

**Bylaws
Of
Southeastern Colorado Regional Emergency Medical
Services and Trauma Advisory Council
Adopted 10 Sept 2003**

Article I – Name

The name of this council shall be the Southeastern Colorado Regional Emergency Medical Services and Trauma Advisory Council (SECRETAC).

Article II – Objectives

The objectives of this council are to promote, foster, and support cooperative organization and improvements of emergency medical and trauma services in the six counties that are represented by this council: Baca County, Bent County, Crowley County, Kiowa County, Otero County, and Prowers County; to work with allied emergency medicine professional organizations to improve the quality of emergency care in Southeastern Colorado, and to provide direction and continuing education to facilities, agencies, and communities in complying with the guidelines, rules and regulations set forth in CRS 25-3.5-704.

Article III – Membership

Section 1

The Voting Membership of the council shall be comprised of three (3) representatives from each county appointed by the respective County Commissioners or their designee. A written proclamation approved by the commissioners or designee will be submitted to the council stating membership and or appointments. This council shall be vested in a Voting Membership of 18 members.

Members of the Voting Membership shall be required to attend 50% of the regularly schedule meetings. The Executive Committee will address absence of more than 50% of the regular schedule meetings, in any twelve (12) months by any member.

The council shall have the power to suspend any members whose conduct is not consistent with the purpose and objectives of the council or whose attendance does not meet the minimum requirements at the recommendations of the Executive Committee. The county may withdraw its member's appointment and Voting Membership in the SECRETAC at any time, and submit an alternate.

Article III, Section 1

The voting Membership shall have the general charge, management and control of the affairs, funds, and property of the council; shall authorize and control all expenditures; Shall authorize all contracts and purchases, either directly or by its duly authorized officers; may assign duties to standing or special committees; may decide all questions regarding interpretations of the bylaws; and shall carry out the purpose and objectives of the council according to law and as provided by these bylaws.

Section 2

An Executive Committee shall be comprised of six (6) Voting Members: One (1) representing each county and appointed by that county as stated in the county proclamation. Members of the Executive Committee will include the Officers.

The county will appoint a member to sit on the executive committee in June of even numbered years.

The Executive Committee shall be responsible for overseeing the day-to-day actions, and responsibilities of the SECRETAC Coordinator, as well as investigating and making recommendations regarding personnel and other such issues. Recommendations will be brought to the voting membership for final decision and or action.

The executive committee will meet as needed.

Section 3

The General membership of the council shall be comprised of any person(s) with an interest and active involvement in promoting, fostering, and supporting excellence in emergency medical and trauma services within and between the counties represented. The general membership will be considered non-voting members.

The SECRETAC Coordinator will be a paid employee of the council and will be required to attend regular meetings as part of the general membership. (See Job description of the Coordinator position)

Article IV – Officers

Section 1

The voting membership of the council shall elect the officers of Chairperson, Vice-Chairperson, Secretary, and Treasurer. Selection of the officers shall occur after the adoption of the bylaws and at the June council meeting in even numbered years thereafter. Officers shall be nominated from the Executive Committee and shall serve at the pleasure of the council or until their successor (s) are elected. No two (2) officers shall represent the same county.

Section 2

The Chairperson shall preside at all council meetings and perform other such duties as may be assigned to the Chairperson by the council.

Section 3

In the absence of the Chairperson, the Vice-Chairperson shall preside over the business of the council meeting, and perform such duties and exercise the power of the Chairperson.

Section 4

In the absence of the Chairperson and Vice-Chairperson, the Secretary shall preside over the business of the council meeting, and perform such duties and exercise the power of the Chairperson.

Section 5

The Secretary shall keep the minutes of all meetings of the council in books provided by the council and shall make such books available for inspection by the Chairperson or the council members at reasonable times upon their request. The Secretary shall attend to the giving and receiving of notices required by these bylaws and as the council directs.

Section 6

The Treasurer shall oversee the financial affairs of the council and shall report the financial matters of the council at least as often as each regular meeting.

The Treasurer is responsible for assuring that the SECRETAC Coordinator prepares for submission and submits any and all required paperwork, invoices, and other documentation to the state for reimbursement and ongoing financial functioning of the SECRETAC.

Section 7

In the event of a vacancy of office due to resignation, election to another position, illness, death, etc. the voting membership shall elect a replacement from the executive committee membership after the respective county of the vacancy appoints another member to the executive committee.

Article V – SEC-RETAC

Section 1

The council shall meet not less than quarterly. The annual meeting will be in June. The Chairperson or any three (3) Voting Members may call a special meeting at any given time, provided that at least four (4) days notice is given to each Voting Member of the council.

Section 2

A quorum shall consist of the council members who are present at the council meeting and passage of action items will consist of a majority vote of the council members who are present or by proxy vote. No regional funding grant(s) will be approved or awarded unless each county is equally represented.

Section 3

Voting member(s), who will be absent from a regular scheduled meeting, may provide a written notice of proxy that must be assigned to one of the remaining council members from their respective county representatives. The proxy will be valid for one meeting that allows the designee to vote on behalf of the absent council member or as directed within the assign proxy.

Section 4

Voting may take place via electronic mail under any of the following conditions:

1. The issue has been discussed at a meeting where a quorum is not present; or
2. The issue at hand requires voting immediately for an action to occur; or
3. A response must be received from the council members before action can occur.

Electronic voting requires a two-thirds majority (12 members) and a response from at least one representative from each county to be considered official business.

Results of electronic voting will be sent via electronic mail to all council members and will be reviewed at the next council meeting.

Section 6

The Order of business at the regular meeting shall be:

1. Roll Call
2. Reading and Approval of the minutes of the previous meeting
3. Report of the Treasurer
4. Report of the Officers
5. Report of the Coordinator
6. Report of the Committees
7. Old Business
8. New Business
9. Public Comment
10. Setting of the next meeting date, time, and location
11. Adjournment

Article VI – Standing and Special Committees

The council may create other standing and special committees, as the council deems necessary. The council shall appoint the members and designate the Chairperson of these committees.

Article VII – Parliamentary Authority

Generally, the principles of the latest edition of Robert’s “ Rules of Order” shall govern membership meetings when not in conflict with these bylaws with the exception of the ability of the chairperson to vote.

Article VIII – Amendments

Any proposed amendments to these bylaws must be distributed to the membership, read at least once at a regular meeting of the council and voted upon at the next meeting of the council. The amendment must be approved by a two-thirds (2/3) majority of Voting Members attending the meeting at which a quorum is present.

Article IX – Dissolution

Section 1

The council is organized exclusively for charitable purposes, including, for such purposes, the making of distributions to organizations that qualify as except organizations under section 501 (c) (3) of the internal revenue code of 1954 (or the corresponding provisions of any future united states internal revenue law).

Section 2

No part of the net earnings of the council shall inure to the benefit, or be distributable to its members, trustees, officers, or other private persons, except that the council shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions. No substantial part of the activities of the council shall be to influence legislation, or intervene in any political campaign on behalf of any candidate for public office. The council shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under section 501 (c)(3).

Section 3

Upon dissolution of the council the executive committee shall, after paying or making provision for the payment of all liabilities of the council, make a recommendation for the disposal of all of the assets of the council exclusively for the purpose of the council in such a manner. Or to such organizations organized and operated for charitable, Educational, religious, or scientific purposes that at the time qualify as an exempt organization under section 501(c)(3) of the Internal revenue code.

This recommendation will be forwarded to all counties represented by the SEC-RETAC for approval and final determination.