

# **MEDICAL STAFF BYLAWS**

## **COMMUNITY HOSPITAL SOUTH, INC**

**Approvals:**

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## **PREAMBLE**

These Bylaws, which originate with the Medical Staff, are adopted to organize the Medical Staff of Community Hospital South, Inc. ("Hospital") and to provide a framework for self-governance in order to permit the Medical Staff to discharge its responsibilities in matters involving the clinical work and quality of medical care provided to patients, and to govern the orderly resolution of these purposes. These Bylaws provide the professional and legal structure for the Medical Staff to fulfill its obligations to the Governing Body. These Bylaws, when adopted by the Medical Staff and approved by the Governing Body, create a system of mutual rights and responsibilities between Members of the Medical Staff and the Hospital, however, these Bylaws are not intended to be a contract.

## **ARTICLE 1.**

### **MEDICAL STAFF BYLAWS**

**Section 1.1. Name.** The Medical Staff consists of Members who provide services in the Hospital, which is licensed and accredited. These bylaws shall be the Bylaws of the Medical Staff of Community Hospital South and shall apply to all Members of the Medical Staff and as applicable to any practitioner granted clinical privileges to practice in the Hospital. The Policies enacted pursuant to these Bylaws apply to all Members and, as applicable, to any practitioner granted clinical privileges to practice in the Hospital. These Bylaws and Policies and those of the Governing Body are compatible and should be read as a cohesive document.

**Section 1.2. Purpose.** The Medical Staff is organized to carry out its responsibilities to the Governing Body, including to strive for excellence in patient care and community health. The Medical Staff is accountable to the Governing Body for the quality of the medical care provided to the patients in the Hospital and accepts and discharges this responsibility as described in these Bylaws and Policies, subject to the ultimate authority of the Hospital's Governing Body.

**Section 1.3. Effect.** These Bylaws shall not be considered nor represent to be a contract between the Medical Staff and the Hospital. Appointment and continued membership or delineation of clinical privileges shall be based upon justification of current qualifications, professional conduct, and other requirements stated herein.

**Section 1.4. Governing Law.** These Bylaws and Policies as they relate to peer review activities shall be governed by and construed in accordance with the Health Care Quality Improvement Act of 1986 and the Indiana Peer Review Statute, and to the extent not so governed, by the other laws of the state of Indiana. The Medical Staff is considered part of an organized health care arrangement ("OHCA") as defined in the privacy regulations of the Health Insurance Portability and Accountability Act of 1996 with Community Health Network,

Inc. If an Applicant is not already a participant in the Network OHCA, the Applicant shall become part of the Network OHCA upon appointment.

## **ARTICLE 2.**

### **DEFINED TERMS**

**Section 2.1. Usage.** The Medical Staff Bylaws, Rules and Regulations, and Policies shall be interpreted using these defined terms unless stated otherwise.

**"Accreditation Body"** means any organization which (1) awards an accreditation or certification to or sought by the Hospital to obtain reimbursement or improve quality; or (2) provides quality oversight programs to the Hospital.

**"Administration"** means those individuals, including product or service line directors acting on behalf of the Governing Body in the overall management of the Hospital, or specific area of service and includes the Administrator.

**"Administrator"** means the person appointed by the Governing Body who supervises the overall day to day operation of the Hospital, whatever the title, such as Hospital president, executive, or chief executive officer and whenever unavailable includes the Administrator's designee.

**"Advance Practice Nurse"** means a nurse practitioner or certified nurse specialist who currently holds a valid license to practice nursing in the State of Indiana and has matriculated from a graduate program offered by an accredited college or university which prepares registered nurses to practice as a nurse practitioner or clinical nurse specialist.

**"Adverse Action"** means a professional review action as defined by the Health Care Quality Improvement Act ("HCQIA"), that if approved by the Governing Body of the Hospital, will Adversely Affect the clinical privileges or membership of a Privileged Practitioner for a period of greater than thirty (30) days.

**"Adversely Affect"** means reduce, restrict, suspend, revoke, deny or fail to renew clinical privileges or membership.

**"Affected Practitioner"** means the Member or Applicant against whom a proposed Adverse Action is pending.

**"Allied Health Practitioner"** means any Advance Practice Nurse, Physician Assistant, or Clinical Psychologist granted clinical privileges by the Governing Body and collectively are referred to as **"Allied Health Practitioner Staff."**

**"Applicant"** means a practitioner seeking Membership to the Medical Staff and/or clinical privileges and includes members and Privileged Practitioners.

**"Application"** means the form developed by Medical Executive Committee and all supporting documentation required to apply for Medical Staff Membership and/or clinical privileges.

**"Approved Residency Program"** means a post-graduate training program approved by the Accreditation Committee for Graduate Medical Education, the American Osteopathic Association, the Council of Podiatric Medical Education, or the American Dental Association.

**"Board Certification"** means the board certification approved by the Medical Executive Committee as referenced in the applicable core privilege form for which an Applicant or Member seeks clinical privileges.

**"Board Eligible"** means that the Applicant or Member has completed an Approved Residency Program and is eligible for board certification and actively participating in the exam process leading to certification and has not exhausted all attempts or time limits.

**"Bylaws"** means the Medical Staff Bylaws of Community Hospital South, Inc.

**"Chief Nursing Officer"** means the head nurse executive serving as the vice president of nursing services of the Hospital. The term does not include any interim personnel serving in that role.

**"Clinical Assistant"** is an individual in a Governing Body approved category of professionals who is qualified by academic education and clinical experience, or other training, to provide patient care services only under the supervision of a Member with clinical privileges.

**"Clinical Psychologist"** means an individual who has earned a doctorate degree in psychology from an accredited educational institution, who holds a valid license to practice psychology in the State of Indiana, and who has least two (2) years of clinical experience in an organized health care setting supervised by a licensed clinical psychologist with one year of that supervision being post doctorate degree, and has an endorsement as a Health Service Provider in Psychology (HSPP) by the appropriate Indiana board or must acquire such HSPP endorsement within two (2) years of initial appointment to Allied Health Practitioner Staff.

**"Conflicts of Interest"** is defined as set forth in the Medical Staff Conflicts of Interest Policy.

**"Credentialing Representative"** is any individual assisting the Medical Executive Committee, Medical Staff Quality Committee, or the Credentials Committee of the Medical Staff in credentialing and other Peer Review processes. Such individual is Personnel of the Peer Review Committee.

**"Dentist"** means an individual with a D.D.S. or D.M.D. degree who currently holds a valid license to practice dentistry in the State of Indiana.

**"Disaster"** means an emergency that due to its complexities, scope, or duration, threatens the Hospital's capabilities and requires outside assistance to sustain patient care, safety, or security functions.

**"Encounter"** means a patient contact requiring a history and physical exam or other patient assessment and includes inpatient admissions, patient observations, inpatient consultations, surgeries, or procedures requiring a history and physical exam or other assessment.

**"Final Adverse Action"** means an Adverse Action taken by the Governing Body after all professional review activity within these Bylaws and Policies have been exhausted or waived. Such action shall be reported to the National Practitioner Data Bank if the action lasts over thirty (30) days and was based on the professional competence, behavior or conduct of the Affected Practitioner.

**"Governing Body"** means the board of directors of Community Hospital South or delegated Governing Body committee.

**"Healthcare Entity"** means a hospital, surgery center, or other entity that provides healthcare services and follows a formal peer review process for the purpose of furthering quality health care.

**"Hospital"** means Community Hospital South.

**"Indiana Medical Malpractice Act"** means Title 34, Article 18, or any successor legislation.

**"Indiana Peer Review Statute"** means Title 34, Article 30, or any successor legislation.

**"Medical Executive Committee"** means the committee of the Medical Staff which shall constitute the governing body of the Medical Staff as described in these Bylaws and Policies.

**"Medical Staff" or "Staff"** means the formal organization of all Physicians, Oral Surgeons, Dentists, and Podiatrists who are granted Membership, under these Bylaws and Policies.

**"Medical Staff Quality Committee"**, formerly known as the Quality Review Committee, is the committee of the Medical Staff which is primarily responsible for the evaluation of patient care and makes recommendations on the evaluation of patient care and other quality issues to the Medical Executive Committee.

**"Medical Staff Year"** means the period from October 1 through September 30.

**"Member"** means a Physician, Oral Surgeon, Dentist or Podiatrist who has been granted Membership on the Medical Staff of the Hospital pursuant to the terms of these Bylaws and Policies.

**"Network"** means Community Health Network, Inc.

**"Network Executive"** means a senior leader within the Network with administrative responsibilities to the Hospital and Medical Staff.

**"Oral Surgeon"** means an individual with a D.D.S. or D.M.D., who currently holds a valid license to practice dentistry in the State Indiana, and who has successfully completed an Approved Residency Program in Oral and Maxillofacial Surgery.

**"Peer Review"** has the same definition set forth in Title 34, or any successor legislation and includes evaluating the: (1) qualifications of professional health care providers; (2) patient care rendered by professional health care providers; or (3) merits of a complaint against a professional health care provider that includes a determination or recommendation concerning the complaint, and the complaint is based on the competence or professional conduct of an individual health care provider, whose competency or conduct affects or could affect adversely the health or welfare of a patient or patients.

**"Peer Review Committee"** has the same definition set forth in Title 34, or any successor legislation and includes the Governing Body, including its delegated committees with Peer Review responsibilities, or any Hospital or Medical Staff committee conducting Peer Review.

**"Personnel of Peer Review Committee"** has the same definition set forth in Title 34, or any successor legislation and includes members of the committee and any individuals who assist the Peer Review Committee in any capacity including employees, representatives, agents, attorneys, investigators, experts, assistants, clerks, staff and any other person or organization.

**"Physician"** means an individual who currently holds a valid license to practice medicine or osteopathic medicine in the State of Indiana.

**"Physician Assistant"** means an individual who currently holds a valid physician assistant license in the State of Indiana, maintains certification by the National Commission on Certification of Physician Assistants, and is supervised by a physician Member.

**"Podiatrist"** means an individual who currently holds a valid license to practice podiatric medicine in the State of Indiana.

**"Policies"** means the Rules and Regulations and Policies of the Medical Staff.

**"President" or "Medical Staff President"** means the highest-ranking officer of the Medical Staff.

**"Privileged Practitioner"** means any practitioner, including a Member to whom the Governing Body has granted permission to render specific designated services in the Hospital, referred to as clinical privileges, through the Medical Staff or equivalent process approved by the Medical Executive Committee and Governing Body of the Hospital.

**"Qualified Provider"** means a practitioner who has sufficient professional liability insurance because the practitioner either (1) meets the requirements of the Indiana Medical Malpractice Statute including paying the surcharge; or (2) has insurance coverage under the Federal Tort Claim Act.

## ARTICLE 3

### MEMBERSHIP CATEGORIES

**Section 3.1. Categories.** Active Staff, Courtesy Staff, Affiliate Staff, and Honorary Staff are the four (4) categories of Membership on the Medical Staff. Category status will be determined by the Governing Body based on the recommendations of the Credentials Committee and the Medical Executive Committee at each appointment. Only Members appointed to the Active Staff or Courtesy Staff are eligible for clinical privileges. Unless provided otherwise in these Bylaws, only Members appointed to Active Staff are eligible to vote for medical staff officers and hold office.

### **Section 3.2. Active Staff.**

**3.2.1. Qualifications.** The Active Staff shall consist of Members who meet the qualifications set forth in the Bylaws. and:

- (a) provide a minimum of thirty-six (36) patient Encounters within the three (3) year appointment period. At initial appointment, the Applicant may be granted provisional Active Staff status whenever the Credentials Committee and Medical Executive Committee reasonably believe the Applicant will meet or exceed the thirty-six (36) patient Encounters; however, if the Member is involved in fewer than eighteen (18) patient Encounters in the first twelve (12) months of the two (2) appointment, category status will be automatically changed to Courtesy Staff;
- (b) have offices and residencies which, in the opinion of the Medical Executive Committee, are located closely enough to the Hospital to provide local coverage and continuity of quality care. Such opinion should be based on the nature of the cases to be attended, travel time, and distance from the Hospital; and
- (c) attend Medical Staff meetings.

**3.2.2. Prerogatives.** In addition to the prerogatives set forth in these Bylaws, the Active Staff Member shall have the following prerogatives:

- (a) exercise clinical privileges granted by the Governing Body;
- (b) vote on all matters presented at general and special meetings of the Medical Staff and at meetings of the department and committees to which the Member is appointed, and vote to limit or expand the powers of the Medical Executive Committee;
- (c) be eligible to hold office and sit on or act as chair of any committee, unless otherwise specified in these Bylaws;
- (d) attend any educational programs presented by the Medical Staff and Hospital;

- (e) attend open meetings of medical staff committees without vote; and
- (f) may call for a department meeting or general medical staff meeting in accordance with the meeting provisions.

**3.2.3. Responsibilities.** In addition to the Responsibilities set forth in these Bylaws, the Active Staff member must:

- (a) contribute to the organization and administrative affairs of the Medical Staff.
- (b) participate in providing emergency call for individuals with no stated physician relationship with an existing Member and in other appropriate coverage arrangements as adopted by the Medical Executive Committee and the Governing Body;
- (c) perform such further duties as may be required under these Bylaws or Policies, including any future amendments to these documents; and
- (d) pay membership dues.

### **Section 3.3. Courtesy Staff.**

**3.3.1. Qualification.** The Courtesy Staff shall consist of Members who meet the qualifications set forth in these Bylaws and demonstrate:

- (a) do not regularly care for patients in the hospital or are not regularly involved in the medical staff functions as determined by the Medical Staff;
- (b) provide evidence of current active staff membership in good standing of another medical staff of an Indiana hospital or surgery center; and
- (c) authorize complete access to all information pertaining to Applicant's personal practice at the other hospital or surgery center at which the active membership is held.

**3.3.2. Prerogatives.** In addition to the prerogatives set forth in these Bylaws, the Courtesy Staff Member shall have the following prerogatives to:

- (a) exercise clinical privileges granted by the Governing Body;
- (b) attend meetings, without vote, of the general Medical Staff and their assigned department;
- (c) be eligible for appointment to Medical Staff committees with committee voting rights;
- (d) attend any educational programs presented by the Medical Staff and Hospital; and

(e) attend open meetings of medical staff committees without vote.

**3.3.3. Special Voting Prerogatives.** A Courtesy Staff Member shall have the privilege to vote in officer elections and recalls, amendments or repeal of Bylaws and Policies, if the Member demonstrates:

- (a) A history of prior membership as an Active Staff Member of the Hospital for no less than ten (10) continuous years; and
- (b) A history of prior service as a Medical Staff officer, department chair or vice chair, or member of the Hospital's Medical Staff Executive Committee, Quality Review Committee, Credentials Committee, or Bylaws Committee.

**3.3.4. Responsibilities.** In addition to the responsibilities set forth in these Bylaws, the Courtesy Staff must:

- (a) contribute to the organizational and administrative affairs of the Medical Staff.
- (b) be allowed to participate in providing emergency call for individuals with no stated physician relationship with an existing Member and other coverage arrangements as defined in department policies adopted by the Medical Executive Committee and the Governing Body.
- (c) perform such further duties as may be required under these Bylaws or Policies, including any future amendments to these documents; and
- (d) pay membership dues.

