Trauma System Structuring

KTAC Meeting

September 15, 2026

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Agenda

1. Purpose
2. Org chart
3. Kentucky Trauma Care Director job description
4. Bylaws

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Purpose of Structuring Work

- (Some) funding now exists
- KHA role near completion
- Opportunity for self-governance, as a non-profit entity
  - Like other trauma systems (PA, MS, OH)
- Opportunity for fund-raising
- Disencumber the Commissioner's Office

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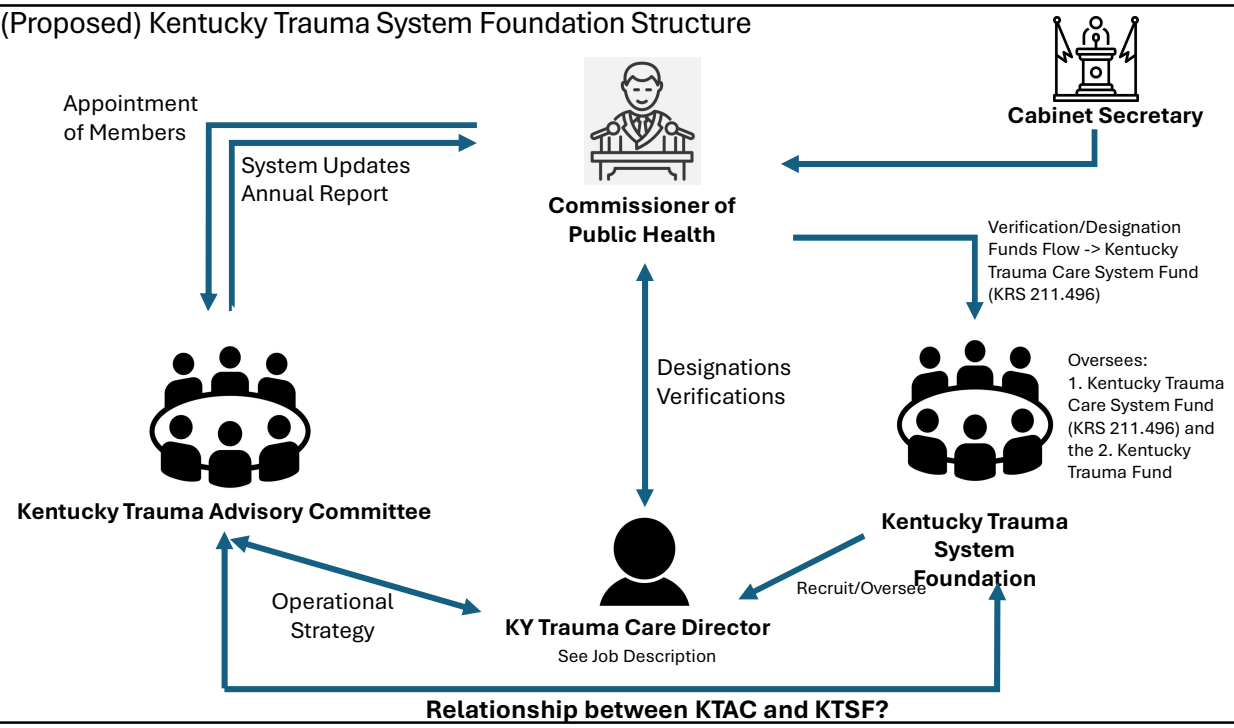
(Proposed) Kentucky Trauma System Foundation Structure



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KY Trauma Care Director

- Current functions of Dick Bartlett
- Expanded, full-time

- Major responsibilities:

1. Trauma system verification and designation
2. Advisory leadership
3. Trauma system oversight
4. Trauma database oversight
5. Policy development
6. Performance improvement
7. Injury prevention

Education:
- **Bachelor's degree in healthcare related field (required)**
- **Master's degree (preferred)**

Experience:
- **Minimum of five (5) years administrative/management experience in healthcare setting (required)**
- **Minimum of five (5) years trauma program management experience, (preferred)**
- **American College of Surgeons trauma program management experience (preferred)**
- **Experience with database management, marketing/communication materials preparation, (required)**
- **Grant writing, reporting and compliance (preferred)**

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1. Trauma System Verification and Designation:

- Process verification and designation applications from trauma centers in collaboration with the Office of the Commissioner for the Kentucky Department of Public Health.
- Coordinate funds flow from the Office of the Commissioner for the Kentucky Department of Public Health into the Kentucky Trauma System Foundation.
- Schedule and coordinate verifications for level IV centers.
- Process honoraria and expense reimbursement to reviewers.

