

ORGANIZATIONAL/OPERATIONAL GUIDELINES
OF
MOUNTAIN/PLAINS CLINICAL NETWORK (MPCN)

Adopted by MPCN Membership on November 12, 1992
Revised by MPCN Steering Committee on October 27, 1993
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Revised by MPCN Steering Committee on April 13, 2010
Revised by MPCN Steering Committee on January 23, 2012

**ORGANIZATIONAL STRUCTURE & OPERATIONS
OF
MOUNTAIN/PLAINS CLINICAL NETWORK**

**SECTION I
NAME**

- 1.1 Name. The name of the Organization is Mountain/Plains Clinical Network (MPCN).
- 1.2 Business Offices. The principal office of MPCN shall be located in Colorado, within the offices maintained by the Community Health Association of Mountain/Plains States (CHAMPS). MPCN may have such other offices, either within or outside Colorado, as the Steering Committee members may designate, or as the affairs of MPCN may require from time to time.
- 1.3 Mission Statement. The mission of MPCN is to facilitate the professional, administrative, and educational development of all Region VIII CHC providers to ensure the delivery of the highest quality of care, eliminate disparities, and increase access.
- 1.4 Fiscal Year. The fiscal year of MPCN shall be from April 1st to March 31st.

**SECTION II
MEMBERSHIP**

- 2.1 Membership is open to any interested clinician practicing in a federally or non-federally funded Community, Migrant, or Homeless Health Center in Region VIII, or any National Health Service Corps participant working in Region VIII.
- 2.2 No dues shall be charged for membership in MPCN.

**SECTION III
GOVERNANCE**

- 3.1 General Powers. The business and affairs of MPCN shall be managed by its Steering Committee.
- 3.2.1 Number, Qualification, and Election. The composition and election of the Steering Committee shall be determined by the following:

- a. up to four (4) representatives from each state including two medical providers, one oral health provider, and one behavioral health provider;
- b. one (1) Quality Improvement (QI) Consultant from the Region (QI specialist with a broad clinical background);
- c. the Immediate Past Chairperson;
- d. the CHAMPS current President;
- e. the Chairperson of the Steering Committee shall be elected from the current Steering Committee members every two years;
- f. the Chairperson shall represent the Clinical Network on the CHAMPS Executive Committee;
- g. a Vice Chairperson shall be elected to represent the Clinical Network in the absence of the Chairperson.

SECTION IV **MEETINGS**

- 4.1 **Regular Meetings.** The regular annual meeting of MPCN shall be held each year in conjunction with the Annual Primary Care Conference, for the transaction of business of the Organization. The Steering Committee shall hold no less than one face-to-face meeting per year.
- 4.2 **Special Meetings.** Special meetings of the Steering Committee may be called by, or at the request of, the Chairperson, or one-third (1/3) of the members. The person or persons authorized to call special meetings of the Steering Committee may fix any location as the place, either within or outside Colorado, for holding any special meeting of the Steering Committee, called by them.
- 4.3 **Notice.** Notice of each meeting of MPCN or the Steering Committee, stating the place, day and hour of the meeting, shall be given to each member at least five (5) days prior to the meeting, by the mailing or emailing of written notice.
- 4.4 **Quorum.** A simple majority of the members present at any meeting, after due notice has been given, shall constitute a quorum for the transaction of business.
- 4.5 **Voting and Proxies.**
 - A. **Voting.** Each Organizational Member is entitled to one (1) vote on each matter submitted to a vote of the members entitled to vote thereon.
 - B. **Proxies.** At each meeting of the voting members, a member entitled to vote may vote by proxy. Such proxy shall be filed with the CHAMPS office before, or at the time of, the meeting by mail, telephone or email.
- 4.6 **Action Without a Meeting.** Any action required to be taken at a meeting of the Steering Committee members, or any committee thereof, may be taken without a

meeting if consent in writing, including email, setting forth the action so taken, is agreed to by all Steering Committee members, or committee members, entitled to vote, with respect to the subject matter thereof. Such consent shall have the same force and effect as a unanimous vote of the Steering Committee members or committee members.

SECTION V **CONFERENCE CALLS**

- 5.1 Meetings by Telephone. Members of the Steering Committee, plus MPCN members interested in specific topics, will participate in scheduled conference calls.
- 5.2 Agendas. An agenda shall be sent to each Steering Committee member and be posted on the CHAMPS website, thereby making it available to the full MPCN membership.
- 5.3 Steering Committee Responsibility. Steering Committee members shall assume responsibility for communicating, in advance, to MPCN members in their respective states.
- 5.4 Minutes of Calls. Proceedings of the conference calls shall be sent to Steering Committee members, via typed minutes.

SECTION VI **COMMITTEES**

- 6.1 Other Committees. By one or more resolutions, the Steering Committee may designate one or more other committees.

SECTION VII **OFFICERS AND AGENTS**

- 7.1 Number and Qualifications. There shall be no officers of MPCN. Instead, Steering Committee members, as well as the Chairperson, shall be selected and elected as outlined in Section 7.2.
- 7.2 Election and Term of Office. Steering Committee members shall be selected as needed by MPCN members of each state in the Region. The State Primary Care Associations may arrange for nomination of representatives to the MPCN Steering Committee.

Each Steering Committee member shall serve a two (2) year term. Steering Committee members may serve more than two (2) consecutive two (2) year terms in cases where there is no one else available to serve. The MPCN Chairperson and

Vice Chairperson will be elected from within the Steering Committee by the Steering Committee members active at the time of the election..

- 7.3 Removal. Any individual may be removed by the Steering Committee whenever, in its judgments, the best interests of the Organization will be served thereby.
- 7.4 Vacancies. Any Steering Committee member may resign at any time, by giving written notice to a CHAMPS staff member. A member's resignation shall take effect at the time specified in such notice, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. A vacancy, however occurring, may be filled by the Steering Committee upon recommendation of the MPCN membership or State Primary Care Associations for the un-expired portion of the term.