

North Central Regional Trauma Advisory Council

BY-LAWS

Approved May 11, 2023
Effective May 11, 2023

Article I – Name

- I. The name of the organization shall be the North Central Regional Trauma Advisory Council, hereafter referred to as the “NCRCTAC”. The NCRCTAC principal office address will reside with the NCRCTAC Coordinator’s office location.

Article II – Purpose, Mission & Duties

- I. The North Central Regional Trauma Advisory Council is an essential component of the infrastructure of the Wisconsin Statewide Trauma Care System. The enabling legislation is WI 1997 Act 154 and DHS Rule 118 with the Wisconsin Department of Health Services (DHS) serving as the lead agency for plan development and implementation.
- II. The purpose of the NCRCTAC is to develop, implement, monitor and improve the regional trauma system. [DHS 118.06(1)]
- III. The mission of the NCRCTAC is to reduce the death, disability and suffering that result from traumatic injuries and mass casualty events by providing a comprehensive and integrated system of regional prevention and trauma care resources throughout the continuum of care.
- IV. Duties of the NCRCTAC include, but are not limited to:
 - a. Establish an executive council [DHS 118.06(3)(b)1.]
 - b. Select a coordinating facility [DHS 118.06(3)(c)1.]
 - c. Select a fiscal agent [DHS 118.06(3)(d)1.]
 - d. Designate a liaison with DHS [DHS 118.06(3)(h)]
 - e. Analyze local and regional trauma registry data [DHS 118.06(3)(i)]
 - f. Create a local and regional performance improvement process [DHS 118.06(3)(j)]
 - g. Develop and implement injury prevention and education strategies based on performance improvement findings [DHS 118.06(3)(k)]
 - h. Develop a regional trauma plan [DHS 118.06(3)(L)]
 - i. Resolve conflicts concerning trauma care [DHS 118.06(3)(m)]
 - j. Develop regional triage and transport protocols [DHS 118.06(3)(o)]

Article III – Membership

- I. Geographical Borders. The North Central Trauma Advisory Council’s geographical area consists of the following Wisconsin counties: Clark, Forest, Iron, Langlade, Lincoln, Marathon, Oneida, Portage, Price, Taylor, Vilas, and Wood.

- II. General Members. NCRTAC member's organizations shall include hospitals, emergency medical services (EMS), public health departments, emergency management, and other agencies or healthcare facilities that have trauma care or emergency response responsibilities or interest within the NCRTAC's geographic borders.
- a. Organizations whose primary location is outside the geographical borders of the NCRTAC may be members of the NCRTAC if they interact with other NCRTAC members.
 - b. There is no limit to the number of general members a member organization may have represent them in the NCRTAC.
 - c. All member organizations are eligible to have representatives serve on NCRTAC committees and the Executive Council.
 - d. Non-voting NCRTAC members shall include staff of the NCRTAC and the North Central Wisconsin Healthcare Emergency Readiness Coalition (NCW HERC) such as:
 - i. NCRTAC Coordinator
 - ii. NCW HERC Regional Medical Advisor
 - iii. NCW HERC Coordinator
 - iv. Fiscal Agent Representative, and
 - v. Any other staff position as recommended by DHS, the NCW HERC or the NCRTAC.
- III. General Meetings. Meetings other than the Annual Joint Meeting may be called by the Executive Council or by the Chair at the request of the NCRTAC membership with the date and location determined by the Chair or the Executive Council.
- a. Meetings will be noticed as required by Wisconsin law. Regularly scheduled meeting agendas will be posted on the NCRTAC website at least five business days prior to the meeting.
 - b. Six general meetings, to include the Annual Joint Meeting, will be scheduled each year.
 - c. The membership may conduct confidential review of data and cases as provided in Wisconsin Statutes 146.37, 146.38 and 256.25(3)
- IV. Meetings that directly discuss identifiable patients, healthcare providers or other emergency responders shall be closed to the public. Participation by Telephone. Any one or more members may participate in a meeting of the NCRTAC or such committee by means of a conference telephone or similar communications equipment allowing all persons participating in the meeting to hear each other at the same time. Participation by such means shall constitute presence in person at a meeting.
- V. Voting Rules. For all matters brought before the general membership:

