

Draft Dated: 7/10/18

**ST. LUKE'S UNIVERSITY
HEALTH NETWORK**

MEDICAL STAFF BYLAWS

Approved By:

[Each Campus and Network Approval Date]

ARTICLE 1

GENERAL

The Board of Trustees (the “Board”) of St. Luke’s Health Network, Inc. d/b/a St. Luke’s University Health Network (the “Network”) has appointed an organized medical staff (“Medical Staff”) composed of practitioners for the purposes of delineating clinical privileges and obligations of those practitioner’s services to the different hospital campuses operated by the Network. These Medical Staff Bylaws (the “Bylaws”) set forth the Medical Staff’s organization and government, and shall be in conformity with the policies of the Board, and shall become effective upon approval by the Board. Nothing in these Bylaws shall be deemed to restrict or modify (1) the powers vested in the Board under the Network’s Bylaws, or any law or regulation or (2) the powers vested in any Campus’ Board of Trustees under the Campus’s bylaws, or any law or regulation.

1.A. PREAMBLE

All Medical Staff members commit to working cooperatively and professionally with each other and Network staff and management to promote safe, appropriate patient care. Medical Staff Leaders will strive to address professional practice issues fairly, reasonably, and collegially in a manner that is consistent with quality care and patient safety.

1.B. TIME LIMITS

Time limits referred to in these Bylaws and related policies and manuals are advisory only and are not mandatory, unless it is expressly stated. The Medical Staff will strive to be fair under the circumstances and to comply with the provisions of the Health Care Quality Improvement Act of 1986, 42 U.S.C. Section 11101 et seq. (“HCQIA”).

1.C. DELEGATION OF FUNCTIONS

Functions assigned to an identified individual or committee may be delegated to one or more designees. A Peer Review Committee may delegate Peer Review functions to one or more professional healthcare providers who report back to the Peer Review Committee.

1.D. CONFIDENTIALITY AND PEER REVIEW PROTECTION

1.D.1. Confidentiality:

All professional review activity and recommendations will be strictly confidential. No disclosures of any such information (discussions or documentation) may be made outside of the meetings of the Peer Review Committees, except:

- (a) to another authorized individual and for the purpose of conducting professional review activity;
- (b) as authorized by a written policy; or
- (c) as authorized, in writing, by the Network CEO, or by legal counsel to the Network.

Any breach of confidentiality may result in appropriate sanctions.

1.E AMBULATORY FACILITIES

If required by applicable law or regulation, an Ambulatory Facility associated with a Campus may utilize these Bylaws for its medical staff operations, and may grant privileges consistent with these Bylaws for its medical staff providers, provided that the Campus approves such Ambulatory Facility's utilization of these Bylaws for such purposes.

ARTICLE 2

CATEGORIES OF THE MEDICAL STAFF

Only those individuals who satisfy the qualifications and conditions for appointment to the Medical Staff are eligible to apply for appointment to one of the following categories:

2.A. ACTIVE STAFF

2.A.1. Qualifications:

The Active Staff shall consist of members who are involved in at least twelve (12) Patient Contacts at a Campus per twelve (12) months or who are employed or engaged by the Network in medico-administrative positions.

2.A.2. Prerogatives:

Active Staff members:

- (a) may vote in all general and special meetings of the Medical Staff; and
- (b) may hold office and serve on committees.

2.A.3. Responsibilities:

Active Staff members must:

- (a) assume all the responsibilities of membership on the Active Medical Staff, including committee service, emergency call, care for unassigned patients, and evaluation of members during the initial focused professional performance evaluation (“FPPE”) period, as described in the Rules and Regulations;
- (b) actively participate in the peer review and performance improvement process;
- (c) accept consultations when requested;
- (d) attend applicable meetings; and
- (e) perform assigned duties.

2.B. CONSULTING STAFF

Members in this category shall be specialists who, by virtue of special skills and limited availability, do not limit their work to any one Network Campus or to this community alone and are appointed for the specific purpose of providing consultation, at the request of the attending physician, in the diagnosis and treatment of patients. Appointment to the Consulting Staff does not entitle the member to admit patients, vote at Medical Staff meetings or hold an office of the Medical Staff. A Consulting Staff member may serve as the chairman of or as a member of a committee with voting rights. Members of the Consulting Staff may, but are not required to, attend meetings of the Medical Staff.

Members of the Consulting Staff shall give their services, without charge, in the case of free or part-pay patients, on request of any member of the Medical Staff.

2.C. HONORARY STAFF

The Honorary Staff shall consist of members of the Medical Staff who are no longer clinically active in the Network and practitioners outside of the Network’s service area, who are recognized by the Medical Staff for their outstanding reputations, their noteworthy contributions to the health and medical sciences, and their unselfish dedication to the betterment of the health of their patients.

Persons appointed to the Honorary Staff shall not be eligible to attend patients, vote at Medical Staff meetings, or hold office. Honorary Staff members may be appointed to committees with vote and as chairman of a committee. They may, but are not required to, attend any Medical Staff meetings.

2.D. AFFILIATE STAFF

2.D.1 Composition.

The Affiliate Staff shall consist of those providers in the community who hold Medical Staff appointment at this Network and: (1) do not reside in the geographic service area of the Network and so do not intend to admit or treat patients at the Network; or (2) reside in the geographic service area of the Network, but care for patients only in an office setting or as outpatients.

2.D.2. Responsibilities.

Affiliate Staff members: (1) may, but are not required to, attend meetings of the Medical Staff without vote; (2) shall have no staff committee responsibilities, but may be assigned to special committees; (3) attend educational programs of the Medical Staff; (4) may refer patients to Active Staff physicians, visit those patients when hospitalized and review their medical records, and make medical record entries, but not write orders or perform consults; (5) may order services through the Network's diagnostic facilities and the infusion center; and (6) shall not be granted clinical inpatient privileges and shall not admit or treat patients at the Network.

2.D.3. Transfer to Another Category.

Any Affiliate Staff member who wishes to transfer to another staff category must complete and submit an appropriate application.

2.E. AMBULATORY STAFF

The Ambulatory Staff are members who are employed to provide services at emergency / urgent care departments, affiliated outpatient facilities, and clinics operated under a Network license. Being a member of the Ambulatory Staff does not imply automatic eligibility for inpatient Network privileges. The primary purpose of the Ambulatory Staff is to permit these members to work at Network-affiliated facilities and allow access to Network services for their patients by referral while at the same time providing follow-up care, on an outpatient basis, for unassigned patients presenting to the Emergency Department. Individuals assigned to the Ambulatory Staff are not required to be board certified. Qualified residents in training with an unrestricted or interim limited State license may be considered for appointment to this category with approval of their residency program director.

2.F. ACTIVE ASSOCIATE STAFF

2.F.1 Composition.

The Active Associate Staff shall consist of those medical providers in the community who hold Medical Staff appointment at this Network and: (1) use hospitalists or other physician with admitting privileges, for inpatient management of their patients at the Network, but who wish to maintain limited inpatient privileges as set forth in this section; (2) refer for admission at least twelve (12) patients per calendar year to at least one Campus; (3) actively participate in Medical Staff functions and responsibilities, such as committee assignments; and (4) at each reappointment time, provide evidence of clinical performance in such form as may be required by the Credentials Committee or Board, in order to allow for an appropriate assessment of continued qualifications for Medical Staff appointment and clinical privileges.

2.F.2. Responsibilities.

Active Associate Staff members may: (1) attend Medical Staff and section meetings; (2) serve on Medical Staff committees, as assigned; (3) participate in the peer review and performance improvement process; (4) provide telephone on-call coverage for the Emergency Department solely for the purpose of accepting follow-up care for unassigned patients or to assist in arrangements for follow-up care for patients to be discharged from the Emergency Department, and, upon request, accept and assume follow-up outpatient care for a reasonable number of unassigned patients who present to the Network's Emergency Department; (5) vote in all meetings of the Medical Staff and applicable committee meetings, hold office, serve on Medical Staff committees, and serve as chairpersons of such committees; (6) admit patients to the service of a hospitalist or other provider with admitting privileges, when requested provide histories and physicals for those patients, advise on previous medical care of those patients, and provide consultations about the care of their patients to a hospitalist; and (7) visit their hospitalized patients and review their medical records, but not make entries regarding inpatient care or actively participate in the provision or management of inpatient care except to provide consultations for their patients when requested to do so by a hospitalist.

ARTICLE 3

OFFICERS

3.A. OFFICERS

There shall be one officer of the Medical Staff (the “Officer”), who shall be the President of the Medical Staff. The President shall be selected from the members of the MEC by the MEC.

Comment **[[MARK]1]**: NOTEWORTHY CHANGE: Only 1 Officer

3.B. ELIGIBILITY CRITERIA

The Officer must:

- (a) have no pending adverse recommendations concerning Medical Staff appointment or clinical privileges;
- (b) be willing to faithfully discharge the duties and responsibilities of the position;
- (c) have demonstrated an ability to work well with others; and
- (d) have no active conflicts of interest at the time of serving.

3.C. DUTIES

The President of the Medical Staff shall:

- (a) act in coordination and cooperation with Network management in matters of mutual concern involving the care of patients in the Network;
- (b) communicate on policies and report on the activities of the Medical Staff to the MEC and the Board, as may be required by law or regulations;
- (c) chair the MEC (with vote, as necessary), in the absence of the Senior VPMA, and be a member of all other Medical Staff committees, ex officio, without vote;
- (d) promote adherence to the Bylaws, Rules and Regulations and policies of the Medical Staff, the Network, and any Campus;
- (e) perform all functions authorized in these Bylaws and all applicable policies, including collegial intervention under Article 11.

- (f) promote a system of open communication among and between Members and the Network; and
- (g) communicate, directly or through designees, and with the support of the Network, issues of importance to the Medical Staff (through, for example, an email newsletter or other similar notifications).

3.D. TERM OF OFFICE

The President shall serve for a term of three (3) years or until a successor is elected, or unless removed earlier by the MEC or the Network CEO. The MEC or Network CEO can remove or replace the President at any time for any or no reason. If the President is removed from his or her position, he or she shall also be automatically removed from the MEC, unless otherwise determined by the Network.

3.D. VACANCIES

A vacancy in the office of President of the Medical Staff shall be filled by a member of the MEC, as selected by the MEC, who shall serve until the end of the President’s unexpired term, or until he or she is replaced by the MEC.

ARTICLE 4

STAFF ORGANIZATION

4.A. ORGANIZATION

The Medical Staff shall be non-departmentalized.

4.B. NETWORK SERVICE LINES

Medical Staff Members may be shall be assigned to one or more Service Lines developed by the Network. The Network may add, delete, change or restructure any Service Line without the need for any action by the Medical Staff. Assignment to a particular Service Line does not preclude an individual from seeking and being granted clinical privileges typically associated with another Service Line. A Member’s assignment to a Service Line shall not automatically grant such Member clinical privileges for any particular service, or to practice at any particular Campus. All privileges shall be Campus and service specific, and granted in accordance with Article __. A Member may be required to provide emergency coverage for patients within that Service Line (or a subsection of that Service Line) consistent with Network or Campus policy, as applicable.

