Oregon Council on Health Care Interpreters

By-Laws

Approved 10/14/10

ARTICLE I

Oregon Council on Health Care Interpreters

1. The Oregon Council on Health Care Interpreters (Council) was created pursuant to ORS 413.550 through ORS 413.560. The Council works in cooperation with the Oregon Health Authority (OHA) to:
   a. Develop qualification and certification standards for health care interpreters,
   b. Coordinate, if appropriate, desirable, and approved by the OHA, with other states, federal bodies, or other entities to develop and implement educational guidelines and certification and qualification and testing programs for health care interpreters,
   c. Examine and make recommendations about operational and funding issues, including but not limited to the feasibility of developing a central registry and renewal mechanism for health care interpreters.
   d. Perform all other acts as shall be necessary or appropriate under the provisions of ORS 413.550 to 413.560.

2. The Council works to address the following findings and implement the following policies:
   a. Persons with Limited English proficiency (LEP) are often unable to interact effectively with health care providers. Because of language differences, LEP persons may be excluded from health care services, experience delays or denials of health care services, or receive health care services based on inaccurate or incomplete information.
   b. The lack of competent health care interpreters for health care providers impedes the free flow of communication between the health care provider and patient, preventing the exchange of clear and accurate information and the development of empathy, confidence, and
mutual trust that is essential for an effective relationship between health care provider and patient.

c. Health care for LEP persons shall be provided according to the guidelines established under the policy statement issued August 30, 2000, by the U.S. Department of Health and Human Services, Office for Civil Rights, entitled, "Title VI of the Civil Rights Act of 1964; Policy Guidance on the Prohibition Against National Origin Discrimination As It Affects Persons With Limited English Proficiency," the 1978 Patient’s Bill of Rights and ORS 413.550 to 413.560.

d. The Council may accept contributions of funds and assistance from the United States Government or its agencies or from any other source, public or private, for purposes consistent with the purposes of the Council. All moneys received by the Oregon Council on Health Care Interpreters under ORS 413.550 to 413.560 shall be paid into the Oregon Health Authority Fund and credited to the account designated by the OHA. Such moneys shall be used solely for the administration and enforcement of the provisions of ORS 413.550 to 413.560.

ARTICLE II

Council Support

The Oregon Health Authority shall provide the Council with such services, materials and/or human resources support as the Council requires to perform its duties.

ARTICLE III

Council Composition

1. The Council shall consist of 25 members appointed as follows:
   a. The Governor shall appoint two members from each of the following groups:
      i. LEP Consumers of medical services who use health care interpreters;
      ii. Educators who either teach interpreters or persons in related educational fields, or who train recent immigrants and LEP persons;
      iii. Persons with expertise and experience in administration or policymaking related to the development and implementation of
policies, programs or services related to interpreters, and who are familiar with the rulings of the federal Office for Civil Rights concerning interpreter services for various institutions;
4. Health care providers, consisting of one physician and one registered nurse, who utilize interpreter services regularly in their practice;
5. Representatives of safety net clinics that predominantly serve LEP persons; and
6. Representatives of hospitals, health systems, and health plans predominantly serving persons with LEP.

B. The Governor shall appoint one member from each of the following agencies and organizations after consideration of nominations by the executive authority of each:
   1. The Commission on Asian Affairs;
   2. The Commission on Black Affairs;
   3. The Commission on Hispanic Affairs;
   4. The Commission on Indian Services;
   5. The International Refugee Center of Oregon;
   6. The Oregon Judicial Department’s Certified Court Interpreter program;
   7. The Commission for Women; and
   8. The Institute for Health Professionals of Portland Community College.

C. The Director of the Oregon Health Authority shall appoint three members including:
   1. One member with responsibility for administering mental health programs;
   2. One member with responsibility for administering medical assistance programs; and
   3. One member with responsibility for administering public health programs.

D. The Director of Human Services shall appoint:
   1. One member with responsibility for administering developmental disabilities programs; and
2. One member with responsibility for administering programs for seniors and persons with disabilities.

E. The membership of the Council shall be representative of the racial, ethnic, cultural, social, and economic diversity of the people of this state.

F. The term of a member shall be three years. A member may be reappointed.

G. If there is a vacancy for any cause, the appointing authority shall make an appointment for the unexpired term to become immediately effective. The appointing authority may appoint a replacement for any member of the Council who misses more than two consecutive meetings of the Council. The newly appointed member shall represent the same group as the member replaced.

