



Colorado Department
of Public Health
and Environment

BYLAWS

Tobacco Education, Prevention and Cessation Program Review Committee

A. NAME

The name of this organization shall be the Tobacco Education, Prevention and Cessation Program Review Committee, herein referred to as the “Review Committee”, created pursuant to CRS 25-3.5-804 operating within the Department of Public Health and Environment, Prevention Services Division.

B. PURPOSE

The purpose of the Review Committee is to oversee program strategies and a grants program for preventing and reducing tobacco use and exposure to secondhand smoke.

C. DUTIES OF THE REVIEW COMMITTEE

- (1) Oversee program strategies and activities and ensure compliance with legislative mandates including the requirement that funded programs be consistent with the state strategic plan;
- (2) Oversee a grant program to provide a cohesive and comprehensive approach to preventing and reducing tobacco use and exposure to secondhand smoke in Colorado;
- (3) Review grant applications; and
- (4) Make recommendations for grant approval and amounts to the Colorado Board of Health and the Executive Director of the Department.

D. MEMBERS

- (1) Membership shall be in accordance with CRS 25-3.5-804.
- (2) The composition of the Review Committee shall reflect, to the extent practical, Colorado's ethnic, racial, and geographical diversity.
- (3) Members of the Review Committee shall serve three-year terms; except that, of the members initially appointed to the Review Committee, five members appointed by the state board shall serve two-year terms.
- (4) Members of the Review Committee shall serve no more than two consecutive terms. An appointment to complete the remainder of a vacated term does NOT count towards the two consecutive terms.
- (5) Members of the Review Committee shall serve without compensation but shall be reimbursed for their actual and necessary expenses incurred in the performance of their duties from moneys deposited in the fund created in section 25-3.5-804,

- C.R.S., for their actual and necessary expenses incurred in the performance of their duties pursuant to this Part 3
- (6) Those members appointed by the Executive Director of the Department, while ineligible for the offices of Chair and Vice-Chair, are full voting members of the Review Committee.
 - (7) A vacancy in membership shall exist in the event a member has three consecutive unexcused absences

E. OFFICERS

- (1) Elected officers of the Review Committee shall be the Chairperson and the Vice Chairperson:
 - (a) These officers shall be elected from the members of the Review Committee except that members appointed by the Executive Director of the Health Department shall not be eligible to become officers.
 - (b) The election shall be conducted within 90 days of the establishment of the Review Committee for the first year and annually at the first meeting held after September 30 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) The Chairperson or Vice Chairperson may be removed from office:
 - (I) At any time for cause the Review Committee may deem sufficient, by a vote of three-fourths of the voting membership present. This vote shall take place at a meeting called for that purpose;
 - (i) A written notice providing time, place and purpose of this meeting shall be mailed to each member of the Review Committee at least ten working days prior to the meeting;
 - (ii) If an officer is removed at such meeting, an election for a successor shall take place at the same meeting without previous notice of the election.
- (2) Except for the officers elected for the 2005-2006 fiscal year, 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. Officers elected for the 2005-2006 fiscal year shall serve until the election in 2007.
- (3) A vacancy in office shall exist in the event of an officer's inability to hold office or two consecutive unexcused absences.
 - (a) In the event that a vacancy exists in the office of Chairperson but not in the office of Vice Chairperson, the Vice Chairperson shall assume the office of Chairperson, and a new Vice Chairperson shall be elected, in accordance with paragraph (1) of this Section E, with both officers serving for the remainder of the term until the next election of officers.
 - (b) In the event that a vacancy exists in the office of Vice Chairperson but not in the office of Chairperson, a new Vice Chairperson shall be elected, in accordance with paragraph (1) of this section E, and shall serve for the remainder of the term until the next election of officers.

- (c) In the event that concurrent vacancies exist in the offices of Chairperson and Vice Chairperson, both offices shall be filled for the remainder of the term through an election process in accordance with paragraph (1) of this Section E.
- (4) 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.
- (5) Duties of the Chairperson shall be to:
 - (a) Preside at all meetings of the Review Committee.
 - (b) Observe and enforce the bylaws and policies of the Review Committee.
 - (c) Preside at all meetings of the Executive Committee of the Review Committee.
 - (d) Perform all such other duties incident to the office as provided by these bylaws or prescribed by the Review Committee.
- (6) Duties of the Vice Chairperson shall be to:
 - (a) Exercise the functions of the Chairperson in the absence, or during the inability of the Chairperson to perform, or upon the Chairperson's request.
 - (b) Serve on the Executive Committee of the Review Committee.
 - (c) Perform other duties the Chairperson may prescribe.

F. MEETINGS

- (1) The Review Committee shall meet at least quarterly at the call of the Chairperson.
- (2) A quorum of the Review Committee meetings shall be a majority of the total membership of the Review Committee;
 - (a) No proxy or absentee voting shall be allowed; however, a member may participate by teleconference.
 - (b) Any meeting may be cancelled by the Chairperson, three working days prior to such meeting, when, in consultation with department staff, the Chairperson determines there will be no quorum present at such meeting.
- (3) In the absence of a quorum, any business transacted is null and void, except:
 - (a) to fix the time to which to adjourn,
 - (b) to adjourn
 - (c) to recess, or
 - (d) to take measures to obtain a quorum.
- (4) All meetings of the Review Committee may be open to the public in accordance with regulations of the Colorado Open Records Act and Sunshine Law. The Review Committee may move to Executive Session in accordance with the Colorado Open Records Act to review and rate grant applications in a confidential manner. Notice of meetings shall be posted on the program's web site.
- (5) All grant funding recommendations from the Review Committee to the Board of Health and to the Department shall have been approved by majority vote of the Review Committee members present.
- (6) No individual member shall make a statement of policy that purports to be that of the Review Committee unless the Review Committee 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.