**3.3.5. Limitations.** If the activity profile shows a Courtesy Staff Member had more than thirty-six (36) patient Encounters over a three-year term upon review and recommendation of the Medical Executive Committee, the Member may be appointed to the Active Staff category by the Governing Body.

### **Section 3.4. Affiliate Staff.**

**3.4.1. Qualifications.** The Affiliate Staff shall consist of Members who meet the qualifications set forth below and in these Bylaws. except for those provisions related to exercising clinical privileges:

- (a) are community or clinic-based practitioners who desire to be associated with the Hospital, but who do not intend to admit or treat patients in the Hospital;
- (b) desire to follow established patients, who are admitted to the Hospital by other Members for evaluation, care, or treatment.

**3.4.2. Prerogatives.** The Affiliate Staff may:

- (a) attend any educational programs of the Medical Staff and Hospital;
- (b) be granted access to review patient Hospital records for those patients who identify the Member as their practitioner; and
- (c) attend open Medical Staff committee meetings.

**3.4.3. Special Voting Prerogatives.** An Affiliate Staff Member will have the privilege to vote in officer elections and recalls, amendments or repeal of Bylaws and Policies, if the Member demonstrates:

- (a) A history of prior membership as an Active Staff Member of the Hospital for no less than ten (10) continuous years; and
- (b) A history of prior service as a Medical Staff officer, department chair or vice chair, or member of the Hospital's Medical Staff Executive Committee, Quality Review Committee, Credentials Committee, or Bylaws Committee.

**3.4.4. Responsibilities.** An Affiliate Staff Member must:

- (a) comply with all Network HIPAA policies and regulations, if granted access to review patient Hospital records for those patients who identify the Member as their practitioner;
- (b) not write orders, make Hospital medical record entries, or actively participate in the provision or management of Hospital care;
- (c) complete any applicable Hospital education required of Members; and
- (d) pay membership dues.

**Section 3.5. Honorary Staff.**

**3.5.1. Qualifications.** The Honorary Staff shall consist of individuals who the Medical Executive Committee recommends for consideration, upon the nomination of the applicable department chair or the Medical Executive Committee, and who either:

- (a) are former Members in good standing of the Active Medical Staff for at least ten (10) continuous years, who retired from active practice and who exemplify high standards of professional and ethical conduct; or
- (b) are not former Members but are deemed deserving of appointment by virtue of their outstanding reputation or noteworthy contributions to health and medical sciences.

**3.5.2. Prerogatives.** Honorary Staff Members may be appointed to serve on Committees with or without vote at the discretion of the Medical Executive Committee. Such Members may attend Medical Staff and department meetings, including open committee meetings and educational programs. Such Members are relieved of dues and reappointment Application obligations and are welcome to attend social functions of the Hospital and Medical Staff as appropriate.

**3.5.3. Responsibilities.** The sole responsibility of Members of the Honorary Staff is to conduct themselves at all times in a manner that will not diminish or tarnish the reputation of the Medical Staff, Hospital, or Network.

**Section 3.6. Intentionally Left Blank. [CHA Emeritus]**

**Section 3.7. Limitation of Prerogatives.** The prerogatives set forth under each appointment category are general in nature and may be subject to limitations by special conditions attached to a particular appointment, by other sections of these Bylaws and Policies.

**Section 3.8. Assignment to Staff Categories.** Each Member granted clinical privileges shall be assigned either to the Active Staff or Courtesy Staff category of membership.

**Section 3.9. Category Change.** Requests may be made for a change in Medical Staff category status once per year. Such requests shall be in writing and made to the Medical Executive Committee for recommendation to the Governing Body for final action.

**ARTICLE 4**

**AUTOMATIC SUSPENSION OR RESTRICTION**

**Section 4.1. General Provisions.** Automatic suspensions do not give rise to any hearing or appeal rights. Automatic suspensions are not considered professional review actions because they are not based on a determination of professional competence or professional conduct of the Privileged Practitioner by a Peer Review committee. They are imposed by notice to the Member by the appropriate Medical Staff committee, department chair, Medical Executive Committee, or Administrator. Automatic suspensions are terminated by the Member's compliance with the involved requirement except as provided specifically otherwise.

**Section 4.2. Grounds.** An automatic suspension shall be imposed effective upon verified information of any of the following.

- (a) The Member has made a false representation during the appointment and privileging process.
- (b) The Member's license to practice their profession is suspended or terminated.

- (c) The Member's registration to dispense, prescribe or administer any controlled substance is surrendered, restricted, suspended, or terminated. The automatic suspension shall be limited to the Member's privileges to order, administer or prescribe such controlled substance.
- (d) The Member fails to maintain professional liability insurance as a Qualified Provider.
- (e) The Member no longer meets the Threshold Eligibility Criteria for membership or clinical privileges.
- (f) The Member fails to personally appear at a meeting for which the Member was given notice of a suspected deviation from standard clinical practice or unacceptable professional behavior.
- (g) The Member's clinical privileges have been suspended at another Healthcare Entity.
- (h) The Member fails to complete their medical records within the time frames set forth in the Policies except that the suspension is limited to the Member's ability to exercise clinical privileges on any new patient Encounter including admitting privileges.

**Section 4.3. Effect on AHP.** An automatic suspension shall be imposed effective immediately on any Allied Health Practitioner whose legal prescribing authority derives from either a supervising agreement or collaborative agreement with the Member who is suspended unless such agreement identifies another Member as a designee.

**Section 4.4. Limited Review of Certain Automatic Suspensions.** Any automatic suspension based on license, controlled substance registration, or another Healthcare Entity suspension shall not be lifted until the Medical Executive Committee votes on whether to initiate its own investigation.

**Section 4.5. Remedy to Lift Automatic Suspension.** If a Member temporarily fails, for administrative reasons, to meet the criteria for licensure, state and federal controlled substance registration, professional liability insurance, mandatory education within established time frames, the Member may present, within a reasonable time not to exceed sixty (60) days, evidence to the Medical Staff Office that such non-compliance has been corrected for review by the applicable department chair. Upon verification that such evidence verifies that the lapse was administrative and corrects the non-compliance, the clinical privileges of the Member may be reinstated. The applicable department chair may defer to the Credentials Committee and Medical Executive Committee in any circumstance where the chair determines that the evidence should be further evaluated prior to reinstatement. If no such evidence is presented within sixty (60) days, the Member will be deemed to have voluntarily resigned. Suspended Members who no longer meet any other Threshold Eligibility Criteria will be deemed to have voluntarily resigned.

## **ARTICLE 5.**

### **PEER REVIEW MONITORING OF CARE AND CONDUCT**

**Section 5.1. Opportunities to Improve.** The Medical Staff strives to continuously improve the professional performance of the Medical Staff and the Allied Health Practitioner Staff through routine peer review activities. Any person may provide information about the conduct, performance, or competence of any Member or Privileged Practitioner. When reliable information indicates a Member or Privileged Practitioner may have exhibited acts, demeanor, or conduct reasonably likely to be (1) detrimental to patient safety or to the delivery of quality patient care within the Hospital; (2) unethical or illegal; (3) contrary to the Medical Staff Bylaws or Policies or any applicable Hospital or Network Policy; (4) harassing or intimidating; (5) disruptive of Hospital or Medical Staff operations; (6) below applicable professional standards or standards established by the Medical Staff; or (7) harmful to the reputation of the Medical Staff or Hospital and its culture of safety, the reported concern should be directed to the appropriate medical staff peer review committee overseeing the ongoing professional performance improvement activities of the Member or Privileged Practitioner as set forth in these Bylaws and Policies. The Member or Privileged Practitioner may be notified of the nature of the complaint and may be asked for a written response. Depending on the nature of the reported concern and other circumstances, the reported concern may be addressed through a collegial intervention or a more formal process. When the concerns involve the professional competence or professional conduct of a Privileged Practitioner on the Allied Health Practitioner Staff, the Medical Staff will follow the *Medical Staff Allied Health Practitioner Policy*.

**Section 5.2. Collegial Intervention.** The Medical Staff leadership may, but is not required to, address any reported concern collegially so long as patient safety is not jeopardized, and the Member or Privileged Practitioner demonstrates an improvement in professional performance or professional conduct. A collegial discussion or intervention to address concerns about performance or conduct is an informal routine peer review activity. It may be conducted by a Medical Staff officer, a chair or vice chair of a department or section, the Physician Network Executive, or Administration in their capacity as a member of a medical staff committee or department or section committee with peer review responsibilities. Collegial interventions undertaken by any Medical Staff officer, Administration, Physician Network Executive, the Medical Staff Quality Committee, or the Medical Executive Committee and any recurring collegial efforts made by a chair or vice chair of a department or section should be documented. The documentation should be provided to the Medical Staff Quality Committee or Medical Executive Committee. The documentation of such activities will be maintained consistent with other peer review information. When collegial interventions fail or are insufficient to protect the well-being of others, or the orderly operations of the Hospital and its programs, the Medical Staff Quality Committee or Medical Executive Committee will evaluate the situation and recommend further action.

### **Section 5.3. Investigation.**

**5.3.1. Criteria for Initiation.** Whenever circumstances require an in-depth review of allegations, the Medical Executive Committee or, if time is of the essence, the Medical Staff President acting on behalf of the Medical Executive Committee may initiate an investigation. Such investigation may be referred to the appropriate Medical Staff committee to carry out. Unless necessary to protect patient safety or prevent disruption to the operation of the Hospital, the Member whose conduct is the subject of the investigation will be notified and may be provided an opportunity to respond to the allegations even if he has previously responded.

**5.3.2. Investigation Committee.** The investigation committee may be the Medical Executive Committee, or its subcommittee, or any other standing Medical Staff committee, or an ad hoc committee. The committee will investigate the allegations at issue. The investigation committee, at its discretion, may interview the Member whose conduct is the subject of the investigation. The investigation committee shall make a written report of the information gathered, and any additional concerns uncovered, and recommend further handling to the Medical Executive Committee. If the Medical Executive Committee conducts the investigation, in lieu of a report to itself, the investigation results may be detailed in the minutes of the Medical Executive Committee. The initiation of or an ongoing investigation shall not prevent any authorized committee from imposing a precautionary suspension as warranted.

**5.3.3. Medical Executive Committee Recommendation.** At its next meeting, the Medical Executive Committee will review the investigation report and recommend the action to be taken. The Medical Executive Committee may:

- (a) decide no further action is warranted.
- (b) issue a warning, a letter of admonition, education or of reprimand, although nothing herein shall be deemed to preclude the applicable department chairs from issuing informational written or oral warnings outside of the mechanism for corrective action. In the event letters are issued by the applicable department chair or the Medical Executive Committee, the affected Member may make a written response that shall be placed in the Member's file.
- (c) impose terms of probation or a requirement for co-admission or mandatory consultation, or monitoring.
- (d) recommend reduction, modification, suspension, or revocation of clinical privileges.
- (e) recommend reduction of appointment status or limitation of any prerogatives directly related to the Member's delivery of patient care.

- (f) recommend that an already imposed summary suspension of clinical privileges be terminated, modified, or sustained.
- (g) recommend that the Member's Membership be suspended or revoked.
- (h) take other actions deemed appropriate under the circumstances.

**5.3.4. Governing Body Action.** The recommendation of the Medical Executive Committee shall be forwarded to the Governing Body. With Governing Body approval, the recommendation shall become final action unless the Member is entitled to the hearing and appeal procedures, in which case the final decision shall be determined as set forth in Article 10. Nothing in this Article precludes the Governing Body from investigating concerns brought to the Governing Body's attention or appointing a committee to investigate on its own behalf.

**5.3.5. Monitoring.** Periods of monitoring, continuing education requirements, and other remedies that require additional evaluation to determine compliance and improvement shall be items of continuing recurrence on the Medical Executive Committee agenda until resolution of the underlying issue. The Wellness Committee will be responsible for monitoring those Privileged Practitioners referred to it.

#### **Section 5.4. Precautionary Suspension or Restriction.**

**5.4.1. Grounds.** Unless initiated and approved by the Governing Body, whenever there is a reasonable possibility that failure to take action may pose a danger to the health or safety of any individual or may disrupt the orderly operation of the Hospital, the Medical Executive Committee, the Medical Staff Quality Committee, or acting as a Peer Review Committee no less than two (2) of the following individuals or designees: the Medical Staff President, the Medical Staff Vice President, the Immediate Past Medical Staff President, an appropriate department chair, the Administrator, or the Physician Network Executive are authorized (1) to afford the Privileged Practitioner an opportunity to voluntarily refrain from exercising clinical privileges pending an investigation; or (2) as a precaution, immediately to suspend or restrict all or any portion of the clinical privileges of the Privileged Practitioner. When possible, prior to the imposition of a precautionary suspension or restriction, the Peer Review Committee may meet with the affected Privileged Practitioner so the Privileged Practitioner may hear the concerns and offer a rebuttal.

**5.4.2. Definition.** A precautionary suspension or restriction is an interim step in the professional review activity, but it is not a complete professional review action in and of itself. It will not imply any final finding of responsibility for the situation that caused the suspension or restriction. A precautionary suspension or restriction can be imposed at any time following a specific event; a pattern of events; failing to respond to quality or behavioral concerns; failing to respond or personally appear as requested at a meeting before a committee or

oversight body; or following a recommendation by the Medical Executive Committee that would entitle the Privileged Practitioner to request a hearing.

**5.4.3. Procedural Rights.** Unless otherwise indicated, the precautionary suspension will take place immediately. The Peer Review Committee responsible for imposing the precautionary suspension will promptly notify the affected Privileged Practitioner, the Medical Executive Committee, the Administrator, Physician Network Executive, and the Governing Body Chair. If the affected Privileged Practitioner is employed by the Network, the Community Physician Network's Professional Practice Evaluation Committee (CPN PPEC) will be notified. If not provided at the time of suspension, within three (3) days of the imposition of a suspension or restriction, the affected Privileged Practitioner shall be provided a brief written description of the reason(s) for the action, including the identified names and medical record numbers of the patient(s) involved, if any. A precautionary suspension shall remain in effect until resolved as set forth herein. If the Privileged Practitioner is an Allied Health Practitioner, the subsequent procedures are set forth in the Medical Staff Allied Health Practitioner Policy.

**5.4.4. Medical Executive Committee Review.** The Medical Executive Committee will review the reasons for the precautionary suspension or restriction within a reasonable time, not to exceed (14) fourteen days. As part of this review, the Member will be given an opportunity to meet with the Medical Executive Committee. This meeting is not intended to be a hearing, and the Member will not have the right to call and examine or cross-examine witnesses. The Member may be accompanied by counsel, who may advise the Member, but counsel will not be permitted to address the Medical Executive Committee. The Privileged Practitioner may propose ways other than precautionary suspension or restriction to protect patients, employees, or the orderly operation of the Hospital. After considering the reasons for the precautionary suspension or restriction and the Member's response, if any, the Medical Executive Committee will determine whether the precautionary suspension or restriction should be continued, modified, or terminated. The Medical Executive Committee will also consider if another Peer Review Committee should be assigned to further investigate. Whenever a precautionary suspension extends beyond fourteen (14) days, the Member may request a hearing as described in Article 6. There is no right to a hearing or appeal based on the imposition or continuation of a precautionary suspension or restriction that is in effect for 14 days or less.