- a. Votes may be cast by all NCRATAC general members present at the meeting and those that submitted written ballots to the NCRATAC Coordinator prior to the meeting.
- b. Voting will be by voice vote unless ballots are requested by the Chair or by 2/3 of the quorum present.
- c. A simple majority is required.
- d. In the event that there is a tie in any vote, the Chair shall have a second vote to be the tiebreaker.

Article IV – Directors

- I. Composition. The Executive Council shall consist of not less than nine (9) or more than seventeen (17) Directors including: [DHS 118.06(3)(b)1.]
 - a. Not less than 2 prehospital affiliated members
 - b. Not less than 2 hospital affiliated members
 - c. At least one member representing education
 - d. At least one member representing injury prevention
 - e. Not less than 2 miscellaneous members (e.g. public health, law enforcement, education elected officials, emergency management, concerned citizens, etc.)

- II. Election. Directors will be elected to the Executive Council by a vote of the General Membership during the Annual Joint Meeting.
 - a. Nomination.
 - i. Nominations will be accepted by the NCRATAC Coordinator up to 14 days prior to the meeting at which time a mail-in ballot will be available for members unable to attend the Annual Joint Meeting.
 - ii. Nominations from the floor will be accepted at the time of the Annual Joint Meeting.
 - iii. Write-in candidates will be accepted on the ballot.
 - b. Voting.
 - i. Votes may be cast by all NCRATAC general members present at the meeting and those that submitted written ballots to the NCRATAC Coordinator prior to the meeting.
 - ii. Voting should be by written ballot unless the Chair indicates a voice vote or show of hands.

- III. Term of Office. All Directors shall serve a 3-year term on the Executive Council, and may serve unlimited consecutive terms on the Executive Council. The term will coincide with the fiscal year of the NCRATAC. One-third (1/3) of the Directors will be elected each year.

- IV. Powers and Duties. The Executive Council shall have the control and management of the affairs and operations of the NCRTAC and shall exercise all the powers that may be exercised by the NCRTAC.
- V. Annual Joint Meeting. An Executive Council membership meeting shall be held annually during a joint meeting with the general membership for the purpose of receiving annual reports of the Executive Council and Officers, and for the transaction of such other business as may be brought before the meeting.
- a. The Annual Joint Meeting will be held during the May general membership meeting.
 - b. A quorum will be the general members present at the meeting to permit the conduct of official business of NCRTAC.
- VI. Additional Meetings. A minimum of three (3) regular meetings of the Executive Council will be held at such times as the Executive Council determines. Special meetings of the Executive Council may also be called at any time by the Chair or by a majority of the Directors then in office, as established by the quorum rule.
- VII. Notice of Meetings. Executive Council meetings will be noticed as required by Wisconsin law. Regularly scheduled meeting agendas will be posted on the NCRTAC website at least five business days prior to the meeting. Special meetings may be called with the approval of 50% of the Executive Council and notice shall be given at least 24 hours prior to the meeting.
- VIII. Quorum. At any meeting of the Executive Council, half of the Directors, then in office, shall be necessary to constitute a quorum for the transaction of business. However, should a quorum not be present, the meeting may continue with discussion only and no binding actions or a simple majority of the Directors present may adjourn the meeting to another time and place, without notice other than announcement at such meeting, until a quorum shall be present.
- IX. Voting. At all meetings of the Executive Council, each Director shall have one vote. In the event that there is a tie in any vote, the Chair shall have a second vote to be the tiebreaker.
- a. Electronic Voting. Those meetings that are held with the assistance of electronic media or devices may allow voting members to vote on items when not physically present as the meetings. These options consist of conference calls, video conference calls, or internet-based meetings with real-time connectivity to all discussion and voting.

