



Colorado Department  
of Public Health  
and Environment

## **BYLAWS**

### **Breast and Cervical Cancer Screening Program (BCCSP) Advisory Board**

#### **ARTICLE I: Name**

The name of this organization shall be the Breast and Cervical Cancer Screening Program Advisory Board, herein referred to as the “Advisory Board,” created pursuant to, C.R.S. 25-4-1505, operating within the Department of Public Health and Environment, Prevention Services Division, herein referred to as the “Department.”

#### **ARTICLE II: Purpose**

C.R.S. 24-22-117 (2)(d)(II) directs the Department to allocate Tobacco Tax Cash Funds, herein referred to as “Funds”, for breast and cervical cancer screening pursuant to Section C.R.S. 25-4-1505. The purpose of the Advisory Board is to recommend guidelines for the services of the program and such rules and regulations as may be necessary to provide breast and cervical cancer screening where it is not otherwise readily available for reasons of cost or distance to suitable medical facilities purposes.

#### **ARTICLE III: Duties of the Advisory Board**

- Section 1. The Advisory Board shall:
- (a) Review program strategies and activities to ensure that Funds are used for the purposes stated in C.R.S. Section 25-4-1504:
    - (1) Improving the availability of screening;
    - (2) Providing further diagnostic screening services, as may be indicated; and
    - (3) Creating and operating a referral service for the benefit of women for whom further examination or treatment is indicated.
  - (b) Recommend guidelines for the services of the program and such rules and regulations as may be necessary; and
  - (c) Suggest strategies and activities to ensure that funding maximizes program services.

#### **ARTICLE IV: Members**

- Section 1. The composition of the Advisory Board shall reflect, to the extent practical, Colorado's ethnic, racial, and geographical diversity.
- Section 2. The Advisory Board shall be in accordance with CRS Section 25-4-1505 and seven members appointed by the executive director of the Department.

- Section 3. Members of the Advisory Board shall serve three-year terms; except that, of the members initially appointed to the Advisory Board, one shall serve a one-year term and three shall serve two-year terms.
- Section 4. Any member of the Advisory Board who has two consecutive unexcused absences from the meetings of the Advisory Board shall be deemed to have vacated the membership. Members are responsible for notifying program staff three days before a scheduled meeting when they will be absent.
- Section 5. Members of the Advisory Board shall serve without compensation but shall be reimbursed for their actual and necessary expenses incurred in the performance of their duties from monies deposited in the Fund.

#### **ARTICLE V: Officers**

- Section 1. Elected officers of the Advisory Board shall be the Chairperson and the Vice Chairperson:
- (a) These officers shall be elected from among the voting members of the Advisory Board.
  - (b) The election shall be conducted within 90 days of the establishment of the Advisory Board for the first year and annually at the first meeting held after January 1 in each calendar year in subsequent years.
  - (c) The Chairperson and Vice Chairperson shall be elected by majority vote of the ballots cast for the office.
  - (d) No elected officer shall hold more than one office at a time.
  - (e) The Chairperson or Vice Chairperson may be removed from office:
    - (1) At any time for cause the Advisory Board may deem sufficient, by a vote of three-fourths of the entire voting membership present.
    - (2) Written notice giving time, place and purpose of this meeting shall be mailed to each member of the Advisory Board at least ten working days prior to the meeting;
    - (3) If an officer is removed at such meeting, an election for a successor shall take place at the same meeting.
- Section 2. The officers of this Advisory Board shall be the Chairperson and Vice Chairperson starting in 2009. The term of office for Chairperson and Vice Chairperson shall be one year commencing at the close of the meeting at which they were elected. The Vice Chairperson would automatically be moved up to the role of Chair of the Advisory Board unless they so decline.
- Section 3. A vacancy in office shall exist in the event of an officer's death, resignation, two consecutive unexcused absences or removal from office.
- (a) In the event the Chairperson position is vacated due to reasons identified in Section 3, the Vice Chairperson shall assume the role for the remainder of the term.
  - (b) In the event the Vice Chairperson position is vacated due to reasons identified in Section 2 or 3, a special election shall be conducted at the next regular

meeting of the Advisory Board in order to fill the vacancy. Nominations will be accepted at the meeting and an election will be conducted as described in Article VIII following the close of nominations. The newly elected Vice Chairperson shall serve the remaining term.

