

**COLORADO HEALTH SERVICE CORPS ADVISORY COUNCIL**

**BYLAWS**

**ARTICLE I – NAME/LOCATION**

Section 1. Name. The name is Colorado Health Service Corps Advisory Council (the “Council”).

Section 2. Location. The principal office of the Council shall be the address of the program administrator, Primary Care Office or any future program administrator successor.

**ARTICLE II – STATEMENT OF PURPOSE**

To advise the Primary Care Office or any future program administrator successor and the administration at various educational communities and other appropriate parties to maximize the federal and state funds available to repay educational loans for physicians and other health care providers that provide service in federally designated shortage areas and other areas of extreme need in Colorado.

**ARTICLE III – COUNCIL MEMBERS/OFFICERS**

Section 1. Council Members. Members of the Council shall be appointed by the Governor per Title 25, Article 20-5, Colorado Revised Statutes, Part 2 The Colorado Health Service Corps.

Section 2. Elected Officer. The only elected officer of the Council shall be a Chair, who shall be elected for a one-year term by the Council from its members. Should the office of Chair become vacant, the Council shall elect a successor from its members at the next meeting and such election shall be for the unexpired term of said office.

Section 3. Appointed Officers. The Council shall appoint such other officers as may be needed from time to time as determined by the Council. Appointed officers shall serve for such term as designated by the Council.

Section 4. Chair. The Chair of the Council shall preside at all meetings of the members of the Council and shall have such other duties as members may direct.

Section 5. Absence of Chair. Whenever the Chair is unable to attend a meeting of the Council, the members present at such meeting shall designate a temporary Chair from among the members present who shall preside at such meeting.

Section 6. Expenses. Members of the Council shall receive no compensation for services or reimbursement of expenses.

**ARTICLE IV – MEETINGS**

Section 1. Regular Meetings. Regular meetings of the Council shall be held at such location or by various means of telecommunication, on such day, and at such time as established by the Council.

Section 2. Notice to the Members. Notification to members required pursuant to this Article shall be by electronic mail communication or facsimile at least 48 hours or 72 hours by U.S. first class mail prior to the meeting.

Section 3. Notice to the Public. Notice of all regular meetings or any other meetings at which the adoption of any proposed policy, position, resolution, rule, regulation or formal action occurs or at which a majority or quorum of the Council is in attendance, or is expected to be in attendance, shall be posted publicly in the offices of Primary Care Office or future program administrator successor no less than 24 hours prior to the meeting.

Section 4. Open Meetings. All meetings of two or more members of the Council at which any public business is discussed or at which any formal action may be taken shall be open to the public; provided that pursuant to §24-6-402(4) of the Colorado Revised Statutes, as amended, the Council by the affirmative vote of two-thirds of the members present, may go into executive session for consideration of attorney-client privileged communications; matters required to be kept confidential by Federal or State law or rules and regulations; security; and consideration of any documents protected by the mandatory nondisclosure provisions of §24-72-201 or §24-6-402(4)(h) of the Colorado Revised Statutes, as amended. The Council shall not adopt any final policies or positions nor shall any resolution, rule, regulation or formal action be adopted at any session which is not open to the public.

Section 5. Quorum. At all meetings of the Council, fifty percent (50%) of the membership plus one (1) member shall constitute a quorum for the purpose of conducting business and exercising the powers of the Council. In the absence of a quorum, a majority of the members present may adjourn the meeting to a specified time, date and place without further notice to the public.

Section 6. Voting and Council Decisions. One or more members of the Council may participate in any Council meeting and may vote through usage of telecommunications devices, including, but not limited to, the usage of conference telephone, email or similar communications equipment. Such participation through telecommunications devices shall constitute presence in person at such meeting. Action may be taken by the Council upon the affirmative vote of a majority present. Voting on all questions at a meeting of the Council shall be by voice vote unless a member requests a roll call, in which case the yeas and nays shall be entered upon the minutes of such meetings. Each member shall be entitled to cast one vote on all matters to be decided by the Council. The Chair of the Council shall be entitled to vote on all matters decided by the Council.

Section 7. Conflicts of Interest. A member with any actual or possible conflict of interest must disclose the existence of his or her financial interest and must be given the opportunity to disclose all material facts to the Council. Financial interest would include: a) ownership or investment interest in any entity which may be awarded a transaction or contract, or b) a compensation arrangement with any entity or individual which may be awarded a transaction or contract, or c) a potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which Primary Care Office or future program administrator successor has a transaction or contract. A financial interest is not necessarily a conflict of interest. A member who has a financial interest may have a conflict of interest only if the majority of disinterested members of the Council decide that a conflict of interest exists. This determination of a conflict of interest shall be set forth in the minutes and any member having such conflict of interest shall abstain from voting and shall refrain from attempting to influence the decision of other Council members in the authorization of any such contract or transaction.

Section 8. Record of Meetings. The Chair, or any other person designated by the Council, shall keep a record of the proceedings of the Council and shall be custodian of all books, documents, and papers filed with the Council and the minute books or journal of the Council. The Chair shall cause the minutes of each meeting to be presented to the Council for approval at its next meeting. Corrections, if any, and approval of the minutes shall be upon the affirmative vote of the majority of members present.

Section 9. Order of Conduct. "Robert's Rules of Order shall govern the conduct of all meetings of the Council except where in conflict with these Bylaws."

## **ARTICLE V – FISCAL MATTERS**

Budget. The Board shall approve and adopt an annual budget for each fiscal year. The budget shall set forth all proposed revenues and expenditures for the administration and operation for such fiscal year.

## **ARTICLE VI – DUTIES OF COUNCIL**

Section 1. Review and Recommend Health Care Providers for Loan Repayment. The Council shall review applications and recommend to Primary Care Office or future program administrator successor the approval of health care loan providers for loan forgiveness based on such factors but not limited to eligible applicants based on state and federal regulations, student loan debt, Health Professional Shortage Area ranking, equality among health care provisions and service to all geographic areas of the state.

Section 2. Health Care Provider Awards. Primary Care Office or future program administrator successor, upon selection health care providers by the Council, will enter into an agreement with the health care provider and an approved health care site. The awards and requirements for the health provider and the site will be consistent with the state and federal regulations for administering the loan repayment program.

Section 3. Meeting Attendance and Removal for Absences. During their term(s) of service on the Council, members are expected to attend all meetings. If a member of the Council is absent without being excused for three consecutive meetings over a 12 month period, from the Council may recommend to the Governor's Office that the member be replaced.

## **ARTICLE VII – COMMITTEES**

The Chair may appoint one or more committees, not having and exercising the authority of the Council, to conduct activities necessary to promote the purpose of the Council. Members of each committee shall be members of the Council and the Chair of the Council shall appoint the members thereof.

## **ARTICLE VIII – AMENDMENTS**

These bylaws may be altered, amended, or repealed and new bylaws may be adopted by the Council at any regular meeting.

## **ARTICLE IV – SUSPENSION OF BYLAWS**

Any and all provisions of the bylaws, not otherwise required by law, may be suspended by unanimous consent of the members present at any meeting of the Council.

Bylaws History:

Approved by the Council on April 22, 2010