Comment [[MARK]2]: NOTEWORTHY CHANGE. Note shift from Medical Staff Departments to Network Service Lines in 4.A – 4.E.

4.D. SERVICE LINE LEADERSHIP

The Network may name a Member to act as the “Medical Service Line Leader”, in the Network sole discretion. Such Service Line Leader shall be a Network administrative position, and shall not be a Medical Staff position.

4.E. SERVICE LINE FUNCTIONS

Each Network Service Line determines the appropriate scope of clinical and administrative activities of such Service Line. Each Service Lines shall oversee the clinical activities of Members assigned to that Service Line, and shall act as the representative of the Medical Staff for the following, and are tasked by the Network to perform functions such as:

- (1) continuing surveillance of the professional performance of all individuals in the Service Line who have delineated clinical privileges;
- (2) recommending criteria for clinical privileges that are relevant to the care provided in the Service, for review by the Credentials Committee in accordance with Article ___;
- (3) evaluating requests for clinical privileges for each member of the Service Line;
- (4) the coordination and integration of interdepartmental and intradepartmental services;
- (5) the development and implementation of policies and procedures that guide and support the provision of services;
- (6) recommendations for a sufficient number of qualified and competent persons to provide care or service;
- (7) determination of the qualifications and competence of Service Line personnel who are not licensed independent practitioners and who provide patient care services;
- (8) continuous assessment and improvement of the quality of care, treatment, and services provided;
- (9) maintenance of quality monitoring programs, as appropriate;
- (10) the orientation and continuing education of all persons in the Service Line;
- (11) recommendations for space and other resources needed by the Service Line;

- (12) provide guidance to the MEC on the overall medical policies of the Network and make specific recommendations and suggestions regarding the quality of patient care in the Service Line and take responsibility for the implementation of these policies; and
- (13) transmit to the Credentials Committee recommendations concerning appointment, reappointment, delineation of clinical privileges, and Medical Staff category for all individuals who will be and are practicing in the Service Line.

4.F PROVIDER ADVISORY COUNCILS

Comment **[[MARK]3]**: NOTEWORTHY ADDITION. New Provider Advisory Councils.

4.F.1 Composition

- (1) Each Campus shall form a “Provider Advisory Council” (“PAC”), composed of a minimum two members, and the ex officio members listed below. Members shall be appointed by the President of the specific Campus, with the input and advice of the Senior VMPA and VPMA for that Campus. The Campus President shall have wide latitude to consider the membership of the PAC, recognizing that each Campus shall have different numbers and types of providers from which to choose.
- (2) The following shall each be ex-officio member of the Campus PAC;
 - (a) the Chief Nursing Officer of the Campus; and
 - (b) The VPMA of the Campus;
- (3) Each member of the PAC shall serve three (3) year terms, and shall be permitted indefinite reappointments.
- (4) The Senior VPMA or his or her designee shall attend at least one (1) PAC meeting per year at each Campus.

4.F.2 Purpose

- (1) The PACs are intended to provide an established forum for local Medical Staff and Campus senior administration to discuss any issues germane to that Campus and to ensure the Medical Staff as a whole considers the unique circumstances of that Campus. Without limiting the scope of the PAC’s role, examples of the types of activities the PAC may be involved with include offering guidance to the Network MEC or senior administration on:

- (a) matters related to provider health or impairment;
 - (b) Campus-specific provider or service needs or issues;
 - (c) Campus-specific community concerns;
 - (d) Campus-specific licensing or accreditation concerns; or
 - (e) Campus-specific matters of patient safety or performance improvement.
- (2) The PAC shall act in an advisory capacity only, and no PAC shall have the authority to bind a Campus, the Network or the Medical Staff.

ARTICLE 5

MEDICAL STAFF COMMITTEES

5.A. Medical Executive Committee

5.A.1. Composition:

The Medical Staff's "Medical Executive Committee" ("MEC") shall be composed of the following voting members:

- (1) The Network Senior Vice President for Medical Affairs ("Senior VPMA"), who shall an ex-officio member, and be the Chair of the MEC;
- (2) Each Medical Service Line Leader, who shall each be an ex-officio member;
- (3) Each Vice President of Medical Affairs ("VMPA") for each Network Campus, who shall each be an ex-officio member, provided that in the each one person serves as an VPMA for more than one Campus, such person shall only have one vote on the MEC;
- (4) The Network Senior Vice President, Clinical Integration, who shall be an ex-officio member;
- (5) The Network Vice President, Clinical Integration, who shall be an ex-officio member;
- (6) The Network Chief Medical Information Officer, who shall be an ex-officio member;
- (7) One (1) representative from each Campus's PAC (selected by the President of such Campus), to serve a term consistent with such member's term on the PAC; and

Comment [[MARK]4]: NOTEWORTHY CHANGE: Restructured MEC and Membership

- (8) One or more “at-large” members selected by the Senior VPMA.

The following shall be non-voting members of the MEC:

- (1) The Network Executive Vice President/COO, who shall be an ex-officio member;
- (2) The Network Chief Nursing Officer, who shall be an ex-officio member;
- (3) The Network Vice President, Chief Quality Officer; who shall be an ex-officio member;
- (4) The President, St. Luke’s Physician Group, Inc.; who shall be an ex-officio member;
- (5) The Network Vice President, Physician Education and Research Operations; who shall be an ex-officio member; and
- (6) The Network Senior Vice President, Value-Based Programs and Payor Relations.

The MEC is intended to represent a diverse selection of providers and services across the Network, and consideration during the selection process of any non-ex officio members shall be given to providers who can provider such diversity, without requiring any specific number or type of providers.

Unless specifically set forth above, each ex-officio member of the MEC shall serve in such role until they are removed or replaced from such role.

5.A.2. Duties:

The MEC has the primary oversight authority related to professional activities and services provided by Medical Staff members with clinical privileges. Specifically, the MEC is responsible for the following:

- (a) acting on behalf of the Medical Staff in the intervals between Medical Staff meetings (the officers are empowered to act in urgent situations between MEC meetings);
- (b) recommending directly to the Board on at least the following:
 - (1) the Medical Staff’s structure;
 - (2) the mechanism used to review credentials and to delineate individual clinical privileges;
 - (3) applicants for Medical Staff appointment;

- (4) delineation of clinical privileges for each eligible applicant;
 - (5) participation of the Medical Staff in performance improvement activities;
 - (6) the mechanism by which Medical Staff appointment may be terminated; and
 - (7) hearing procedures;
- (c) consulting with the President of the Medical Staff on quality related aspects of contracts for patient care services;
 - (d) receiving and acting on reports and recommendations from Medical Staff committees, Network Service Lines, and other groups as appropriate, and making appropriate recommendations for improvement when there are significant departures from established or expected clinical practice patterns;
 - (e) reviewing (or delegating the review of) quality indicators to promote uniformity regarding patient care services;
 - (f) providing leadership in activities related to patient safety;
 - (g) providing oversight in the process of analyzing and improving patient satisfaction;
 - (h) prioritizing continuing medical education activities;
 - (i) reviewing or delegating to a committee the responsibility to review, at least every three (3) years, the Bylaws, Medical Staff Policies, and Medical Staff Rules and Regulations, and recommending such changes as may be necessary or desirable; and
 - (j) performing such other functions as are assigned to it by these Bylaws, the Board or applicable Network policies.

Any change to these duties shall be delineated in an amendment to these Bylaws in accordance with Article 16.

5.A.3. Meetings:

The MEC shall meet as often as necessary to fulfill its responsibilities (but at least ten (10) times a year) and maintain a permanent record of its proceedings and actions. All meetings shall include the option for MEC members to participate remotely. Each MEC meeting shall include a report from, or concerning, each Campus.

5.A.4 Performance Improvement Functions

The MEC shall ensure that the Medical Staff is actively involved in performance improvement functions, including reviewing, as necessary or appropriate, data and recommending and implementing processes to address matters of import to the quality and safety of services provided by Members, including, for example, the following:

- (1) patient safety, including processes to respond to patient safety alerts, meet patient safety goals, and reduce patient safety risks;
- (2) the Network's and individual practitioners' performance on quality metrics, including but not limited to The Joint Commission ("TJC") standards and Centers for Medicare & Medicaid Services ("CMS") core measures;
- (3) coordination of care, treatment, and services with other practitioners and Network personnel;
- (4) accurate, timely, and legible completion of medical records;
- (5) unnecessary procedures or treatment; and
- (6) appropriate resource utilization.

5.A.5. Peer Review Protection. All Professional Review Activities will be performed by or on behalf of MEC, including, but not limited to:

- (a) all standing and ad hoc Medical Staff and Network committees;
- (b) hearing and appellate review panels;
- (c) the Board and its committees; and
- (d) any individual acting for or on behalf of any such entity, Medical Service Line Leaders, and experts or consultants retained to assist in professional review activities. All reports, recommendations, actions, and minutes made or taken by peer review committees are confidential.

5.B. CREDENTIALS COMMITTEE

- (1) The Network Medical Staff Credentials Committee is intended to support the work of credentialing and privileging practitioners who provide services to a Campus. The

Comment [[MARK]5]: NOTEWORTHY
CHANGE: Restructured CC

Credentials Committee will be comprised of no less than twelve (12) voting members, selected from the MEC, including at least one (1) representative from each Campus. All Credentials Committee members shall be appointed by the Senior VMPA with input from the members of the MEC, to serve until removed or replaced. The Senior VPMA shall be a voting member of the Credentials Committee, and will appoint a member of the Credentials Committee to be Chairperson. All Credentials Committee members shall be encouraged to participate in ongoing education on credentialing and privileging best practices. Criteria for selecting members may include the interest of the candidates and expertise in credentialing, and assuring diversity in specialty and primary care, as well as balancing independent providers with employed providers. The Credentials Committee may invite such Network administrators as may be necessary to attend a Credentials Committee meeting. A representative of the Network's Graduate Medical Education programs shall be invited to each meeting.

- (2) The Credentials Committee shall undertake the following tasks, as requested by the MEC:
 - (a) Review and recommend to the MEC policies and procedures which relate to the vetting of initial appointment and reappointment applications for Medical Staff membership and privileges at any Campus;
 - (b) Review and recommend to the MEC privilege delineation forms (including all related eligibility criteria);
 - (c) Review and recommend to the MEC policies relating to "Focused Professional Practitioner Evaluation" ("FPPE") for initially approved clinical privileges;
 - (d) Review of all applications for practitioner privileges to a Campus, and providing the MEC recommendations for action on such applications;
 - (e) Respond to request from MEC to assess the credentials of any individual practitioner holding or applying for Medical Staff membership or privileges, including non-physician practitioners such as podiatrists, dentists, and advance practitioners;

- (f) Review and recommend to the MEC requests for the creation of new privileges for technologies or services not previously exercised or delineated at the Network.