**5.4.5. Patient Reassignment.** Unless otherwise indicated by the terms of the precautionary restriction or suspension, the Member's patient(s) shall be promptly assigned to another Member by the applicable department chair or by the Medical Staff President considering, where feasible, the wishes of the patient in the choice of a substitute Member.

## **ARTICLE 6**

### **HEARING AND APPEAL**

**Section 6.1. Purpose.** The purpose of these hearing and appeal provisions is to provide a process for resolving on an intra-professional basis, matters bearing on professional competency and conduct. Because such proceedings utilize resources that could be used for providing and/or improving patient care, the Medical Staff and Hospital have decided to make available the hearing and appeal procedures set forth in these Bylaws to only eligible Members of the Medical Staff and Applicants. To be eligible, the Member or Applicant must be the subject of a significant proposed Adverse Action based on professional qualifications, competency, or conduct, that if approved by the Governing Body, must be reported to the National Practitioner Data Bank and the applicable state professional licensing authority. A Member or Applicant who is not eligible for the hearing and appeal procedures may request an opportunity for an audience before the Medical Executive Committee to discuss the action or recommendation and/or submit a written rebuttal to be maintained with the notice of the action or recommendation.

**Section 6.2. Exhaustion of Remedies.** If any proposed Adverse Action as defined in these Bylaws is taken or recommended, the Applicant or Member must exhaust the remedies afforded by these Bylaws before resorting to any legal action or judicial review.

#### **Section 6.3. Right to Hearing and Appeal.**

**6.3.1. Actions Giving Rise to Hearing.** When a Member or Applicant receives notice of a proposed Adverse Action or when a precautionary suspension exceeds fourteen (14) days (hereinafter "Affected Practitioner"), the Affected Practitioner shall be entitled to one (1) evidentiary hearing as provided herein. If the recommendation of the Medical Executive Committee following such hearing remains a proposed Adverse Action to the Affected Practitioner, then the Affected Practitioner shall be entitled to one (1) appellate review prior to the Governing Body making a final decision on the matter. When the Affected Practitioner receives notice of a Governing Body's decision based on professional competence or professional conduct that will Adversely Affect the membership or clinical privileges of the Affected Practitioner, and such decision is not based on a pending proposed Adverse Action of the Medical Executive Committee, the Affected Practitioner shall be entitled to a hearing as provided in these provisions. If such hearing does not result in a favorable recommendation, the Affected Practitioner shall be entitled to an appellate review by the Governing Body or a committee thereof before the Governing Body makes a final decision on the matter.

**6.3.2. Actions Not Giving Rise to Hearing Right.** The following recommendations or actions do not give rise to a hearing or appeal:

- (a) Issuance of a letter of guidance, warning, or reprimand.
- (b) Automatic suspension or limitation.

- (c) Precautionary suspension for a period of less than fourteen (14) days.
- (d) Denial of a leave of absence request, an extension of a leave of absence, or reinstatement after such leave.
- (e) Determination that any Application is untimely or incomplete.
- (f) Decision not to process an Application under the available procedures for expedited review.
- (g) Assignment to a Medical Staff department or membership category.
- (h) Imposition of a proctoring or monitoring requirement where such does not include a restriction on clinical privileges.
- (i) Failure to process an Application for membership or clinical privileges because the Applicant does not meet the Threshold Eligibility Criteria for membership or additional requirements for clinical privileges as set forth in the applicable clinical privilege form.
- (j) Imposition of focused professional practice evaluation, external case review, or investigation.
- (k) Request to personally appear for a special meeting.
- (l) The termination or limitation of temporary privileges.
- (m) Ineligibility to request membership or clinical privileges or continue the exercise of such privileges because the Hospital enters into an exclusive agreement for the provision of certain services.
- (n) Termination of any contract with or employment by the Hospital.
- (o) Recommendation voluntarily accepted by the Member because of collegial intervention.
- (p) Removal or limitation of emergency service call obligations.
- (q) Any requirement to complete an educational assessment.
- (r) Any requirement to undergo a health assessment or fitness for duty evaluation.
- (s) Appointment for a duration of less than 36 months.
- (t) Refusal by the Hospital to provide an Application form.
- (u) Refusal to grant a request for a waiver or extension of time regarding any Threshold Eligibility Criteria.
- (v) Any other recommendation or action that does not Adversely Affect the clinical privileges of any Member.

**Section 6.4. Expedited Hearing.** A hearing for an Affected Practitioner who is under suspension shall be held as soon as arrangements therefore may reasonably be made, if the

Affected Practitioner requests in writing such an expedited hearing date and waives the usual deadlines as stated below in favor of an expedited process.

**Section 6.5. Notice of Proposed Adverse Action.** Whenever any proposed Adverse Action is made, the Administrator shall be responsible for sending the written notice to the Affected Practitioner within ten (10) days by secure electronic mail. Such notice shall contain the following:

- (a) the proposed Adverse Action.
- (b) the reasons for the proposed Adverse Action including representative records and/or incident or committee reports if known at the time.
- (c) the statement that a hearing, if desired, must be requested within thirty (30) days; and
- (d) a summary of Affected Practitioner's hearing rights.

**Section 6.6. Request for Hearing.** The Affected Practitioner shall have thirty (30) days from receipt of the notice in which to request a hearing via secure electronic mail to the Administrator. The failure to request a hearing within the time and in the manner herein provided shall be deemed a waiver of the Affected Practitioner's right to such hearing and any appellate review. A waiver of a hearing right as to a proposed Adverse Action also waives a hearing right as to the Adverse Action. When the waived hearing or appellate review relates to a proposed Adverse Action of the Medical Executive Committee, the recommendation shall thereupon become and remain effective against the Affected Practitioner pending the Governing Body's decision on the matter. When the waived hearing or appellate review relates to an adverse decision by the Governing Body, the same shall thereupon become and remain effective against the Affected Practitioner until a final decision of the Governing Body is made. In either of such events, the Administrator shall promptly notify the Affected Practitioner of their status by secure electronic mail.

**Section 6.7. Hearing Arrangements, Date and Notification.**

**6.7.1. Hearing Arrangements.** Within fifteen (15) days after receipt of a request for hearing, the Administrator shall select a hearing date.

**6.7.2. Hearing Date.** The hearing date shall not be fewer than thirty (30) days nor more than sixty (60) days from the date of receipt of the Affected Practitioner's request for hearing unless otherwise agreed.

**6.7.3. Notification of Hearing Date.** The Administrator shall notify the Affected Practitioner of the time, place, and date so scheduled, by secure electronic mail. The written notification of the hearing date shall also:

- (a) list witnesses, if any, expected to testify and a summary of their expected testimony.
- (b) identify specific or representative charts being questioned.

- (c) inform the Affected Practitioner of the right to representation by an attorney licensed to practice law in Indiana or a Member in good standing and that the Affected Practitioner must advise the Administrator within seven (7) days after the hearing notice of the name and address of any such representative; and
- (d) inform the Affected Practitioner of the requirement to provide to the Administrator at least fourteen (14) days after the hearing notice:
  - (i) a statement setting forth the reasons why the Affected Practitioner contends the proposed Adverse Action lacks any factual basis or should be overturned.
  - (ii) a list of witnesses the Affected Practitioner will call to testify and a summary of the subject matter of each witness's testimony; and
  - (iii) a copy of all documents the Affected Practitioner intends to introduce at the hearing.

## **Section 6.8. Hearing Committee.**

**6.8.1. Qualifications.** When a hearing relates to a proposed Adverse Action of the Medical Executive Committee, the Hearing Committee shall be appointed by the Administrator and shall consist of at least three (3) Members of the Medical Staff. The Hearing Committee shall have no Members (i) who actively participated in initiating or investigating the underlying matter at issue or was responsible for making the proposal giving rise to the hearing unless it is otherwise impossible to select a representative because of the size of the Medical Staff, or (ii) who are in "direct economic competition" with the Affected Practitioner for whom the hearing has been scheduled. "Direct economic competition" (for the purposes of this section of the Bylaws) means the "Member practices in the same specialty as the Affected Practitioner." Employment by or a contract with the Hospital, Community Health Network, or any affiliated hospital will not preclude a Member from serving on the Hearing Committee. When a hearing relates to an adverse decision of the Governing Body that is contrary to the non-Adverse Action recommendation of the Medical Executive Committee, the Hearing Committee shall be appointed by the Governing Body and shall consist of one member of the Governing Body as the chairperson and at least two (2) representatives from the Medical Staff. These representatives will meet the standards set forth in this Section.

**6.8.2. Notification.** The parties shall be notified of the Members appointed to serve as the Hearing Committee.

**6.8.3. Objections.** Within seven (7) days of such notification, the parties may object to any of the appointed Members. The Administrator shall consider the merits of such objection and in the Administrator's sole discretion replace that Member. Failure to object in a timely manner to a Hearing Committee Member constitutes a waiver of such objection.

**Section 6.9. Hearing Officer.** The Administrator shall select a Hearing Officer. The Hearing Officer shall act as presiding officer to maintain decorum and to assure that all participants in the hearing have a reasonable opportunity to present relevant oral and written evidence.

- (a) The Hearing Officer may be either a Member of the Hearing Committee, a retired judge or an attorney experienced in healthcare law who is not regularly employed or engaged by any parties to the hearing for duties other than acting as Hearing Officer.
- (b) If the Hearing Officer is not a Member of the Hearing Committee, then the parties may advise the Administrator in writing within seven (7) days from the notice of the Hearing Officer identity of any objection to the selected Hearing Officer. The Administrator shall determine the merits of such objection and may select another Hearing Officer.
- (c) The Hearing Officer shall coordinate a date and time for the exchange of lists of witnesses (if any) expected to testify and copies of exhibits. Any witness not then identified, and any exhibit not provided may in the discretion of the Hearing Officer be excluded.
- (d) The Hearing Officer shall be entitled to determine the order of proceeding during the hearing, to promulgate rules and procedures not inconsistent with the Bylaws, to exclude or remove any person who is disruptive to an orderly and professional hearing, and perform other responsibilities assigned to the Hearing Officer.
- (e) The Hearing Officer shall set reasonable time limits on the hearing.
- (f) The Hearing Officer may participate in the deliberations, act as an advisor, and write the report and recommendation for the Committee, but he may not vote unless he is a Member. In other words, service by a Member of the Hearing Committee, as Hearing Officer, shall not in any way prevent such Member from full participation in the deliberations and actions of the Hearing Committee.

**Section 6.10. No Discovery.** Except as specifically provided in this provision, there shall be no right to conduct discovery in connection with any hearing or appeal and no Affected Practitioner shall be permitted access to any Peer Review Committee records, medical records, minutes, or other documents relating to any other Privileged Practitioner, or any action taken or not taken regarding any other Privileged Practitioner. In advance of the hearing, the Affected Practitioner will be provided a copy of any materials gathered by the Medical Executive Committee in making its proposed Adverse Action, any documents to be used at the hearing, and any medical records relied on or to be used at the hearing. The production of such documents shall not constitute a waiver of any peer review protection for those documents or any other documents, and the use of peer review documents for any other purposes other than described herein is not permitted. The Affected Practitioner may be asked to sign an acknowledgement related to keeping such documents confidential and

the duty to invoke the peer review privilege. Failure to request this acknowledgement is not a waiver of the peer review privilege.

## **Section 6.11 Hearing.**

**6.11.1. Personal Appearance Requirement.** The personal presence of the Affected Practitioner for whom the hearing has been scheduled shall be mandatory. An Affected Practitioner who fails, without good cause, to appear and proceed at such hearing shall be deemed to have forfeited their rights and to have accepted the proposed Adverse Action, and the same shall thereupon become and remain in effect until Governing Body action.

**6.11.2. Continuance.** Postponement of the hearing beyond the time set forth in this Policy shall be made only with the approval of the Hearing Committee or Hearing Officer. Granting of such postponements shall only be for good cause shown and in the sole discretion of the Hearing Committee or Hearing Officer.

**6.11.3. Representation.** The Affected Practitioner shall be entitled to be accompanied by and represented at the hearing by a Member of the Medical Staff in good standing or by an attorney licensed to practice in Indiana at their own expense. When the Medical Executive Committee's action has prompted the hearing, a Member of the Medical Executive Committee shall be appointed to represent the Committee's position at the hearing and to present the facts, documents, and any witnesses in support of its proposed Adverse Action. The Governing Body, when its action has prompted the hearing, shall appoint a director to represent it at the hearing, to present the facts, documents, and witnesses in support of its adverse decision. The Medical Executive Committee or Governing Body may be also represented by an attorney retained at the Hospital's expense. If the Affected Practitioner chooses to be represented by legal counsel, then the Medical Staff or Governing Body must also be represented by legal counsel in the proceedings.

**6.11.4. Committee.** A majority of the Members of the Hearing Committee shall be present when the hearing takes place. No Member may vote by proxy.

**6.11.5. Record.** An accurate record of the hearing must be kept. The mechanism shall be established by the Hearing Officer. An accurate record may be accomplished by use of a court reporter, electronic recording unit, or detailed transcription.

**6.11.6. Evidence.** The hearing shall not be conducted according to the rules of law relating to the examination of witnesses or presentation of evidence. Any relevant matter upon which responsible persons customarily rely in the conduct of serious affairs shall be considered, regardless of the existence of any common law or statutory rule which might make evidence inadmissible over objection in any civil or criminal action.

**6.11.7. Written Statements.** The parties shall, prior, during, or within a time frame after the hearing established by the Hearing Officer or committee chairman, be entitled to submit

memoranda concerning any issue of procedure or of fact, and such memoranda shall become a part of the hearing record.

**6.11.8. Affected Physician Testimony.** If the Affected Practitioner does not testify on their own behalf, they may be called and examined as if under cross-examination.

**Section 6.12. Standard Burden of Proof.**

- (a) Whenever a hearing related solely to the proposed denial of or limitation of appointment, reappointment, or requested clinical privileges, the Affected Practitioner shall bear the burden of proving, by clear and convincing evidence, (i) that the Affected Practitioner meets the standards for appointment or reappointment to the Medical Staff or for the granting of clinical privileges requested and (ii) that the denial of or limitation of the appointment, reappointment, or requested clinical privileges is arbitrary and capricious.
- (b) In all other cases, either the Medical Staff Executive Committee or the Governing Body depending on whichever Peer Review committee proposed the Adverse Action, shall present supporting evidence, but the Affected Practitioner shall have the burden of proving, by a clear and convincing evidence, that the proposed Adverse Action should be rejected and/or modified, in whole or in part.

**Section 6.13. Hearing Rights.** At the hearing, the Affected Practitioner and Medical Executive Committee have the right:

- (a) to call, examine, cross-examine witnesses.
- (b) to present evidence determined to be relevant by the hearing officer.
- (c) to submit a written statement at the close of the hearing.
- (d) to have a record made of the proceedings, copies of which may be obtained by either party upon payment of any reasonable charges associated with the preparation thereof; and
- (e) upon completion of the hearing, to receive a copy of the written findings and recommendation of the Hearing Committee.