- Section 4. Duties of the Chairperson shall be to:
- (a) Preside at all meetings of the Advisory Board.
  - (b) Observe and enforce the bylaws and policies of the Advisory Board.
  - (c) Perform all such other duties of the office as provided by these bylaws or prescribed by the Advisory Board.
- Section 5. Duties of the Vice Chairperson shall be to:
- (a) Exercise the functions of the Chairperson in absence, or during the inability of the Chairperson to perform or upon the Chairperson's request.
  - (b) Perform other duties the Chairperson may prescribe.
- Section 6. Duties of the Department Staff who are responsible for administering the program shall be:
- (a) Present information and prepare documentation to support the work of the Advisory Board.
  - (b) Oversee and monitor the program budget.
  - (c) Notify all Advisory Board members and announce to the public, in a manner prescribed by the Advisory Board, the time and place of Advisory Board meetings and meetings of the Advisory Board's subcommittees and task forces at least five working days prior to such meetings and cancellations of such.
  - (d) Monitor attendance and unexcused absences.
  - (e) Record, maintain and distribute accurate minutes of all Advisory Board and subcommittee meetings.
  - (f) Seek and record approval of Advisory Board meeting minutes from at least two Advisory Board members before posting on the program's web site.
  - (g) Make meeting minutes available to the public through the Department.
  - (h) Receive resignations, written notices of impending vacancies or notices of change in status and communicate with the Executive Director of the Department to fill such vacancies
  - (i) Distribute to Advisory Board members the meeting agenda, minutes of the previous meeting and any supplemental materials pertaining to such meetings at least five working days prior to such meetings
  - (j) Process requests for reimbursement for Advisory Board member's expenses consistent with state fiscal rules and department policies.
  - (k) Maintain accurate and up-to-date lists of members of the Advisory Board
- Section 7. In the absence of both the Chairperson and Vice Chairperson at any meeting in which a quorum is present, the members present shall elect a Chairperson to serve for that meeting only.

## **ARTICLE VI: Meetings**

- Section 1. The Advisory Board shall meet at least quarterly, and more frequently as needed, at the call of the Chairperson.
- Section 2. A quorum of five members shall be required for all actions of the Advisory Board:
- (a) No proxy or absentee voting shall be allowed;
  - (b) Members may fully participate in a meeting via teleconference or video conference;
  - (c) At the discretion of the Chairperson, issues may be voted upon via email or writing (fax) provided responses are received within 48 hours of the notification.
  - (d) Any meeting may be cancelled by the Chairperson, three working days prior to such meeting, when, in consultation with department staff, the Chairperson determines the meeting is not needed, or when there will not be a quorum present.
- Section 3. In the absence of a quorum, any business transacted is null and void, except to take measures to obtain a quorum or to re-schedule another meeting.
- Section 4. All meetings of the Advisory Board shall be open to the public in accordance with regulations of the Colorado Open Records Act and the Open Meetings Law. The Advisory Board may move to Executive Session in accordance with the Colorado Open Meetings Law. Notice of meetings shall be posted on the program's web site. The Advisory Board shall hear testimony from the public in attendance in a manner as prescribed by the Advisory Board.
- Section 5. All decisions and recommendations from the Advisory Board to the Board of Health and to the Department shall have been adopted by majority vote of the Advisory Board.
- Section 6. No individual member shall make a statement of policy that purports to be that of the Advisory Board unless the Advisory Board shall have adopted such policy, but no one shall be prohibited from stating his or her personal opinions, provided they are clearly identified as such.

## **ARTICLE VII: Subcommittees and Task Forces**

- Section 1. Subcommittees of the Advisory Board may be established as needed by majority vote of the Advisory Board.
- Section 2. Ad hoc committees and task forces including other individuals, groups, organizations or associations, pursuant to Article III, may be established by majority vote at any meeting of the Advisory Board:
- (a) Membership shall be prescribed by the Advisory Board;
  - (b) The Advisory Board Chairperson shall appoint the chairpersons of ad hoc committees and task forces; that chairperson shall come from Advisory Board membership;

- (c) Ad hoc committees shall be given prescribed purposes and prescribed dates of discontinuance.

