

Northeastern Ohio Regional Trauma Network (NORTN)® BYLAWS

Approved 4-22-04
Amended 5-18-06
Amended 10-21-10
Amended 3-21-13
Amended 10-16-14
Amended 4-1-15 (approved by ARHA Board of Directors)
Amended 2-16-17 (approved by ARHA Board of Directors)
Amended 1-22-18 (approved by ARHA Board of Directors)

ARTICLE I: NAME AND RELATIONSHIP TO AKRON REGIONAL HOSPITAL ASSOCIATION

- Section 1. The name of this organization shall be the Northeastern Ohio Regional Trauma Network (NORTN)®.
- Section 2. NORTN® is a committee of the Akron Regional Hospital Association (ARHA). As such, it reports to the ARHA Board of Directors in matters. The NORTN® minutes and bylaws must be reviewed by the ARHA Board of Directors before they are considered final.
- Section 3. All actions by NORTN® shall be consistent with the Purpose and Objectives, interests and direction of ARHA.
- Section 4. NORTN must provide an annual report to the ARHA Board of Directors.

ARTICLE II: MISSION AND PURPOSE

- Section 1. The mission of the Northeastern Ohio Regional Trauma Network (NORTN)® is to collaboratively develop and maintain a regional trauma system, in order to improve trauma care for the communities we serve.
- Section 2. The purpose of NORTN® is to be the vehicle, through the regional trauma registry, which collects and analyzes pre-hospital as well as hospital demographic and clinical data for:
- Peer review purposes
 - Injury prevention initiatives
 - Community based education
 - Community based research
 - Submission of data to the State trauma registry
 - Performance improvement initiatives
 - Risk adjustment data analysis

ARTICLE III: MEMBERSHIP

- Section 1. Membership shall be limited to hospital representatives who function in accordance with the mission of NORTN®.
- Section 2. Voting members will be those ARHA member hospitals who have contributed data and made financial commitments to NORTN®. Non-ARHA members will not qualify to serve as voting members. To qualify as a voting member of NORTN, an organization must be a hospital which has obtained an Affiliate ARHA membership.
- Section 3. Non-ARHA member hospitals who desire to become NORTN® members must first seek Affiliate ARHA membership. An Affiliate member must be a provider of health care services, including but not limited to hospitals that do not qualify to serve as Voting Members. Affiliate members have no voting rights on the ARHA Board of Directors.

Section 4. Voting members, including in person limited proxy votes, electronic voting or via conference call during a meeting, shall be identified at the beginning of each meeting in which there will be a vote.

Section 5. The Executive Committee can call for electronic votes outside of regularly scheduled meetings, adhering to Article III, Section 2 criteria.

ARTICLE IV: OFFICERS

Section 1. The Officers of NORTN® shall be a Chair, Chair-Elect, Immediate Past-Chair, Treasurer, and Member-at-Large. The ARHA Executive Director will be a non-voting member of the NORTN officers. The secretarial duties will be supported by ARHA in a non-voting capacity. At any given time, at least one member of the Executive Committee must be held by a physician. See Article VI. The Officers of NORTN® shall be referred to as the Executive Committee.

In the event more than 50% of the Executive Committee represents a hospital or system, a second Member-at-Large position will be created. Nominations will not be accepted for the hospital holding the majority.

Section 2. Officers shall perform the duties prescribed by these Bylaws and by the parliamentary authority adopted by NORTN®.

Section 3. During the fourth quarter of the year, the membership shall nominate candidates for the offices to be filled for the following year. Prior to the election, additional nominations shall be permitted.

Section 4. The Officers shall serve for one year terms or until their successors are elected, starting with the calendar year. The Chair-Elect shall serve for one (1) year prior to taking office. The Immediate Past-Chair shall serve for one (1) year following their term as Chair.

Section 5. Members of NORTN® shall elect Officers by ballot. Candidates receiving the greatest number of votes shall be elected. In the event of tie votes for an office, a re-vote shall be conducted. In the event of a second tie, the full membership of NORTN® shall be notified and a vote taken at the next NORTN® meeting. The current Officer shall continue to serve until the tie is resolved.

Section 6. No member shall hold more than one (1) office at a time. In the event of a vacancy, balloting will occur at the next scheduled meeting to fill the unexpired term.

Section 7. Specific responsibilities and duties for Officers shall be developed and amended as needed by the membership.

ARTICLE V: MEETINGS OF MEMBERS AND VOTING

Section 1. Meetings shall be held at a minimum of four (4) times per year.

Section 2. Special meetings may be called by the Chair or a majority of the Executive Committee. A written request for a special meeting can be submitted to the Chair, except in cases of an emergency, at least seven (7) days notice shall be given and the purpose of the special meeting shall be stated in the notice.

Section 3. Fifty percent (50%) of the current voting members of NORTN® shall constitute a quorum. While an individual hospital may have more than one (1) representative, only one (1) vote will be cast from each member hospital.

Section 4. A primary and a backup voting representative from each member hospital will be established in writing at the beginning of each calendar year. The list of primary and backup voting representatives will be referenced at each meeting which involves a voting situation.