H. An OHA representative shall attend and participate in Council meetings but is not a voting member of the Council.

ARTICLE IV

Council Compensation and Reimbursement

A. Members of the Council may be compensated pursuant to ORS292.495.

B. At the discretion of the Director of the Oregon Health Authority, Council members may be reimbursed for the actual and necessary travel and other expenses they incur in the performance of their official duties, subject to the provisions of ORS 292.495.

ARTICLE V

Members and Officers of the Council

Section 1: Member Terms

The term of a member shall be three (3) years. A member may be reappointed for a maximum of two terms.
Section 2: Officer Terms

The term of an officer shall be two (2) years. Officers may be re-elected once and may serve a maximum of two terms as an officer.

Section 2: Officers

The Council shall elect one member as chair and one member as vice chair for such terms and with duties and responsibilities as described in Section 3 or additionally as the Council may determine necessary for the performance of the functions of such offices.

Section 4: Election of Officers

A nomination committee shall be formed when necessary to oversee the election of officers.

Council members interested in becoming Chair or Vice Chair shall complete a nomination form and candidate interest form.

Council members may self-nominate or be nominated by other Council members for the position of Chair and Vice Chair via a form made available by the Oregon Health Authority.

Nominees shall submit a nomination form at least 60 days in advance of the scheduled election. The summary of all nominees’ qualifications shall be provided to the Council at least three weeks prior to the meeting at which the election shall take place. Officers shall be elected by secret ballot.

The nominating committee shall be comprised of at least three Council members. If there are not enough eligible Council members to form a nominating committee, the Oregon Health Authority may provide staffing assistance to serve on the committee as needed. The nominating committee shall be responsible for establishing nominee qualifications, creating the nomination form, accepting the nomination form and reviewing it for completeness, assessing nominee interest, ensuring nominees recommended by Council members meet the necessary qualifications, developing the ballot, developing a summary of all nominees’ qualifications to be presented to the Council, managing the nomination and election process, sharing the nomination and election process with the Council, and developing and recommending leadership development activities for Council members. Nominating committee members cannot be nominated for the Officer positions during their tenure on this committee.

PREVIEW THIS PARAGRAPH ONE MORE
Eligibility Requirements

1. Any member of the Council may serve on the nominating committee.
2. Members of the nominating committee cannot be nominated as chair or vice chair of the council.
3. During their tenure on the committee, the current chair and vice chair of the Council cannot chair the nominating committee.
4. Any other Council member can chair the nominating committee.

Section 3: Duties of Officers and Council Members

A. The Council Chair shall endeavor to preside at all meetings of the Council and shall perform such other duties as may be assigned by the Council. The Chair shall:

1. Coordinate meeting agendas in consultation with the OHA staff assigned to the Council.
2. Finalize the agenda for each Council meeting.
3. Review all draft Council meeting minutes prior to the meeting at which they are to be approved.
4. Appoint committee chairs and.
4. Seek Council input regarding Committee Chair assignments.

B. In the absence of the Council Chair or in the event of the Chairperson’s inability or refusal to act, the Vice Chair shall perform the duties of the Chair, and when so acting, shall have all the responsibilities of and be subject to all the restrictions imposed upon
the Chair. The Vice Chair shall perform such other duties as from time to time may be assigned by the Council Chair.

C. The Council Chair and Vice Chair shall be subject to the same attendance requirements as other Council members per Article VI, Section 4, below.

D. Council members shall (a) attend scheduled meetings as approved by the Council and (b) join at least one committee or workgroup during each of the member's terms.

Section 4: Officer Vacancies

A. If a vacancy occurs in the office of the Council Chair, the Vice Chair shall assume the functions of the Chair until the Council elects a new Chair.

B. If a vacancy occurs in the office of the Vice Chair, the office shall remain vacant until the Council elects a new Vice Chair.

C. If a vacancy occurs in the office of the Chair when the office of the Vice Chair is vacant, the Council shall designate one of its Council Members to preside over meetings as chairperson pro tem until the Council elects a Chair or a Vice Chair.

Section 5: Absence of Officers from Meetings

A. If neither the Chair nor the Vice Chair is able to attend any duly called Council meeting, the Chair or Vice Chair of the Council shall designate a Council Member to serve as chairperson pro tem for that meeting.