- Section 3. Meetings of the subcommittees and any ad hoc committee or task force shall be open to the public, in accordance with the Open Meetings Law:
- (a) Meetings shall be at the call of the Chairperson of the subcommittee or task force.
  - (b) Meetings shall be announced at least five working days prior to the meeting date in a manner as prescribed by the Advisory Board.
  - (c) A majority of the current membership of Advisory Board subcommittees or of any ad hoc committee or task force shall constitute a quorum.
  - (d) No proxy or absentee voting shall be allowed for any member of a subcommittee or task force; however, a subcommittee member may fully participate and vote by teleconference or video conference.
  - (e) In the absence of the subcommittee or task force chairperson, the members shall elect a chairperson who shall serve for that meeting only.
  - (f) An individual may serve as the permanent chairperson of only one committee.
  - (g) Meetings of Advisory Board subcommittees, ad hoc committees and task forces shall be conducted in the manner as prescribed in the parliamentary authority.
  - (h) Minutes of all subcommittee meetings shall be made, copies of which shall be remitted to the members of the subcommittee and the Advisory Board.

#### **ARTICLE VIII: Voting and Balloting Procedures**

- Section 1. In any instance in which a majority vote is called for
- (a) The Chairperson may call for a show of hands, voice vote, standing vote, or a secret ballot, and such voting method shall determine the result of the vote; except,
  - (b) In the case of election of the Chairperson and Vice Chairperson, the vote shall always be by secret ballot as outlined in Sections 2 and 3 of this Article.
  - (c) No proxy or absentee voting shall be allowed.

Section 2. Ballots shall be pieces of paper on which the member prints his or her choice.

Section 3. If no candidate or issue receives a majority of the votes cast, another ballot shall be taken. If further ballot needs to be cast to determine a single majority winner, it shall be between the two candidates or issues receiving the highest number of votes on the immediate preceding ballot.

#### **ARTICLE IX: Parliamentary Authority**

Robert's Rules of Order shall govern the Advisory Board, its committees, ad hoc committees and task forces wherever they are applicable and not inconsistent with Colorado Revised Statutes or these bylaws. Meetings shall be as informal as circumstances permit.

## **ARTICLE X: Adoption of Bylaws**

These Bylaws shall take effect immediately upon majority vote of the Advisory Board and signature of Chairperson.

## **ARTICLE XI: Amendment of Bylaws**

Section 1. The bylaws may be amended in whole or in part at a meeting of the Advisory Board:

- (a) By three-fourths vote provided that such amendment was submitted to the Advisory Board at least five working days prior to the meeting at which such amendment is to be offered and remitted to all members of the Advisory Board.

Section 2. Adopted amendments shall take effect immediately upon adoption.

## **ARTICLE XII: Conflict of Interest**

Section 1. Where a personal, professional, or financial conflict of interest may exist, participation by members of the Advisory Board, including engaging in tasks or duties of the Advisory Board, shall be determined under this Section.

- (a) A conflict of interest means engagement in an official act or recommendation of the Advisory Board that may be influenced by a real or perceived direct economic benefit from an enterprise in which the member has a direct or substantial financial interest. A conflict of interest may also exist in circumstances where the member has a personal or professional interest that would interfere with participating objectively in an official act or recommendation.
- (b) A member shall disclose the conflict of interest before the discussion begins or as soon thereafter as the conflict is perceived, and disclose to the Advisory Board the basis of the conflict. The member can then either disqualify him or herself from any further participation or voting on the matter at hand, or upon disclosure of the conflict, the Chairperson will ask for comments from any members or any member of the public present. Except for the member disclosing the potential conflict of interest, the Advisory Board shall vote on whether a conflict of interest exists, and the member disclosing the potential conflict of interest shall be bound by the Advisory Board's vote.
- (c) If a conflict is found to exist, the member disclosing the conflict of interest may be disqualified from discussion and/or voting on the matter at hand depending on the degree of conflict of interest. Conflicts of interest may range from a committee member being a principal investigator for a grant application, a writer or key partner in the writing of a grant application, or part of an organization submitting an application and receiving a benefit from the application.
- (d) A conflict of interest may also be raised by other Advisory Board members or any member of the public in attendance.
- (e) Any member wishing to abstain from voting shall notify the Advisory Board and Chairperson.

- (f) Any Advisory Board member wishing to disengage from a required task or duty of the Advisory Board shall notify the Advisory Board and give citation of possible conflict of interest to the Chairperson.
- (g) Dispensation from voting or duty shall pertain only to the specified vote or duty.

Bylaws adopted

Signed: \_\_\_\_\_  
Chairperson Date

\_\_\_\_\_  
Vice Chairperson Date

Attest: \_\_\_\_\_  
Name, Title Date