(3) The Credentials Committee may designate one or more persons to perform the functions set forth in (2) above on its behalf, provided that any formal decisions, actions, or recommendations on such matters be reviewed and decided by the Credentials Committee at a duly-scheduled meeting.

(4) The Credentials Committee may designate ad hoc working subcommittees to address particular matters that come its attention (ex: addressing a dispute over privileging criteria between two specialties, or matters regarding non-physician practitioners),

5.C PEER REVIEW COMMITTEE

- (1) The Network Medical Staff Peer Review Committee is intended to support the work of the Medical Staff peer review and performance improvement of privileged practitioners, and oversee concerns regarding practitioner’ competence, safety, conduct, or professionalism. The Peer Review Committee will be comprised of no less than twelve (12) voting members, including at least one (1) representative from each Campus, and at least one (1) representative of the Network’s graduate medical education programs. The Senior VPMA shall select the members of the Peer Review Committee from the MEC, but may also include other members of the Medical Staff. The Senior VPMA shall appoint the Chair of the Peer Review Committee. The Network Chief Quality Officer shall be an ex officio member.
- (2) The Peer Review Committee is authorized by the MEC and is a “peer review committee” entitled to the protections given to such committees and their participants under applicable state and federal laws. The Peer Review Committee shall meet as needed to perform its functions, but no less than quarterly.
- (3) The Peer Review Committee may undertake the following tasks, as requested by the MEC, the President of the Medical Staff, a Medical Service Line Leader, or the Network Chief Quality Officer:
 - (a) Review and recommend to the MEC policies and procedures relating to matters of peer review and performance improvement of privileged practitioners;

Comment [[MARK]6]: NOTEWORTHY ADDITION: New Peer Review Committee. Updated to include language based on recent PA Supreme Court case (Reginelli)

- (b) Review and recommend to the MEC requests for practitioner-specific FPPEs because of a concern over clinical competency, safety, or conduct;
 - (c) Review and recommend to the MEC any formal plans from Service Line Leaders (or their authorized designee) for formal collegial interventions with a privileged practitioner in response to an FPPE or another event;
 - (d) Review and recommend approval (no less than every other year) to the MEC the adoption of an Ongoing Professional Practice Evaluation (“OPPE”), including specific performance indicators or monitors incorporated into such plan;
 - (e) Reconcile differences in an individual practitioner’s peer review findings, which may arise from various reviews performed by different departments or entities within the Network (for example: a practitioner who provides services at more than one Campus);
 - (f) Review peer review findings that show an egregious incident of unprofessional conduct or inappropriate clinical care and make recommendations to the MEC;
 - (g) Review peer review findings that show a trend of unprofessional conduct or inappropriate clinical care and make recommendations to the MEC; or
 - (h) Approve all requests for external peer review made by the MEC, Medical Service Line Leaders, the Senior VMPA, or a Campus VPMA.
- (4) The Peer Review Committee may designate working subgroups or ad hoc task forces to address particular matters that come to its attention, including, in particular, creating a standing subcommittee to address and manage issues relating to professional conduct of privileged practitioners.
- (5) The Peer Review Committee shall strive to have issues handled at the local Campus level where possible.
- (6) All professional review activity and recommendations will be strictly confidential. No disclosures of any such information (discussions or documentation) may be made outside of the meetings of the Peer Review Committees, except:
- (a) to another authorized individual and for the purpose of conducting professional review activity;

- (b) as authorized by a written policy; or
 - (c) as authorized, in writing, by the Network, with the advice of legal counsel.
 - (d) Any breach of confidentiality by any member of the Medical Staff may result in appropriate sanctions.
- (7) All reports, recommendations, actions, and minutes made or taken by peer review committees are confidential and subject to all applicable privileges.

5.D OTHER STANDING COMMITTEES

There shall be one or more other committees of the Medical Staff as required by applicable law or regulation. In such event, the members of such committees shall be appointed in accordance with Section 5.E, and shall sit as described in Section 5.E, or until they are replaced or removed.

Comment [[MARK]7]: NOTEWORTHY ADDITION: "Catch-all" language to allow for other "Required" committees (like P&T, Radiation Safety).

5.E APPOINTMENT OF COMMITTEE CHAIRS AND MEMBERS

All committee chairs and members shall be appointed by the Senior VPMA in consultation with the President of the Medical Staff. Committee chairs and members shall be appointed for initial terms of one (1) year, but may be reappointed for additional terms. The President of the Medical Staff and the President of the Network (or their respective designees) shall be members, *ex officio*, without vote, on all committees, unless otherwise stated.

5.F. CREATION OF AD HOC COMMITTEES

The MEC may, by resolution and without approval of the Board and without amendment of these Bylaws, establish additional committees to perform one or more staff functions when required by law or regulation. The MEC may, by resolution and upon approval of the Board and without amendment of these Bylaws, establish additional committees to perform one or more staff functions when the MEC feels such committee shall be valuable. The MEC may create an Organization Manual, which shall be approved by the Board. In the same manner, the MEC may dissolve or rearrange committee structure, duties, or composition as needed to better accomplish Medical Staff functions, with Board approval. Any function required to be performed by these Bylaws which is not assigned to an individual, a standing committee, or a special task force shall be performed by the MEC.

5.G. SPECIAL TASK FORCES

Special task forces may be created, the purposes therefor determined by the Senior VPMA in consultation with the President of the Medical Staff, and their members and chairs appointed by the Senior VPMA in consultation with the President of the Medical Staff. Such special task forces shall exist for the time necessary to complete their purposes, and shall report to the MEC.

ARTICLE 6

MEETINGS

6.A. MEDICAL STAFF YEAR

The Medical Staff year shall be the Network's fiscal year.

Comment **[[MARK]8]**: NOTEWORTHY CHANGE: Tie to Network's Fiscal Year.

6.B. MEDICAL STAFF MEETINGS

6.B.1. Regular Meetings:

The Medical Staff shall meet at least once a year, and more often, if decided by a majority of no less than twenty-five percent (25%) of the voting members of the Network MEC. The Medical Staff shall endeavor to make attendance at meetings reasonably convenient for Members, which may include offering multiple locations for meetings or employing remote communication technologies as appropriate.

Comment **[[MARK]9]**: NOTEWORTHY CHANGE: Limit # of Meetings. Added language re: Convenience.

6.B.2. Special Meetings:

Special meetings of the Medical Staff may be called by the President of the Medical Staff, the MEC, the Board, or by a petition signed by not less than forty percent (40%) of Eligible Voting Members. No business shall be transacted at a special meeting other than that stated in the special meeting notice.

6.B.3. Conflict Management Process:

A special meeting of the Medical Staff may be called by a petition signed by not less than forty percent (40%) of the Eligible Voting Members to discuss any conflict with regard to:

- (1) proposed amendments to these Medical Staff Bylaws;
- (2) proposed amendments to the Medical Staff Rules and Regulations;
- (3) proposed amendments to an existing policy that is under the authority of the MEC; or
- (4) a new policy proposed by the MEC.

The agenda for that meeting will be limited to the amendment(s) or policy at issue.

6.D. PROVISIONS COMMON TO ALL MEETINGS

6.D.1. Notice of Meetings:

- (a) Medical Staff members shall be provided notice of all regular meetings of the Medical Staff and committees at least seven (7) days in advance of the meetings. Notice may also be provided by posting in a designated location at least seven (7) days prior to the meetings. All notices shall state the date, time, and place of the meetings.
- (b) When a special meeting of the Medical Staff, and/or a committee is called, all of the provisions in paragraph (a) shall apply except that the notice period shall be reduced to forty-eight (48) hours (i.e., must be given at least 48 hours prior to the special meeting).
- (c) Members will be given the option of attending a Medical Staff Meeting in person, or through electronic methods.

6.D.2. Quorum and Voting:

- (a) For any regular or special meeting of the Medical Staff or a committee, those members present and eligible to vote at the meeting shall constitute a quorum. For meetings of the MEC, Credentials Committee, or Peer Review Committee, the presence of at least fifty percent (50%) of the total committee shall constitute a quorum. Once a quorum is present at a meeting, the failure to maintain a quorum throughout the meeting shall not inhibit any subsequent action from being taken at that meeting.
- (b) Recommendations and actions of the Medical Staff and committees shall be by consensus. In the event it is necessary to vote on an issue, as determined by the Chair of the applicable committee, that issue will be determined by a majority vote of those individuals present and eligible to vote.
- (c) The voting members of the Medical Staff or a committee may also be presented with a question by mail, facsimile, e-mail, hand-delivery, or telephone, and their votes returned to the presiding officer by the method designated in the notice. A quorum for purposes of these votes shall be the number of responses returned to the presiding officer by the date indicated. The question raised shall be determined in the affirmative if a majority of the responses returned has so indicated. Failure to vote shall be considered an affirmative vote in favor of the question raised.

- (d) Voting by secret ballot shall not be permitted.

6.D.3. Agenda:

The presiding officer for the meeting shall set the agenda for any regular or special meeting of the Medical Staff or a committee, and shall include such agenda in the notice of the meeting. The presiding officer shall use reasonable efforts to limit the discussion at any meeting to the items included in the agenda.

6.D.4. Rules of Order:

Robert's Rules of Order shall not be binding at Medical Staff meetings or elections, but may be used for reference in the discretion of the presiding officer for the meeting. Rather, specific provisions of these Bylaws, and Medical Staff or a committee custom shall prevail at all meetings, and the committee chair shall have the authority to rule definitively on all matters of procedure.

6.D.5. Minutes, Reports, and Recommendations:

- (a) Minutes of all meetings of the Medical Staff and committees shall be prepared and shall include a record of the attendance of members and, the recommendations made, and the votes taken on each matter. The minutes shall be authenticated by the presiding officer.
- (b) A summary of all recommendations and actions of the Medical Staff and committees shall be transmitted to the MEC, the President of the Medical Staff, and Senior VPMA. The Network Board shall be kept apprised of the recommendations and actions of the Medical Staff and committees.
- (c) A permanent file of the minutes of all Medical Staff meetings shall be maintained by the Network for at least seven (7) years.

6.D.6. Attendance:

Each Active Staff member is expected to attend and participate in all Medical Staff meetings.

