



2018 BVRAC By-Laws

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BVRAC serves the counties of Brazos, Burleson, Grimes, Leon,
Madison, Robertson, and Washington



XXIII. APPENDICES

APPENDIX A

THE BRAZOS VALLEY REGIONAL ADVISORY COUNCIL Trauma Service Area (TSA) N BYLAWS

Article I – Name

Brazos Valley Regional Advisory Council (BVRAC)

Article II - Definitions

This organization shall be known as the BRAZOS VALLEY REGIONAL ADVISORY COUNCIL (BVRAC). The BVRAC Trauma Service Area includes the counties of Brazos, Burleson, Grimes, Leon, Madison, Robertson, and Washington. The BVRAC Trauma Service Area is also referred to as “TSA N”.

Article III – Mission Statement and Goals

“It is our mission to provide the infrastructure and leadership necessary to sustain an optimal and comprehensive trauma, acute care, and emergency medical system within Brazos Valley Region.”

Section 1. Goals:

- A. Advance and improve the state of healthcare for the patients within the counties of Trauma Service Area N (Brazos Valley Regional Area).
- B. Decrease morbidity and/or mortality which results from injury or illness.
- C. Encourage activities designated to promote cooperation and resolve conflicts between member organizations.
- D. Improve funding of trauma providers, acute care providers, and emergency care providers within the counties served by this Council.
- E. Maintain a Trauma and Acute Care System Plan for the RAC which is based on standard guidelines for comprehensive system development.
- F. Improve public awareness of the methods of accessing the trauma and acute care system, preventing injury, and promoting stroke and cardiac awareness.
- G. Coordinate responses to mass casualty, evacuation, and disaster events utilizing current National Incident Management System (NIMS) guidelines.



Article IV – RAC Membership

Section 1.

RAC membership encompasses a wide range of professionals and citizens concerned about the health and well-being of the community as it relates to trauma, acute care, emergency services and disaster preparedness. Voting membership requires that the member represent a hospital or disaster service, an entity who is involved with trauma, acute care, emergency, or disaster care, an emergency medical service, an educational agency involved in training purposes for trauma, acute care, emergency, or disaster preparedness, or a service which provides care to victims of trauma, emergency, and/or disaster within the county boundaries of TSN. A voting entity must practice and reside within the boundaries of TSN.

Section 2. Condition of Membership

- A. A member entity must complete an Agency Participation Form. The representatives listed on this form for official representation of the agency must meet the requirements for representation as outlined in the Official Representation section of the BVRAC SOPs.
- B. No person shall be denied membership on the basis of race, sex or religious preference.
- C. A member who resigns in good standing may reapply for membership. Resignations must be submitted in writing to the Executive Committee.
- D. A member failing to actively participate in BVRAC activities as defined by the bylaws may be removed from the membership by a majority vote of the Executive Committee. A member who does not comply with assigned responsibilities or is charged with an act/or conviction of any felony violation of law may be relieved of duty and membership by simple majority vote of the Executive Committee. Said member may appeal this action for reinstatement in writing to the Executive Committee.
- E. Prior to removal from the membership by the Executive Committee, the Executive Director and/or RAC Chair will notify said member that they are not compliant with RAC bylaws and participation requirements. If participation does not increase, a certified letter will be sent to that member organization at the last known mailing address. If the issue continues, the Executive Director and/or RAC Chair will bring said member's name to the Executive Committee for removal.

Section 3.

Agency representatives will be allowed one vote at the General Assembly meetings. The vote may only be cast by one of the persons listed on the entity's Agency Participation Form, or designee as defined in the voting section of the BVRAC SOPs.



Section 4. Active Participation in the RAC is defined as the following:

1. EMS Provider Agencies

1. Will hold a valid state license, registration or certification through the Texas Department of State Health Services (DSHS) to maintain membership.
2. Will have pre-designated representation at no less than (4) General Assembly Meetings, (4) Pre-Hospital Committee and (4) System QI Committee Meetings annually.
3. Are strongly encouraged to attend all other subcommittee meetings.
4. Will submit information into the State Trauma Registry.
5. Will submit required Performance Improvement data upon request.
6. Will participate in one community disaster preparedness drill per year.