Section 5. Fully owned institutions belonging to a system may collectively carry 20% of the overall number of voting member votes; accordingly in determining a quorum, the system's number of votes is predetermined and that number of votes is used to determine quorum, not the number of representatives present.

Section 6. NORTN® is an open forum and guests are welcome to attend, such as but not limited to:

- EMS Agencies
- Trauma Nurse Coordinators
- Data Managers
- Coroner's Offices
- Hospital Administrators
- Nurse Managers
- PM&R (Physical, Medicine and Rehabilitation)

ARTICLE VI: EXECUTIVE COMMITTEE

Section 1. Officers of NORTN® shall be members and constitute the Executive Committee of NORTN®.

NORTN® Executive Committee Composition:

- Chair
- Chair-Elect
- Immediate Past Chair
- Treasurer
- Member-at-Large
- ARHA Executive Director [non-voting]

At any given time, at least one member of the Executive Committee must be held by a physician. NORTN Executive Committee members must be representatives from ARHA member hospitals.

The NORTN® Executive Committee shall:

- Supervise and direct the business of NORTN®
- Fix the hour and place of meetings
- Make recommendations to NORTN® membership
- Determine membership dues
- Officially represent NORTN® membership between regular business meetings
- Determine policy by majority rule as representatives of NORTN® when it is not possible to bring issues to the membership
- Establish policies and procedures for the collection, stewardship, analysis, and publication of data
- Approve data requests
- Maintain all proceedings and records as confidential peer review information consistent with Ohio Revised Code Sections 2305.25 and 2305.251, to include the development of such policies and procedures as may be necessary to assure such confidentiality, and defend against the production of such proceedings or records as legally appropriate
- At the discretion of the Chair, the NORTN® Executive Committee may meet in Executive session.
- Perform other duties as specified in these Bylaws

Section 2. Sharing or distributing proprietary information with non-members will be determined by the Executive Committee.

Section 3. Specific additional responsibilities and duties for the Executive Committee may be developed as needed.

ARTICLE VII: SUBCOMMITTEES

- Section 1. Standing or ad hoc Subcommittees shall be appointed by the Chair or the Executive Committee.
- Section 2. Subcommittee Chairs shall be appointed by members of the Subcommittee.
- Section 3. A Subcommittee shall consist of no less than three (3) individuals from member hospitals. At the discretion of the Subcommittee Chair, other guests may be invited.
- Section 4. All Subcommittees shall keep minutes of their proceedings. Subcommittee Chairpersons or their designee shall provide a verbal report of Subcommittee progress at regular meetings.
- Section 5. Non-active Subcommittees may be dissolved at the request of the Executive Committee.

ARTICLE VIII: ARHA RESPONSIBILITY

- Section 1. The fiduciary responsibility shall be managed by the Akron Regional Hospital Association.
- Section 2. The NORTN® budget will be presented to the NORTN® Executive Committee at least annually or whenever there is a status change.
- Section 3. ARHA shall be responsible for:
- Facilitating all NORTN® committee functions
 - Maintain the list of current members
 - All administrative functions relating to meetings

ARTICLE IX: PARLIAMENTARY AUTHORITY

- Section 1. The rules contained in the current edition of Robert's Rules of Order shall govern the NORTN® meetings.

ARTICLE X: DATA REPOSITORY

- Section 1. NORTN® Regional Data Manager, in conjunction with NORTN®, a program of the Akron Regional Hospital Association (ARHA) shall act as the data repository. All data will remain the property of the contributing member institutions.
- Section 2. ARHA on behalf of NORTN®, as per contract, shall be responsible for insuring that NORTN® Regional Data Manager provides the following:
- Receipt and processing of all source data
 - Submission of data to State of Ohio for member institutions for the State Trauma Registry
 - The NORTN® Regional Data Manager will work with member hospitals to ensure regional data validation
 - Generation of all studies in response to approved data requests
 - Maintenance of data security
 - Other duties as outlined in the contract
- Section 3. NORTN® Regional Data Manager
- Is unaffiliated or employed by a NORTN® member hospital.
 - If such person cannot be identified, the job description/resume/biography will be brought to the full NORTN® committee for consideration.
 - The NORTN® Regional Data Manager will be contracted through ARHA and the contract will be revised annually for milestone updates.

ARTICLE XI: CONDITION OF PARTICIPATION IN NORTN® PERFORMANCE IMPROVEMENT PROGRAM (PIP)

Section 1. Agree to adherence of:

- ARHA Bylaws
- Confidentiality Agreement
- NORTN® Policies

ARTICLE XII: RULES AND REGULATIONS

Section 1. Rules and Regulations shall be determined by NORTN®. The Executive Committee shall assess the Rules and Regulations for compliance with these Bylaws.

Section 2. Request for changes in the Rules and Regulations will be proposed directly to the membership.

ARTICLE XIII: AMENDMENT OF BYLAWS

Section 1. These Bylaws may be amended at any meeting of NORTN® by a two-thirds ($\frac{2}{3}$) vote of the membership, provided that the amendment has been documented at a previous meeting.

Section 2. These Bylaws shall be reviewed by the membership at least every two years.