Comment **[[MARK]10]**: NOTEWORHY CHANGE: No attendance requirements

ARTICLE 7

QUALIFICATIONS, CONDITIONS, AND RESPONSIBILITIES

7.A. QUALIFICATIONS

7.A.1. Threshold Eligibility Criteria:

To be eligible to apply for initial appointment, reappointment, or clinical privileges, the applicant must, as applicable:

- (a) have a current, unrestricted license to practice in the state in which the Campus he or she desires to have privileges at is located, and have never had a license to practice revoked, restricted or suspended by any state licensing agency;
- (b) have a current, unrestricted DEA registration, and applicable State CDS registration;
- (c) unless waived by the Network, have both an office and residence located within the geographic service area of the Network, as defined by the Board, close enough to fulfill their Medical Staff responsibilities and to provide timely and continuous care for their patients in the Network; provided that this requirement does not apply to Honorary Staff under Article 2.C;
- (d) have current, valid professional liability insurance coverage in a form and in amounts satisfactory to the Network;
- (e) have never been convicted of Medicare, Medicaid, or other federal or state governmental or private third-party payer fraud or program abuse, nor have been required to pay civil monetary penalties for the same;
- (f) have never been, and are currently, excluded or precluded from participation in Medicare, Medicaid, or other federal or state governmental health care program;
- (g) have never had medical staff appointment, clinical privileges, or status as a participating provider denied, revoked, or terminated by any health care facility, health plan, clinically integrated network, accountable care organization, or other entity or body that provides for, arranges for, or pays for medical services, for reasons related to clinical competence or professional conduct;
- (h) have never resigned medical staff appointment or relinquished privileges during a medical staff investigation or in exchange for not conducting such an investigation;
- (i) have never been convicted of, or entered a plea of guilty or no contest, to any felony; or to any misdemeanor relating to controlled substances, illegal drugs, insurance or health care fraud or abuse, or violence;

Comment [[MARK]11]: NOTEWORTHY ADDITION: Expanded list to include CIN, ACOs, etc.

- (j) demonstrate recent clinical activity in their primary area of practice within the last two (2) years; provided that this requirement may not apply to certain Medical Staff categories defined in Article II;
- (k) have successfully completed a residency training program approved by the Accreditation Council for Graduate Medical Education (“ACGME”) or the American Osteopathic Association (“AOA”) in the specialty in which the applicant seeks clinical privileges, or an oral and maxillofacial surgery training program accredited by the Commission on Dental Accreditation of the American Dental Association (“ADA”), or a podiatric surgical residency program accredited by the Council on Podiatric Medical Education of the American Podiatric Medical Association;
- (l) be board certified in their primary area of practice at the Network (except for those categories of membership defined in Article III for which board certification is not required). Applicants who are not board certified at the time of application but who have completed their residency or fellowship training within the last five (5) years will be eligible for Medical Staff appointment. However, in order to remain eligible, applicants must achieve board certification in their primary area of practice within the earlier of (i) the date that is five (5) years from the date of completion of their residency or fellowship training or (ii) the end of three cycles (as determined by the applicable certification body);
- (m) maintain board certification and, to the extent required by the applicable specialty/subspecialty board, satisfy recertification requirements. Recertification will be assessed at reappointment as follows:
 - (1) board certification should be continuously maintained;
 - (2) from the closest board recertification exam date prior to the primary practicing specialty board certification expiration, the applicant will be allowed two (2) more documented tries to recertify within a period of five (5) years; and
 - (3) not enrolling in the recertification exam immediately prior to the certification expiration date or those two (2) exams scheduled immediately after will be considered as a failed recertification exam(s);

- (n) be invited to submit an application by the Network, and, where applicable, complete all documentation required by the Network, which may include, as applicable, a letter agreement required by the Network (the “Letter Agreement”), waivers, and hold harmless documentation;
- (o) comply with the Network’s Medical Staff Conflict of Interest Policy; and
- (p) comply with all required background and health screening policies and procedures required by the Network for its Medical Staff.

7.A.2. Waiver of Threshold Eligibility Criteria:

- (a) Waivers of threshold eligibility criteria will not be granted routinely. No one is entitled to a waiver. An application from an applicant who does not meet the threshold criteria for appointment or clinical privileges will not be processed unless the Board has granted a waiver, upon the request of the MEC.
- (b) A request for a waiver will only be considered if the applicant provides information sufficient to demonstrate that his/her qualifications are equivalent to, or exceed, the criterion in question or that there are exceptional circumstances that warrant a waiver.
- (c) The Credentials Committee may consider supporting documentation submitted by the applicant, any relevant information from third parties, input from the relevant Medical Service Line Leader, and the best interests of the Network and the communities it serves. The Credentials Committee will forward its recommendation, including the basis for such, to the MEC.
- (d) The MEC will review the recommendation of the Credentials Committee and make a recommendation to the Board regarding whether to grant or deny the request for a waiver and the basis for its recommendation.
- (e) The Board’s determination regarding whether to grant a waiver is final. A determination not to grant a waiver is not a “denial” of appointment or clinical privileges and the applicant who requested the waiver is not entitled to a hearing. A determination to grant a waiver in a particular case is not intended to set a precedent. A determination to grant a waiver does not mean that appointment will be granted, only that processing of the application can begin.

- (f) Notwithstanding anything to the contrary herein, a waiver of the Network's Medical Staff Conflict of Interest Policy shall only be granted as set forth in such policy.

7.A.3. Factors for Evaluation:

The following factors will be evaluated as part of the appointment and reappointment processes:

- (a) relevant training, experience, and demonstrated current competence, including medical/clinical knowledge, technical and clinical skills, clinical judgment, and an understanding of the contexts and systems within which care is provided;
- (b) adherence to the ethics of the profession, continuous professional development, an understanding of and sensitivity to diversity, and responsible attitude toward patients and the profession;
- (c) good reputation and character;
- (d) ability to safely and competently perform the clinical privileges requested;
- (e) ability to work harmoniously with others, including, but not limited to, interpersonal and communication skills sufficient to enable them to maintain professional relationships with patients, families, and other members of health care teams;
- (f) recognition of the importance of, and willingness to support the Network's and Medical Staff's commitment to quality care and a recognition that interpersonal skills and collegiality are essential to the provision of quality patient care;
- (g) participation in Network and Medical Staff initiatives related to quality of care, patient safety, resource utilization, and compliance; and
- (g) if applicable under Article 7.A.1, compliance with the terms of the Letter Agreement signed prior to the provision of the initial application.

7.A.4. No Entitlement to Appointment:

No one is entitled to receive an application or to be appointed or reappointed to the Medical Staff or to be granted particular clinical privileges merely because he or she:

- (a) is licensed to practice a profession any state;
- (b) is a member of any particular professional organization;

- (c) has had in the past, or currently has, medical staff appointment or privileges at any Network facility or other health care facility;
- (d) resides in the geographic service area of the Network; or
- (e) is affiliated with, or under contract to, any managed care plan, insurance plan, clinically-integrated network, HMO, PPO, or other entity.

7.A.5. Nondiscrimination:

No one will be denied appointment on the basis of gender, race, creed, national origin, or other factor prohibited by law.

7.B. GENERAL CONDITIONS OF APPOINTMENT AND REAPPOINTMENT

7.B.1. Basic Responsibilities and Requirements:

As a condition of Medical Staff membership, every applicant and member specifically agree to the following:

- (a) to provide continuous and timely care;
- (b) to abide by these Bylaws, Medical Staff Rules and Regulations, Medical Staff Policies, the Bylaws of the Network and any Hospital Campus at which the Member has privileges, and the policies and procedures of the Network and any Hospital Campus at which the Member has privileges;
- (c) to participate in Medical Staff affairs through committee service, participation in performance improvement and peer review activities, and to perform such other reasonable duties and responsibilities as may be assigned;
- (d) be available for follow-up care (which may be provided by the physician on call or by a mutually agreed-upon designee) for emergency and other patients, without regard to the patient's ability to pay, be available for call (when required by Network policy or procedure), and satisfy applicable response time requirements as defined by the Network policy or applicable law;
- (e) comply with benchmarking criteria, clinical pathways, and Network initiatives to achieve top decile performance with core measures and other publicly reported data;
- (f) use electronic medical records and other technologies as implemented;

- (g) not have a Conflict of Interest as described in the Medical Staff Conflict of Interest policy, or any other conflict of interest as determined by the Network in its sole discretion;
- (h) comply with all regulatory and accreditation requirements;
- (i) be fiscally responsible in utilization of Network resources for care and treatment of patients;
- (j) work harmoniously with others, using interpersonal and communication skills to facilitate positive professional relationships with patients, families, and other members of the health care team;
- (k) comply with Network safety initiatives;
- (l) to immediately submit to a blood, hair or urine test, or to a complete physical or mental evaluation, or other testing or monitoring, in accordance with the Network's Practitioner Health Policy;
- (m) to participate in personal or phone interviews in regard to an application for initial appointment or reappointment, if requested;
- (n) to cooperate in supplying sufficient information to allow continuing assessment of current competence;
- (o) to seek consultation whenever necessary;
- (p) to complete in a timely manner all medical and other required records;
- (q) to perform all services and to act in a cooperative and professional manner; and
- (s) to satisfy continuing medical education requirements.

7.B.2. Burden of Providing Information:

- (a) All applicants and members have the burden of producing information deemed adequate by the Network for a proper evaluation of current competence, character, ethics, and other qualifications and for resolving any doubts.
- (b) The Network shall be permitted to rely on the accuracy of any statements made and information submitted by applicants. Applicants have the burden of providing evidence

that all the statements made and information given on the application were not accurate or complete, and providing acceptable explanations for such inaccuracies or incompleteness.

- (c) An application will be complete when all questions on the application form have been answered to the Network's satisfaction, all supporting documentation has been supplied, and all information has been verified from primary sources. An application will become incomplete if the need arises for new, additional, or clarifying information. Any application that continues to be incomplete thirty (30) days after the applicant has been notified of the additional information required will be deemed to be withdrawn.
- (d) Applicants are responsible for providing a complete application, including adequate responses from references. An incomplete application will not be processed.
- (e) Notification of any change in status or any change in the information provided on the application form will be given to the Senior VPMA or the President of the Medical Staff. This information will be provided with or without request, at the time the change occurs. Failure to provide this information will deem the applicant ineligible for staff membership or clinical privileges. Failure to provide this information may result in automatic relinquishment of privileges without the right for a hearing or appeal.

7.B.3. Initial Focused Professional Performance Evaluation ("FPPE") Period:

- (a) Initial appointment to the Medical Staff (regardless of the staff category) and all initial grants of clinical privileges, whether at the time of appointment, reappointment, or during the term of an appointment, will be provisional.
- (b) During the FPPE period, the exercise of clinical privileges will be evaluated by the Medical Service Line Leader or by a Professional Health Care Provider designated by the Chair of the Credentials Committee. This focused professional practice evaluation may include chart review, monitoring, proctoring, external review, and other information. The numbers and types of cases to be reviewed will be determined by the Credentials Committee.
- (c) The duration of the FPPE period for initial appointment and privileges will be typically eight months or as recommended by the Credentials Committee. The duration of the FPPE period for all other initial grants of privileges will be as recommended by the Credentials Committee.