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2. Advisory Leadership:

- Coordinate and plan Kentucky Trauma Advisory Committee (KYTAC) meetings.
- Maintain committee member roster and term limits.
- Provide oversight to the KYTAC sub-committees (including but not limited to): Data/Quality, Education, Verification, Performance Improvement, Advocacy.
- Maintain membership in regional and national organizations, and attend regional and national meetings and symposia in order to develop and maintain important collaborations, inform KTSF development and further professional development.

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3. Trauma System Oversight

- Maintain the comprehensive list of all trauma center verifications and designations, including contact information for trauma program managers, registrars and medical directors
- Serve as a statewide resource to trauma centers and hospitals seeking trauma center development, with particular emphasis on supporting new and developing Level IV trauma centers.
- Maintain KY State Reference Manual and update with current guidelines provided by the American College of Surgeons.
- Regularly review the trauma system regulations and provide recommendations for required updates based on national standards.

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4. Trauma Database Oversight

- Collaborate with Kentucky Trauma Data Bank in maintenance and oversight to ensure database integrity, accuracy.
- Provide guidance on the application of the data to support performance improvement, including geriatric, adult, pediatric and special population initiatives.
- Analyze statewide trauma data to identify trends, variations in care, system gaps, and opportunities for improvement.
- Guide system planning.
- Develop and monitor the effectiveness of statewide PI initiatives.

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5. Policy Development:

- Research, review, and monitor state legislation or actions that impact care for injured patients.
- Maintain knowledge related to existing state and federal regulations impacting trauma care.
- Act as a liaison between State, local, and federal agencies including but not limited to integration of EMS and trauma system planning, and trauma system and disaster planning.

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6. Performance Improvement:

- Utilize state trauma database to monitor trends. Develop, monitor, and evaluate statewide trauma system performance measures and opportunities for improvement across the continuum of trauma care
- Coordinate statewide performance improvement initiatives, including but not limited to case review and discussion, and developing a system of bidirectional feedback between EMS clinicians and hospitals to promote meaningful improvements in care.

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7. Injury Prevention:

- Develop and maintain a working knowledge of key injury prevention priorities for Kentucky.
- Support injury prevention activities across the state via Kentucky's trauma centers.

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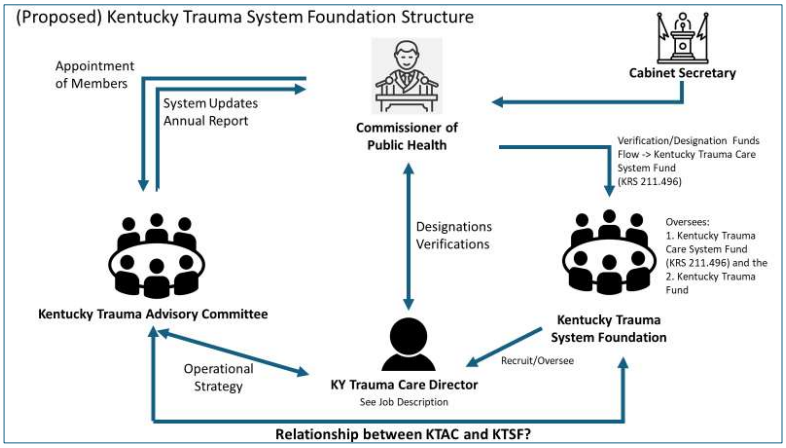
Kentucky Trauma System Foundation

- Proposed private entity
- Eventually non-profit
- Manage funds
- Raise funds



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ARTICLE II - PURPOSE

The purposes for which the Foundation is formed, and for which it will be exclusively operated are:

- To provide financial stewardship, strategic resource allocation, and grant support in alignment with the programmatic priorities identified by the Kentucky Trauma Advisory Committee (KyTAC);
- To fund a survey and verification program that will encourage members of hospitals to voluntarily promote and maintain facilities and staffing thereof necessary to provide patients with the optimum benefits of an organized trauma care delivery system;
- To recognize compliance with the standards of verification for Level I, II and III trauma centers in Kentucky established by the American College of Surgeons and the issuance of certificates of verification;
- To fund programs of education, prevention, performance improvement, and research, and publish the results thereof, thereby furthering the purposes of the Foundation;
- To provide financial, technical, and resource support to maintain and enhance the Kentucky Trauma Data Bank framework.
- To accept funds from persons, trusts, associations, corporations, government agencies and other entities, for use in carrying out the purposes of the Foundation; and
- To do all other lawful acts necessary or proper to accomplish any of the foregoing purposes.