B. If the Chair and the Vice Chair fail to designate a Council member to serve as chairperson pro tem, then a committee chair shall preside over the meeting. If no Committee chair is available or willing to serve as chairperson pro tem, then another Council member may do so.

ARTICLE VI

Council Meetings

Section 1: Regular and Special Meetings

A. The Council shall meet at least once every three months at a place, day, and hour determined by the Council and an OHA representative.

B. After prior consultation with the OHA representative, the Council may meet at other
times and places by the call of the Chair or by a majority of the Members of the Council, or as otherwise specified in these Bylaws.

C. Council meetings shall be held within the geographic boundaries of the state.

Section 2: Meetings by Telecommunication

A. Both regular or special meetings of the Council may be held by telephone, video conferencing, or any other electronic means by which all Council Members may speak and hear each other, so long as this arrangement complies with the Oregon Public Meetings Law.

B. In the event that a Council Member is unable to attend any meeting in person, the Member may participate by telephone, video conferencing or other electronic means, provided that all participants can hear each other and members of the public attending the meeting can hear any Council Member who speaks during the meeting. Council Members attending through such electronic means shall be counted in constituting a quorum.

Section 3: Attendance

Regular attendance at Council meetings, committee meetings, and workgroup meetings is expected of each Council Member. Whenever possible, a Member should notify the Chair, facilitator, or the Oregon Health Authority staff assisting the Council, at least two business days in advance of a meeting if the Member will be unable to attend. In an emergency, the Member shall contact any of these parties as soon as reasonably possible.

The Council Chair and committee and workgroup Chairs shall keep a spreadsheet of attendance records for each committee and workgroup and Council meeting in addition to the attendance record memorialized in the minutes. Of each meeting, These records shall be provided to the Oregon Health Authority upon request.

Any member may raise for Council consideration the issue of any other member’s failure to attend meetings. The Council recognizes that there are a variety of reasons for an absence and reserves the right to make recommendations as to the action to be taken on a case-by-case basis.

Section 4: Notice of Meetings, Minutes, and Records

A. All meetings of the Council are subject to the Oregon Public Meetings Law.

B. There shall be no electronic recording or filming of Council meetings without informing the meeting participants.

Commented [NEK.IS28]: We wanted to add this to make it easier to see who is in attendance without having to sift through all meeting minutes.

Commented [NEK.IS29]: “Giving notice” deleted because it would need a process to explain how notice is given. Group decided if anyone did not want to be filmed, they could call into the meeting rather than be there in person.
C. Notice of scheduled meetings, together with an agenda and minutes of the previous meeting shall be made available to all Council members and to the public at least ten (10) business days prior to such meetings, or if ten days’ notice is not practicable, then such lesser notice as is practicable.

D. New D: “No later than 30 days following a council meeting, the minutes approved during said meeting shall be made available to the council members and public.”

E. The Council shall maintain all records in accordance with the Oregon Public Records Law. Council records, such as formal documents, discussion drafts, transcripts, meeting summaries, and exhibits are public records. Council communications (oral, written, electronic, etc.) are not confidential and may be disclosed. However, private documents unrelated to Council business held by individual Council members and not shared with the State are not considered public records and are not subject to disclosure under public records laws.

Section 5: Rules of Order

A. Procedures - The Council shall conduct its business through discussion, consensus-building, and informal meeting procedures. The Council officers may, from time to time, establish specific procedural rules of order, subject to approval by the Council members, to ensure the orderly, timely, and fair conduct of business. They shall refer to the most recent edition of Robert’s Rules of Order for guidance.

B. Public Comment - The officers shall provide periodic opportunities for public comment for non-Council members during meetings. Comments from the public shall be limited in time to allow sufficient opportunity to conduct the other portions of the Council agenda. Typically, comments shall be limited to a maximum of three minutes per person. The public is encouraged to submit written comments to staff for circulation to the full Council. Staff shall establish a clear procedure for the public to sign up to speak and to obtain interpretative services for the Council meetings.