Comment [[MARK]12]: NOTEWORTHY CHANGE: Note use of Medical Service Line Leader (in place of a Department Chair)

- (d) During the FPPE period, a member must arrange for, or cooperate in the arrangement of, the required numbers and types of cases to be reviewed by the **Medical Service Line Leader** or by other designated physicians.
- (e) A newly appointed member will automatically relinquish his or her appointment and privileges at the end of the FPPE period if he or she fails, during the FPPE period, to:
 - (1) participate in the required number of cases;
 - (2) cooperate with the monitoring and review conditions; or
 - (3) fulfill all requirements of appointment, including but not limited to those relating to completion of medical records or emergency call responsibilities.

In such case, the individual may not reapply for initial appointment or privileges for two (2) years.
- (f) If a member who has been granted additional clinical privileges fails, during the FPPE period, to participate in the required number of cases or cooperate with the monitoring and review conditions, the additional clinical privileges will be automatically relinquished at the end of the provisional period.
- (g) When, based on the evaluation performed during the FPPE period, clinical privileges are terminated, revoked, or restricted for reasons related to clinical competence or professional conduct, the member will be entitled to a hearing and appeal.

Comment [[MARK]13]: NOTEWORTHY CHANGE: Note use of Medical Service Line Leader (in place of a Department Chair)

7.C. APPLICATION

7.C.1. Information:

Applications for appointment and reappointment will contain a request for specific clinical privileges and will require detailed information concerning the applicant's professional qualifications. The applications for initial appointment and reappointment existing now and as may be revised are incorporated by reference and made a part of these Bylaws. The applicant will sign the application and certify that he or she is able to perform the privileges requested and the responsibilities of appointment as stated in these Bylaws.

7.C.2. Misstatements and Omissions:

- (a) Any misstatement in, or omission from, the application is grounds to stop processing the application. The applicant will be informed in writing of the nature of the misstatement or omission and permitted to provide a written response. The Senior VPMA and President of the Medical Staff will review the response and determine whether the application should be processed further.
- (b) If appointment has been granted prior to the discovery of a misstatement or omission, appointment and privileges may be deemed to be automatically relinquished.
- (c) No action taken pursuant to this section will entitle the applicant or member to a hearing or appeal.

7.C.3. Grant of Immunity and Authorization to Obtain/Release Information:

By applying for appointment, reappointment, or clinical privileges, the applicant accepts the following conditions throughout the term of appointment and thereafter as to any inquiries received about the applicant:

- (a) Immunity:

To the fullest extent permitted by law, the applicant releases from any and all liability, extends immunity to, and agrees not to sue the Network, the Network Board, any Campus, any Campus Board, any member of the Medical Staff or any of the previously-mentioned Boards, any of the foregoing's authorized representatives (collectively the "Network Parties"), and third parties who provide information for any matter relating to appointment, reappointment, clinical privileges, or the applicant's qualifications for the same. This immunity covers any actions, recommendations, reports, statements, communications, or disclosures that are made, taken, or received by any Network Party or third parties in the course of credentialing and peer review activities.

- (b) Authorization to Obtain Information from Third Parties:

The applicant authorizes the Network, Network Central Verification Office, Service Lines, Medical Service Line Leaders and each of their representatives (1) to consult with any third party who may have information bearing on the applicant's qualifications, and (2) to obtain any and all information from third parties that may be relevant. The applicant authorizes third parties to release this information to the Network and its representatives upon request. The applicant also agrees to sign consent forms to permit a

consumer reporting agency to conduct a criminal background check and report the results to the Network or a Network Party.

(c) Authorization to Release Information to Third Parties:

The applicant also authorizes Network Parties to release information to other Network affiliates, hospitals, health care facilities, managed care organizations, government regulatory and licensure boards or agencies, and their representatives when information is requested in order to evaluate his or her qualifications. The sharing of any Peer Review Information pursuant to this Section and applicable policy is not intended to waive any privilege and shall be identified as such and used by the receiving entity for Peer Review purposes only.

(d) Hearing and Appeal Procedures:

The applicant agrees that any hearing and appeal procedures specifically set forth in these Bylaws will be the sole and exclusive remedy with respect to any action taken by a Network Party. If these Bylaws do not specifically state that a hearing and appeal procedure shall be available for a specific action, then no hearing and appeal procedure shall be available for such specific action.

(e) Legal Actions:

If an applicant institutes legal action challenging any action and does not prevail, he or she will reimburse all applicable Network Parties involved in the action for all costs incurred in defending such legal action, including reasonable attorney's fees

(f) Authorization to Share Information within the Network:

The applicant specifically authorizes the Network Parties to share information pertaining to the applicant's clinical competence or professional conduct. The sharing of any Peer Review Information pursuant to this Section and applicable policy is not intended to waive any privilege, and shall be identified as such and used by the receiving entity for Peer Review purposes only.

ARTICLE 8

PROCEDURE FOR INITIAL APPOINTMENT AND PRIVILEGES

8.A. PROCEDURE FOR INITIAL APPOINTMENT AND PRIVILEGES

8.A.1. Application:

- (a) Applications for appointment and clinical privileges will be in writing and will be on forms approved by the Network Board upon recommendation by the MEC and Credentials Committee.
- (b) Applications will be provided only to those who are selected by the process established by the Network Board to satisfy specific mission-related criteria, and who complete and sign all necessary Pre-Application Documents. Others who inquire will be sent a standard letter explaining that no application will be provided. Prospective applicants who have signed Pre-Application Documents without modification will be sent a letter that outlines the threshold eligibility criteria for appointment and the applicable criteria for clinical privileges, and the application form.
- (c) Applications may be provided to residents who are in the final six (6) months of their training and who have signed employment agreements with the Network, or other providers who have signed a service agreement with the Network. Final action will not be taken until all applicable threshold eligibility criteria are satisfied.

8.A.2. Initial Review of Application:

- (a) A completed application form with copies of all required documents must be returned to the Network Central Verification Office and accompanied by the application fee.
- (b) As a preliminary step, the application will be reviewed by the Network Central Verification Office to determine that all questions have been answered and that the applicant satisfies all threshold eligibility criteria. Applicants who fail to return completed applications or fail to meet the threshold eligibility criteria will be notified that their applications will not be processed. A determination of ineligibility does not entitle the individual to a hearing and appeal.
- (c) The Network Central Verification Office will oversee the process of gathering and verifying relevant information, and confirming that all references and other information deemed pertinent have been received.

- (d) Evidence of the applicant's character, professional competence, qualifications, behavior, and ethical standing will be examined. This information may be contained in the application, and obtained from references and other available sources, including the applicant's past or current department or section heads at other health care entities, residency training director, and others who may have knowledge about the applicant's education, training, experience, and ability to work with others. Evaluations provided by references that are based on records or proceedings of Peer Review conducted in another hospital, are considered to be privileged Peer Review Records, and maintained as such.
- (e) An interview(s) with the applicant will be conducted by one of or a combination of any of the following: the Medical Service Line Leader, the Credentials Committee, a Credentials Committee representative, the MEC, the President of the Medical Staff, the Senior VPMA, one or more Campus VPMAs, or one or more Campus Presidents.

8.A.3. Medical Service Line Leader Procedure:

The Medical Service Line Leader (or his or her designee) and one other appropriate Professional Health Care Provider in the Service Line in which the applicant would provide services will review the application and all supporting materials and prepare a report to be submitted to the Credentials Committee. These reports are considered to be Peer Review Records.

8.A.4. Credentials Committee Procedure:

- (a) The Credentials Committee will consider the report prepared by the Medical Service Line Leader and will make a recommendation.
- (b) The Credentials Committee may use the expertise other individuals, such as other members of the Service Line or an outside consultant, if additional information is required regarding the applicant's qualifications.
- (c) After determining that an applicant is otherwise qualified for appointment and privileges, the Credentials Committee will review the health status information to determine if there is any question about the applicant's ability to perform the privileges requested and the responsibilities of appointment. If so, the Credentials Committee may require a physical or mental examination by a physician(s) satisfactory to the Credentials Committee. The results of this examination will be made available to the Committee. Failure to undergo an examination within a reasonable time after a written request from the Credentials Committee will be considered a voluntary withdrawal of the application.

- (d) The Credentials Committee may recommend the imposition of specific conditions related to behavior, health, or clinical issues. The Credentials Committee may also recommend that appointment be granted for a period of less than two (2) years in order to permit closer monitoring of the applicant's compliance with any conditions.
- (e) If the recommendation of the Credentials Committee is delayed longer than sixty (60) days, the chair of the Credentials Committee will send a letter to the applicant, with a copy to the President of the Medical Staff, explaining the reasons for the delay.

8.A.5. MEC Recommendation:

- (a) At its next regular meeting after receipt of the written report and recommendation of the Credentials Committee, the MEC will:
 - (1) adopt the report and recommendation of the Credentials Committee as its own; or
 - (2) refer the matter back to the Credentials Committee for further consideration of specific questions; or
 - (3) state its reasons for disagreement with the report and recommendation of the Credentials Committee.
- (b) If the recommendation of the MEC is to appoint, the recommendation will be forwarded to the Board.
- (c) If the recommendation of the MEC would entitle the applicant to request a hearing, the MEC will forward its recommendation to the President of the Medical Staff, who will promptly send special notice to the applicant. The President of the Medical Staff will then hold the application until after the applicant has completed or waived a hearing and appeal.

8.A.6. Board Action:

- (a) The Board may delegate to a committee, consisting of at least two (2) Board members, action on appointment, reappointment, and clinical privileges if there has been a favorable recommendation from the Credentials Committee and the MEC and there is no evidence of any of the following:
 - (1) a current or previously successful challenge to any license or registration;

- (2) an involuntary termination, limitation, reduction, denial, or loss of appointment or privileges at any other Network or other entity; or
- (3) an unusual pattern of, or an excessive number of, professional liability actions resulting in a final judgment against the applicant.

Any decision reached by the Board Committee to appoint will be effective immediately and will be forwarded to the Board for ratification at its next meeting.

- (b) When there has been no delegation to the Board Committee, upon receipt of a recommendation for appointment and clinical privileges, the Board may:
 - (1) grant appointment and clinical privileges as recommended; or
 - (2) refer the matter back to the Credentials Committee or MEC or to another source inside or outside the Network for additional research or information; or
 - (3) disagree with or modify the recommendation.
- (c) If the Board disagrees with a favorable recommendation, it should first discuss the matter with the chair of the Credentials Committee and the chair of the MEC. If the Board's determination remains unfavorable, the President of the Medical Staff will promptly send special notice that the applicant is entitled to request a hearing.
- (d) Any final decision by the Board to grant, deny, revise, or revoke appointment or clinical privileges is disseminated to appropriate individuals and, as required, reported to appropriate entities.

8.A.7. Time Periods for Processing:

Once an application is deemed complete, it is expected to be processed within 120 days, unless it becomes incomplete. This time period is intended to be a guideline only and will not create any right for the applicant to have the application processed within this precise time period.