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ARTICLE III - PERPETUAL EXISTENCE

- The Foundation shall have perpetual existence.

ARTICLE IV – BOARD OF DIRECTORS – PURPOSE

- The Board of Directors shall coordinate with KyTAC to evaluate statewide trauma system needs, ensuring that philanthropic and restricted fund distributions support the statutory goals outlined in KRS 211.494;

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ARTICLE V-BOARD OF DIRECTORS – ESTABLISHMENT, MEMBERSHIP AND TERMS

- Directors shall possess professional expertise, leadership experience, or a demonstrated commitment to trauma system development in the Commonwealth of Kentucky.
- **Section 1. Nomination and Formal Seating by KyTAC**: The initial Board of Directors shall be populated exclusively from a formal list of candidates approved by the Kentucky Trauma Advisory Committee (KyTAC).
- **Section 2. Transition to Self-Perpetuation**:
- Upon the seating of the initial Board of Directors and the initial adoption of these Bylaws, all subsequent vacancies, renewals, and successor directors shall be elected by a majority vote of the sitting Board of Directors, with advisory input solicited from KyTAC as outlined in subsequent sections.
- To ensure the permanent board remains aligned with statewide trauma needs, the self-perpetuating Board shall continue to request and review nomination slates from KyTAC prior to voting on any vacancy. The final appointment power, however, shall reside solely with the sitting Board of Directors.
- **Section 3. Board member terms**: Board members will serve 4-year terms after initial terms, to be renewed for one additional term with the approval of the Kentucky Trauma Advisory Committee (KyTAC).
- **Section 4. Board composition**: The Board of Directors of the Foundation shall be comprised of **XXXX (?)** voting members. The officers will include but will not be limited to: **Chair**, **Vice Chair, Secretary/Treasurer**
- **Section 5. Ex-officio members**:
- The position of Kentucky State Trauma Care Director, who will also serve as the operational lead of the Kentucky Trauma Advisory Committee (KyTAC), shall hold an ex-officio seat on the Foundation's Board of Directors to ensure seamless strategic communication between the two entities;
- Additional ex-officio members may be added to the Board with approval of the KyTAC

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ARTICLE VI - MEMBERSHIP MEETINGS

- QUORUM: At any meeting of the membership, a majority of the members shall constitute a quorum.

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ARTICLE VII - LIMITING THE LIABILITY OF DIRECTORS

- A Director of the Foundation shall stand in a fiduciary relation to this Foundation and shall perform duties as a Director, including duties as a member of any committee of the Board of Directors upon which they may serve in good faith, in a manner reasonably believed to be in the best interests of this Foundation, and with such care, including reasonable inquiry, skill and diligence, as a person of ordinary prudence would use under similar circumstances. A Director shall adhere to the Conflict-of-Interest Policy established and approved by the Board of Directors. In performing duties, a Director shall be entitled to rely in good faith on information, opinions, reports, or statements, including financial statements and other financial data, in each case prepared or presented by any of the following:
  - One or more officers or employees of this Foundation whom the Director reasonably believes to be reliable and competent in the matters presented.
  - Counsel, public accountants, or other persons as to matters which the Director reasonably believes to be within the professional or expert competence of such persons.
  - A committee of the Board of Directors upon which they do not serve duly designated in accordance with law, as to matters within its designated authority, which the committee the Director reasonably believes to merit confidence.
  - A Director shall not be considered to be acting in good faith if they have knowledge concerning the matter in question that would cause their reliance to be unwarranted.
- In discharging the duties of their respective positions, the Board of Directors, any committees of the Board of Directors and individual Directors may, in considering the best interests of this Foundation, consider the effects of any action upon employees, upon applicant institutions to and accredited institutions of this Foundation and upon persons in communities in which those institutions are located, and all other pertinent factors. The consideration of these factors shall not constitute a violation of Section (1) hereof.
- Absent breach of fiduciary duty, lack of good faith or self-dealing, actions taken as a Director or any failure to take any action shall be presumed to be in the best interests of this Foundation.
- A Director of this Foundation shall not be personally liable for monetary damages as such for any action taken, or any failure to take any action, unless:
  - the Director has breached or failed to perform the duties of their office under Sections (1) through (3) hereof; and
  - the breach or failure to perform constitutes self-dealing, willful misconduct, or recklessness.
- The provisions of Section (4) hereof shall not apply to:
  - the responsibility of liability of a Director pursuant to any criminal statute; or
  - the liability of a Director for the payment of taxes pursuant to local, state, or federal law.

