



**MILE-HIGH REGIONAL EMERGENCY MEDICAL AND
TRAUMA ADVISORY COUNCIL
BY-LAWS**

Revised: March 21, 2013

Article I. Mission Statement

- (a) The Mile-High Regional Emergency Medical and Trauma Advisory Council (otherwise known as RETAC) is the representative body for Adams County, Arapahoe County, the City and County of Broomfield, the City and County of Denver, Douglas County, and Elbert County. This RETAC is organized and authorized by the Statewide Trauma Care System Act codified at Part VII, Title 25, of the Colorado Revised Statutes, as amended.
- (b) The mission of this RETAC is to develop a coordinated and quality emergency medical and trauma service system that focuses on the care of the patient as its priority in all decision making.

Section 1.02 Duties

- (a) Carry out the functions assigned by the current Colorado trauma legislation.
- (b) Represent the RETAC within the Colorado's emergency medical and trauma system.
- (c) Provide assistance, guidance and direction to facilities, agencies and communities in complying with the legislation, rules and regulations of C.R.S. 25-3.5-704, as amended.
- (d) Provide community education and public information.
- (e) Participate in and conduct research.

Article II. Membership, Representation, and Committees

- (a) The Mile-High RETAC membership will be comprised of three representatives per county, or city and county, who collectively represent government, pre-hospital, facility, urban and rural interests, as equally as possible. Counties or cities and counties may appoint a representative outside of their respective

geographical area if they so choose. Appointments made to the RETAC shall maintain a balance between government, pre-hospital and facility representatives.

- (b) The length of term for each member appointments shall be two years.

Section 2.02 Attendance Requirements:

The RETAC may request the appointing county, or city and county, to reappoint another representative to the RETAC if:

- (a) Any member misses three consecutive meetings they will be deemed to have resigned from the RETAC, and /or
- (b) If a member misses more than one half of the regularly scheduled meetings in a twelve-month period.

Section 2.03 Member Replacement:

- (a) When a position is vacated for any reason, it is up to the county, or city and county, to provide a replacement within 90 days of receipt of notification to the county, or city and county.

Section 2.04 Compensation:

- (a) Members shall serve without compensation, but may be allowed actual and necessary traveling and subsistence expenses.

Section 2.05 Conflicts of Interests

- (a) Disclosure of interest required. Any member of the RETAC who has a direct or indirect interest in any contract or transaction with the RETAC shall disclose this interest to the other members of the RETAC. This interest shall be set forth in the minutes of the RETAC, and no director, employee, or other agent or advisor having such interest shall participate on behalf of the RETAC in the authorization of any such contract or transaction.

Section 2.06 The RETAC Executive Director

The RETAC will contract for services to carry out the duties of the RETAC. A written contract will be executed with an annual review and potential raise.

Section 2.07 Adding additional counties to the RETAC

- (a) The Mile-High RETAC is open to the addition of other counties consistent with 25-3.5-704 C.R.S., as amended. A new Intergovernmental Agreement is required to add another county, or city and county.

Article III. Administration and Organization

Section 3.01 Officers

- (a) The RETAC shall elect from its members a Chairperson, Vice-Chairperson, Treasurer and Secretary. The elections shall be held annually during the last

- meeting of the year with positions to begin in January. A nominating committee will be established to recommend a slate for these positions.
- (b) No one county, or city and county, shall hold more than one office, unless there are no eligible members willing to accept the nomination for office. In this case a member willing to serve can be nominated and voted in from a county, or city and county, that currently has a member holding office.
 - (c) Election of officers will take place by written ballot. All officers shall hold their office at the pleasure of the RETAC. Officers may be relieved from duty by a simple majority vote.
 - (d) Election shall be by simple majority.
 - (e) All terms of officers shall be for two years. .
 - (f) Election of officers will be alternated every two years as follows; Chair and Treasurer will be elected in even years; Vice-Chair and Secretary will be elected in odd years.
 - (g) No one person can hold an office for more than two consecutive terms but may be extended at the pleasure of the Council.
 - (h) Officer vacancies will be filled by holding a special election to complete the term of the vacating officer. Partial terms do not count towards the two consecutive terms.

Section 3.02 Responsibilities of Officers

- (a) Chairperson
The Chairperson shall preside at all RETAC meetings and perform such duties as may be assigned by the RETAC.
- (b) Vice-Chairperson
The Vice-Chairperson shall assume the duties of the Chairperson in their absence and shall have the authority to preside over the business of the RETAC.
- (c) Treasurer
The Treasurer shall have custody and shall keep account of all monies, funds, and properties of the RETAC and shall attend to deposits of all funds in such organizations or depositories as the RETAC shall designate. Check signing will be in accordance with the Financial Policies of the RETAC. The Treasurer shall keep accurate books of account and make them subject to inspection by any member of the RETAC at reasonable times and upon request. The Treasurer shall present the financial reports quarterly at regularly scheduled meetings of the RETAC. Financial summaries shall be prepared at the request of the granting agent, counties and city and counties, and/or the State. These duties may be assigned to a designee.
- (d) Secretary
The Secretary shall record and keep the minutes of all meetings of the RETAC as well as any books provided for by the RETAC and shall make such books available for inspection by any RETAC member at reasonable times and upon request. The Secretary shall attend to the giving and receiving of notices required by these by-laws and as directed. These duties may be assigned to a designee. The Secretary is the official keeper of all RETAC records.