- X. Action Without a Meeting. Any action required or permitted to be taken by the Executive Council or any committee thereof may be taken without a meeting if all members of the Executive Council or any such committee consent in writing to the adoption of a resolution authorizing the action. The resolution and the written consents thereto by the members of the Executive Council or any such committee shall be filed with the minutes of the proceedings of the Executive Council or such committee.

- XI. Removal. Any Director may be removed for cause by vote of the Executive Council provided there is a quorum.
 - a. If a Director fails to attend 50% of meetings held each year, the Director will be subject to removal.

- XII. Resignation. Any Director may resign from the Executive Council at any time by delivering a resignation in writing, inclusive of electronic means to the Chair of the Executive Council, and the acceptance of the resignation, unless required by its terms, shall not be necessary to make the resignation effective.

- XIII. Vacancies. Any vacancy occurring on the Executive Council arising at any time and from any cause may be filled by a special election from the NCRTAC general membership within four (4) months from the date of the vacancy.

- XIV. Committees. The Executive Council may designate standing committees, each consisting of one or more Directors, to serve at the pleasure of the Executive Council, and each of which, to the extent provided in such resolution, shall have the authority of the Executive Council. The Executive Council may designate one or more Directors as alternate members of any such committee, who may replace any absent member or members at any meeting of such committee.

- XV. Participation by Telephone. Any one or more members of the Executive Council or any committee thereof may participate in a meeting of the Executive Council or such committee by means of a conference telephone or similar communications equipment allowing all persons participating in the meeting to hear each other at the same time. Participation by such means shall constitute presence in person at a meeting.

Article V - Officers

- I. Election and Qualifications; Term of Office. The elected Officers of the NCRTAC shall be Chair and Vice-Chair. The Officers shall be elected by the Executive Council at the first meeting of the Executive Council after the beginning of the fiscal year. Each Officer shall hold office for a term of one year, to coincide with the fiscal year of the NCRTAC and until such Officer's successor has been elected or appointed, unless such Officer shall have resigned or shall have been removed as provided in Sections VII or VIII of this

Article V. An Officer will serve no more than three (3) consecutive terms.

- II. Vacancies. Any vacancy occurring in any office, whether because of death, resignation or removal, with or without cause, or any other reason, shall be filled by the Executive Council.
- III. Powers and Duties of the Chair. The Chair shall be the Chief Executive Officer of the NCRTAC. The Chair shall from time to time make such reports of the affairs and operations of the NCRTAC as the Executive Council may direct and shall preside at all meetings of the Executive Council and the NCRTAC. The Chair from time to time may delegate all or any part of their duties to the Vice-Chair. The Chair shall have such other powers and shall perform such other duties as may from time to time be assigned to the Chair by the Executive Council. The Chair and Vice-Chair will jointly sign all contracts, instruments and other documents as the Executive Council or any committee thereof may direct.
- IV. Powers and Duties of the Vice-Chair. The Vice-Chair shall have such powers and shall perform such duties as may from time to time be assigned to such Vice-Chair by the Executive Council. The Vice-Chair may execute the same duties as the chair in the latter's absence.
- V. Functions and Duties of the Secretary. The NCRTAC Coordinator will carry out the functions and duties of the Secretary. The Secretary shall be the custodian of, and shall make or cause to be made the proper entries in, the minute book of the NCRTAC and such books and records as the Executive Council may direct. The Secretary shall have such other powers and shall perform such other duties as may from time to time be assigned to the Secretary by the Executive Council. The Executive Council shall appoint an individual to serve as a Secretary in the absence of the NCRTAC Coordinator, including closed sessions of the Executive Council.
- VI. Delegation. In case of the absence of any Officer of the NCRTAC, or for any other reason that the Executive Council may deem sufficient, the Executive Council may at any time and from time to time delegate all or any part of the powers or duties of any Officer to any other Officer or to any Director or Directors.
- VII. Removal. Any Officer may be removed from office at any time, with or without cause, by a vote of a majority of the Directors then in office at any meeting of the Executive Council.
- VIII. Resignation. Any Officer may resign their office at any time, such resignation to be made in writing and to take effect immediately without acceptance by the NCRTAC.