C. Council Member Commitments to Each Other - The members, project staff and participants shall participate in good faith, which means they must:

1. Prepare for and set aside time for the meetings and the whole process,
2. Participate fully, honestly and fairly, commenting constructively and specifically,
3. Speak respectfully, briefly and non-repetitively; not speaking again on a subject until all other members desiring to speak have had the opportunity to speak,

4. Allow people to state their ideas or opinions without fear of reprisal from Council members, sponsors, or others,

5. Avoid side conversations during meetings and be fully present.

6. Provide information as much as possible in advance of the meeting in which such information is to be used and share all relevant information to the maximum extent possible,

7. Generate and explore all options on the merits, keeping an open mind and listening to different points of view with the goal of understanding the underlying interests of other Council members,

8. Agree to work toward fair, practical and durable recommendations that reflect the diverse interests of the entire Council and the public,

9. When communicating with others, accurately summarize the Council process, discussion and meetings, presenting a full, fair and balanced view of the issues and arguments out of respect for the process and other members,

10. Not attempt to effect a different outcome outside of the Council process once the Council has reached a decision,

11. Strive vigorously for consensus and closure on issues, and

12. Self-regulate and help other members abide by these commitments.

Section 6: Decision-Making Process

A. Quorum - A simple majority of the currently appointed members of the Council shall constitute a quorum for the transaction of business. A quorum is required for all official votes and other actions by the Council. When the Council does not have a quorum, it may deliberate on issues but may not vote or take any action.

B. Voting - All official actions of the Council must be taken by a public "roll-call" vote. The results of all votes and the vote of each individual member shall be recorded by name. When there is a quorum present at a meeting, a simple majority of the Council Members present is sufficient to
pass motions or take other action during a meeting. Abstaining votes shall be recorded as abstentions.

Proxy votes are not permitted.

C. Consensus - The Council shall endeavor to make decisions by consensus. Consensus decision-making is a process that allows Council members to identify underlying values, interests, and concerns with a goal of developing widely accepted solutions. Consensus does not mean 100% agreement on each part of every issue, but rather support for a decision, “taken as a whole.” This means that a member may support a consensus proposal even though they would prefer it to be modified in some manner in order to gain their full support. Consensus is a process of “give and take,” of finding common ground and developing creative solutions in a way that all interests can support. Consensus is reached when all members at the table support an idea or can say, “I can live with that.”

Section 7: Committees and workgroups

A. Committees:

1. The Council may establish such committees and workgroups as it considers necessary to support and advise the Council in the performance of its functions.

b. A committee is comprised of Council members only, for the purposes of working on a particular project.

A workgroup is comprised of Council members and subject matter experts from the community, for the purposes of working on a particular project.

The committees or workgroups may be standing or ad hoc.

Committees and workgroups shall be chaired by a Council member who shall report to the Council on the activities of the committee or workgroup.

Non-Council members may apply to be members of a workgroup through the Office for Equity and Inclusion.

To select the Chairs of a committee or workgroup, the Council Chair shall ask for volunteers. If no Council member volunteers, the Council Chair shall assign a Council member to the committee or workgroup and
announce the assignment at the next Council meeting.

In the event of a vacancy, the Council Chair shall act as Chair of a committee or workgroup until the position can be filled with a Council member. The Council Chair may participate as a member of the committee or workgroup.

B. Committee Procedures, Recommendations and Reports to the Council

1. Meetings of the Committees are subject to the Public Meetings Law. Each Committee Chairperson shall work with Oregon Health Authority staff to draft and distribute an agenda and to record the committee meeting minutes. The Committee chairperson shall preside over the meetings of the committee that he or she chairs.

2. Committee recommendations to the Council shall require an affirmative vote of a simple majority of the Committee members using the decision-making process noted above in Article XX.

3. The work of the Committees must be arranged to permit the timely completion of those tasks assigned by the Council or included within the Committee’s mandate. The Committees shall work cooperatively with the Council and staff to provide requested information.

ARTICLE VII

Conflict of Interest

Council members are appointed, in part, because of their diverse experiences in their professional and civic lives. They bring valued histories of service to varied populations or stakeholder groups. By accepting membership on the Council, members agree to serve the broader goals of establishing health care interpreter policy for the State of Oregon.

Voting members of the Council shall identify situations that present potential conflicts of interest and follow appropriate procedures as set forth in DHS 060-002 if a potential conflict of interest.
Members shall seek to promote transparency and the integrity of the Council’s decision-making process by abiding by the policy described in this Article. Questions about this policy shall be directed to the Director of the Oregon Health Authority.

The Council members recognize that the standards that govern their conduct are fully set forth in ORS Chapter 244. All Council members, upon confirmation of appointment, and periodically thereafter, shall maintain an awareness of the requirements of this law and any subsequent amendments thereof. The statutory requirements are binding on members, as are these by-laws.