2. Hospital Members

1. Will have pre-designated representation at no less than (4) General Assembly Meetings, (4) Hospital Care and Management Committee Meetings and (4) Systems QI Committee Meetings annually.
2. Are strongly encouraged to attend all other subcommittee meetings.
3. Will submit information into the State Trauma Registry.
4. Will submit Stroke and STEMI performance for review.
5. Will participate in one community disaster preparedness drill per year.
6. In the event of emergency healthcare activations, will participate as required by the Health & Medical Annex of the County Emergency Operations Plans and/or the BVRAC Regional Response Plan.

3. Non-EMS/Hospital Entities

1. Will have pre-designated representation at no less than (4) General Assembly Meetings and (4) Standing Committee Meetings annually.
2. Each agency will complete an annual Regional Needs Assessment as requested by the Executive Committee.
3. Membership Dues must be paid in full by each member by the 1st of January of each year. Dues, Fees or other financial incentives do not determine the number of votes awarded to an organization/entity.

Membership dues are charged as follows:

- a. Hospitals - \$550.00



- b. EMS Providers (including Air Medical) - \$250.00
- c. Colleges - \$250.00
- d. Educational institutions (non EMS providers) - \$250.00
- e. Other members (i.e., FROs, Emergency Management, etc.) - \$50.00

4. Exceptions to the above requirements may be considered by the Board on an individual basis. An entity seeking such an exception must submit, in writing, a request for the exception and provide documentation to support the request.

Article V – Board of Directors

Section 1. The Board of Directors shall consist of the following:

Executive Committee

- 1. Chair
- 2. Vice Chair
- 3. Secretary
- 4. Treasurer

Committee Chairs

- 1. Chair of the Pre-hospital Committee
- 2. Chair of the Acute Care & Hospital Care/Management Committee
- 3. Chair of the Systems QI & Physicians’ Advisory Committee
- 4. Chair of the Education Committee
- 5. Chair of the Injury Prevention Committee
- 6. Chair of the Disaster Emergency Preparedness Committee
- 7. Chair of the Stroke/Cardiac Committee
- 8. Chair of the Perinatal Committee

Other Members

- 1. Immediate Past RAC Chair
Immediate Past RAC Chair shall have a term valid for one year. This position will serve as a voting member, but this position will not count toward or constitute a quorum.
- 2. Employees

Employees (including the Executive Director) of the RAC may not serve as a member of the Board of Directors. If an employee is appointed to a Committee Chair position, the Vice Chair of that committee will fill the Board of Director position for that committee.

Section 2. Quorum:

At least two (2) Executive Committee members must be present as well as five (5) of the filled Board of Directors positions shall constitute a quorum for the purpose of transacting any business of BVRAC excluding the Immediate Past RAC Chair position.



Section 3. Meetings:

The Board of Directors shall be held monthly. Additional meetings will be scheduled as needed.

The Chair may call a special meeting at any time with a one (1) week advance notice to the Board of Directors. This notice may be sent by the Chair or the Executive Director electronically. A quorum is required for a special called meeting.

Section 4. Attendance:

Board Members must attend no less than (10) of the Board meetings per year. An alternate representative may be designated to attend a Board meeting by the member. This representative may cast that entity's vote. An alternate may attend no more than (2) of the scheduled board meetings per year.

Section 5. Resignation/Succession

In the event that the Chairperson resigns or is removed from office prior to the term expiration, the Vice Chair will immediately succeed the resigned/removed Chair.

A Board Member who does not comply with assigned responsibilities may be relieved of office by a majority vote of the Board. Appointment of a replacement shall be made by the Chair with a majority vote of the General Membership at the next scheduled meeting following the appointment.

Any vacancies shall be filled for the balance of the unexpired term by the Chair with a majority vote of the General Membership at the next scheduled meeting following the appointment. The Board Member who serves the unexpired term will be eligible for reappointment.

Section 6. Elections:

Nominations shall be held in June of each calendar year for voting in the August General Session Meeting. Terms shall begin September 1st of the same calendar year.

No chair will be limited on the number of terms that he or she may serve. In order to provide continuity of representation on the Executive Committee:

- A. The Chair is elected to a 2-year term on even numbered years. After serving the final term, the Chair will then rotate to the Immediate Past Chair position.
- B. The Vice Chair is elected to a 2-year term on odd numbered years and has the option of entering an automatic nomination in the bid following completion of the current Chair's final term.



- C. The Treasurer will be elected to a 2-year term on odd numbered years.
- D. The Secretary will be elected to a 2-year term on even numbered years.

Section 7.

