

# **Kansas Perinatal Quality Collaborative**

## **BYLAWS**

*Adopted by the general membership on November 16, 2018.*

*Amended by the general membership on January 23, 2024.*

## **ARTICLE I**

### **Name of Organization**

Section I. This organization shall be known as the Kansas Perinatal Quality Collaborative or KPQC.

## **ARTICLE II**

### **Purpose**

#### Section I. Vision and Mission

1.1 Vision: Kansas is the best place to birth, be born, and to raise a family

1.2 Mission: To improve Kansas' maternal and infant health outcomes by assuring quality perinatal care using data-driven, evidence-based practice, and quality improvement processes

## **ARTICLE III**

### **General Membership**

#### Section I. Make up and Responsibilities

1.1 KPQC members volunteer for general membership.

1.2 The KPQC general membership shall consist of individuals who are committed to the KPQC mission of improving maternal and infant health outcomes.

1.3 The KPQC general membership shall make recommendations to the Advisory Board and shall elect officers of the Advisory Board.

## **ARTICLE IV**

### **Advisory Board**

#### Section I. Roles and Responsibilities

1.1 The KPQC Advisory Board's role is to advise the KPQC and its activities. It shall act on the collaborative's behalf between KPQC general meetings and, with Kansas Department of Health and Environment, shall serve as the primary leadership of the KPQC. The KPQC Advisory Board's officers will meet before each KPQC general meeting. Special meetings of the Advisory Board may be called by the Chairperson with written notice. The KPQC Advisory Board's responsibilities shall advise two areas of the KPQC: membership and governance. This includes:

## 1.2 Membership

- A. Nominate individuals for offices and positions of leadership on the KPQC Advisory Board.
- B. Solicit individuals from the maternal child health community for general membership in the KPQC and actively fill vacancies resulting from turnover in positions deemed to be key advisors by the Advisory Board
- C. Ensure Advisory Board officers/members remain in good standing through their engagement and active participation in KPQC activities.
- D. Conduct orientation for new KPQC Advisory Board officers/members.

## 1.3 Governance

- A. Maintain the KPQC bylaws.
- B. Set the agendas for the KPQC meetings.
- C. Introduce and launch new quality improvement initiatives
- D. Strategize for funding of the KPQC activities.
- E. KPQC Advisory Board officers will declare any conflict to the best interests of the KPQC be it potential or actual. If a conflict of interest exists, that member would appropriately modify participation based on the recommendation of the Chairperson including voting abstention.

## Section II. Officers and Terms

2.1 The Advisory Board officers shall be elected by a majority vote from the KPQC general membership. Officers include Chairperson, Chairperson Elect (who serves as Vice-Chairperson), Past Chairperson, six (6) Advisory Board members, one appointed Kansas Hospital Association representative, one appointed KDHE representative, one appointed Kansas Maternal Mortality Review Committee (KMMRC) member, and the KDHE Newborn Screening Medical Director.

2.2 The Chairperson will serve a four-year term. Each year of the four-year term is served as follows: First year: Chairperson Elect (who serves as Vice-Chairperson); Second and third year: Chairperson; Fourth year: Past Chairperson.

2.3 Six (6) Advisory Board members will be elected. At least one of the six Advisory Board members must be a patient or family representative, ideally with lived experience relevant to the KPQC's vision and mission.

2.4. The President and CEO of the Kansas Hospital Association (KHA) will appoint a staff person of their choosing to serve on the Advisory Board of the KPQC. This individual has voting rights. Any change in the KHA representative shall be in writing and given to the KPQC Chairperson.

2.5 The Director of the Kansas Department of Health and Environment (KDHE) Bureau of Family Health will appoint a staff person of their choosing to serve on the Advisory Board of the KPQC. This individual has voting rights. Any change in the KDHE representative shall be in writing and given to the KPQC Chairperson.

2.6 The leadership of the KMMRC will appoint a member of their choosing to serve on the Advisory Board of the KPQC. This individual has voting rights. Any change in the KMMRC representative shall be in writing and given to the KPQC Chairperson.

2.7 The Medical Director for Newborn Screenings at KDHE will serve on the Advisory Board of the KPQC. This individual has voting rights. Any change to the Pediatrician in this position shall be in writing and given to the KPQC Chairperson.