**Section 6.14. Recess and Adjournment.** The Hearing Committee may, without special notice, recess the hearing and reconvene the same for the convenience of the participants or for the purpose of obtaining new or additional evidence. Upon conclusion of all evidence, the hearing shall be closed. The Hearing Committee may thereupon, at a time convenient to itself, conduct its deliberations outside the presence of the Affected Practitioner for whom the hearing was convened. The Hearing Committee may recess the hearing at its conclusion until a transcript can be provided. After receipt of all the written and oral evidence; written statements of the parties, if submitted to the Hearing Committee; the transcript of the hearing, if submitted to the Hearing Committee; and after the completion of the deliberations of the Hearing Committee, the hearing shall be adjourned.

## **Section 6.15. Hearing Committee Report and Recommendation.**

**6.15.1.** Within thirty (30) days after final adjournment of the hearing, the Hearing Committee shall make a written report and recommendation. This report and recommendation shall be forwarded with the record of proceedings to whichever committee's action triggered the hearing, the Medical Executive Committee or Governing Body.

**6.15.2.** A copy of the Hearing Committee's report and recommendation shall also be sent by secure electronic mail to the Affected Practitioner, Medical Staff President, and the Administrator.

**6.15.3.** The report may recommend confirmation, modification, or rejection of the original proposed Adverse Action. The body receiving the report shall, at a special meeting called to consider the matter or at its next regularly scheduled meeting after its receipt, but in any event no longer than forty-five (45) days after receiving it, review it.

**6.15.4.** A majority vote of the body present is required to modify or reject the original proposed Adverse Action. Written notice of the action taken shall be sent by secure electronic mail, to the Affected Practitioner. The recommendation will not be forwarded to the Governing Body for final action until the Affected Practitioner has exercised or been deemed to have waived their right to an appeal.

## **Section 6.16. Appeal to the Governing Body.**

**6.16.1. Requesting an Appeal.** Within seven (7) business days after receipt of a notice by an Affected Practitioner of a proposed Adverse Action or decision made or adhered to by the Medical Executive Committee or Governing Body after a hearing as provided above, the Affected Practitioner may request an appeal to the Governing Body in writing via secure electronic mail. A copy of the request shall be sent to the Medical Staff President. The Affected Practitioner may also request an oral argument be permitted as part of the appellate review. Oral arguments may be permitted in the sole discretion of the Governing Body as part of appellate review. If appellate review is not requested within seven (7) business days, the Affected Practitioner shall be deemed to have waived the right to the same, and to have accepted such proposed Adverse Action or decision, and the same shall become effective immediately when acted upon by the Governing Body.

**6.16.2. Standard of Appellate Review.** Appellate review shall be limited to determining whether the Affected Practitioner has established by clear and convincing evidence that (1) there had been a substantial failure to comply with the Medical Staff Bylaws during the corrective action which has materially prejudiced the Affected Practitioner; (2) the recommendation is arbitrary and unreasonable; or (3) the recommendation is not supported by reliable evidence.

**6.16.3. Written Statement of Affected Practitioner.** The Affected Practitioner must submit a written statement to the Governing Body setting forth specifically any finding of fact, conclusions, recommendations, and procedural matters with which the Affected Practitioner disagrees and the reasons therefor. Failure to identify any finding of fact, conclusions, or procedural matters with which the Affected Practitioner disagrees shall constitute a waiver of those issues. Only those findings of fact, conclusions, or procedural matters listed will be considered on appeal. The Affected Practitioner's written statement shall be submitted to the Governing Body through the Administrator by certified mail, return receipt requested, ten days (10) days after the mailing his request for the appeal. The Affected Practitioner shall provide a copy of the written statement to the Medical Executive Committee, which may submit a response to the Governing Body, with a copy to the Affected Practitioner within ten (10) days after receipt. Failure to submit the written statement within the above-listed time limits waives the Affected Practitioner's right to file such a statement.

**6.16.4. Notice of Appellate Review Date.** Promptly after receipt of request for appellate review, the Chair of Governing Body shall schedule a date for such review, including a time and place for oral argument, if such has been requested and granted and shall, through the Administrator, by written notice sent by secure electronic mail, notify the Affected Practitioner and Medical Staff representative of the same. The date of the appellate review shall not be fewer than thirty (30) days, nor more than sixty (60) days from the date of receipt of request for appellate review, except that when the Affected Practitioner requesting the review is under a suspension which is then in effect, such review shall be scheduled as soon as the arrangements may reasonably be made, but not more than thirty (30) days from the date of receipt of such request.

**6.16.5. Appellate Committee.** The appellate review shall be conducted by the Governing Body or a duly appointed appellate review committee of the Governing Body of no fewer than three (3) Members.

**6.16.6. Conduct of the Appeal.** The Governing Body or its appointed review committee shall act as an appellate body. It shall review the record created in the proceedings and shall consider the written statements of the parties submitted for the purpose of determining whether the Affected Practitioner has established by clear and convincing evidence that there has been a substantial failure to comply with the Medical Staff Bylaws during the course of the action which has materially prejudiced the Affected Practitioner or that the recommendation is arbitrary or unreasonable or is not supported by any reliable evidence. If oral argument is requested and permitted as part of the review procedure, the Affected Practitioner shall be present at such appellate review and shall be permitted to speak against the proposed Adverse Action. The Affected Practitioner shall answer questions of the appellate review body. The Medical Staff or the Governing Body, whichever is appropriate, shall also be represented by an individual who shall be permitted to speak in favor of the proposed Adverse Action, and who shall answer questions put to him/her by any member of

the appellate review body. Both sides may be represented by counsel if they were so represented at the hearing.

**6.16.7. Handling New Evidence.** New or additional matters not raised during the original hearing or in the Hearing Committee report, nor otherwise reflected in the record, shall not be introduced at the appellate review unless good cause is shown as to why it was not presented at the hearing. The Governing Body or the committee thereof appointed to conduct the appellate review shall in its sole discretion determine whether such new matters will be accepted.

**6.16.8. Decision.**

- (a) If the appellate review is conducted by the Governing Body, it may affirm, modify, or reverse the proposed Adverse Action, or in its discretion, refer the matter back to the Medical Executive Committee for further review and recommendation within fifteen (15) days. Such referral may include a request that the Medical Executive Committee arrange for a further hearing to resolve specified disputed issues.
  
- (b) If the appellate review is conducted by a committee of the Governing Body, such committee shall, within thirty (30) days after the adjourned date of the appellate review, either make a written report recommending that the Governing Body affirm, modify, or reverse the proposed Adverse Action, or refer the matter back to the Medical Executive Committee for further review and recommendation within fifteen (15) days. Such referral may include a request that the Medical Executive Committee arrange for a further hearing to resolve disputed issues. Within thirty (30) days after receipt of such recommendation after referral, the committee shall make its recommendation to the Governing Body as above provided.

**6.16.9. Conclusion.** The appellate review shall not be deemed to be concluded until all the procedural steps provided in the Bylaws have been completed or waived. Upon completion of the procedural steps, the Chair of the Governing Body or the presiding chair of a committee appointed by the Governing Body may, through written notice to the parties, deem the appellate review to be concluded. If the Governing Body or committee takes no action to conclude the appellate review, the review shall be determined to be concluded no later than fifteen (15) days after the completion of the procedural steps required by these provisions.

**Section 6.17. Final Decision of Governing Body.**

**6.17.1. Time Frame.** Within thirty (30) days after the conclusion of the appellate review, the Governing Body shall make its decision in the matter and shall send notice thereof to the Affected Practitioner, by secure electronic email. If this decision is contrary to the Medical Executive Committee's last such recommendation, the Governing Body shall refer the matter to the dispute resolution process for further review and recommendation within fifteen (15) days and shall include in such notice of its decision a statement that a final decision will not

be made until the dispute resolution process between the Governing Body and the Medical Executive Committee has concluded. At its next meeting after conclusion of the dispute resolution process, the Governing Body shall make its final decision with like effect and notice as provided above.

**6.17.2. One Hearing and One Appeal.** Notwithstanding any other provision of these Bylaws, no Affected Practitioner shall be entitled as a right to more than one hearing and one appellate review on any matter which shall have been the subject of action by the Medical Executive Committee, or by the Governing Body, or by a duly authorized committee of the Governing Body, or by both.

**6.17.3. Reporting Requirements.** The Hospital or its authorized representative shall report to the applicable state professional authority and National Practitioner Data Bank all Final Adverse Actions and certain resignations or surrenders of clinical privileges as required by the Indiana Hospital Statute and the Health Care Quality Improvement Act of 1986. The Governing Body's adoption of such Final Adverse Action shall occur after the hearing and appeal process set forth in these Bylaws has been completed or waived. Any precautionary suspension will be reported when required by state and federal law. For reporting purposes, a precautionary suspension is synonymous with the term "summary suspension" used in state and federal statutes and regulations.

## **ARTICLE 7.**

### **DEPARTMENTS AND SECTIONS**

#### **Section 7.1. Organization of Clinical Departments and Sections.**

**7.1.1. Departments.** The Medical Staff with clinical privileges shall be divided into clinical departments whose primary interests and training qualify them for delivery of healthcare in a specified medical field or practice. Each department shall be organized as a separate component of the Medical Staff and shall have a chair selected and entrusted with the authority, duties, and responsibilities as set forth in Section 7.6.

**7.1.2. Sections.** Any department may be further divided, as appropriate, into sections which shall be directly responsible to the department within which it functions, and which shall have a section chair selected and entrusted with the authority, duties and responsibilities specified in Section 7.7.

**7.1.3. Meetings.** Meetings of departments and sections and attendance requirements are set forth in Article 9.

**7.1.4. Changes.** When appropriate, the Medical Executive Committee may recommend to the Medical Staff and the Governing Body the creation, elimination, modification, or combination of departments or sections. Changes to the departments and sections are made by the Governing Body in consultation with the Medical Executive Committee.

**Section 7.2. Departments and Sections.** There shall be eight (8) departments of the Medical Staff: the Medicine Department, the Surgery Department, the Anesthesia Department, the Cardiology Department, the Emergency Medicine Department, the Maternal and Child Department, the Oncology Department, and the Radiology Department.

**7.2.1. Department of Medicine.** The Department of Medicine oversees and consists of three (3) sections: (1) Critical Care Medicine (including hospitalists and pulmonologists); (2) Family Medicine; (3) Internal Medicine (including dermatology, endocrinology, general internal medicine, hematology, neurology, pathology, psychiatry, physical medicine, and rehabilitation).

**7.2.2. Department of Surgery.** The Department of Surgery oversees surgery and consists of two (2) sections: (1) General Surgery Section (breast surgery, colorectal surgery, cardiovascular, neurosurgery, ophthalmologic surgery, oral surgery, otolaryngologic surgery, plastic surgery, urologic surgery, urogynecology, and vascular surgery); and (2) Orthopedics Section.

**7.2.3. Department of Anesthesia.** The Department of Anesthesia oversees all anesthesia, including pain management and conscious sedation. The department has no sections.

**7.2.4. Intentionally Left Blank (CHE/N Behavioral Health).**

**7.2.5. Department of Cardiology.** The Department of Cardiology oversees cardiology. The department has no sections.

**7.2.6. Department of Emergency Medicine.** The Department of Emergency Medicine oversees emergency medicine. The department has no sections.

**7.2.7. Department of Maternal and Child.** The Department of Maternal and Child oversees obstetrics, gynecology including gynecologic oncology, pediatrics, and all pediatric subspecialties including surgery, critical care, and cardiology. The department has a Pediatric Section.

**7.2.8. Department of Oncology.** The Department of Oncology oversees oncology, includes gynecology, hematology and radiation oncology. The department has no sections.

**7.2.9. Department of Radiology.** The Department of Radiology oversees radiology. The department has no sections.

**Section 7.3. Assignment to Departments and Sections.** Each Member with clinical privileges shall be assigned membership in one department and, if any, a section within such department even though granted clinical privileges overseen by other departments or sections. The Credentials Committee shall make departmental assignments subject to, and in concurrence with the Medical Executive Committee. Members with clinical privileges overseen by more than one department shall be subject to the jurisdiction of each department in which they have clinical privileges and shall be subject to all rules of such departments.

**Section 7.4. Functions of Departments.** The general functions of each department shall include:

- (a) Routinely collecting information about important aspects of patient care provided in the department, periodically assessing this information, and developing objective criteria for use in evaluating patient care.
- (b) Conducting patient care reviews for the purpose of analyzing and evaluating the quality and appropriateness of care and treatment provided to patients within the department. Patient care reviews shall include all clinical work performed under the jurisdiction of the department regardless of whether the Member whose work is subject to such review is a Member of that department.
- (c) Recommending criteria for clinical privileges and the performance of specified services within the department;
- (d) Evaluating and making appropriate recommendations regarding the qualifications of Applicants seeking appointment or reappointment and clinical privileges within the department;
- (e) Conducting, participating, and making recommendations regarding continuing education programs pertinent to departmental clinical practices;
- (f) Reviewing and evaluating department adherence to: (1) Medical Staff Bylaws and Policies; and (2) sound principles of clinical practices;
- (g) Submitting written reports to the Medical Staff Quality Committee and Medical Executive Committee concerning: (1) the department's review and evaluation activities, action taken thereon, and the results of such action; and (2) recommendations for maintaining and improving the quality of care provided in the department and the Hospital including formulating recommendations for departmental rules and regulations reasonably necessary for the proper discharge of its responsibilities subject to approval by the Medical Staff Quality Committee, and Medical Executive Committee;
- (h) Holding regularly scheduled meetings for the purpose of considering patient care review findings and the results of the department's other review and evaluation activities, as well as reports on other department and staff functions;
- (i) Establishing such committees or other mechanisms as are necessary and desirable to perform properly the functions assigned to it, including conducting patient care reviews for the purpose of analyzing and evaluating the quality and appropriateness of care

and treatment provided to patients within the department, developing proctoring protocols, and conducting ongoing professional practice evaluations and focused professional practice evaluations;

- (j) Taking appropriate action when important problems in patient care, clinical performance, or opportunities to improve care are identified; and
- (k) Accounting to the Medical Staff Quality Committee and Medical Executive Committee for all professional and Medical Staff administrative activities within the department.

**Section 7.5. Functions of Sections.** Subject to the approval of the Medical Executive Committee, each section shall perform the functions assigned to it by the applicable department chair. Such functions may include, without limitation, retrospective patient care reviews, evaluation of patient care practices, credentials and clinical privileges delineation review, and continuing education programs. The section shall transmit regular reports to the applicable department chair, the Medical Staff Quality Committee, and the Medical Executive Committee of the conduct of its assigned functions.

