



BY-LAWS OF

INTER-HOSPITAL COORDINATING COUNCIL

ARTICLE 1 - NAME AND PURPOSE

Section 1 - Name: The name of this Healthcare Preparedness Coalition is the **Inter-Hospital Coordinating Council (IHCC)**.

Section 2- Purpose: The IHCC was organized in 1994 for the purpose of collaborating and coordinating the efforts of healthcare facilities and community stakeholders to mitigate against, prepare for, respond to, and recover from hazards impacting Northern Nevada's healthcare community and their patients.

Activities of the IHCC shall include, but are not limited to:

- i. Collaborating and sharing preparedness information between healthcare organizations and community preparedness partners.
- ii. Coordinating preparedness activities and training among healthcare organizations and community preparedness partners.
- iii. Sharing information, best practices, and lessons learned between healthcare organizations and community preparedness partners.
- iv. Collaborating with the Regional Emergency Operations Center and ESF #8 through the Medical Services Unit (MSU).

ARTICLE II - MEMBERSHIP

Section 1 – Eligibility of Membership: Membership shall extend to any North Western Nevada and North Eastern California healthcare organization (acute care hospital, sub-acute care hospital, behavioral health hospital, skilled nursing facility, ambulatory care center, Federally Qualified Health Centers, associations, etc.), their agreed upon community preparedness partners (public health, local emergency management, local fire/EMS, local law enforcement, etc.), State and Federal agencies, private business, Amateur Radio Emergency Services, associations, etc. Any entity above that attends a meeting will automatically be considered a member unless otherwise requested. Membership includes voting and non-voting members as outlined in Sections 2 - 4. A list of all those included in the IHCC's membership, voting and non-voting members will be attached and updated at least annually.

Section 2- Eligibility of Voting Membership: Voting membership is comprised of any member who has attended three consecutive meetings and has been voted on by IHCC. Each entity only has one vote.

Section 3- Rights of Voting Members: Each voting member defined in Article 2, Section 2 shall be eligible to appoint one voting representative, to cast the member's vote in IHCC elections or on any action item.

Section 4 - Non-voting Membership: Nonvoting membership shall be extended to any entity considered to be a partner in healthcare preparedness but who does not qualify for voting membership. A non-voting member wishing to be a voting member must be voted in by IHCC, after attending three consecutive meetings. IHCC values non-voting membership and respects their involvement and contribution to the coalition.

Section 5 - Resignation and Termination: Council membership may be resigned at any time. Three consecutive meetings with an absence of representation from any member will result in no longer being considered a voting member. To be reinstated to voting member status, said member must have representation for three consecutive

meetings and be voted back in by the IHCC. Lack of participation in three consecutive meetings will be considered a resignation for the sole purpose of maintaining an engaged membership. A voting member may have their membership terminated or reinstated by a majority vote of the membership. Consistent and current membership participation is critical to the success of the council.

Section 6 - Annual Dues: No dues shall be required to be a member of the organization.

Section 7 - Affiliation: This body is an arrangement between and among organizations as defined herein. Said organizations, while influencing each other for the purposes contained within these by-laws, remain independent. This affiliation by organizations may or may not be permanent, shall not result in common ownership or control, in any manner, of the affiliate organizations, and affiliate organizations remain obligated and liable to their own respective entity and/or healthcare organization.

Section 8 - Grants: Grants may be pursued by this body, in accordance with all applicable laws regarding said grants, use of funds from said grants, and including, but not limited to, jurisdictional restrictions. Pass through funding may be provided by a member organization for the purpose of completing and coordinating the purchase functions related to grants, provided the action is accepted by the hosting facility and a motion accepting such assistance is passed by the Council. The Assistant Secretary for Preparedness and Response (ASPR) cooperative agreement is secured through the Washoe County Health District and is the fiduciary agent for IHCC.

Section 9 - Liability of Member Organizations: No member organization of this body shall be personally or organizationally liable for monetary damages for any action taken, or any failure to take any action, breach of performance of duty or any failure of performance of duty. The provisions of this Section shall be deemed to be an agreement with each member of this body who serves as such at any time while such provisions are in effect, and each such member shall be deemed to be serving as such in accordance with the provisions of this Section. Any amendment or repeal of this Section or adoption of any other By-law or provision of the Articles of this body which has the effect of increasing member liability shall operate prospectively only and shall not affect any action taken, or any failure to act, prior to such amendment, repeal or adoption.