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ARTICLE VIII - OFFICERS

- The officers of the Foundation shall be elected by the Board of Directors and there shall be the following officers of the Foundation:
  - Chair
  - Vice Chair
  - Secretary/Treasurer

- TERMS:
  - The office of the Chair shall be elected by the Board of Directors and shall serve for a term of one year; and may serve no more than two consecutive terms.
  - The office of Vice Chair shall be elected by the Board of Directors and shall serve for a term of one year;
  - The Secretary/Treasurer shall be elected by the Board of Directors and shall serve for a term of one year;
  - The Board of Directors may appoint such assistant officers as it concurs

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ARTICLE VIII - OFFICERS

- DUTIES: The duties of the officers shall be as follows:
  - **Chair** - The Chair shall be a Director and the Chair of the Board. They shall preside at all meetings of the membership of the Foundation, the Board of Directors, and the **Executive Committee**. They shall be a member ex-officio of all Board committees and shall have such powers as are usually exercised by the president of similar organizations.
  - **Vice Chair** - The Vice Chair shall, in the absence or incapacity of the Chair, perform the duties of the Chair. They shall be a Director and the Vice Chair of the Board.
  - **Secretary/Treasurer** – The Secretary/Treasurer shall oversee the record keeping process of any meetings of the Board of Directors and any meeting of the members of the Foundation. They shall perform any and all other duties incident to the office or that may be required by these Bylaws. Furthermore, the Secretary/treasurer shall:
- serve as a member of the **Finance Committee**.
- have signatory authority over Foundation finances, including into and from the Kentucky Trauma Care System Fund (designated for system operations) and the Kentucky Trauma Fund (designated for education and miscellaneous expenditures as determined by the Board)
- obtain an independent audit at least annually of Foundation expenditures and finances pertaining to all accounts

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INDEMNIFICATION OF OFFICERS, DIRECTORS, EMPLOYEES AND AGENTS

- This Foundation shall indemnify any Director or officer, and may indemnify any other employee or agent who was or is a party to, or is threatened to be made a party to or who is called as a witness in connection with any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, including an action by or in the right of this Foundation, by reason of the fact that they are or were a Director, officer, employee or agent of this Foundation, or is or was serving at the request of this Foundation as a Director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses, including attorneys' fees, judgments, fines and amounts paid in settlement actually and reasonably incurred by him/her in connection with such action, suit or proceeding unless the act or failure to act giving rise to the claim for indemnification is determined by a court to have constituted willful misconduct or recklessness.

- The indemnification and advancement of expenses provided by, or granted pursuant to, this Section (4) shall not be deemed exclusive of any other rights to which those seeking indemnification or advancement of expenses may be entitled under any Bylaw, agreement, contract, vote of members or disinterested Directors or pursuant to the direction, howsoever embodied, of any court of competent jurisdiction or otherwise, both as to action in their official capacity and as to action in another capacity while holding such office. It is the policy of this Foundation that indemnification of, and advancement of expenses to, directors and officers of this Foundation shall be made to the fullest extent permitted from time to time by law.

- This Foundation shall pay expenses incurred by an officer or Director and may pay expenses incurred by any other employee or agent, in defending a civil or criminal action, suit or proceeding in advance of the final disposition of such action, suit or proceeding upon receipt of an undertaking by or on behalf of such person to repay such amount if it shall ultimately be determined that they are not entitled to be indemnified by this Foundation.

- The indemnification and advancement of expenses provided by, or granted pursuant to, this Section (4) shall, unless otherwise provided when authorized or ratified, continue as to a person who has ceased to be a Director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such person.

- This Foundation shall have the authority to create a fund of any nature, which may, but need not be, under the control of a director, or otherwise secure or ensure in any manner its indemnification obligations, whether arising under these Bylaws or otherwise. This authority shall include, without limitation, the authority to (1) deposit funds in trust or in escrow, (2) establish any form of self-insurance, (3) secure its indemnity obligation by grant of a security interest, mortgage, or other lien on the assets of this Foundation or (4) establish a letter of credit, guaranty, or surety arrangement for the benefit of such persons in connection with the anticipated indemnification or advancement of expenses contemplated by this Section (4). The provisions of this Section (4) shall not be deemed to preclude the indemnification of, or advancement of expenses to, any person who is not specified in Section (4A) but whom this Foundation has the power or obligation to indemnify, or to advance expenses for, under the applicable laws of this Commonwealth. The authority granted by this Section shall be exercised by the Board of Directors of this Foundation. The Board of Directors shall establish procedural provisions for the enforcement of this Section (4).