**Section 7.6. Department Leadership.**

**7.6.1. Qualifications.** Each department shall have a chair and a vice chair. To be eligible for such office, each candidate shall be:

- (a) a Member of the Active Staff in good standing;
- (b) certified by an appropriate specialty board or comparably qualified by training, experience and demonstrated ability in at least one of the clinical areas as affirmatively established through the clinical privilege delineation process covered by the department;
- (c) qualified by experience within the Medical Staff and by administrative ability to oversee and supervise the functions of the department; and
- (d) able to discharge the responsibilities and duties of the applicable department chair.

**7.6.2. Selection.** The applicable department chair and vice chair shall be elected every two (2) years by the Members of the department who are eligible to vote for officers of the Medical Staff. For this election, each applicable department chair shall appoint a nominating committee of three Members at least sixty (60) days prior to the meeting in which the election is to take place. To be placed on the ballot, the Member must meet the qualifications set forth in Section 7.6.1 and consent to being on the ballot. The recommendations of the nominating committee of one or more nominees for chair and vice chair positions shall be circulated to the voting Members of the department in advance of the meeting. The candidate receiving a majority of the votes from Members with voting privileges will be declared the winner. Election

of the department's chair and vice chair shall be subject to ratification by the Medical Executive Committee and the Governing Body.

**7.6.3. Term of Office.** Each applicable department chair and vice chair shall serve a two (2) year term that coincides with the Medical Staff Year or until their successors are chosen, unless they shall sooner resign, be removed from office, or lose their Medical Staff appointment or clinical privileges in that department. Department officers shall be eligible to succeed themselves.

**7.6.4. Vacancies.** If the department chair is temporarily unable to fulfill the responsibilities of the office, the department vice chair shall assume these responsibilities until the department chair can resume those duties. When a permanent vacancy occurs in the office of department chair, the vice chair will assume the office for the remainder of the existing term and thereafter serve the elected term as department chair, if nominated and elected at the next regular department election. When a vacancy occurs in the office of vice chair, the department chair shall appoint a vice chair for the remainder of the existing term.

**7.6.5. Removal.** A department chair or vice chair automatically shall be removed for failure to maintain qualifications for the office or may be removed for cause by a two-thirds (2/3) majority vote of the department Members who are eligible to vote subject to the approval of the Governing Body. Vacancies will be filled in accordance with Section 8.14. Any applicable reinstatement of office will be done in accordance with Section 8.12. Automatic removal of a department chair or vice chair is triggered without need for vote and is effective immediately in the event of the failure to continuously meet the Threshold Eligibility Criteria of membership or qualifications for office. Each of the following conditions constitutes cause for removal: (a) failure to comply with or support enforcement of the Medical Staff Bylaws and Policies or department policies; (b) failure to perform the required duties of the office in a timely and appropriate manner; (c) abuse of office; and (d) conduct unbecoming an officer. A special meeting for a cause removal vote may be called by a majority vote of the Medical Executive Committee or by a petition signed by at least ten percent (10%) of the applicable department Members eligible to vote. The petition should clearly state the cause or the reasons for the removal and may include other information by way of additional explanation to the department Members. A petitioner's signature is valid if the petitioner is assigned to the department and acknowledges that the petitioner has read the petition and all attachments, if any, and dates the petition. Once the ten percent (10%) threshold has been achieved, the petition and any attachments and a list of the petitioners shall be forwarded to the Medical Executive Committee. Within thirty (30) days of the Medical Executive Committee's receipt of the petition, a special meeting of the department shall be scheduled. The Medical Staff President shall preside over this special meeting. At least ten (10) days prior to the initiation of any removal action, the department Members shall be given special notice of the date of the meeting at which the action is to be considered. The individual who is the subject of the removal shall be afforded an opportunity to speak to the department Members at the meeting prior to the vote. The designation of the time and place for such a special meeting shall be

governed by Article 10. Removal shall occur only if a two-thirds (2/3) majority of the department Members eligible to vote and present at the meeting vote in favor of the removal. No such removal shall be effective until it has been ratified by the Governing Body.

**7.6.6. Authority, Duties and Responsibility.** Each chair shall have the following authority, duties, and responsibilities, and the vice chair, in the absence of the chair, shall assume all of them and shall otherwise perform such duties as may be assigned to the vice chair:

- (a) Act as presiding officer at department meetings;
- (b) Be accountable for all professional and administrative activities within the department;
- (c) Report to the Medical Staff Quality Committee, Medical Executive Committee and to the Medical Staff President regarding all professional and administrative activities of the department;
- (d) Oversee monitoring of the quality of patient care and professional performance in all major clinical activities rendered by Members in the department through a planned and systematic process and oversee the effective conduct of patient care, evaluation and monitoring functions delegated to the department by the Medical Executive Committee;
- (e) Develop and implement department programs for retrospective patient care review, the routine collection of information pertaining to patient care and clinical performance, on-going monitoring of practice, credentials review and clinical privileges delineation, medical education, utilization review and quality improvement;
- (f) Take action to correct problems in patient care or clinical performance, evaluate the effectiveness of the action taken and issue a monthly report on monitoring and corrective activities to the Medical Staff President, Medical Staff Quality Committee and Medical Executive Committee;
- (g) Give guidance on the overall medical policies of the Medical Staff and Hospital and make specific recommendations and suggestions regarding the department;
- (h) Transmit to the Medical Executive Committee the department's recommendations concerning appointment, classification, and reappointment for each Applicant to or Member of the department, criteria for clinical privileges, monitoring of specific services, and any corrective action with respect to Privileged Practitioners in the department;

- (i) Endeavor to enforce the Medical Staff Bylaws and Policies and Procedures within the department;
- (j) Implement within the department appropriate actions taken by the Medical Executive Committee;
- (k) Participate in every phase of administration of the department including cooperation with the nursing service and the Administration in matters such as special regulations, standing orders and techniques;
- (l) Assist in the preparation of such annual reports, including budgetary planning, pertaining to the department as may be required by the Medical Executive Committee;
- (m) Recommend delineated clinical privileges for each Member of the department;
- (n) Perform such other duties commensurate with the office as may from time to time be reasonably requested by the Medical Staff President, the Medical Staff Quality Committee, or the Medical Executive Committee;
- (o) Assess and recommend to the Hospital any off-site sources for needed patient care, treatment, and services not provided by the Hospital;
- (p) Integrate the department into the primary functions of the Hospital;
- (q) Coordinate and integrate the department among the other departments and within the department;
- (r) Recommend the number of qualified and competent persons to provide care, treatment, and services;
- (s) Determine the qualifications and competence of department personnel who provide patient care, treatment, and services but are not Privileged Practitioners;
- (t) Oversee the orientation and continuing education of all persons in the department;
- (u) Recommend space and other resources needed by the department; and
- (v) Organize and be responsible for an emergency call list for the department and recommend how appropriate coverage should be defined for the department.

## **Section 7.7. Section Chairs.**

**7.7.1. Qualifications.** If a section exists, the section shall have a chair who shall be a Member of the Active Staff and a Member of the section. The section chair shall be qualified by training, experience, and demonstrated current ability in the clinical area covered by the section.

**7.7.2. Selection and Vacancies.** Each section chair shall be selected or elected as the section may adopt. Vacancies due to any reason shall be filled for the unexpired term by the applicable department chair.

**7.7.3. Term of Office.** Each section chair shall serve a two-year term which coincides with the Medical Staff Year or until the successor is chosen unless the section chair shall sooner resign or be removed from office or lose Medical Staff appointment or clinical privileges in the section. Section chairs shall be eligible to succeed themselves.

**7.7.4. Removal.** After appointment and ratification, removal of a section chair shall occur automatically for failure to maintain qualifications for the office. A section chair may be removed by recommendation of the section and approval by a majority vote of the Medical Executive Committee.

**7.7.5. Duties.** Each section chair shall:

- (a) Act as presiding officer at section meetings;
- (b) Assist in the development and implementation, in cooperation with the applicable department chair or programs, to carry out the quality review and evaluation and monitoring functions assigned to the section;
- (c) Evaluate the clinical work performed in the section;
- (d) Conduct investigations and submit reports and recommendations to the applicable department chair regarding the clinical privileges to be exercised within the section by Members of or Applicants to the Medical Staff;
- (e) Perform such other duties commensurate with the office as may from time to time be reasonably requested by the applicable department chair or vice chair, the Medical Staff President, the Medical Executive Committee, or the Medical Staff Quality Committee.

## **ARTICLE 8.**

### **OFFICERS AND ELECTIONS**

**Section 8.1. Officers.** The officers of the Medical Staff shall be President, Vice President, Treasurer, and the Immediate Past President.

**Section 8.2. Term of Office.** Officers shall be elected at the annual meeting of the general Medical Staff every other year. The term of office shall be two (2) medical staff years which commences on October 1, following the election and ratification by the Governing Body, or until their successors are elected. All officers may be re-elected but shall not serve more than two (2) consecutive two (2) year terms. When a Member is filling a vacated term of office, that time shall not be counted toward the two (2) consecutive terms. The Immediate Past Medical Staff President will serve as a Medical Staff Officer until the current Medical Staff President completes their term(s) of presidency.

**Section 8.3. Qualifications.** To be eligible for office, the following criteria at the time of nomination and continually throughout the term of office must be satisfied. The Member must:

- (a) be on the Active Staff and eligible to vote on Medical Staff matters for preferably two (2) years;
- (b) not the subject of a proposed or actual Adverse Action;
- (c) willing and able to devote the necessary time to discharge faithfully the duties and responsibilities of the office;
- (d) willing to attend continuing education programs relating to medical staff leadership such as peer review and credentialing functions prior to or during the term of office;
- (e) the President and Vice President must be physician Members; and
- (f) have demonstrated an ability to work well with and communicate effectively with others.

**Section 8.4. Conflict of Interest Disclosure.** All nominees for election to office or appointment to fill a vacancy to any Medical Staff office shall disclose in writing to the Medical Executive Committee those personal, professional, or financial affiliations or relationships of which they are reasonably aware could foreseeably result in a conflict of interest with their activities or responsibilities on behalf of the Medical Staff of the Hospital. This disclosure shall be made in advance of any election or appointment including appointments to fill vacancy and prior to Governing Body ratification.

**Section 8.5. Medical Staff President.** The Medical Staff President shall serve as the chief administrative officer and principal elected official of the Medical Staff whose duties shall include, but not be limited to:

- (a) enforcing the Medical Staff Bylaws, Policies, and the state and federal laws and regulations as they may apply to Members of the Medical Staff, Privileged Practitioners of the Allied Health Practitioner Staff, and any other Privileged Practitioner;

- (b) implementing corrective action indicated, and ensuring reasonable Medical Staff compliance with procedural safeguards in all instances where corrective action has been requested or initiated against a Member or a Privileged Practitioner;
- (c) calling, presiding at, and being responsible for the agenda of all general Medical Staff and the Medical Executive Committee meetings;
- (d) serving as chair of the Medical Executive Committee;
- (e) serving as an ex officio member of all Medical Staff committees, without vote, unless membership on a committee is required by these Bylaws;
- (f) interacting with Administration and Governing Body in all matters of mutual concern within the Hospital;
- (g) appointing, in consultation with the Medical Executive Committee, committee members for all standing and special Medical Staff, liaison or multi-disciplinary committees, except where otherwise provided by these Bylaws and except where otherwise indicated, designating the chair of these committees;
- (h) representing the views and policies of the Medical Staff to the Governing Body, Administration and Network;
- (i) being a spokesperson for the Medical Staff in external, professional, and public relations;
- (j) performing such other functions as may be assigned by these Bylaws, the Medical Staff, or the Medical Executive Committee; and
- (k) serving on liaison committees with the Governing Body, Administration, or other medical staff officers of hospitals in the Network.

**Section 8.6. Medical Staff Vice President.** The Medical Staff Vice President shall be a member of the Medical Executive Committee and the Medical Staff Quality Committee. The Vice President shall serve as the Chair of the Medical Staff Quality Committee and report the peer review activities of the departments and the Medical Staff Quality Committee to the Medical Executive Committee. The Vice President shall be required to assist the Medical Staff President and to perform such duties as may be assigned by the President. Whenever a conflict of interest arises, as determined in the sole discretion of the President, or during the absence of the President, the Vice President shall act as the President's designee. Upon the occurrence of a vacancy in the office of President, the Vice President shall assume the

responsibilities, exercise the authority, and perform the duties assigned to the President until the next regular presidential election and ratification by the Governing Body.

**Section 8.7. Intentionally Left Blank (CHA Chief of Medical Staff)**

**Section 8.8. Intentionally Left Blank (CHA Medical Staff Vice Chief)**

**Section 8.9. Treasurer.** The Treasurer shall be a member of the Medical Executive Committee and Bylaws Committee. With the assistance of the Administration, the duties shall include, but not limited to:

- (a) Oversee and authorize the disbursement of Medical Staff funds; and
- (b) Perform such other duties as ordinarily pertain to the office or as may be assigned from time to time by the Medical Staff President or Medical Executive Committee.

**Section 8.10. Immediate Past Medical Staff President.** The Immediate Past Medical Staff President may attend the peer review sessions of the Medical Executive Committee meetings and shall:

- (a) serve as an advisor to the Medical Staff President;
- (b) attend the Credentials Committee upon invitation of the Credentials Committee Chair;
- (c) serve as the chair the Nominating Committee;
- (d) provide performance feedback to the Medical Staff President, the Vice President, and Treasurer on an annual basis; and
- (e) perform other functions delegated by the Medical Staff President.

**Section 8.11. Nominating Committee.** The Nominating Committee shall select nominees for placement on the election ballot of officers.

**8.11.1. Composition.** The Nominating Committee shall be composed of the Medical Staff President, Immediate Past Medical Staff President, a Physician representative of the Medical Executive Committee and two (2) Members nominated by the medical Executive Committee. The Immediate Past President shall serve as the Chair of the Nominating Committee. The Administrator shall be a non-voting advisory member and shall not be present when final nomination selections are made.

**8.11.2. Duties.** The Nominating Committee will:

- (a) meet at least ninety (90) days prior to the general Medical Staff meeting at which the election will be held.

- (b) seek information from the general Medical Staff concerning the performance of the current officers, and if favorable, give preference to officer succession.
- (c) assure nominees meet the qualifications of office and consent to being placed on the ballot and at least one name is placed on the ballot for election, as appropriate to each Medical Staff Office.
- (d) electronically notify the Members with voting privileges at least sixty (60) days prior to the annual meeting of (1) its list of nominees for open officer positions; (2) there will be no nominations from the floor at the election meeting; and (3) the petition process and deadline for making nominations by petition. Specifically, a petition signed by at least ten percent (10%) of the Active Staff Members may also make nominations for officers and at-large Members of the Medical Executive Committee. Such petition must be submitted to the Medical Staff President at least forty-five (45) days prior to the election for placement on the ballot.
- (e) determine whenever a petition is submitted, whether such nominee will be placed on the ballot using the following criteria:
  - (1) such nominee must meet the qualifications of the office. The Nominating Committee will have discretion to determine if these criteria have been met; and
  - (2) prior to approval by the Nominating Committee for placement on the ballot, such nominee must agree to be placed on the ballot.

## **Section 8.12. Election of Officers.**

**8.12.1. Election Process.** Officers of the Medical Staff shall be elected using a written ballot identifying the nominees for each office. The ballot may be distributed electronically to eligible voting Members in advance of the general or special meeting. There will be no nominations from the floor.