ARTICLE III - MEETINGS OF MEMBERS

Section 1 - Regular Meetings: Regular meetings shall be held monthly at a time and place designated by the IHCC Chair.

Section 2 - Special Meetings: Special Meetings may be called by the IHCC chair as required. A petition by five percent of voting members may also call a Special Meeting.

Section 3 - Notice of Meetings: Printed or electronic notice of each meeting shall be distributed to the membership not less than one week prior to the meeting.

Section 4 - Quorum: The members present at any properly announced meeting shall constitute a quorum.

Section 5 - Voting: All issues to be voted on shall be decided by a simple majority (50% +1) of those voting members present at the meeting in which the vote takes place. Electronic voting may be accepted for certain votes at the discretion of the IHCC Chair.

ARTICLE IV - OFFICERS

Section 1 - Officers and Duties: There shall be three elected officers consisting of a chair, vice chair and member-at-large, each serving a two-year term. At the end of the two-year term, the vice chair shall become the chair, the at-large member becomes the vice chair and a new at-large member will be elected. The Secretary is not an elected officer but assigned to support the IHCC by the Washoe County Health District to document and record all minutes from regular and special meetings of the IHCC. At all times, one officer position must be filled by a hospital with an emergency department. Each of the elected officers must be a fulltime employee of an organization eligible for voting membership as described in Article 2, Section 1.

Officer duties are as follows:

- i. The *chair* shall convene and preside over all IHCC meetings.
- ii. In the absence of both the *chair* and *vice chair*, the *member-at-large* shall preside over the IHCC meeting.
- iii. IHCC leadership shall designate the primary and alternate LEPC representatives from IHCC leadership positions.

Section 2 - Officer Elections: Biennial officer elections shall be held at the regularly scheduled January meeting and shall be conducted pursuant to the process described in Article 3, Section's 4 and 5

Section 3 - Vacancies: In the event of a mid-term officer vacancy, a special election shall be conducted pursuant to the processes described in Article 3 Sections 4 and 5. In addition, those nominated for election must be eligible to serve as officers pursuant to the standards set in Article 4, Sections 1. Those elected to fill vacancies shall only be allowed to serve until the end of the vacating officer's term (each term is 2 years in a position); however, officers elected mid-term (filling the officer vacancy) shall be eligible for reelection at the next regularly scheduled election as a member at large.

Section 4 - Officer Termination: An officer may be terminated by two-thirds vote of the membership. New officers shall be elected pursuant to the process outlined in Article 4, Section 3.

ARTICLE V - COMMITTEES

Section 1 - Committee Formation: Ad-hoc and standing committees may be created by the IHCC chair as needed to further the organization's business. Both voting and non-voting member representatives are eligible to serve on committee's; however, only voting member representatives may be appointed as committee chairs.

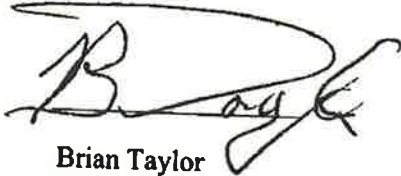
Standing Subcommittees are as follow:

- i. The financial subcommittee is comprised of at least one member of leadership, one core member and one other member. This subcommittee is responsible for reviewing and approving funds spent under the ASPR cooperative agreement and other secured funding. The subcommittee will also be provided an update of the ASPR Scope of Work monthly and ensure deliverables are achieved.

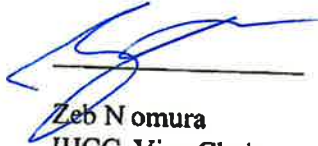
ARTICLE VI - AMENDMENTS

Section 1 - Amendments: These by-laws may be amended as necessary but will be reviewed every two years by the IHCC. All amendments must first be approved by a (50% + 1) majority as defined by Article 3, Section 5.

These Bylaws were approved by a vote of the membership of IHCC present at a meeting held on the 10 Day November 2022.



Brian Taylor
IHCC Chair



Zeb Nomura
IHCC Vice Chair



Kent Choma
IHCC Member-at-Large