The Board Members shall serve a 2-year term. In the event that there is no other person available or willing to serve, an additional term(s) may be approved by a simple majority roll-call vote of the General Assembly.

Section 8.

The Board of Directors shall be empowered to employ personnel to conduct the business of the RAC.

Section 9.

The Board shall operate in the place of a Finance/Audit Committee. Finance/Audit will remain a standing agenda item of the Board of Directors.

Section 10.

The Board of Directors shall develop and maintain policy statements that guide the functioning of the RAC. A policy shall receive final approval of the Board with a majority vote of those members present. Copies of such policy statements shall be provided to the General Assembly upon final approval of the Board of Directors at the following General Assembly meeting.

Article VI – Election of Officers and Board of Directors

Section 1.

At the June meeting of each year, nominations shall be requested from floor of the General Assembly.

Section 2.

Nominations shall be provided to the General Assembly two (2) weeks prior to the August meeting each year. The election of expired term Officers and Board of Directors shall be by open ballot during the August meeting each year.

Section 3.

To qualify for the position of Chair or Vice Chair, a member must have actively functioned as a member of the Board of Directors for at least one (1) year.

Article VII – Duties of Board Members



Section 1. The Chair shall:

- A. Preside at all meetings of the General Assembly, Board of Directors, and any special meetings.
- B. Facilitate development and achievement of organizational goals.
- C. Make interim appointments as needed with the approval of the General Assembly.
- D. Sign all contracts, agreements, and other legal documents as needed after approval of the Board of Directors.
- E. Represent this organization at the Texas Department of State Health Services RAC Chair's Meeting or will identify another Executive Board Member as a designee.

Section 2. The Vice Chair shall:

- A. Preside over RAC activities in the absence of the Chair.
- B. Perform duties as assigned by the Chair.
- C. Assist in preparing any necessary reports or documentation required.

Section 3. The Secretary shall:

- A. Present the minutes of all proceedings of the Board and General Assembly meetings.
- B. Handle all correspondence of the organization in the absence of the Executive Director.
- C. Assist in preparing any necessary reports or documentation required.

Section 4. The Treasurer shall:

- A. Review and certify all financial business conducted by the RAC including bank reconciliation.
- B. Perform financial duties in the absence of the Executive Director.
- C. Assist in preparing any necessary reports or documentation required.
- D. Prepare and submit financial reports to the Board and General Assembly at each of their meetings in conjunction with contracted RAC financial service, respectively.

Section 5. The Executive Director shall:

- A. Maintain a record of all financial business conducted by the RAC in accordance with RAC policies/procedures and common accounting practice.
- B. Ensure that Board of Directors & General Assembly meeting minutes are made available to all RAC membership and the Department of State Health Services EMS & Trauma Systems Coordination as requested.
- C. Will make available copies of bylaws and the Trauma System Plan annually as requested.
- D. Actively assist in seeking funding sources for the activities of the organization.
- E. Prepare necessary reports or documentation required by government agencies or grant sponsors.



- F. Gather information from Committee Chairs, prepare and submit annual budget projections to the Board and General Assembly.

Section 6. The Committee Chairs shall:

- A. Organize and conduct meetings as defined in the bylaws.
- B. Facilitate the development and achievement of goals for their committee.
- C. Provide written agendas and minutes to committee members. Provide these and sign-in sheets to the Executive Director for maintenance and provide verbal reports to the Board and General Assembly during RAC meetings.
- D. Assist in preparing any necessary reports or documentation required.

Article VIII – Meetings

Section 1. Quorum

At least two (2) Executive Committee members must be present as well as representation from two-thirds (2/3) of the general membership shall constitute a quorum for a General Assembly meeting.

Section 2. Meetings

All meetings administered by the RAC are open unless otherwise stated. The RAC will operate according to the Texas Open Meetings Act. Meeting dates, times, and locations will be posted on the BVRAC Website.

The General Assembly shall meet bi-monthly.

Any member of the Executive Council or the Executive Director may call a special meeting with a majority vote of the Board of Directors. A minimum of a two (2) week notice will be provided electronically to all members on the General Assembly email list serve.

Section 3. Attendance

See Article IV, Section 5 for the attendance requirements.

Article IX – Committees

Section 1. The Standing Committees and their missions are as follows:

- A. Pre-hospital Committee



- To serve as a liaison for pre-hospital providers within this Region to include the monitoring of system development, coordination of activities, performance improvement, and pre-hospital training.