**8.12.2. Ballots and Count.** The nominee who receives the greatest number of votes from Members who are eligible to vote and who voted in person at the meeting shall be elected to that office. Voting by proxy is not permitted.

**8.12.3. Ratification.** Officers shall be eligible to assume office once the Governing Body has ratified their election. Such ratification cannot be unreasonably withheld.

## **Section 8.13. Removal From Office.**

**8.13.1. Removal.** A Medical Staff officer will be removed automatically as set forth in Section 8.13.4. and may be removed for cause by an affirmative vote of two-thirds (2/3) of the Members who are eligible to vote and are present at any general or special meeting, subject to approval of the Governing Body.

**8.13.2. Automatic Removal.** Automatic removal of an officer is without need for vote and is effective immediately in the event of the failure to continuously meet the Threshold Eligibility Criteria of membership. Vacancies will be filled in accordance with Section 8.14. Any applicable reinstatement of office will be done in accordance with Section 8.12.

**8.13.3. Cause For Removal.** Each of the following conditions constitutes cause for removal:

- (a) Failure to comply with or support enforcement of the Medical Staff Bylaws and Policies;
- (b) Loss of credibility, trust, or leadership of peers;
- (c) Failure to perform the required duties of the office in a timely and appropriate manner;
- (d) Abuse of office; and
- (e) Conduct unbecoming an officer.

**8.13.4. For Cause Removal Process.** A special meeting for a cause removal vote may be called by a majority vote of the Medical Executive Committee or by a petition signed by at least ten percent (10%) of the Members eligible to vote. The petition should clearly state the cause or the reasons for removal and may include any other information by way of additional explanation to the Members. The petitioner must acknowledge that they have read the petition and all attachments, if any, for their signature to be considered valid. Once the ten percent (10%) threshold has been achieved, the petition and any attachments and a list of the petitioners shall be forwarded to the Medical Executive Committee. Within thirty (30) days of the Medical Executive Committee's receipt of the petition, a special meeting shall be scheduled. The Medical Executive Committee shall appoint a committee to preside over the removal vote. At least ten (10) days prior to the initiation of any removal action, the Members shall be given special notice of the date of the meeting at which action is to be considered. The individual who is the subject of the removal shall be afforded an opportunity to speak to the Medical Staff at the meeting prior to a vote on removal. The designation of the time and place for such a special meeting shall be governed by the procedures set forth in Article 10. Removal shall occur only if two thirds (2/3) of the Members eligible to vote present at the meeting vote in favor of the removal. No such removal shall be effective unless and until it has been ratified by the Governing Body.

**Section 8.14. Vacancies.** If the Medical Staff President is temporarily unable to fulfill the responsibilities of the office, the Vice President shall assume these responsibilities until the President can resume those duties. When a permanent vacancy occurs in the office of President, the Vice President will assume the office for the remainder of the existing term and thereafter serve as President, if nominated and elected at the next regular election. When a vacancy occurs in the office of Vice President, the Treasurer will assume the office of Vice

President for the remainder of the existing term and thereafter may serve any elected term as Vice President, if nominated and elected. The Medical Executive Committee shall appoint a Treasurer whenever this position is vacated. At the next general medical staff meeting, a special election shall be held consistent with Section 10.3 except that the Medical Executive Committee may reasonably shorten the timing of the submission of nominee petitions and the Nominating Committee's work. If the Immediate Past President is not eligible to fulfill the duties of the office of the Immediate Past President, the President shall appoint another former President to fulfill the remainder of the term, or it shall remain vacant until the current President assumes that office. In the event an office remains vacant despite the succession language above, the Medical Executive Committee may temporarily appoint a qualified Member to fill the officer position until the next general election can be held.

## **ARTICLE 9.**

### **COMMITTEES**

**Section 9.1. Committee Designation.** The committees described in this Article shall be the standing committees of the Medical Staff and where appropriate shall be structured to qualify as a "peer review committee" as set forth in the Indiana Peer Review Statute. Special or ad hoc committees may be created by the Medical Executive Committee to perform specific tasks. Medical Staff committees shall be responsible to the Medical Executive Committee. The Medical Staff may carry out medical staff responsibilities through participation in committees of the Hospital and the Network. Other Medical Staff committees that may be formulated are generally time limited and/or ad hoc in nature to address specific matters which may occur episodically or on a recurring basis with relative infrequency.

### **Section 9.2. General Provisions.**

**9.2.1. Appointment.** Unless otherwise specified in these Bylaws, members of all committees shall be appointed and may be removed by the Medical Staff President, subject to consultation with, and approval by, the Medical Executive Committee.

- (a) Active Staff and Courtesy Staff Members shall be eligible for appointment to any committee of the Medical Staff established to perform one or more of the functions required by these Bylaws. Notwithstanding the above, only Active Staff Members are eligible to serve on the Medical Executive Committee.
- (b) Where specified in these Bylaws, or where the Medical Executive Committee deems it appropriate to the functions of a Medical Staff committee, Members of the Affiliate Staff and Honorary Staff and representatives of the Allied Health Practitioner Staff and various services of the Hospital, including, without limitation, Administration, laboratory, nursing, information management, and pharmacy services may be eligible for appointment to specific committees of the Medical Staff. Unless otherwise provided in

these Bylaws, the Administrator or designee shall be a Member of all Medical Staff committees.

- (c) Unless specified otherwise in these Bylaws, only Members of the Active Staff, Courtesy Staff, or Voting Affiliate Staff categories may vote on Medical Staff committees.

**9.2.2. Committee Chair.** Unless specified otherwise in these Bylaws, the chair of each standing or special committee shall be appointed by the Medical Staff President, subject to the approval of the Medical Executive Committee, for a term of two (2) years.

**9.2.3. Terms of Committee Members.** Unless otherwise specified in these Bylaws, each medical staff committee member shall be appointed to a committee for a term of two (2) years and may be reappointed as often as the Medical Staff President may deem advisable.

**9.2.4. Removal.** Unless otherwise specified in these Bylaws, the committee member may be removed by the Medical Staff President, subject to consultation with, and approval by, the Medical Executive Committee or automatically removed if the committee member ceases to be a Member in good standing or suffers a loss or significant limitation of clinical privileges.

**9.2.5. Vacancies.** Unless otherwise specified in these Bylaws, vacancies on any committee shall be filled in the same way an original appointment to such committee is made. If an individual appointed by the Medical Staff President is removed for cause, then the successor may be selected by the Medical Staff President.

**9.2.6. Meetings.** Unless otherwise specified in these Bylaws, committees will meet as needed at the discretion of the chair. At the discretion of the chair, committee members may be allowed to participate in meetings through electronic means, so long appropriate measures are taken by participants to preserve confidentiality.

**9.2.7. Minutes.** Unless otherwise specified in these Bylaws, all Medical Staff committees shall create and maintain minutes which shall be forwarded to the Medical Staff Quality Committee and Medical Executive Committee for review and further follow up as appropriate.

**9.2.8. Standing Committees.** The standing committees are Medical Executive Committee, Credentials Committee, Medical Staff Quality Committee, Bylaws Committee, Pharmacy and Therapeutics Committee, Critical Care Committee, Utilization Committee, Infection Prevention Committee, Emergency Medicine Committee, Bioethics Committee, and Cancer Committee.

**9.2.9. Special Committees.** Special Committees shall be appointed by the Medical Staff President unless stated otherwise in these Bylaws, from time to time, as may be required to properly carry out the duties of the Medical Staff. Such committees shall confine their work to the purposes for which they were appointed and shall report to the Medical Executive Committee. A Special Committee shall not have power of action unless it is specifically

granted by the motion which created the Special Committee or is authorized in the Bylaws. Special Committees include the Nominating Committee, Investigation Committee, and Hearing Committee.

**9.2.10. Representation on Hospital and Network Committees.** To carry out the functions of the Medical Staff and to provide Medical Staff input where appropriate, the Medical Staff President may appoint Members to Hospital and Network committees. When Members sit on a Hospital or Network committee, the minutes of that committee shall be forwarded to the Medical Executive Committee to receive and act on reports and recommendations from such committee. The Member serving on a Hospital or Network committee may bring to the attention of the Medical Executive Committee any matter brought before such committee that requires the attention of the Medical Staff leadership.

### **Section 9.3. Medical Executive Committee.**

**9.3.1. Composition.** The Medical Executive Committee shall consist of the following:

- (a) The Officers of the Medical Staff and the Immediate Past President;
- (b) The eight (8) department and six (6) section chairs;
- (c) The chairs of the Credentials Committee, Medical Staff Quality Committee, Bylaws Committee, Pharmacy and Therapeutics Committee, Critical Care Committee, Utilization Committee, Emergency Medicine Committee, and Cancer Committee. Whenever the committee chair is not an Active Staff Member of the Hospital, then an Active Staff Member on the committee shall be appointed to the Medical Executive Committee by the Medical Staff President, with the approval of the Medical Executive Committee; and
- (d) The Administrator, Physician Network Executive, and a designee of the Governing Body may attend ex officio with no voting privileges.

The majority of voting Members of the Medical Executive Committee shall be licensed doctors of medicine or osteopathy actively practicing in the Hospital. The Medical Executive Committee may utilize Peer Review Personnel. The Medical Executive Committee may invite guests to the meeting from time to time to provide information. Except for Peer Review Personnel, no guest will be allowed to attend any portion of the deliberations of the committee when exercising its peer review authority.

**9.3.2. Responsibilities.** The responsibilities of the Medical Executive Committee shall include but not be limited to:

- (a) represent and act on behalf of the Medical Staff in intervals between general Medical Staff meetings, subject to such limitations as may be imposed by the Medical Staff through these Bylaws.

- (b) coordinate and implement the professional and organizational activities and general policies of the various departments and Medical Staff.
- (c) receive and act upon reports and recommendations from Medical Staff departments, sections, committees and assigned activity groups.
- (d) act as liaison between the Medical Staff, the Administrator, and the Governing Body.
- (e) recommend action to the Governing Body on at least the following:
  - a. individuals seeking Medical Staff Membership.
  - b. delineation of clinical privileges for practitioners seeking clinical privileges through the Medical Staff process.
  - c. the review of and actions on reports of the Medical Staff committees, departments, and other assigned activity groups.
  - d. the structure of the Medical Staff.
  - e. the mechanism used to review credentials and to delineate clinical privileges.
  - f. the organization of the quality improvement activities of the Medical Staff as well as the mechanism used to conduct, evaluate, and revise such activities.
  - g. the mechanism by which Medical Staff Membership may be terminated.
  - h. the mechanism for fair hearing and appeal procedures.
- (f) Participate in the development of all Medical Staff and applicable Hospital policies, practices, and planning with the authority to interpret these Bylaws and Policies when forming and enforcing Medical Staff Policies. Such policy, statements, or interpretations shall be communicated to the general Medical Staff.
- (g) Consult with Hospital senior management on quality related aspects of contracts for patient care services with entities outside of the Hospital.
- (h) Oversee all Peer Review activities on behalf of the Medical Staff of the Hospital which may include, but not be limited to:
  - a. evaluation of patient care rendered.
  - b. participate in the development of all Medical Staff and Hospital policy, practice, and planning.
  - c. review the qualifications, credentials, performance and professional competence and character of Applicants and Privileged Practitioners and make recommendations to the Governing Body regarding Medical Staff appointments and reappointments, assignments to departments, clinical privileges, and corrective action.

- d. take reasonable steps to promote competent clinical performance, ethical conduct and conduct that promotes the culture of improvement and safety on the part of all Members including the initiation of a participation in Medical Staff corrective action or review measures when warranted.
- (i) Design such committees as may be appropriate or necessary to assist in carrying out the duties and responsibilities of the Medical Staff and approving or rejecting appointments to Medical Staff committees by the Medical Staff President.
- (j) Report to the Medical Staff at each regular Staff meeting.
- (k) Assist in obtaining and maintaining accreditation.
- (l) Develop and maintain methods for the protection and care of patients and others in the event of internal and external disaster.
- (m) Appoint such special or ad hoc committees as may seem necessary or appropriate to assist the Medical Executive Committee in carrying out its functions and those of the Medical Staff.
- (n) Receive reports from the GMEC and the training programs on the performance of its Advanced Trainees, approve the Network GME protocols for Advanced Trainees, receive alerts to any performance concerns or matters that may threaten patient safety, and ensure Members supervising Advanced Trainees hold clinical privileges commensurate with their oversight activities.

**9.3.3. Delegated Authority.** The Active Staff Members may limit or expand the powers of the Medical Executive Committee at a special or regular meeting of the General Medical Staff with the vote of two-thirds (2/3) vote of the Active Staff Members present and eligible to vote.

**9.3.4. Removal.** Removal of Members of the Medical Executive Committee serving by virtue of their office shall be set forth in either Article 7 or 8. Removal of a Member of the Medical Executive Committee serving by virtue as a standing committee chair shall occur by the same process set forth in Section 8.13.

**9.3.5. Voluntary Resignation.** Members of the Medical Executive Committee will be considered to have voluntarily resigned from the committee if any of the following occur:

- (a) Termination or suspension of the Member's license to practice in the state of Indiana.
- (b) Loss of membership on the Active Staff category of the Medical Staff; or

- (c) The Medical Executive Committee recommends to the Governing Body that the Member be subject to corrective action.

**9.3.6. Meetings.** The Medical Executive Committee shall meet at least ten (10) times per year, maintain minutes of its proceedings and actions, and forward its minutes to the Governing Body. Members are expected to attend 75 % of all meetings unless excused for good cause. Members attending less than 25% of the meetings without good cause will automatically be deemed to have resigned from the Committee.

**9.3.7. Special Meeting.** The Medical Staff President may call special meetings of the Medical Executive Committee at any time. Such meetings may be held in person or through telephonic or electronic conferencing.

#### **Section 9.4. Credentials Committee.**

**9.4.1. Composition.** The Credentials Committee shall consist of no less than five (5) Members of the Active Staff who shall be appointed on a basis that will ensure representation of the major clinical specialties such as the Surgery Department, Anesthesia Department, Medicine Department, Emergency Medicine Department. The committee may include a representative of the Allied Health Practitioner Staff.

**9.4.2. Responsibilities.** The responsibilities of the Credentials Committee shall include but not be limited to:

- (a) Review and evaluate the qualifications of each practitioner applying for initial appointment, reappointment or modification of membership and clinical privileges and, in connection therewith, obtain and consider the recommendation of the appropriate departments.
- (b) Submit required reports and information on the qualifications of each practitioner applying for appointment or clinical privileges including recommendations with respect to appointment, category, department affiliation, clinical privileges, and special conditions.
- (c) Investigate, review and report on matters referred by the Medical Staff President or the Medical Executive Committee regarding the qualifications, conduct, professional character or competence of any Applicant or Privileged Practitioner.
- (d) Submit periodic reports to the Medical Executive Committee on its activities and the status of pending Applications.
- (e) Recommend to the Medical Executive Committee changes in credentialing policies and procedures, as well as recommendations for Bylaw changes.

