

## Washington Traumatic Brain Injury Strategic Partnership Advisory Council Bylaws

### **Article I: Name**

The name of the organization governed by these bylaws is the Washington Traumatic Brain Injury Strategic Partnership Advisory Council. This Council is also known as the TBI Council or, in these bylaws, as the Council.

### **Article II: Mission**

The mission of the Council is to advise and work in collaboration with the Department of Social and Health Services (DSHS) and other stakeholders to advise the Governor, the Legislature and the Secretary of the Department of Social and Health Services on the best ways to create and provide an array of coordinated, accessible services and supports which promote optimal quality of life for all individuals with traumatic brain injury and their families. This mission will be initiated through the design and implementation of a Comprehensive Statewide Plan and pursued through ongoing comprehensive reports to the Legislature and Governor.

### **Article III: Membership & Quorum**

- A. All members of the Council are appointed in accordance with WA State RCW 74.31, to include appointments by the Governor of the State of Washington and State Department and Agency Heads.
- B. The terms of appointed Council Members shall be three years. No Member may serve more than two consecutive terms.
- C. Inability of Council Members to regularly attend Council meetings will result in recommendations to the Governor, State Department and Agency Heads for their removal from the Council. The Council written Attendance Policy provides additional guidance on meeting attendance.
- D. A quorum, at any given meeting, consists of a majority of the Council Members currently appointed. A quorum at a Council meeting is required in order for the Council to take a vote.
- E. All Council decisions, unless specified otherwise in the Bylaws, will be made by a majority vote.

#### **Article IV: Officers**

- A. The Officers of the Council shall consist of a Chairperson and two Vice Chairs.
- B. Terms of Officers shall be completed at the end of the first Full Council meeting after June 30, 2010 and every two years thereafter.
- C. Officers shall serve a maximum of two terms (partial or full).
- D. Vacancies will be filled at the first Council meeting subsequent to when the vacancy occurred.
- E. A Council Member elected to fill a vacancy shall serve until the end of the vacating Officer's term.
- F. The election of all three (3) Council Officers will occur at the first Full Council meeting after June 30, 2010, and every two years thereafter.
- G. The Governance Committee shall present a slate of Officer Nominees to the Council at the meeting, or immediately prior to the election or in the event of a vacancy. The Governance Committee shall make a reasonable effort to include a TBI survivor or caregiver among its Officer nominees. On the day of the election, additional nominations will be allowed.
- H. The Council shall have a written policy on the roles of its Officers.

#### **Article V: Standing Committees**

The Council shall have two standing committees: 1. The Executive Committee and 2. The Governance Committee.

- A. Executive Committee
  - a. The Chair, Vice-Chairs, and an Immediate Past Chair or Co-Vice Chair (if available) shall constitute the Executive Committee.
  - b. The role of the Executive Committee shall include all functions specified in the Bylaws and any additional functions specified in the Council's Policies.
  - c. The Executive Committee shall oversee the agenda setting process for Council meetings, act on behalf of the Council when action is required between meetings, supervise Council activities between regular meetings and fulfill any other responsibilities assigned by the Council.
  - d. The Executive Committee shall designate a spokesperson(s) for the Council when presenting reports and recommendations to the Legislature and Governor's Office and other such occasions when the Council needs representation.
- B. Governance Committee
  - a. The Executive Committee shall appoint three Council Members to serve on the Governance Committee.

- b. One member shall be appointed for a term ending June 30, 2008. Two members shall be appointed for terms ending June 30, 2009. Thereafter, members will be appointed for two year terms ending June 30th of the given year.
- c. A Council Member appointed to fill a Governance Committee vacancy shall serve until the end of the vacating Committee member's term.
- d. Governance Committee Members shall serve a maximum of two terms(partial or full).
- e. One of the three members will be designated by the Executive Committee as Chair of the Governance Committee.
- f. The role of the Governance Committee shall include all functions specified in the Bylaws and any additional functions specified in the Council's Policies.
- g. The Governance Committee shall have jurisdiction over matters related to recommendations to the Council on bylaws and policies, nomination of Officers for Council elections, and complaints pursuant to Council policy.
- h. All proposed additions, revisions and/or deletions to Council Bylaws or Policies will first be reviewed by the Governance Committee. The exception being if a Technical Advisory Committee (See Article VI) is authorized by the Council to develop policy recommendations on matters related to their jurisdiction.
- i. The Governance Committee will provide recommendations to the Council on all proposed additions, revisions, or deletions reviewed as to whether any given proposal should be adopted, adopted with revisions, or not adopted.
- j. In performing its functions, the Governance Committee will act in a manner consistent with the Council's Bylaws and Policies.

#### **Article VI: Technical Advisory Committees (TAC)**

- A. The Council shall have a written policy with respect to the creation, scope and use of committees (also known as workgroups, ad hoc committees, task forces, etc.) to perform Council related work. TACs must be authorized pursuant to the Council's policy on Use of Committees.
- B. All committees not required in the Bylaws will be considered TACs.
- C. The Council may create committees for one or more specific tasks (e.g. public policy activity, Public Awareness, Cultural Diversity Outreach, Outreach to Veterans, Comprehensive Plan development, recommend policies related to their other authorized tasks, etc.) and may limit the duties and period of existence of such committees.

- D. TACs will perform the duties explicitly included in the written and approved authorization.
- E. TACs are advisory in nature with the primary responsibility of making recommendations for consideration by the Council. They cannot make final decisions on behalf of the Council and must act only as explicitly authorized by the Council.
- F. TACs may, depending on its authorization, include persons who are not Council Members but who have skills, experience and/or viewpoints that may be of use on such committees, however, the Chair of each TAC shall be a Council member.
- G. The Council may disband TACs it deems no longer necessary for the purposes of the Council.

#### **Article VII: Bylaws & Policies**

- A. The Council may adopt, revise and revoke policies and Bylaws as necessary to direct the work of the Council. A policy or Bylaw change shall not be adopted if it is known to be in conflict with the enabling statute, federal or state law, or applicable state rules, regulations, policies and/or laws governing generic State Councils.
- B. Portions of the Council's Bylaws or Policies in conflict with the enabling statute, State or Federal law, or applicable State rules, regulations, policies and/or laws governing the Council activity shall be considered null and void and removed from the Council's policies at the first meeting after the conflict is discovered.
- C. The Council shall have written Bylaws. Initial adoption of the Bylaws and subsequent additions, deletions and/or revisions require a 2/3 vote of the Council members present at a Council meeting for which the location, date and time was posted on the Council's website no less than ten (10) days prior to the meeting. Bylaw proposals must first be reviewed by the Governance Committee who shall present their recommendations to the Council for a vote.
- D. Policies: Initial adoption of the Council's policies and all subsequent additions, deletions and/or revisions require a majority vote of the Council members. Policy proposals must first be reviewed by a Standing Committee or TAC who has authorization to submit policy reviews before being considered for vote by the Council. (See Article VI).

#### **Article VIII: TBI Council Meetings**

The Council shall have a written policy for the conduct and management of its meetings.

#### **Article IX: Conflict of Interest**

The Council shall have a written Conflict of Interest policy to guide the conduct of Council Members.

**Article X: Accommodation**

The Council shall have a written accommodation policy for Council Members with disabilities and a policy for facilitating the meeting participation of caregivers.