dissolution

Upon dissolution, assets shall be distributed to a qualified 501(c)(3) organization with similar purposes.

ARTICLE X — CONDUCT AND DISCIPLINE**Section 1. Standards**

All participants shall maintain professionalism and conduct consistent with the Association's mission.

Section 2. Discipline

Districts shall manage the discipline of individual participants. The State Board may review actions impacting the Association.

Section 3. Appeals

Participants may appeal disciplinary actions to the Executive Board, whose decision shall be final.

ARTICLE XI — CONFLICT OF INTEREST

The Association shall maintain a conflict-of-interest policy requiring disclosure of potential conflicts and recusal from related decisions.

ARTICLE XII — INDEMNIFICATION

The Association shall indemnify its officers and directors to the fullest extent permitted under Wisconsin law.

ARTICLE XIII — AMENDMENTS

These bylaws may be amended by a two-thirds (2/3) vote of the State Board, provided prior notice is given.

ARTICLE XIV — PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert’s Rules of Order shall govern the Association, unless they are inconsistent with these bylaws.

ARTICLE XV — ADOPTION

These bylaws shall be adopted upon approval by the State Board.

State Commander, Craig A. Nelson

Dated

State Executive Officer, Greg Carlson

Dated

State Secretary, Kenneth Kolbe

Dated

Adopted this 1st day of April, 2004.
Revised by Attorney on 2/27/2026.
Wisconsin EMS Honor Guard Association, Inc.