ARTICLE 9

CLINICAL PRIVILEGES

9.A. CLINICAL PRIVILEGES

9.A.1. General:

- (a) Appointment or reappointment will not confer any clinical privileges or right to practice at one or more of the Campuses. Only those clinical privileges granted by the Board may be exercised.
- (b) A request for privileges will be processed only when an applicant satisfies threshold eligibility criteria. Each request for privileges will be specify the Campus(es) at which the individual desires to provide services; provided that the Board may grant all or a part of the requested privileges, including granting privileges at some Campuses but others.
- (c) Requests for clinical privileges that are subject to an exclusive contract will not be processed except as consistent with the applicable contract.
- (d) Recommendations for clinical privileges will be based on consideration of the following:
 - (1) education, relevant training, experience, and demonstrated current competence, including medical/clinical knowledge, technical and clinical skills, judgment, interpersonal and communication skills, and professionalism with patients, families, and other members of the health care team and Peer evaluations relating to these criteria;
 - (2) appropriateness of utilization patterns;
 - (3) ability to perform the privileges requested competently and safely;
 - (4) information resulting from ongoing and focused professional practice evaluation and other Peer Review and performance improvement activities, as applicable;
 - (5) availability of coverage in case of the applicant's illness or unavailability;
 - (6) adequate professional liability insurance coverage for the clinical privileges requested;
 - (7) the Network's available resources and personnel;

Comment [[MARK]14]: NOTEWORTHY CHANGE: Recognition of "Campus-specific" privileges.

- (8) any previously successful or currently pending challenges to any licensure or registration, or the voluntary or involuntary relinquishment of such licensure or registration;
 - (9) any information concerning professional review actions or voluntary or involuntary termination, limitation, reduction, or loss of appointment or clinical privileges at another Network;
 - (10) practitioner-specific data as compared to aggregate data, when available;
 - (11) morbidity and mortality data, when available;
 - (12) the particular needs of the Campus(es) at which the individual desires to provide services; and
 - (13) professional liability actions, especially any such actions that reflect an unusual pattern or number of actions.
- (e) Requests for increased privileges must state the additional clinical privileges requested and provide information sufficient to establish eligibility. If the member is eligible and the application is complete, it will be processed in the same manner as an application for initial clinical privileges.

9.A.2. Privilege Waivers:

- (a) When clinical privileges have been delineated by core or specialty, a request for privileges will only be processed if the individual applies for the full core or specialty delineation. This only applies to requests for privileges within the individual's primary specialty.
- (b) In limited circumstances, the Network may consider a waiver of the requirement that privileges are granted by core or specialty. If an individual wants to request such a waiver, the request must be submitted in writing to the Network Central Verification Office. The request must indicate the specific privileges within the core or specialty that the individual does not wish to provide, state a good cause basis for the request, and include evidence that he or she does not provide the relevant patient care services in any health care facility.

- (c) Requests for waivers will be processed in the same manner as requests for waivers of appointment criteria.
- (d) The following factors, among others, may be considered in deciding whether to grant a waiver:
 - (1) the Network's mission and ability to serve the health care needs of the community by providing timely, appropriate care;
 - (2) the effect of the request on the Network's ability to comply with applicable regulatory requirements, including, for example, the Emergency Medical Treatment and Active Labor Act;
 - (3) the expectations of Medical Staff members who rely on the specialty;
 - (4) fairness to the individual requesting the waiver;
 - (5) an undue burden to other members who serve on the call roster in the relevant specialty; and
 - (6) the potential for gaps in call coverage that might result from an individual's removal from the call roster and the feasibility of safely transferring patients to other facilities.
- (e) If the Board grants a waiver related to privileges, it will specify the effective date. The Board may revoke a waiver at any time if the circumstances underlying the waiver change.
- (f) No one is entitled to a waiver or to a hearing or appeal if a waiver is not granted.

9.A.3. Resignation of Privileges:

A request to resign all clinical privileges must (a) specify the desired date of resignation, at least thirty (30) days from the date of the request, and (b) provide evidence that the individual has completed all medical records and will be able to appropriately discharge or transfer responsibility for the care of any hospitalized patient. After consulting with the President of the Medical Staff, the applicable Campus President(s) will act on the request.

9.A.4. Clinical Privileges for New Procedures:

- (a) Requests for clinical privileges to perform either a procedure not currently being performed or a new technique to perform an existing procedure (a “New Procedure”) will not be processed until a determination has been made that the New Procedure will be offered by the Network and criteria for the privilege have been adopted (the “Initial Review”). Any individual seeking to perform the New Procedure will submit a report to the Senior VPMA and the President of the applicable Campus addressing the following:
 - (1) minimum education, training, and experience necessary to perform the new procedure safely and competently;
 - (2) clinical indications for when the new procedure is appropriate;
 - (3) whether there is empirical evidence of improved patient outcomes with the new procedure or other clinical benefits to patients;
 - (4) whether proficiency for the new procedure is volume-sensitive and if the requisite volume would be available;
 - (5) whether the new procedure is being performed at other similar Networks and the experiences of those institutions; and
 - (6) whether the Network currently has the resources, including space, equipment, personnel, and other support services, to safely and effectively perform the new procedure.
- (b) During the Initial Review, the Network may review any information it deems relevant to review the request for New Procedure. There shall be no timeframe applicable to the Initial Review.
- (c) In the event the Network determines that the New Procedure should be performed during the Initial Review, it shall be referred to the Credentials Committee to develop threshold credentialing criteria to determine those individuals who are eligible to request the clinical privileges. In developing the criteria, the Credentials Committee or its designee may conduct additional research and consult with experts, as necessary, and develop recommendations.

- (d) The Credentials Committee will forward its recommendations to the MEC, which will review the matter and forward its recommendations to the Board for final action.

9.A.5. Clinical Privileges That Cross Specialty Lines:

- (a) Requests for clinical privileges that previously have been exercised only by members in another specialty will not be processed until the steps outlined in this section have been completed and a determination has been made regarding the member's eligibility to request the clinical privilege(s) in question.
- (b) The individual seeking the privilege will submit a report to the Credentials Committee that specifies the minimum qualifications needed to perform the procedure safely and competently, whether the individual's specialty is performing the privilege at other similar hospitals, and the experiences of those other hospitals. The Credentials Committee, or its designee will then conduct additional research and consult with experts, as necessary.
- (c) The Credentials Committee may or may not recommend that individuals from different specialties be permitted to request the privileges at issue. If it does, the Credentials Committee may develop recommendations.
- (d) The Credentials Committee will forward its recommendations to the MEC, which will review the matter and forward its recommendations to the Board for final action.

9.A.6. Physicians in Training:

Physicians in training will not be granted appointment to the Medical Staff or clinical privileges. The program director, clinical faculty, or attending staff member will be responsible for the direction and supervision of the on-site or day-to-day patient care activities of each trainee, who will be permitted to perform only those clinical functions set out in curriculum requirements, affiliation agreements, or training protocols approved by the MEC or its designee, and the Graduate Medical Education Committee. The applicable program director will be responsible for verifying and evaluating the qualifications of each physician in training.

9.A.7. Telemedicine Privileges:

- (a) Telemedicine is the exchange of medical information from one site to another via electronic communications for the purpose of providing patient care, treatment, and services. The Board will determine the clinical services to be provided through telemedicine after considering the recommendations of the appropriate Medical Service Line Leader, the Credentials Committee, and the MEC.
- (b) Individuals applying for telemedicine privileges must meet the qualifications for Medical Staff appointment outlined in these Bylaws, except those requirements relating to geographic residency, coverage arrangements, and emergency call responsibilities may be waived.
- (c) Qualified applicants may be granted telemedicine privileges and appointed to the Medical Staff as Consulting Staff. Telemedicine privileges granted in conjunction with a contractual agreement will be incident to and coterminous with the agreement.
- (d) Applications for telemedicine privileges will be processed in accordance with the provisions of these Bylaws in the same manner as for any other applicant, except that the Network may use the credentialing information provided by the applicant's primary hospital if that hospital is a Medicare-participating hospital and provides a list of all privileges granted to the practitioner, as well as a signed attestation that the information is complete, accurate, and up-to-date, or if the Network has a delegated credentialing agreement in place with that hospital.
- (e) Telemedicine privileges, if granted, will be for a period of not more than two (2) years. Individuals seeking to renew telemedicine privileges will be required to complete an application and, upon request, provide the Network with evidence of current clinical competence. This information may include, but is not limited to, a quality profile from the applicant's primary practice affiliation and an evaluation form(s) from a qualified supervisor(s). If all requested information is not received by dates established by the Network, the individual's telemedicine privileges will expire at the end of the current term. Once all information is received and verified, an application to renew telemedicine privileges will be processed as set forth above. Evaluations provided by referenced that are based on records or proceedings of Peer Review conducted in another hospital, are considered to be privileged Peer Review Records and maintained as such.

- (f) Unless specifically described herein, individuals granted telemedicine privileges will be subject to all applicable sections of the Bylaws, Medical Staff Rules and Regulations, and Medical Staff policies, and shall participate in the Network's performance improvement, ongoing and focused professional practice evaluations, and peer review activities.

9.B. TEMPORARY CLINICAL PRIVILEGES

9.B.1. Granting of Temporary Clinical Privileges:

- (a) Temporary privileges to provide services at a Campus may be granted by the President of a Campus, upon recommendation of the President of the Medical Staff, to:
 - (1) applicants for initial appointment whose complete application is pending review by the MEC and Network Board, following a favorable recommendation of the Credentials Committee. In order to be eligible for temporary privileges, an applicant must have demonstrated ability to perform the privileges requested and have had no (1) current or previously successful challenges to licensure or registration or (2) involuntary restriction, reduction, denial, or termination of medical staff membership or clinical privileges at another health care facility;
 - (2) non-applicants, when there is an important patient care, treatment, or service need, including the following:
 - (i) the care of a specific patient;
 - (ii) when necessary to prevent a lack of services in a needed specialty area;
 - (iii) proctoring; or
 - (iv) locum tenens for a member of the Medical Staff.
- (b) The following verified information will be considered prior to the granting of any temporary privileges: current licensure, relevant training, experience, current competence, current professional liability coverage acceptable to the Network, and results of a query to the National Practitioner Data Bank.
- (c) The grant of temporary clinical privileges will not exceed one hundred twenty (120) days. For non-applicants the days need not be consecutive and may be renewed.

- (d) Prior to any temporary privileges being granted, the individual must agree in writing to be bound by the Bylaws, Medical Staff Rules and Regulations, and the policies, procedures, and protocols of the Medical Staff and the Network.