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ARTICLE IX - COMMITTEES

- Members of committees comprised of Board members and non-Board members may include representatives of hospitals, physicians, registered nurses, emergency medical services professionals, lay persons and other emergency health services organizations in Kentucky and other individuals as determined by the Chair of each such committee and approved by the Chair of the Board of Directors.

- Board Committees: The Chair of each Board Committee shall be a Board member. Members of committees comprised solely of Board members shall be appointed by the Chair of the Board with the advice and consent of the Board. A quorum is defined as the majority of the members.
  - Board Committees are as follows:
    - Executive
    - Finance
    - Nominating
    - Policy and Procedure

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ARTICLE IX - COMMITTEES

Board Committee Descriptions

- The **Executive Committee** will be comprised of the officers of the Board of Directors, the immediate past Chair of the Board, together with the Chair of the Policy and Procedures Committee, Standards Committee, Finance Committee and Trauma Registry Committee (or Board Liaison). This committee will have the authority to act for the Board of Directors between regularly scheduled meetings and shall report to the Board such action and recommendations pertaining to the operations of the Foundation. This committee will be responsible for reviewing and recommending proposed changes to the Bylaws of the Foundation on an as needed basis. The Board Chair may appoint additional Board members to the Executive Committee if the composition of the committee lacks expertise in a given area. The Executive Committee shall also review situations where an individual's personal or professional interests or relationships could potentially interfere with their organizational duties within the Foundation and comply with all COI policies. Findings of the Committee and recommendations for action will be provided to the Board for action as appropriate.
- The **Finance Committee** shall be responsible for the oversight of all financial affairs of the Foundation and abide by all financial related policies. The Foundation shall furnish a surety bond in such an amount as may be required by the appropriate insurance carrier representing the Foundation. The Finance Committee Chair shall annually render to the Board of Directors and to the members of the Foundation an account of the financial condition of the Foundation. A Financial Audit or Financial Review will be conducted by a certified public account annually. Financial reporting will be made available to the Board of Directors annually. The Chair of the Finance Committee shall perform any and all other duties incident to the office or that may be required by these Bylaws.
- The **Nominating Committee** shall elicit, evaluate, and recommend candidates for Board membership and officer positions in accordance with nominating policies. request from each voting member of the Board the names of individuals to be considered for nomination by the Nominating Committee for such officerships and Directorships as are to be elected and/or appointed pursuant to these Bylaws. If a voting member desires to have a certain individual or individuals considered for nomination for such officerships and directorships, the voting member must submit, in writing, to the Nominating Committee within ten (10) days of receipt by such voting member of the Nominating Committee's request for names of consideration, the name or names of the individual or individuals to be so considered. The Nominating Committee shall submit a list of recommended Board members and officers to the Board of the Foundation for its consideration and approval. In considering individuals to be recommended for nomination to the Board, the Nominating Committee shall foster the goals, objectives and purposes of the Foundation and shall strive to achieve professional and geographic balance on the Board.
- The **Policy and Procedure Committee** shall develop policies and procedures necessary for the operation of the trauma accreditation program.

- The Board, through the Foundation's Committees and staff, shall encourage and foster the continuous evaluation and development of the trauma system.

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ARTICLE X – FISCAL YEAR

- The Fiscal Year of the Foundation shall be the calendar year.

ARTICLE XI – PARLIAMENTARY AUTHORITY

- The rules contained in "Robert's Rules of Order Revised" shall govern the Foundation in all cases to which they are applicable, and in those cases where they are not inconsistent with these Bylaws.

ARTICLE XII – AMENDMENTS

- To the extent permitted by law, the authority to adopt, amend and repeal these Bylaws shall be vested in the Board of Directors, subject to the power of the voting members to change such action by written petition of not less than ten (10) percent of the voting members filed with the Secretary, who, upon receipt of such petition shall convene, within sixty (60) days of receipt of such petition, a special meeting of the membership to consider the matters contained therein. The Secretary/Treasurer shall refer such petition to the Board of Directors, and such petition together with the recommendation of the Board of Directors thereon shall be submitted to the membership at the special meeting for approval and disapproval. Any action taken by the membership to amend or repeal a bylaw shall be by the affirmative vote of two-thirds (2/3) of the voting members present at any regular or special meetings of the Foundation.
- The Executive Committee shall submit a proposed amendment(s) to these Bylaws to the Board of Directors and the text of the proposed amendment shall be submitted to the Directors not less than ten (10) days prior to the regular or special meetings of the Board of Directors at which the amendment shall be considered.

ARTICLE XIII - EFFECTIVE DATE

- Provisions of the Bylaws of the Foundation or amendments thereto, when adopted at any meeting, shall become effective upon adoption unless otherwise stated in the Bylaws or the amendments.

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