Council members are encouraged to examine prospective issues at the earliest opportunity in order to identify potential conflicts of interest. They are reminded that compliance with the statutory requirements often requires heightened sensitivity in order to avoid even an appearance of impropriety. Members shall consult with the Director of the Oregon Health Authority for guidance whenever appropriate.

Council members shall first disclose to the Council Chairperson any actual or potential conflict of interest as soon as the Council member becomes aware of it.

Council members or the Council Chairperson shall then publicly disclose the nature of the conflict of interest at the Council meeting prior to their participation in any official action (discussion or voting) on the issue giving rise to the possibility of a conflict of interest.

In the case of a potential conflict of interest, following public disclosure of the possible conflict, the Council member may participate in any official action on the issue that gave rise to the question of a conflict of interest.

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1 Pursuant to ORS 244.120, “if the public official is any other appointed official subject to this chapter, notify in writing the person who appointed the public official to office the nature of the conflict, and request that the appointing authority dispose of the matter giving rise to the conflict.” Therefore, as members of a board appointed by OHA, conflicts of interest shall be governed by DHS policy DHS-060-002.
A. Potential conflict of interest: Following the public disclosure, the Council member may participate in official action on the issue that gave rise to the conflict of interest.

B. Actual conflict of interest: Following the public announcement, the Council member must refrain from further participation in official action on the issue that gave rise to the conflict of interest.

If a Council member has an actual conflict of interest and the Council member’s vote is necessary to meet the minimum number of votes required to take official action, the Council member may vote. In this situation, the Council member must make the required disclosure and refrain from any discussion, but may participate in the vote required for official action by the Council. These circumstances are rare.

The Council shall keep a record of disclosures of conflict of interest and the nature of the conflict in the public record.

ARTICLE VIII

Rules of Construction and Amendments to Bylaws

A. All references in these Bylaws to “mail” or “mailing” shall also include electronic mail to a Member or any addressee who has an email address on file with the Council.

B. All procedures in these Bylaws shall be construed in accordance with the intent and purpose of applicable state laws and regulations.

C. These Bylaws may be amended or repealed and new bylaws may be adopted by the Council at any regular or special meeting of the Council provided that twenty (20) days written notice of the proposed amendment shall have been provided to each Member of the Council prior to any such regular or special meeting of the Council at which the proposed amendment is to be considered and acted upon. Any amendment of the Bylaws shall require an affirmative vote of a 2/3 majority of the Council Members.
D. Nothing contained in these Bylaws shall be deemed to limit or restrict
by law the general authority vested in the Council or the Oregon
Health Authority.
An **actual** conflict of interest on the part of a voting member of the Council refers to "any action or any decision or recommendation by a person acting in a capacity as a public official, the effect of which would be to the private pecuniary benefit or detriment of the person or the person’s relative or any business with which the person or a relative of the person is associated” unless the pecuniary benefit or detriment arises out of the specific circumstances described in ORS 244.020(12) below:

A **potential** conflict of interest is:

Any action or any decision or recommendation by a person acting in a capacity as a public official, the effect of which could be to the private pecuniary benefit or detriment of the person or the person’s relative, or a business with which the person or the person’s relative is associated, unless the pecuniary benefit or detriment arises out of the following:

(a) An interest or membership in a particular business, industry, occupation or other class required by law as a prerequisite to the holding by the person of the office or position.

(b) Any action in the person’s official capacity which would affect to the same degree a class consisting of all inhabitants of the state, or a smaller class consisting of an industry, occupation or other group including one of which or in which the person, or the person’s relative or business with which the person or the person’s relative is associated, is a member or is engaged.

(c) Membership in or membership on the board of directors of a
nonprofit corporation that is tax-exempt under section 501(c) of the Internal Revenue Code.

ORS 244.020.

Do the words “these policies” refer to the policies set forth in these bylaws? If so, perhaps we should be more specific and mention the bylaws expressly. If the policies referred to are separate from the bylaws, then we should unambiguously refer to that document.

I think it would be more logical and easier to understand if we dealt with actual conflict of interest first, since that is much more clear cut and more easily comprehensible to the average person.

Potential conflict of interest is more subtle and really does require heightened sensitivity, so I think that going from the easier case to the harder case would be logically preferable.