- (7) State Tobacco Education and Prevention Partnership (STEPP) staff shall provide support, administrative and otherwise, to the Review Committee, its Executive Committee and its various subcommittees in conducting Review Committee business.
- (8) In conducting regular business, and in the event that issues before the Review Committee cannot be resolved by these bylaws, Robert's Rules of Order Revised will be applied as a guideline for meeting procedures.

G. SUBCOMMITTEES AND TASK FORCES

- (1) Subcommittees of the Review Committee may be established as needed by majority vote of the Review Committee members present following the election of officers.
- (2) Ad hoc committees and task forces with other individuals, groups, organizations or associations may be established by majority vote at any meeting of the Review Committee:
 - (a) Membership shall be prescribed by majority vote of the Review Committee;
 - (b) Review Committee Chairperson shall appoint the chairpersons of ad hoc committees and task forces; that chairperson shall come from Review Committee membership;
- (3) Meetings of the subcommittees and any ad hoc committee or task force shall be open to the public, and shall hear testimony from the public in attendance in a manner as prescribed by the Review Committee:
 - (a) Meetings shall be at the call of the Chairperson of the subcommittee or task force.
 - (b) A majority of the current membership of Review Committee subcommittees or of any ad hoc committee or task force shall constitute a quorum of such.
 - (c) No proxy or absentee voting shall be allowed for any member of a subcommittee or task force; however, a subcommittee member may participate by teleconference.
 - (d) In the absence of the subcommittee or task force chairperson, the members shall elect a chairperson who shall serve for that meeting only.
 - (e) Minutes of all subcommittee meetings shall be made, copies of which shall be remitted to the members of the subcommittee and the Review Committee.
- (4) Meetings of the Executive Committee, which is composed of the Chairperson, Vice Chairperson, and the Director of STEPP, may be called to address Executive Committee business between regular meetings of the entire Committee, provided that such Executive Committee business does not require a quorum. Issues addressed by the Executive Committee may include but are not limited to the formation of meeting agendas, the preparation of meeting materials and responses to public inquiries.

H. VOTING AND BALLOTING PROCEDURES

- (1) In any instance in which a majority vote is called for
 - (a) The Chairperson may call for a show of hands or standing vote and such voting method shall determine the result of the vote; except,
 - (b) In the case of election of officers the vote shall be by secret ballot
 - (c) In the case of voting on the approval or disapproval or funding levels of specific grant applications the vote shall be by recorded ballot
 - (d) The Chairperson shall require a secret ballot for other voting issues of the Review Committee at the request of a member.

I. ADOPTION OF BYLAWS

These Bylaws shall take effect immediately upon majority vote of the Review Committee members present and signature of Chairperson.

J. AMENDMENT OF BYLAWS

- (1) The bylaws may be amended in whole or in part at a meeting of the Review Committee:
 - (a) By two-thirds vote provided that such amendment was submitted to the Review Committee Chairperson and the department staff at least ten working days prior to the meeting at which such amendment is to be offered and remitted to all members of the Review Committee.
- (2) Adopted amendments shall take effect immediately upon adoption.

K. CONFLICT OF INTEREST

- (1) Conflict of interest means an immediate personal, private or financial interest in any matter pending before the Review Committee. This includes circumstances where a Review Committee member has an interest that would interfere with a Review Committee member participating objectively in an official act. No member of the Review Committee shall be permitted to vote on items brought before the Review Committee, or directly engage in tasks or duties of the Review Committee, including discussions concerning grant applications prior to a final vote, where a conflict of interest exists for that member.
 - (a) Any member who perceives they may have a conflict of interest in regard to a certain issue must disclose that fact to the Review Committee before the discussion of that issue begins or as soon thereafter as the conflict of interest is perceived and disqualify him or herself from any further participation or voting.
 - (b) In the event that it is not clear whether a perceived or potential conflict of interest does exist, including concerns raised by other Review Committee members or other parties to the matter, the Review Committee shall discuss

the matter and except for the member potentially having the conflict of interest, the Review Committee shall vote on whether a conflict of interest exists. The Review Committee member having the potential conflict of interest shall be bound by the Review Committee's vote. If a conflict of interest is found to exist, the Committee member deemed by the Review Committee to have the conflict of interest shall be disqualified from further participation or voting on the matter at hand and shall physically leave the meeting for the duration of the discussion of the issue for which they have a conflict of interest.

- (c) Any Review Committee member wishing to disengage from a required task or duty of the Review Committee because of a potential conflict of interest shall notify the Review Committee and give citation of possible conflict of interest to the Chairperson.
- (d) Dispensation from voting or duty shall pertain only to the specified vote or duty.

Bylaws adopted _____, 2005

Signed: _____
Chairperson

Vice Chairperson

Attest: _____