B. Acute Care & Hospital Care/Management Committee

- To serve as a liaison between health care facilities within this region to include the monitoring of system development, coordination of activities, performance improvement, and hospital training.
- To provide oversight and guidance for the Region regarding the Pediatric Objectives issued by the State of Texas.
- To serve as a liaison to the acute care facilities and pre-hospital providers for initiatives issued by the State of Texas to include but not limited to stroke care, facility designations, public education, and training.

C. Systems QI & Physicians Advisory Committee (a quorum constitutes a majority of serving physicians)

- To ensure optimal care of the trauma and acute care patients in TSA-N, through critical review of select cases by members of the Brazos Valley Regional Advisory Council as identified by system filters.
- To collect data of overall stats for patients transferred out of the TSA-N region and report back to Board and General Assembly.
- To monitor the performance of identified performance improvement indicators as it relates to the quality of patient care.
- Make recommendations regarding system enhancement and/or improvements.
- Inter-local liaison committees may be formed to provide comprehensive review of issues with greater local participation. Information/inquiries may be originated at either the Physicians Advisory Committee or the other committees.

D. Education Committee

- To provide guidance for training within the Region to enhance trauma and acute care standards in this Region.

E. Injury Prevention Committee

- To provide guidance within the Region for injury prevention activities.
- To collect injury statistics within the Region for direction of injury prevention activities.



F. Disaster /Emergency Preparedness

- To coordinate preparedness and responses to acute medical mass casualty, evacuation, and disaster situations.

G. Stroke / Cardiac Committee

- To conduct Provider and Community Stroke / Cardiac education
- Develop and distribute transport plans to be consistent with GETAC guidelines (e.g. criteria for patient identification, destination choices based on designation, inter-facility transfers, early treatment, training requirements, etc.)
- Develop system performance improvement initiatives

H. Perinatal Committee

- Improve the quality of healthcare, access to care, and education for pregnant women and newborns in the region utilizing best practices and evidence based medicine
- Develop system improvement initiatives

Section 2.

Each standing committee shall have an identified Chair. A Vice Chair may be selected by the Committee Chair or the membership of the Committee. This process will occur in August of each year in conjunction with the election of the Board of Directors.

Section 3.

Each standing committee shall have at least 6 meetings per year and keep minutes of each meeting. Meeting minutes may be obtained by any RAC member from the BVRAC website or from the Executive Director. The minutes may be provided either in hard copy or electronically.

Section 4.

Ad Hoc Committees/Task Forces may be established and/or dissolved at the discretion of the Board. Ad Hoc Committees/Task Forces are utilized to address issues that are limited in duration or cyclic in nature.

Article X – Fiscal Policies

Section 1.



State mandated funds shall be allocated according to contract received by BVRAC from the Department of State Health Services. Any entity eligible according to State guidance must be classified as an active participant as stated in Article IV, Section 5, in order to receive any funding.

Section 2.

Any grant funds received by the BVRAC will be made available to only those member entities that are active participants in BVRAC as stated in Article IV, Section 5, in order to receive any funding.

Section 3.

Any member entity receiving funds through and/or from BVRAC must provide required reports, support documents, etc. as stated at the time the funds are received by the member entity. Failure to comply will result in ineligibility of funding through and/or from BVRAC for a period of not less than one (1) fiscal year funding cycle.

Section 4.

Failure to comply with Article IV, Section 5 shall cause a member entity to become ineligible for funding through and/or from BVRAC for a period of not less than twelve (12) months.

Section 5

All grant funds shall be considered "restricted". "Restricted funds" are defined as those funds that must be utilized as provided in a fully executed contract, grant application and/or award notice, or directed donation.

Any funds received that have not been "restricted" shall be considered "unrestricted" and may be utilized for any type of expenditure. "Unrestricted funds" shall include but are not limited to dues, donations, etc.

Section 6

The Brazos Valley Regional Advisory Council's fiscal and operational years shall follow the fiscal year.

Section 7

Budget preparation is achieved through needs assessments provided by the RAC committees as well as strategic direction provided by the Board. The Budget will be completed by the Executive Director and the Treasurer then presented for ratification at the August General Assembly meeting.

Section 8

All Checks must have two signatures. These signatures may be any combination of the Executive Council and the Executive Director. No person may sign a



check that is issued to him or herself. The RAC will maintain a minimum of two (2) checking accounts (“restricted” & “unrestricted”) and may establish additional accounts as needed with approval of the BVRAC Executive Council.