- (f) Review clinical privilege requirements as warranted and make recommendations to Medical Executive Committee concerning the qualifications necessary when new specialty areas or technologies emerge.

**9.4.3. Meetings.** The Credentials Committee shall meet at least ten (10) times a year and more frequently as required on the request of the Credentials Committee Chair. The Credentials Committee shall maintain minutes of its proceedings, recommendations, and actions, and forward its minutes to the Medical Executive Committee. Members are expected to attend 75 % of all meetings held each year unless excused for good cause. Failure to attend at least 50% of the meetings will make the member eligible for removal by action of the Medical Staff President with ratification by the Medical Executive Committee.

**Section 9.5. Medical Staff Quality Committee.**

**9.5.1. Composition.** The Medical Staff Quality Committee shall consist of the vice chairs of the departments or their respective designees, the Vice Chair of the Credentials Committee, a representative from the Allied Health Practitioner Staff and nursing service, the Administrator, the Director of Quality, and Vice President of the Medical Staff. A member of the Allied Health Practitioner Staff and appropriate representatives of the Hospital may be appointed with input from the Administrator. Physician Network Executive shall serve on this committee as a non-voting member. The Vice President of the Medical Staff shall be the committee chair. Peer Review Personnel may assist the committee.

**9.5.2. Responsibilities.** The responsibilities of the Medical Staff Quality Committee shall include, but not limited to:

- (a) Recommend for approval of the Medical Executive Committee plans for maintaining quality patient care within the Hospital for approval. These may include mechanisms to:
  - a. Establish systems to identify potential problems in patient care.
  - b. Set priorities for action on problem correction.
  - c. Refer priority problems for assessment and corrective action to appropriate departments or committees.
  - d. Monitor the results of quality improvement activities, including the effectiveness of all review functions, throughout the Hospital;
  - e. Coordinate quality improvement activities; and
  - f. Review risk management, blood utilization, and infection prevention activities.
- (b) Review reports from the various department peer review committees and other quality review activities conducted, make recommendations on those reports to the Medical Executive Committee related to and including but not limited to the quality of medical care provided, and any necessary education, any ongoing or focused professional practice evaluations, or corrective action;

- (c) Review complaints alleging unethical, unprofessional, or incompetent acts or failure to render service as well as reports regarding disruptive behavior of any Member or Privileged Practitioner and written responses, if any. The Medical Staff Quality Committee shall make recommendations to the Medical Executive Committee based on its evaluation.

**9.5.3. Meetings.** The Medical Staff Quality Committee shall meet at least ten (10) times a year and more frequently as required or on the request of the Medical Staff Quality Committee Chair. The Medical Staff Quality Committee shall maintain minutes of its proceedings, recommendations, and actions, and forward its minutes to the Medical Staff Executive Committee. Members are expected to attend 75 % of all meetings held each year unless excused for good cause. Failure to attend at least 50% of the meetings will make the member eligible for removal by action of the Medical Staff President with ratification by the Medical Executive Committee.

### **Section 9.6. Bylaws Committee.**

**9.6.1. Composition.** The Bylaws Committee shall consist of the Immediate Past Medical Staff President, the Treasurer and two other Active Staff Members. The Immediate Past Medical Staff President shall be the chair. If the Past Medical Staff President is not available, the Medical Staff President shall appoint a chair.

**9.6.2. Responsibilities.** The responsibilities of the Bylaws Committee include but are not limited to:

- (a) Conducting an annual review of the Medical Staff Bylaw, Policies and forms recommended by the Network Bylaw Committee, any Medical Staff committee, or departments and sections.
- (b) Submitting recommendations to the Medical Executive Committee for changes in these documents necessary to reflect current Medical Staff practices.
- (c) Receiving and evaluating for recommendation to the Medical Executive Committee suggestions for modification of the items specified in (a).

**9.6.3. Meetings.** The Bylaws Committee shall meet as often as necessary at the call of its chair. It shall maintain a record of the proceedings and shall report its activities and recommendations to the Medical Executive Committee.

### **Section 9.7. Pharmacy and Therapeutics Committee.**

**9.7.1. Composition.** The Pharmacy and Therapeutics Committee is a committee consisting of Active Staff members from the medical staffs of each hospital affiliated with the Network. At minimum, five (5) Active Staff Members of the Medical Staff shall serve as voting members of the committee. When possible, the Members shall consist of Members representing

different departments of the Medical Staff. The Hospital shall also have an on-site pharmacist and food service provider serve of the committee as non-voting members. The chair of the committee shall be selected by a majority of the voting members.

**9.7.2. Duties.** The duties of the Pharmacy and Therapeutics Committee shall include, but not limited to:

- (a) Assist in the formulation of professional practices and policies regarding the evaluation, appraisal, selection, procurement, storage, distribution, use, safety procedures and all other matters relating to drugs in the Hospital.
- (b) Collect, on a routine basis, information necessary to improve the use of drugs and resolve problems with their use.
- (c) Advise the Medical Staffs and the Pharmaceutical Service on matters pertaining to the choice of available drugs.
- (d) Make recommendations concerning drugs to be stocked on the nursing unit floors and by other services.
- (e) Develop and review a formulary or drug list for use in the Hospital on a periodic basis.
- (f) Evaluate clinical data concerning new drugs or preparations requested for use in the Hospital.
- (g) Establish standards concerning the use and control of investigational drugs and of research in the use of recognized drugs.
- (h) Maintain a record of all activities relating to Pharmacy and Therapeutics functions and submitting periodic reports and recommendations to the Medical Executive Committee for consideration and approval.
- (i) Review high prescription frequency and untoward drug reactions caused by interaction with other drugs or by the patient's age, disability, or unique metabolic characteristics.
- (j) Provide recommendations for optimal nutritional support to patients. The Committee will focus on nutrition-related policies and procedures affecting therapeutic diets, oral supplements, enteral tube feedings and parenteral nutrition. The Committee shall operate in a quality improvement capacity to identify and report significant variations in patterns of patient care related to nutritional support.

**9.7.3. Meetings.** The Pharmacy and Therapeutics Committee shall meet a minimum of ten (10) times a year, maintain minutes of its proceedings and actions, forward its minutes and

recommendations to each affiliated hospital's Medical Executive Committee for consideration of approval. Members are expected to attend 75 % of all meetings unless excused for good cause.

### **Section 9.8. Utilization Committee.**

**9.8.1. Composition.** The Utilization Committee is a committee consisting of Active Staff members from the medical staffs of each hospital affiliated with the Network. At minimum, one (1) Member of the Medical Staff shall serve as a voting member of the committee. The Hospital shall also have representatives of Administration on the committee with no vote. The chair of the committee shall be selected by a majority of the voting members.

**9.8.2. Responsibilities.** The Utilization Committee will provide effective utilization management through the review of services furnished by the Hospital and its Members to patients enrolled in Medicare, Medicaid, or other payer programs as may be appropriate. The Committee will provide recommendations for compliance with appropriate Accreditation Body standards and, at least yearly, recommendations on the utilization plan for the approval of the Medical Staff Quality Committee and Medical Executive Committee.

**9.8.3. Meetings.** The Utilization Committee will maintain minutes of its proceedings and actions, forward its minutes and recommendations to the Medical Staff Quality Committee and Medical Executive Committee.

### **Section 9.9. Critical Care Committee.**

**9.9.1. Composition.** The Critical Care Committee is a committee consisting of Active Staff members from the medical staffs and Administration of each hospital affiliated with the Network. At minimum, two (2) Active Staff Members of the Medical Staff shall serve as voting members of the committee. The committee shall consist of Members representing the appropriate departments of the Medical Staff. Administration representatives on the committee shall have no vote. The chair of the committee shall be selected by a majority of the voting members.

**9.9.2. Responsibilities.** The responsibilities of the Critical Care Committee shall include but not be limited to:

- (a) Formulating, recommending, and implementing approved policies for the operation of the unit.
- (b) Recommending rules for proper utilization of the services of the Critical Care unit.
- (c) Assessing and recommending to Administration the upgrading or purchasing of state-of-the-art intensive care equipment.

(d) Participating in and cooperating with medical education committees regarding instructions in the safe and effective use of equipment; and

(e) Reviewing and evaluating patient care provided in the unit.

**9.9.3. Meetings.** The Critical Care Committee will meet as often as necessary at the call of its chair but at least quarterly. It shall maintain minutes of its proceedings and actions, forward its minutes and recommendations to the Medical Staff Quality Committee and Medical Executive Committee.

### **Section 9.10. Infection Prevention Committee.**

**9.10.1. Composition.** The Infection Prevention Committee is a committee consisting of Active Staff members from the medical staffs of each hospital affiliated with the Network. The voting members shall consist of Members representing the specialties of internal medicine, surgery, maternal and child, pathology, family medicine, critical care medicine, and the infection prevention site leader of each hospital. It may include non-voting representatives of Administration and other services such as nursing, microbiology, dietary, central supply, environmental, pharmacy, and surgery. The chair shall be selected by the voting members of the committee.

**9.10.2. Responsibilities.** The responsibilities of the Infection Prevention Committee shall include but not be limited to:

- (a) Developing a hospital-wide infection control program and maintaining surveillance over the program.
- (b) Developing a system for reporting, identifying, and analyzing the incidence and cause of nosocomial infections, including assignment of responsibility for the ongoing collection and analytic review of such data and follow-up activities.
- (c) Developing and implementing a preventative and corrective program designed to minimize infection hazards including establishing, reviewing, and evaluating aseptic, isolation and sanitation techniques.
- (d) Developing written policies defining special indications for isolation techniques.
- (e) Coordinating action on findings from the medical review of the clinical use of antibiotics.
- (f) Acting upon recommendations related to infection control received from the Medical Staff President, the Medical Executive Committee, Medical Staff Quality Committee, departments, and other committees; and

(g) Reviewing sensitivities of organisms specific to the facility.

**9.10.3. Meetings.** The Infection Prevention Committee will meet as often as necessary at the call of its chair, but at least four (4) times a year. It shall maintain minutes of its proceedings and actions, forward its minutes and recommendations to the Medical Staff Quality Committee and the Medical Executive Committee.

**Section 9.11. Bioethics Committee.**

**9.11.1. Composition.** The Bioethics Committee shall consist of such Medical Staff Members as appointed by the Medical Staff President and representatives of Administration which may include nurses, lay representatives, social workers, clergy, ethicists, attorneys, administrators, and representatives from the Governing Body, although a majority of the committee shall be licensed health care professionals. The Bioethics Committee may consult with the Network or Regional Bioethics Committee. The chair shall be selected by a majority of the members.

**9.11.2. Responsibilities.** The Bioethics Committee may participate in development of guidelines for consideration of cases having bioethical implications; development and implementation of procedures for the review of each case; development and/or review of institutional policies regarding care and treatment of such cases; retrospective review of cases for the evaluation of bioethical policies; consultation with concerned parties to facilitate communication and aid conflict resolution; and education of Medical Staff and employees on bioethical matters.

**9.11.3. Meetings.** The Bioethics Committee shall meet as often as necessary at the call of its chair. It shall maintain a record of its activities and report to the Medical Executive Committee.

**Section 9.12. Nominating Committee.** The Nominating Committee's composition and duties are contained in Section 8.11.

**Section 9.13. Cancer Committee.**

**9.13.1. Composition.** The Cancer Committee is a committee consisting of no less than two (2) voting Active Staff members from the medical staffs of each hospital affiliated with the Network, and non-voting representatives of Administration. The committee may include non-voting representatives of other services such as nursing, microbiology, dietary, central supply, environmental, pharmacy, and surgery. The chair shall be selected by the voting members of the committee.

**9.13.2. Responsibilities.** The responsibilities of the Cancer Committee may include, but are not limited, to:

- (a) planning educational programs for community healthcare professionals and ancillary medical personnel regarding cancer diagnosis and therapy.

(b) developing protocol for cancer patient evaluation studies and ongoing quality control.

(c) reviewing the types of cancer treatment and determining needs for specific professional educational programs; and

(4) evaluating cancer patient survival in comparison to national data.

**9.13.3. Meetings.** The committee shall maintain a record of its activities, and report to the Medical Staff Quality Committee which in turn reports to the Medical Executive Committee.

**Section 9.14. Emergency Medicine Committee.**

**9.14.1. Composition.** The Emergency Medicine Committee is a committee consisting of Active Staff members of the medical staffs and Administration of each hospital affiliated with the Network. The voting members shall consist of Active Staff Members representing the appropriate departments of the Medical Staff. The Administration representatives of each hospital shall have no vote. The chair of the committee shall be selected by a majority of the voting members.

**9.14.2. Responsibilities.** The purpose of the Emergency Medicine Committee is to:

(a) supervise the care provided in the emergency services of the Hospital.

(b) review and recommend emergency services rules and policies to be adopted by the Medical Staff.

(c) serve as liaison between the Medical Staff and Administration to resolve any medical administrative matters and insure proper functioning of the emergency services.

**9.14.3. Meetings.** The Emergency Medicine Committee shall meet on an as-needed basis or at the request of the Medical Executive Committee, maintain a record of all meetings, and report to the Medical Staff Quality Committee, which in turn reports to the Medical Executive Committee.

**Section 9.15. Intentionally Left Blank. [CHA Clinical Core Groups].**

**Section 9.16. Intentionally Left Blank. [CHA Investigation or Hearing Committee].**

**ARTICLE 10.**

**ANNUAL AND GENERAL STAFF MEETINGS**

**Section 10.1. Annual Meetings.** The Medical Staff shall hold an annual meeting. At this meeting, the Medical Staff President and committees of the Medical Staff shall make such reports as may be desirable and officers for the ensuing Medical Staff Year shall be elected. The annual meeting may be held at a regular meeting.

**Section 10.2. Regular Meetings.**

**10.2.1. General Medical Staff.** Besides the annual meeting, Medical Staff may hold a social event. The sole objective of such meeting is improvement in the care and treatment of patients in the Hospital. Business of the Medical Staff will be conducted by the Medical Staff President. The Medical Staff President or designee is required to conduct business. All Members of the Medical Staff shall be encouraged to attend general Medical Staff meeting.

**10.2.2. Departmental Meetings.** Regular meetings of the departments shall be held at least annually. Special meetings of the department may be called at any time by the chair of the department. The date, time, and place shall be selected by each department. The objective of such meetings is the improvement in patient care and treatment of patient in the Hospital. Written records shall be made for each regular departmental meeting and forwarded to the Medical Staff Quality Committee and Medical Executive Committee. Attendance at the department meetings is encouraged.

**Section 10.3. Special Meetings.** Special Meetings of the Medical Staff may be called at any time by the Medical Staff President and shall be called at the request of the Governing Body, the Medical Executive Committee, or any five (5) members of the Active Medical Staff unless provided otherwise. At any special meeting, no business shall be transacted except that stated in the notice calling the meeting. Sufficient notice of the meeting shall be noticed and posted at least forty-eight (48) hours before the time set for the meeting.

**Section 10.4. Meeting Attendance.** Notice of regular and special meetings of the general medical staff shall be electronically sent to the Members of the Medical Staff at least two days prior to the meeting and posted in the Hospital. The meeting minutes from the previous general staff meeting and any special meeting shall be posted at least two (2) days prior to the meeting by the medical staff office.