Article VI - Staff

- I. Regional Trauma Advisory Council Coordinator. The Regional Trauma Advisory Council Coordinator will be contracted by the State of Wisconsin and will perform duties as outlined by job description and will participate in the NCRATAC and Executive Council as a required, non-voting member.

- a. The RTAC Coordinator will serve as the liaison to DHS. [DHS 118.06(3)(h)]

- II. Fiscal Agent. The Executive Council will designate a fiscal agent representative who will enter into a contract with the State of Wisconsin on behalf of the NCRATAC. This member will be non-voting.

The Fiscal Agent shall be the custodian of all funds and securities of the NCRATAC. Whenever so directed by the Executive Council, the Fiscal Agent shall render a statement of the cash and other accounts of the NCRATAC, and the Fiscal Agent shall cause to be entered regularly in the books and records of the NCRATAC to be kept for such purpose full and accurate accounts of the NCRATAC's receipts and disbursements. The Fiscal Agent shall at all reasonable times exhibit the books and accounts to any Director upon application at the principal office of the NCRATAC during business hours.

The Executive Council will review annually, in the 4th quarter of the fiscal year, the Fiscal Agent agreement for roles and responsibility changes.

- III. NCW HERC Coordinator. The NCW HERC Coordinator will be contracted through the State of Wisconsin and is responsible for coordination and operation of the NCW HERC but will be a resource for the NCRATAC.
- IV. NCW HERC Regional Medical Advisor. The NCW HERC Regional Medical Advisor will be contracted through the NCW HERC and will perform duties as outlined by job description including the provision of technical expertise.

Article VII – Parliamentary Authority

- I. Robert's Rules of Order shall be the authority for the conduct of business of the NCRATAC unless said rules are suspended in favor of other actions, or other procedures as outlined in these bylaws.

Article VIII – Standing Committees

- I. Performance Improvement and Data [DHS 118.10]
 - a. Membership will consist of a minimum of 5
 - b. Membership should include: a surgeon involved in trauma care, an emergency department physician, an EMS representative, an EMS medical director, a person who coordinates a trauma program or PI process in a trauma facility, and other trauma care and prevention professionals the NCRATAC determines appropriate.

- c. The committee may conduct confidential review of data and cases as provided in Wisconsin Statutes 146.37, 146.38 and 256.25(3)
 - d. Members will sign a confidentiality agreement at their first meeting of the committee.
 - e. Members will sign a conflict of interest statement at any meeting that reviews patient care which may have directly involved that member. A member may request to be excused from the committee during review of that patient.
 - f. Meetings that directly discuss identifiable patients, healthcare providers or other emergency responders shall be closed to the public.
- II. Community Education/ Injury Prevention
 - III. Out of Hospital Care

Article IX – Special Committees

- I. Special committees may be created at any time by action of the Executive Council to fulfill the work of the NCRTAC.

Article X – Coordinating Facility

- I. An American College of Surgeons (ACS) verified Level I or Level II trauma facility will be selected for a two (2) year term beginning at the Annual Meeting in 2016 as the Coordinating Facility. If there is no ACS Level I or II trauma facility in the region, the Coordinating Facility will be selected in accordance with HFS 118.06(3)(c). Two or more facilities may agree to serve as co-coordinating facilities.

Article XI – Amendments

- I. Amendments or additions to these bylaws may be made by the general membership in accordance with the voting rules and any such amendments will become effective at the next meeting unless otherwise specified. Amendments shall be written and submitted to the general membership at least 10 days prior to a meeting in which action may be taken on said amendments.

Article XII - Dissolution

- I. The NCRTAC may be dissolved only upon adoption of a plan of dissolution and distribution of assets by the Executive Council that is consistent with its purpose.