### Section III. Elections

3.1 The Advisory Board will identify and recruit interested individuals to the KPQC Advisory Board.

3.2 The KPQC membership shall hold elections for the Advisory Board officers at a KPQC membership meeting.

3.3 Quorum for the election of Advisory Board officers shall be members in attendance at the meeting of the KPQC general membership.

### Section IV: Principal Executive

The Chairperson shall be the principal executive officer of the KPQC. He/she shall preside at all meetings. He/she may sign all instruments as may be authorized by the KPQC. He/she shall perform all other duties incident to the office of Chairperson as prescribed by the KPQC.

### Section V. Resignations and Vacancies

In the absence of the Chairperson, or in the event of the Chairperson's inability or refusal to act, or resignation, the Vice-Chairperson/Past-Chairperson shall be elevated to the Chairperson position. If the Vice-Chairperson/Past-Chairperson is unable to fill the vacancy, the Advisory Board shall appoint another Advisory Board member to the Chairperson position. A resignation of any officer shall be in writing and given to the KPQC Coordinator. The KPQC Past Chairperson shall, with the concurrence of the Chairperson and the Chairperson-Elect, appoint a new officer for the remainder of the officer's term.

## **ARTICLE V**

### **Meetings**

#### Section I. Meeting Frequency

The KPQC shall convene the general membership at least two times per year at the call of the Advisory Board. The Advisory Board must meet prior to each convening of the KPQC general membership to set the agenda.

#### Section II. Attendance

KPQC Advisory Board officers shall give prior notice to the KPQC Chairperson and Coordinator when they will not attend a meeting of the KPQC regardless of whether or not they are sending an alternate. The officer will notify the KPQC Chairperson and Coordinator if an alternate is

designated to attend a meeting. Any KPQC Advisory Board officers that have not attended two meetings without prior notification to the KPQC Chairperson and Coordinator will be subject to removal from the KPQC Advisory Board.

### Section III. Open to the Public

All meetings of the KPQC shall be open to the public.

## **ARTICLE VI**

### **Committees/Task Forces/Initiatives**

#### Section I. Committees/Task Forces

The KPQC Advisory Board shall be empowered to appoint committee chairs and members and liaisons to such standing and temporary committees or task forces as may be necessary to carry out the duties and to facilitate the operation of the KPQC. The Chair shall appoint committees as may be necessary for conduct of the KPQC's affairs, which may include ad hoc committee appointments of individuals from professional agencies and organizations outside of the KPQC. These committees/task forces shall convene on an as-needed basis as decided by the committee/task force to complete the work as set forth in the standing committee's plan and quality improvement initiative charters. Progress of the committees/task forces will be communicated to the KPQC Chairperson and KPQC Coordinator.

#### Section II. Quality Improvement (QI) Initiative

Each quality improvement initiative will operate with a charter to outline the work that the KPQC has prioritized. The charters for all QI initiatives will include: Title of initiative, introduction, project data assessment, mission, aims, methods, roles and responsibilities, training and education, roster of participating centers, QI lead contact information, and references.

## **ARTICLE VII**

### **Parliamentary Authority**

#### Section I. Decision Making and Voting

1.1 Decision making will be done by the Advisory Board of the KPQC. When deemed necessary, the Advisory Board may seek the consensus of the general membership during an announced meeting.

1.2 The KPQC will strive to reach decisions by consensus. In the event that consensus is not achieved, decisions will be made by majority vote. Each member present will have one vote.

#### Section II. Bylaw Review

These bylaws are to be reviewed on an annual basis by the KPQC Advisory Board, or more frequently as needed.

**ARTICLE VIII**  
**Adoption and Maintenance of Bylaws**

**Section I. Ratification and Amendment of Bylaws.**

1.1 Bylaws of the KPQC shall become operative upon their ratification by a majority vote of the KPQC general membership.

1.2 Bylaws of the KPQC may be amended by a two-thirds majority vote of the KPQC general membership during an announced meeting. Proposed amendments to KPQC bylaws shall be distributed to the membership of the KPQC at least thirty (30) days prior to the meeting during which they are to be considered.