Section 9

Approval of expenditures must conform to the following schedule:

	<u>Amount</u>	<u>Approval Required</u>
A.	\$ 0 - \$ 2,000	Chair only
B.	\$ 2,000.01 - \$10,000	Board only
C.	\$ 10,000.01 or more	General Assembly

Any purchases and/or leases of real property, land, buildings, and vehicles shall be approved by a majority vote of the General Assembly present at the meeting.

In the absence of the Chair, expenditures from \$0 - \$2,000.00 may be approved with the agreement of the remaining BVRAC Executive Board.

Section 10

The Executive Director shall have the authority to establish charge accounts with advance approval of the Executive Committee.

The Executive Director shall have authority to maintain and utilize RAC’s secured credit card with a limit not to exceed \$ 1,000.00 (one thousand dollars). A report must be provided upon request of the Executive Committee. A report shall be provided to the Board and General Assembly as a part of the financial statements.

Section 11

The Chair may authorize expenditures associated with a specific grant if a budget was submitted as part of the grant application process and the grant application was approved by the Board of Directors upon completion or at notice of award.

Section 12

Distribution of funds will be in accordance with State and Federal regulations.

Section 13

Annually an external audit shall be completed in accordance with State and Federal regulations.

Section 14



RAC members may obtain copies of financial records, 990s, audit findings, etc. from the Executive Director or Chair. A request must be submitted in writing. The request must include what items wish to be reviewed and when the member would like to schedule a time to review requested documents. Original documents may not be removed from the RAC offices without written approval of the Chair. Some documents may not be available for copying.

Article XI – Alternative Dispute Resolution (ADR) Process

Section 1

- A. Any provider or individual representing a provider, service, or hospital that has a dispute in connection with another provider or the RAC itself (e.g., bylaws, trauma system plan, guidelines and protocols, etc.) may formally voice its disapproval in writing. The written document will be addressed by the Chair of the RAC and/or the Executive Director.
- B. A formal protest must contain the following information: a specific statement of the situation that contains the description of each issue and a proposed solution to resolve the matter(s).
- C. A neutral or impartial group with no vested interest in the outcome of the dispute will be assembled to review the issue. This group may solicit written responses to the dispute from interested parties. If the dispute is not resolved by mutual agreement, the group will issue a written determination, within thirty (30) days of receipt of all pertinent data.
- D. Party or parties may appeal the determination by the group and ask that the issue be brought before the General Assembly for a final determination. The party or parties have no later than ten (10) working days after the determination to submit the request for secondary review. The secondary review will be limited to the original determination. The appeal must be mailed or hand-delivered in a timely manner. In the event the appeal is not timely in delivery, it will not be considered. If not considered, the party or parties will be notified in writing. The request must be submitted in writing to the following address:

BVRAC
3991 East 29th Street
Bryan, TX 77802

Article XII – Parliamentary Authority

Robert's Rule of Order shall be used as a guide for all meetings administered by the RAC.



Article XIII - Amendments

Section 1 Bylaws

The bylaws may be adopted, amended, or revised by an affirmative vote of two-thirds of the General Assembly present at the meeting. Proposed amendments and revisions must be submitted to an Executive Committee member or the Executive Director. All proposed bylaw revisions and/or changes will be submitted to the General Assembly Membership via United States Postal Service and/or electronically (30) days prior to action. The proposed bylaws will also be submitted to all individuals that participate in the BVRAC email list-serve.

A roll-call vote shall be taken for approval of the bylaws. The bylaws shall be reviewed/amended/revised at least once per calendar year.

Section 2. Trauma System Plan

The RAC will maintain a Trauma System Plan Workgroup that will annually update the BVRAC Regional Trauma System Plan. This Workgroup shall have membership from hospitals and pre-hospital providers and will be presided over by the Executive Director.

The Trauma System Plan shall be provided to the Department of State Health Services (DSHS) EMS & Trauma Systems Coordination by January 1st of each year. The Plan shall be approved by the Physicians Advisory Committee, the Board of Directors, and General Assembly prior to submission to the DSHS.

A majority vote of Physicians Advisory Committee, Board of Directors, and General Assembly members present shall constitute the approval of the Trauma System Plan.

Article XIV – Signatures

RAC Chair

Date

Executive Director

Date



Brazos Valley Regional Advisory Council