9.B.2. Termination of Temporary Clinical Privileges:

- (a) The granting of temporary privileges is a courtesy and may be terminated for any reason by the President who granted such temporary privileges at any time, after consulting with the President of the Medical Staff, the chair of the Credentials Committee, or the Medical Service Line Leader. The individual may be afforded an opportunity to refrain from exercising privileges.
- (b) The Medical Service Line Leader or the President of the Medical Staff will assign to another member of the Medical Staff responsibility for the care of patients until they are discharged. Whenever possible, consideration will be given to the wishes of the patient in the selection of a substitute physician.
- (c) Neither the denial nor termination of temporary privileges will entitle the individual to a hearing or appeal.

9.C. EMERGENCY SITUATIONS

- (1) For the purpose of this section, an “emergency” is defined as a condition which could result in serious or permanent harm to patient(s) and in which any delay in administering treatment would add to that harm, as determined by the Network.
- (2) In an emergency situation, an authorized Member may administer treatment to the extent permitted by his or her license, regardless of status or specific grant of clinical privileges.
- (3) When the emergency situation no longer exists, as determined by the Network, the patient will be assigned by the Medical Service Line Leader or the President of the Medical Staff to a member with appropriate clinical privileges, considering the wishes of the patient.

9.D. DISASTER PRIVILEGES

- (1) When the Network has implemented a disaster plan and the immediate needs of patients in the facility cannot be met, the President of the applicable Campus or the President of the Medical Staff may use a modified credentialing process to grant disaster privileges to

eligible volunteer licensed independent practitioners (“Disaster Volunteers”). Safeguards must be in place to verify that Disaster Volunteers are competent to provide safe and adequate care.

- (2) Disaster privileges are granted on a case-by-case basis after verification of identity and licensure.
 - (a) A Disaster Volunteer’s identity may be verified through a valid government-issued photo identification (i.e., driver’s license or passport).
 - (b) A Disaster Volunteer’s license may be verified in any of the following ways:
 - (i) current Network picture ID card that clearly identifies the individual’s professional designation;
 - (ii) current license to practice;
 - (iii) primary source verification of the license;
 - (iv) identification indicating that the individual has been granted authority to render patient care in disaster circumstances or is a member of a Disaster Medical Assistance Team, the Medical Resource Corps, the Emergency System for Advance Registration of Volunteer Health Professionals, or other recognized state or federal organizations or groups;
 - (v) identification by a current Network employee or Medical Staff member who possesses personal knowledge regarding the individual’s ability to act as a volunteer during a disaster.
- (3) Primary source verification of a Disaster Volunteer’s license will begin as soon as the immediate situation is under control and must be completed within 72 hours from the time the Disaster Volunteer begins to provide service at the Network.
- (4) In extraordinary circumstances when primary source verification cannot be completed within 72 hours, it should be completed as soon as possible. In these situations, there must be documentation of the following: (a) the reason primary source verification could not be performed in the required time frame; (b) evidence of the Disaster Volunteer’s demonstrated ability to continue to provide adequate care; and (c) an attempt to obtain primary source verification as soon as possible. If a Disaster Volunteer has not provided care, then primary source verification is not required.
- (5) The Medical Staff will oversee the care provided by Disaster Volunteers. This oversight will be conducted through direct observation, mentoring, clinical record review, or other appropriate mechanism developed by the Medical Staff and Network.

ARTICLE 10

PROCEDURE FOR REAPPOINTMENT

10.A. ELIGIBILITY FOR REAPPOINTMENT

All terms, conditions, requirements, and procedures relating to initial appointment will apply to continued appointment and clinical privileges and to reappointment. In addition, to be eligible to apply for reappointment and renewal of clinical privileges, a member must have:

- (1) completed all medical records;
- (2) completed all continuing medical education requirements;
- (3) satisfied all Medical Staff responsibilities, including payment of any dues, fines, and assessments;
- (4) continued to meet all qualifications and criteria for appointment and the clinical privileges requested;
- (5) paid any applicable reappointment processing fee; and
- (6) had sufficient patient contacts to enable the assessment of current clinical judgment and competence for the privileges requested. Any member seeking reappointment who has minimal activity at the Network must submit such information as may be requested (such as a copy of his or her confidential quality profile from his or her primary hospital, clinical information from his or her private office practice, or a quality profile from a managed care organization or insurer), before the application will be considered complete and processed further. To the extent information or portions thereof may include or be based on Peer Review Records or Peer Review proceedings, it will be identified and treated as such.

10.B. FACTORS FOR EVALUATION

In considering an application for reappointment, the factors listed in Section 2.A.3 of these Bylaws will be considered, as will the following additional factors relevant to the member's previous term:

- (1) compliance with the Bylaws, Medical Staff Rules and Regulations, Medical Staff Policies, and Network Policies;
- (2) participation in Medical Staff duties, including committee assignments and emergency call;
- (3) the results of the Network's performance improvement activities, taking into consideration practitioner-specific information compared to aggregate information concerning other individuals in the same or similar specialty (provided that, other practitioners will not be identified);
- (4) any focused professional practice evaluations;
- (5) verified complaints received from patients or staff; and
- (6) other reasonable indicators of continuing qualifications.

To the extent any of the above Information or portions thereof may include or be based on Peer Review Records and Proceedings, it will be identified and treated as such.

10.C. REAPPOINTMENT APPLICATION

Reappointment shall be handled as follows:

- (1) Reappointment will be for a period of not more than two (2) years.
- (2) An application for reappointment will be furnished to Members at least sixty (60) days prior to the expiration of their current appointment term. A completed reappointment application must be returned to the Network Central Verification Office within thirty (30) days.
- (3) Failure to return a completed application within thirty (30) days may result in the assessment of a reappointment processing fee. In addition, failure to submit a complete application at least thirty (30) days prior to the expiration of the member's current term may result in automatic expiration of appointment and clinical privileges at the end of the then current term of appointment.
- (4) Except as provided in paragraph five (5), if an application for reappointment is submitted timely, but the Board has not acted on it prior to the end of the current term, the member's appointment and clinical privileges will expire at the end of the then current

term of appointment. However, if the inaction is due to circumstances beyond the applicant's control, and no issues have been raised about the application, the President of the applicable Campus and Network Board chair may grant conditional reappointment for a period not to exceed one hundred twenty (120) days to allow for Network Board action at its next meeting.

- (5) The application will be reviewed by the Network Central Verification Office to determine that all questions have been answered and that the member satisfies all threshold eligibility criteria for reappointment and for the clinical privileges requested.
- (6) The Network Central Verification Office will oversee the process of gathering and verifying relevant information. The Network Central Verification Office will also be responsible for confirming that all relevant information has been received.
- (7) If the Credentials Committee or the MEC is considering a recommendation to deny reappointment or to reduce clinical privileges, the committee chair will notify the member of the general tenor of the possible recommendation and may invite the member to meet prior to any final recommendation being made. Prior to this meeting, the member will be notified of the general nature of the information supporting the recommendation contemplated. At the meeting, the member will be invited to discuss, explain, or refute this information. A summary of the interview will be made and included with the committee's recommendation. This meeting is not a hearing, and none of the procedural rules for hearings will apply. The member will not have the right to be represented by legal counsel at this meeting.

10.D. CONDITIONAL REAPPOINTMENTS

Conditional reappointments shall be handled as follows:

- (1) Recommendations for reappointment may be subject to an applicant's compliance with specific conditions. These conditions may relate to behavior (e.g., personal code of conduct) or to clinical issues (e.g., performance improvement steps such as general consultation requirements, proctoring, completion of CME requirements). Reappointments may be recommended for periods of less than two (2) years in order to permit closer monitoring of a member's compliance with any conditions that may be imposed.

- (2) A recommendation of a conditional reappointment or for reappointment for a period of less than two (2) years does not, in and of itself, entitle a member to request a hearing or appeal.
- (3) In the event the applicant for reappointment is the subject of an investigation or a hearing at the time reappointment is being considered, a conditional reappointment for a period of less than two (2) years may be granted pending the completion of that process.

ARTICLE 11

PEER REVIEW PROCEDURES

11.A. COLLEGIAL INTERVENTION

- (1) These Bylaws encourage the use of progressive steps by Medical Staff Officers, Medical Service Line Leaders, and Network management, beginning with collegial and educational efforts, to address issues pertaining to clinical competence or professional conduct. The goal of these efforts is to arrive at voluntary actions by the individual to resolve an issue that has been raised. Collegial intervention may be carried out, within the discretion of Medical Staff Officers, Medical Service Line Leaders, and Network management, but is not mandatory.
- (2) Collegial intervention is a part of the Network's professional review activities and may include counseling, education, and related steps, such as the following:
 - (a) advising colleagues of applicable policies, such as policies regarding appropriate behavior, quality issues, emergency call obligations, and the timely and adequate completion of medical records;
 - (b) Following up on any questions or concerns raised about the clinical practice and/or conduct of staff members and proctoring, monitoring, consultation, and letters of guidance; and
 - (c) sharing comparative quality, utilization, and other relevant information, including any variations from clinical protocols or guidelines, in order to assist individuals to conform their practices to appropriate norms.
- (3) The relevant Medical Staff Officers and Medical Service Line Leaders, in conjunction with the Senior VPMA and/or the VPMA of the relevant Campus(es), may determine

whether a matter should be handled in accordance with applicable policy (such as a code of conduct), or should be referred to the MEC.

- (4) The relevant Medical Staff Officers and Medical Service Line Leaders, in conjunction with the Senior VPMA and/or the VPMA of the relevant Campus(es), will determine whether to document a collegial intervention effort. Any documentation that is prepared will be placed in an individual's confidential file. The individual will have an opportunity to review the documentation and respond to it. The response will be maintained in the individual's file along with the original documentation.
- (5) All OPPE and FPPE will be conducted in accordance with the Network's peer review policies and procedures. Matters that cannot be appropriately resolved to the Network's satisfaction through collegial intervention or through Peer Review will be referred to the MEC.

11.B. INVESTIGATIONS

11.B.1. Initial Review:

- (a) Whenever a serious question has been raised, or where collegial efforts have not resolved an issue regarding the following, the question may be referred to the President of the Medical Staff, the Medical Service Line Leader, the Senior VPMA, the VPMA of the relevant Campus, the President of the applicable Campus, or the chair of the Network Board or the Board of the relevant Campus:
 - (1) clinical competence or clinical practice, including patient care, treatment, or management;
 - (2) the known or suspected violation of applicable ethical standards or the Bylaws, Medical Staff Policies, Medical Staff Rules and Regulations, or Network Policies; or
 - (3) conduct and professional ethics that are considered lower than the standards of the Network or disruptive to the orderly operation of the Network, a Campus or Service Line, or its Medical Staff, including the inability of the Member to work harmoniously with others as well as conduct with patients.
- (b) In addition, if the Network Board or the Board of the relevant Campus becomes aware of information that raises concerns about the qualifications of any Medical Staff member,

the matter will be referred to the President of the Medical Staff, the Senior VPMA, the VMPA of the relevant Campus, or the President of the relevant Campus.

- (c) The person to whom the question is referred will make a sufficient inquiry to determine whether the question is credible and, if so, may forward it to the MEC.
- (d) No action taken pursuant to this section will constitute an investigation.