Section 3.03 Committees

- (a) Committees or ad hoc committees may be established by the RETAC as needed by a majority affirmative vote.
- (b) Committees shall report to the RETAC on a regular basis or at least four times each year.
The RETAC will appoint a Committee Chairperson to lead each committee. If a non-RETAC member is selected to chair a committee, a RETAC Board Member will also be appointed to oversee the committee's activities.
- (c) Non-voting members acting as technical specialists or subject matter experts (SME) may be appointed to serve on a committee if the RETAC so chooses.
- (d) Such committees shall serve in an advisory capacity to the RETAC and perform only those functions determined by the RETAC.
- (e) Committees may recommend action to the RETAC, but formal, final action on any matter referred shall remain with the RETAC.

Section 3.04 Executive Session

- (a) The RETAC may call an Executive Session during a regularly scheduled meeting or at any time.
- (b) Executive Sessions shall be held at the request of the Chairperson or Council member.
- (c) Executive Sessions shall be held in accordance with Colorado Open Meetings Act.
- (d) The Executive Session shall be used for special situations including the hiring, disciplining, or firing of employees or contract personnel and dealing with other personnel issues not appropriate for public discussion.
- (e) Membership of the Executive Session will not be limited to officers.
- (f) Executive Session meeting minutes will be kept for 6 months by the Secretary.

Article IV. Rules of Order and RETAC Conduct

Section 4.01 Procedures and Rules of Order

- (a) Meetings shall be conducted generally in keeping with the current Robert's Rules of Order.
- (b) Regular meetings shall be open to the public and at such a time and place specified by the RETAC. However, the RETAC shall meet at least six times each calendar year.
- (c) Special meetings for emergency matters may be called by the Chairperson, or at the request of at least four RETAC members. If a special meeting is called, all RETAC members must be provided with three (3) days advance notice.
- (d) Each Council member is entitled to only one vote including the Chairperson.
- (e) The agenda shall be provided to all Council members prior to the regularly scheduled meeting dates.
- (f) A two-thirds majority (13 Council members) including at least one representative from each county, or city and county, must be present for official business to be

- conducted.
- (g) Once a quorum has been established, the continued presence of a quorum is presumed to exist only until the Chair or any other member notices that a quorum is no longer present. Any member can make a Point of Order that a quorum is absent or no longer exists. In the absence of a quorum the transaction of substantive business will be out-of-order and not allowed.
 - (h) When a quorum is present at a meeting, a majority of the votes properly cast by Council present shall decide any question, including election to any office, unless otherwise provided by law or these bylaws.
 - (i) Council members may vote either in person or by written proxy provided to the Secretary or Executive Director before the meeting named therein. Council members may appoint a proxy that shall be filed before being noted with the Secretary or other person responsible for recording the proceedings of the meeting. A Council member present via teleconference (audio or video) shall have voting status the same as a member present at the meeting. If the facility is unable to accommodate teleconferencing, (audio or video), or for any other reason teleconferencing cannot be accommodated in the meeting place, it is the responsibility of the member to attend the meeting in person or to vote by written proxy or proxy to have full voting rights. Unless otherwise specifically limited by their terms, such proxy exists and the proxy shall terminate after the final adjournment of such meeting.
 - (j) Voting may also take place via e-mail within one week of the meeting under the following conditions:
 - 1. The issue has been discussed at a meeting where a quorum is not present.
 - 2. The issue requires voting immediately for an action to occur.
 - 3. Responses must be received from Council members before action can occur.
 - 4. A two-thirds majority and one representative from each county, or city and county must have responded to be considered official business.
 - 5. The results of the vote will be sent via e-mail to all Council members and will be reviewed at the next regularly scheduled RETAC.
 - (k) The agenda or order of business may be changed by the Chairperson or by a majority vote of the RETAC members present.
 - (l) All meetings of the RETAC shall have minutes recorded by the Secretary, or their designee. Copies of the minutes shall be sent to RETAC members prior to the next regular meeting, wherein the RETAC may amend and adopt the minutes as the record of proceedings before it.
 - (m) The RETAC shall act only by resolution adopted at a duly called meeting. No individual member of the RETAC shall exercise individually any administrative authority, except as authorized by the RETAC.
 - (n) No individual RETAC member shall make a statement of policy, which purports to be that of the RETAC unless the RETAC has adopted such policy. No member, however, shall be prohibited from stating his or her personal opinion, provided they are clearly identified as such.

Section 4.02 Administrative Policies

- (a) The RETAC Chairperson, or designee, shall prepare an agenda, prepare other necessary information, and transmit such materials to RETAC members.
- (b) The official mailing address for the RETAC will be established and used for all official business.
- (c) The RETAC Chairperson shall also review with the RETAC concerns or questions about other RETAC activities, existing legislation, programs, and committee activities, and communicate any desired changes.
- (d) The RETAC Chairperson, or designee, shall ensure that a copy of the RETAC's by-laws are presented to all members of the RETAC upon their appointment, and to appropriate members of staff and members of advisory committees working on behalf of the RETAC.
- (e) Monies received from State grants or other grants, donations, or other sources, shall be disbursed by the RETAC, according to RETAC Financial Policies.
- (f) These by-laws may be amended or repealed or new by-laws adopted consistent with Colorado Revised Statutes (CRS) concerning emergency medical and trauma services by affirmative vote of two-thirds of the members. Proposed amendments must be distributed to the membership, read at least once at a regular meeting of the RETAC, and voted upon at the next meeting of the RETAC.
- (g) The government representatives from each county, or city and county, shall determine the disposition of any unused funds or capital equipment per state requirements.
- (h) Annual operating budgets shall be approved by the RETAC.
- (i) The Chairperson shall have signing authority for all official documents and contracts. In the absence of the Chairperson, the signing authority shall be designated as follows; Vice-Chair, Secretary and then Treasurer.

Adopted this 21st day of March, 2013 by the Mile-High RETAC.

Chairperson Charles Mann
Vice-Chairperson Scott C. Seligson
Secretary [Signature]
Treasurer Jacqueline A. Judd