

**SOUTH CARLINA AMBULANCE
PROVIDERS ASSOCIATION (SCAPA)**

MINUTES

Organization Meeting
held on January 26, 2016
(Sewell's Restaurant, Columbia, SC)

Attendees: See attached Sign-in Sheet

Notice of Meeting: January [15], 2016

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- | <u>Item</u> | <u>Description</u> |
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| 1 | <p><u>Call to Order</u></p> <p>Randy Bowers, President of SCAPA, acting as Chairman of the Organizational Meeting called the meeting to order.</p> <p>The invocation was provided by Ryan Thorne.</p> <p>Mr. Bowers stated that (1) SCAPA had been incorporated with the South Carolina Secretary of State, (2) notice of the Organizational Meeting had been circulated, (3) draft SCAPA Bylaws had been circulated, along with (4) an Organizational Meeting agenda. After a request for any additional agenda items, Mr. Bowers noted that the Organizational Meeting agenda had been approved as presented.</p> <p>At the request of Mr. Bowers, Lenna Macdonald noted that while the</p> |
| 2 | <p><u>General Members – 2016 Annual Dues</u></p> <p>As agreed by the members of the unincorporated SCAPA, General Member Annual Dues for 2016 was set at \$500 for providers with up to and including 10 licensed ambulances and \$1,000 for providers with greater than 10 licensed ambulances. Some providers having paid the 2015 dues for the unincorporated association in 4Q2015 had Annual Dues waived for 2016.</p> <p>Mr. Bowers noted that in order to vote on matters brought before SCAPA, providers had to have paid 2016 Annual Dues as a General Member. A 2016 General Member list was created and dues was collected by Scot Parsick.</p> |
| 3 | <p><u>Adoption of Bylaws</u></p> <p>Mr. Bowers noted that the draft SCAPA Bylaws had been circulated along with the Notice of Organizational Meeting. After review, Greg Kirby moved to</p> |

adopt the SCAPA Bylaws as presented; Russ Cobb seconded. After discussion, the General Members unanimously voted to adopt the SCAPA Bylaws as presented, a copy of which is attached to these Minutes.

4 Election of Officers

For the Organizational Meeting, General Members voted on two officer vacancies – President and President-Elect. The current SCAPA President is appointed at this Organizational Meeting as the Immediate Past President.

Mr. Bowers stated that the next item of business was the election of Officers and asked the General Members for candidate nominations for the 2016 SCAPA President to hold office pursuant to the provisions of the SCAPA Bylaws.

Mr. Bowers called for nominations for 2016 SCAPA President. Josh Watts nominated Mr. Parsick as a candidate for President. With no other nominations, Mr. Bowers moved to close nominations. Mr. Bowers called for a vote and Mr. Parsick was elected by unanimous voice vote.

Mr. Bowers thereafter called for nominations for 2016 SCAPA President-Elect. Greg Kirby nominated Brian Lawson as President-Elect. Russ Cobb nominated Josh Watts as President-Elect. With no further nominations from the floor, Mr. Bowers moved to close nominations. Mr. Bowers called for a vote for 2016 President-Elect. Paper ballots were circulated, collected and tallied (Mr. Parsick serving as Inspector of Election). Mr. Bowers announced the results of the voting and announcing Brian Lawson as the elected 2016 SCAPA President-Elect, having received the highest number of votes.

5 Election of Board Members

Mr. Bowers stated that the next item of business was the election of four directors, two being Small Providers and two being Large Provider (each as defined in the approved SCAPA Bylaws). As provided in Section 2 of Article 5 of the Bylaws, at the Organizational Meeting, representatives of General Members (having paid the 2016 Annual Dues) are eligible for nomination from the floor for election to the Board.

Mr. Bowers called for nominations for two directors representing Small Providers. Throne Ambulance and MedTrust Medical Transport were nominated from the floor as the only two Small Providers represented at the Organizational Meeting (Mr. Bowers already being a Board director by virtue of his appointment as the Immediate Past President of SCAPA).

As no other nominations were submitted, Mr. Bowers declared nominations closed. After a call for discussion, Mr. Bowers called the question on the motion for election of the two directors representing the Small Providers. Paper Ballots were circulated, collected and tallied (Mr. Parsick serving as the

Inspector of Election). Mr. Bowers announced the results of the vote being the election of those nominees receiving the highest number of votes as director were Josh Watts (MedTrust Medical Transport) and Randy Throne (Thorne Ambulance).

Mr. Bowers next called for nominations for two directors representing Large Providers. Johnny Rabon (Vital Care EMS), Russ Cobb (Lifeline Ambulance) and Michael Thigpen (MedOne) were each nominated from the floor.

As no other nominations were submitted, Mr. Bowers declared nominations closed.

After a call for discussion, Mr. Bowers called the question on the motion for election of the two directors representing the Large Providers. Paper Ballots were circulated and tallied. Mr. Bowers announced the results of the vote being that the nominees receiving the highest number of votes for election as directors were Russ Cobb (Lifeline Ambulance) and Johnny Rabon (Vital Care EMS).

Per the Bylaws, at the first meeting of the Board, each of the directors will be allocated to a class with a term between one and three-years.

6 Handing Over the Gavel

At the conclusion of the regular business to be conducted at the Organizational Meeting, Mr. Bowers invited the newly elected 2016 SCAPA Present to the podium to take over the remainder of the meeting.

Mr. Parsick noted that after a good start in 2015, his focus in 2016 would be on growing SCAPA membership – not only General Members but also vendors/supplier memberships. Further, as there would be some important topics for SCAPA to address in 2016, Mr. Parsick noted that he planned to recommend the establishment of committees.

Additionally, Mr. Parsick noted that he would like to update the SCAPA website.

Mr. Parsick noted that the board appointed Secretary/Treasurer would be an important role to take minutes, keep the SCAPA records, manage the SCAPA checkbook and other key duties. Mr. Parsick requested that anyone interested in the role contact him as soon as possible.

After Mr. Parsick requested identification of issues from the General Members and discussion, Mr. Kirby moved to audit the SCAPA financials (est \$500), seconded by Mr. Rabon and unanimously adopted by the General Members. Mr. Parsick noted that an annual audit might be appropriate.

Mr. Parsick noted that SCAPA had the opportunity to raise the image of the industry as well as work with members on common issues. Further, Mr. Parsick noted that SCAPA members shared a common interest in doing “things the right way” with a “focus on patient care” – which would result in SCAPA evolving into the recognized voice of the industry.

Mr. Parsick recognized Steve Spande, AirDoc International, to describe the new state-wide fixed wing air medical transport service to be based in Charleston. Mr. Spande described the affiliation with the Charleston-based ambulance provider, MedTrust Medical Transport, for coordinating dispatch, ground transport and training opportunities (FP-C review courses, continuing education). Mr. Spande noted that SCAPA members would be a natural network to connect with AirDoc for coordinated ground-air medical transport. Training opportunities would be offered for all SCAPA members. Mr. Spande offered to connect with any SCAPA member interested in participating.

Mr. Parsick also noted that he intended to invite guest speakers to the regular meetings and to encourage vendors to host “lunch and learn” opportunities with SCAPA members. Mr. Parsick also noted that he would discuss vendor membership levels with the newly elected board.

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Meeting Close

The President announced that the business of the Organizational Meeting had been completed and requested a motion to adjourn. Mr. Watts, moved, Mr. Kirby seconded, and the motion passed unanimously.

Confirmed, Columbia, South Carolina

SCAPA President

Acting Secretary