**Section 10.5. Quorum.** Unless stated otherwise in these Bylaws, the Members eligible to vote who are present at a regular or special meeting shall constitute a quorum. If a quorum exists, action on a matter is approved if the votes cast favoring the action exceed the votes cast opposing the action, unless a greater number is required by these Bylaws.

**Section 10.6. Agenda.** Any regular meeting agenda shall indicate the following: call to order; approval of the minutes; unfinished business; communications; reports of departments; new business; review and analysis of the clinical work; medical staff committee reports; medical staff recommendations for improvement of professional work of the Hospital; Administrator's report; and adjournment. A special meeting agenda shall include the reading of the notice calling the meeting, transaction of the business for which the meeting has been called, and adjournment.

**Section 10.7. Action in Lieu of Meeting.** Any action required or permitted to be taken by the Medical Staff may be taken without a meeting if the votes cast favoring the action exceed the votes cast opposing the action by written ballot to such action, unless a greater number is

required by these bylaws. Such action by written ballot shall have the same force and effect as a vote taken at a meeting of the Medical Staff.

## **ARTICLE 11.**

### **AMENDMENT PROCESS**

**Section 11.1. Medical Staff Initiation.** The Medical Staff Bylaws may be amended as set forth in this Article. Such amendments may be initiated by the Medical Staff or the Governing Body.

**11.1.1.** Proposed amendments to these Bylaws may be requested by the Medical Staff President, the Administrator, or any Member eligible to vote. Any such proposed amendment shall be referred to the Medical Staff Bylaws Committee which shall report on it at the next regular meeting of the Medical Executive Committee, or at a special meeting of the Medical Executive Committee called for such purpose. Following a favorable vote by the Medical Executive Committee, each Member eligible to vote will be sent the proposed amendments. If approved by the voting process described below, the proposed amendment will be forwarded to the Governing Body for consideration.

In addition to the process set forth above, the Medical Staff may directly consider a proposed amendment or repeal of a provision to these Bylaws upon the written request of at least twenty-five percent (25%) of the Members eligible to vote. Such proposal shall be distributed to the Members eligible to vote on amendments thirty (30) days in advance of the meeting at which the vote will be held. No less than ten (10) days prior to a vote on any proposed amendment, the proposed amendment will be communicated to the Medical Staff Bylaws Committee and Medical Executive Committee for consideration, and any comments or recommendations forwarded to the Governing Body for consideration. The Governing Body will consider comments submitted about the proposed Amendment and respond to the Medical Executive Committee within sixty (60) days.

Any proposed amendments adopted shall be effective when approved by the Governing Body.

**Section 11.2. Governing Body Initiation.** Proposed amendments may be initiated by the Governing Body. At least thirty (30) days in advance of the meeting at which the Governing Body proposes to take final action thereon, a copy of each proposed amendment shall be distributed to the Bylaws Committee, Medical Executive Committee, and each Member eligible to vote on amendments. Any comments or concerns of the Medical Staff, Bylaws Committee, or Medical Executive Committee must be forwarded to the Governing Body at least ten (10) days in advance of the Governing Body meeting where the final action will be taken. Any amendments approved by the Governing Body also shall require approval by the Members eligible to vote as provided herein. The proposed amendments shall be sent

electronically to those Members at least thirty (30) days in advance of the vote. Amendments so adopted shall be effective when approved by Members eligible to vote. If for any reason, the Medical Staff does not approve the Governing Body's resolution, it shall promptly notify the Governing Body of any recommended changes at the time of the denial. The Governing Body may initiate the dispute resolution process described in these Bylaws.

**Section 11.3. Voting on Amendments.** A vote on proposed amendments may occur either by written ballot at a meeting or by written or electronic balloting with or without a meeting in accordance with procedures prescribed by the Medical Executive Committee. All ballots must be marked in the affirmative or negative to be considered in any final vote count. Votes will be counted on the "count date" listed on each ballot. Ballots submitted after that time shall not be counted. The Members eligible to vote present at a regular or special meeting shall constitute a quorum. The affirmative vote of two-thirds (2/3) of such Members shall be required to approve the proposed amendment. No voting by proxy is allowed. An absentee ballot may be utilized only if requested in writing fourteen (14) days in advance of the election meeting and if the Member eligible to vote demonstrates in the written request good cause as determined in the sole discretion of the Medical Staff President. To be timely and counted, an absentee ballot must be delivered to the Medical Staff Office twenty-four (24) hours in advance of the election meeting and will not be opened or counted until those attending the election meeting have voted.

Notwithstanding the foregoing provision, the Medical Executive Committee may provide for a vote on a proposed amendment to take place without a meeting of the Members eligible to vote only when time is of the essence and does not allow a special meeting of the Active Staff to be called with at least thirty (30) days advance notice of the proposed amendment prior to a vote. The Medical Executive Committee may determine the procedures (1) to be appropriate and in the best interest of the Medical Staff under the circumstances; and (2) to provide reasonable opportunity for each Member eligible to vote on the proposed amendment to register his or her vote. Each Member eligible to vote may cast their vote on the proposed amendment via secure electronic ballot in a manner determined by the Medical Executive Committee. To be adopted, such proposed amendment must receive an affirmative vote of two thirds (2/3) of the votes timely returned.

**Section 11.4. Substantial Revisions.** In the event amendments adopted in accordance with this Article substantially change these Bylaws provisions, each Member of the Medical Staff shall receive a copy of the final revised portions electronically.

**Section 11.5. Technical Changes.** The Medical Executive Committee may adopt technical changes to the Medical Staff Bylaws without an affirmative of the Members eligible to vote. Technical changes are, in the committee's judgment, clarifications consistent with reorganization or renumbering of material, or are needed due to punctuation, spelling, or other errors of grammar or expression. Such technical changes must be ratified by the

Governing Body. Likewise, changes to departments as set forth in Section 7.1.4 do not require an affirmative two thirds (2/3) vote of the Members eligible to vote.

**Section 11.6. Adoption of the Bylaws.** These Bylaws shall replace and supersede existing Bylaws and shall become effective when approved by the Medical Staff eligible to vote and the Governing Body. They shall, when adopted and approved, be equally binding on the Governing Body and the Medical Staff.

**Section 11.7. Mandatory Review of Bylaws.** The Medical Staff shall review these Bylaws at least triennially and recommend to the Governing Body any amendments as needed in accordance with this Article. Neither the Governing Body nor the Medical Staff shall unilaterally amend the Medical Staff Bylaws.

**Section 11.8. Policies and Procedures.** The Medical Staff shall adopt such Policies, including the Rules and Regulations, as may be necessary to implement more specifically the general principles found within these Bylaws, subject to the approval of the Governing Body. These Policies shall relate to the proper conduct of the Medical Staff organization activities as well as embody the level of practice that is to be required of each Privileged Practitioner. Such Policies shall be considered a part of the Medical Staff Bylaws. The Medical Staff delegates authority to the Medical Executive Committee to propose and adopt such Policies, subject to the limitations set forth below. The Medical Executive Committee will furnish to all Members eligible to vote, for review and comment, a written copy of any proposed Policy or any amendment thereon at least ten (10) days prior to the meeting of the Medical Executive Committee at which the matter will be considered for a vote. In the event there is a documented need for an urgent amendment to comply with law or regulation, the Medical Executive Committee may provisionally adopt, and the Governing Body may provisionally approve such urgent amendment without prior notification to the Medical Staff. In such cases, the Medical Staff will be immediately notified by the Medical Executive Committee, and the Medical Staff shall have the opportunity for retrospective review of and comment on the provisional amendment. The Medical Executive Committee shall notify the Medical Staff of its approval of a Policy or any amendment thereon. Any such matter shall be submitted to a vote to all Members eligible to vote only upon the written petition of twenty-five percent (25%) of the Members eligible to vote, received within thirty (30) days following approval of the Policy or amendments thereon by the Medical Executive Committee. Such matter shall be considered at a special meeting of the Medical Staff. In addition to the above, the Medical Staff may directly adopt a Policy, or any amendment thereto, at any annual or special meeting, to the extent such action is requested upon written petition of at least twenty-five percent (25%) of the Members eligible to vote. Notice of such proposed Medical Staff action shall be given to the Medical Executive Committee by the Medical Staff President at least ten (10) days prior to the meeting at which such matter will be considered. Such changes shall become effective when approved by the Governing Body. Further, the Governing Body shall have the right to propose changes to such Policies, subject to approval by both the Medical Executive Committee and the Members eligible to vote as set forth above.

## **ARTICLE 12.**

### **DISPUTE RESOLUTION**

**Section 12.1. Process with Medical Executive Committee.** To the extent a conflict arises between at least twenty-five percent (25%) of the Medical Staff eligible to vote and the Medical Executive Committee on issues including, but not limited to, proposed adoption of or amendment to these Bylaws or Policies, the following dispute resolution process shall be followed as determined by the Medical Staff President and Administrator before either the Medical Executive Committee or the Medical Staff takes an action contrary to an action, proposed action or position of the other group.

(a) The Medical Staff President shall appoint at least two Medical Executive Committee members to represent the Medical Executive Committee. The at-large members of the Medical Executive Committee, in consultation with the Administrator, shall appoint at least two Active Staff Members who are not members of the Medical Executive Committee to represent the Medical Staff in connection with the dispute.

(b) Such appointed representatives shall meet in good faith to attempt to resolve the dispute.

(c) In the event the dispute has not been resolved after at least two meetings of the representatives over at least a thirty (30) day period, this dispute resolution process shall terminate, and the Medical Staff and the Medical Executive Committee may proceed to take such actions as are otherwise authorized by these Bylaws or applicable Policies.

**Section 12.2. Process with Governing Body.** To the extent a conflict arises between at least twenty-five percent (25%) of the Medical Staff eligible to vote or the Medical Executive Committee and the Governing Body on issues including, but not limited to, proposed adoption of or amendment to these Bylaws or Policies, the following dispute resolution process shall be followed as determined by the Medical Staff President and Chair of the Governing Body before either the Medical Executive Committee or the Governing Body takes an action contrary to an action, proposed action, or position of the other group.

(a) The Chair of the Governing Body shall appoint at least two directors to represent the Governing Body. In the event that the conflict is with the Medical Executive Committee, the Medical Staff President shall appoint at least two Medical Executive Committee members to represent the Medical Executive Committee. In the event that the conflict is with at least twenty-five percent (25%) of the Members eligible to vote, the at-large members of the

Medical Executive Committee will select at least two Members eligible to vote not on the Medical Executive Committee to represent the Medical Staff in connection with the dispute.

(b) Such appointed representatives shall meet in good faith to attempt to resolve the dispute.

(c) In the event the dispute has not been resolved after at least two meetings of the representatives over at least a thirty (30) day period, this dispute resolution process shall terminate, and the Medical Staff and the Governing Body may proceed to take such actions as are otherwise authorized by the corporate bylaws of the Hospital.

### **ARTICLE 13.**

#### **UNIFICATION**

**Section 13.1. Unification.** The Medical Staff operates as a unified and integrated medical staff for the Network doing business as Community Hospital East, which includes the facility known as Community Heart and Vascular Community, and Community Hospital North. This Article sets forth the process for the Medical Staff to follow if the Governing Body elects to include other member hospitals in the unified and integrated medical staff of the Network, or if the Medical Staff desires to opt out of its current unified and integrated Medical Staff.

**Section 13.2. Right to Accept.** The medical staff of each separately licensed hospital has the right to accept or opt out of the Network's election to have a unified and integrated medical staff for its affiliated hospitals by a two-thirds (2/3) majority vote of the total votes cast by the Members eligible to vote and present. The Medical Staff election to accept or to opt out of the unified and integrated medical staff shall follow Article 11, Section 3 except that the only Members eligible to vote for or against unification are Active Staff Members who hold clinical privileges to practice on-site at the Hospital. In other words, Active Staff Members who only hold telemedicine privileges or Distant Site Telemedicine Privileges at the Hospital are not eligible to vote to accept or opt out of unification. Likewise, Courtesy Staff and Affiliate Staff, with or without voting prerogatives on other Medical Staff matters, are not eligible to vote to accept or to opt out of unification.

**Section 13.3. Acceptance.** If the Medical Staff accepts the unified and integrated medical staff structure, the Members holding clinical privileges at the Hospital will continue to be governed and operate under the current Medical Staff Bylaws until bylaws for the unified medical staff are adopted. Once established, the medical executive committee of the unified medical staff shall consider each hospital's unique circumstances; any significant differences in patient populations and services offered at each hospital; and establish and implement policies and procedures to make certain that the needs and concerns expressed by staff members of each hospital are given due consideration; and ensure that mechanisms are in place to make certain that issues localized to a particular hospital are duly considered and addressed.

**Section 13.4. Right to Opt Out.** The medical staff of each separately accredited hospital has the right to opt out of the unified and integrated medical staff by a two-third (2/3) majority vote of its Active Staff Members holding clinical privileges to practice on-site at the Hospital upon the written request of at least twenty-five percent (25%) of those Members. The Medical Staff election to opt out of the unified and integrated medical staff shall follow the petition and election provisions set forth in Article 11, Sections 1 and 3 except that the only Members eligible to vote for or against unification are Active Staff Members who hold clinical privileges to practice on-site at the Hospital. In other words, Active Staff Members who only hold telemedicine privileges or Distant Site Telemedicine Privileges at the Hospital are not eligible to vote for or against unification. Likewise, Courtesy Staff and Affiliate Staff, with or without voting prerogatives on other Medical Staff matters, are not eligible to vote to accept or to opt out of unification.

**Section 13.5. Interval Between Acceptance or Opt-Out Elections.** The Hospital may not hold a vote on acceptance or opt-out vote more than once every two (2) years.

## **ARTICLE 14.**

### **DUES AND EXPENDITURES**

**Section 14.1. Dues.** The annual dues of the Medical Staff shall be determined, from time to time, by the Medical Executive Committee. The Medical Staff shall be notified of any attempt to increase dues at least thirty (30) days in advance of the date the Medical Executive Committee will consider same. All Members, except Honorary Staff, shall be required to pay dues annually. Dues notices will be sent within the first quarter of the calendar year with payment required within 30 days from date of mailing. Members whose dues are delinquent shall be notified by the Treasurer at the end of the 30-day period and will be given an additional 30 days to submit payment. Members whose dues are delinquent at the end of the 60 days shall be suspended. Reinstatement shall be contingent upon payment of dues in arrears equal to two (2) times the annual dues assessment if the reinstatement is made within two (2) months following the suspension. Members, whose dues are still delinquent at the conclusion of the two (2) month reinstatement period (or 120 days past due) will be considered to have voluntarily resigned. Such Members may reapply to the Medical Staff upon payment of past dues and the initial appointment Application fee.

**Section 14.2. Expenditures.** An accounting of expenditures will be made annually or as needed to the Medical Executive Committee. Appropriations from the funds of the Medical Staff may be made on the action of a majority vote of the Medical Executive Committee. The Treasurer or Medical Staff President may draw upon the funds for routine expenditures of the Medical Staff.