11.B.2. Initiation of Investigation:

- (a) The MEC will review the question, discuss the matter with the individual, if invited, and determine whether to conduct an investigation or direct that the question be handled pursuant to a policy. An investigation will commence only after a determination by the MEC. The MEC may also determine to commence an investigation and may delegate the investigation to a an ad hoc committee of the MEC.
- (b) The MEC will inform the individual that an investigation has begun. Notification may be delayed if, in the judgment of the MEC, informing the individual immediately would compromise the investigation or disrupt the operation of the Network or Medical Staff.
- (c) The Network Board may also determine to commence an investigation and may delegate the investigation to the MEC, a subcommittee of the Network Board, or an ad hoc committee of the Network Board.
- (d) The committee to which the investigation has been delegated under (a) or (c) above shall be the “Investigating Committee.”

11.B.3. Investigative Procedure:

- (a) The Investigating Committee will not include partners, associates, or relatives of the Member being investigated, but may include individuals not on the Medical Staff.
- (b) The President of the Medical Staff will appoint the members of the Investigating Committee consisting of at least three (3) Members of the active staff who may also be members of the MEC, including a representative of the affected Member’s Service Line. The Senior VPMA (or his or her designee) shall be a member of the Investigative Committee. The Medical Service Line Leader of the Member’s Service Line will be excluded from being part of the Investigate Committee.

- (c) The purpose of this Investigating Committee is to review the basis of the action and prepare a factual report to the MEC. The physician will be given the opportunity to take a leave of absence from exercising privileges that may be in question.
- (d) The Investigating Committee may:
 - (1) review relevant documents, which may include patient records, incident reports, and relevant literature or guidelines;
 - (2) conduct interviews;
 - (3) use outside consultants, as needed, for timeliness, expertise, thoroughness, and objectivity; or
 - (4) require an examination or assessment by one or more health care professional acceptable to it. The Member being investigated will execute a release allowing the Investigating Committee to discuss with the health care professional(s) the reasons for the examination or assessment and allowing the health care professional to discuss and report the results to the Investigating Committee.
- (e) The Investigating Committee will make a reasonable effort to complete the investigation and issue its report within thirty (30) days, provided that an outside review is not necessary. When an outside review is used, the Investigating Committee will make a reasonable effort to complete the investigation and issue its report within thirty (30) days of receiving the results of the outside review. These time frames are intended to serve as guidelines and, as such, will not be deemed to create any right for a Member to have an investigation completed within such time periods.
- (f) As part of the investigation, the Member will have an opportunity to meet with the Investigating Committee. Prior to this meeting, the Member will be informed of the questions being investigated and will be invited to discuss, explain, or refute the questions. A summary of the interview will be made and included with the Investigating Committee's report. This meeting is not a hearing, and none of the procedural rules for hearings apply.
- (g) At the conclusion of the investigation, the Investigating Committee will prepare a report to the MEC with its findings, conclusions, and recommendations. The Investigating

Committee's report shall be confidential and shall not be shared with the subject of the investigation without the Network's prior approval.

11.B.4. Recommendation:

- (a) The MEC may accept, modify, or reject any recommendation it receives from an Investigating Committee. Specifically, the MEC may:
 - (1) determine that no action is justified;
 - (2) issue a letter of guidance, counsel, warning, or reprimand;
 - (3) impose conditions for continued appointment;
 - (4) require monitoring, proctoring, or consultation;
 - (5) require additional training or education;
 - (6) recommend reduction of clinical privileges;
 - (7) recommend suspension of clinical privileges for a term;
 - (8) recommend revocation of appointment or clinical privileges; or
 - (9) make any other recommendation that it deems necessary or appropriate.
- (b) If the MEC makes a recommendation that does not entitle the Member to request a hearing, it will take effect immediately and will remain in effect unless modified by the Board.
- (c) A recommendation by the MEC that would entitle the Member to request a hearing will be forwarded to the President of the Medical Staff , who will promptly inform the individual by special notice. The recommendation will not be forwarded to the Network Board until after the Member has completed or waived a hearing and appeal described herein.
- (d) If the Network Board makes a modification to the recommendation of the MEC that would entitle the Member to request a hearing, the President of the Medical Staff will

inform the individual by special notice. No final action will occur until the individual has completed or waived a hearing and appeal described herein.

11.C. PRECAUTIONARY SUSPENSION OR RESTRICTION OF CLINICAL PRIVILEGES

11.C.1. Grounds for Precautionary Suspension or Restriction:

- (a) Whenever a Member's failure to take action may result in imminent danger to the health or safety of any individual the Network CEO, the President of the relevant Campus, the President of the Medical Staff, the Senior VPMA, or their respective designees, is authorized to (1) afford the Member an opportunity to voluntarily refrain from exercising privileges pending an investigation; or (2) suspend or restrict all or any portion of the Member's clinical privileges.
- (b) A precautionary suspension or restriction can be imposed at any time following a specific event, a pattern of events, or a recommendation by the MEC that would entitle the individual to request a hearing. When possible, prior to the imposition of a precautionary suspension or restriction, the person(s) considering the suspension will meet with the Member and review the concerns.
- (c) Precautionary suspension or restriction will not imply any final finding of responsibility for the situation that caused the suspension or restriction.
- (d) A precautionary suspension or restriction will become effective immediately upon imposition, will immediately be reported to the President of the relevant Campuses and the President of the Medical Staff, and will remain in effect unless it is modified by the President of the Medical Staff or MEC.
- (e) Within three (3) business days of the imposition of a suspension or restriction, the affected Member will be provided a brief written description of the reason(s) for the action, including the names and medical record numbers of the patient(s) involved (if any).

11.C.2. MEC Procedure:

- (a) The MEC will review the reasons for the precautionary suspension or restriction (or the individual's agreement to voluntarily refrain from exercising clinical privileges) within a reasonable time, not to exceed 14 days. As part of this review, the affected Member will be given an opportunity to meet with the MEC or a subgroup of the MEC to discuss the

concerns. This meeting is not a hearing and the Member will not have the right to call and examine or cross-examine witnesses. The individual may be accompanied by counsel, who may advise the individual, but counsel will not be permitted to address the MEC. A stenographic reporter will be present to make a record of the meeting.

- (b) The affected Member may propose ways other than precautionary suspension or restriction to address the concern raised.
- (c) After considering the reasons for the suspension or restriction and the affected Member's response, if any, the MEC will determine whether the precautionary suspension or restriction should be continued, modified, or terminated. The MEC will also determine whether to begin an investigation.
- (d) There is no right to a hearing or appeal based on the imposition or continuation of a precautionary suspension or restriction.
- (e) Upon the imposition of a precautionary suspension or restriction, the President of the Medical Staff will assign responsibility for the care of any hospitalized patients to another individual with appropriate clinical privileges.

11.D. AUTOMATIC RELINQUISHMENT

11.D.1. Failure to Complete Medical Records:

Failure to complete medical records will result in automatic relinquishment of all clinical privileges, after notification by the Network Medical Records department of delinquency. Relinquishment will continue until all delinquent records are completed and reinstatement accomplished in accordance with applicable Rules and Regulations. Failure to complete the medical records that caused relinquishment within the time required by applicable Rules and Regulations will result in automatic resignation from the Medical Staff.

11.D.2. Action by Government Agency or Insurer:

Failure to Satisfy Threshold Eligibility Criteria:

- (a) Any action taken by any licensing board, professional liability insurance company, court or government agency regarding any of the matters set forth below, or failure to satisfy any of the threshold eligibility criteria, must be promptly reported to the Senior VPMA, the VMPA of the relevant Campus, the President of the relevant Campus, or the President of the Medical Staff.

- (b) A Member's appointment and clinical privileges will be automatically relinquished in the event of a violation of the threshold requirements set forth in Article 7.A.1, without right to hearing or appeal.
- (c) Automatic relinquishment will take effect immediately upon the Network's receipt of notice, and continue until the matter is resolved and the Member is reinstated.
- (d) If the underlying matter leading to automatic relinquishment is resolved within ninety (90) days, the Member may request reinstatement. Failure to resolve the matter within ninety (90) days of the date of relinquishment will result in an automatic resignation from the Medical Staff, without the right to hearing or appeal.
- (e) Requests for reinstatement will be reviewed by one or more of the relevant Medical Service Line Leaders, the chair of the Credentials Committee, the President of the Medical Staff, the Senior VPMA, the VPMA for the relevant Campuses, and the President of the relevant Campuses. If all of the individuals reviewing the request make a favorable recommendation on reinstatement, the individual may immediately resume clinical practice at the Network upon notice. This determination will then be forwarded to the Credentials Committee, the MEC, and the Board for ratification. If, however, any of the individuals reviewing the request have any questions or concerns, those questions will be noted and the reinstatement request will be forwarded to the full Credentials Committee, MEC, and Board for review and recommendation.

11.D.3. Failure to Provide Information:

Appointment and clinical privileges will be deemed to be relinquished upon the occurrence of:

- (a) discovery of a misstatement or omission on an application for initial appointment or reappointment, determined by the President of the Medical Staff and President of the relevant Campuses to be material and without good cause (after considering any written or oral explanation provided by the Member);
- (b) failure to notify the President of the Medical Staff or President of the relevant Campuses of any change in any information provided on an application for initial appointment or reappointment, determined by the President of the Medical Staff and President of the relevant Campuses to be material and without good cause after considering any written or oral explanation provided by the individual; or

- (c) failure to provide information pertaining to a Member's qualifications for appointment or clinical privileges in response to a written request specifying the time frame for response from the Credentials Committee, the MEC, the President of the Medical Staff, or any other individual or committee authorized to request such information, until the information is provided to the satisfaction of the requesting party.

11.D.4. Failure to Attend Special Conference:

- (a) Whenever there is a concern regarding a Member's clinical practice or professional conduct, the MEC, the President of the Medical Staff, or the Senior VPMA may require the individual to attend a special conference.
- (b) Special notice will be given at least three (3) days prior to the conference and will inform the Member that attendance at the conference is mandatory.
- (c) Failure of the Member to attend the conference will be reported to the MEC. Unless excused by the MEC upon a showing of good cause, such failure will result in the automatic relinquishment of all or such portion of the Member's clinical privileges as the MEC may direct. Such relinquishment will remain in effect until the individual attends the special conference.

11.E. LEAVES OF ABSENCE

11.E.1. Initiation:

- (a) A leave of absence of up to one (1) year must be requested in writing to the relevant Medical Service Line Leader, stating the beginning and ending dates of the leave and the reasons for the leave. Except in extraordinary circumstances, this request will be submitted at least thirty (30) days prior to the anticipated start of the leave.
- (b) The Senior VPMA will determine whether a request for a leave of absence will be granted, after consulting with the relevant Medical Service Line Leaders, the VMPA of the relevant Campuses, and the President of the relevant Campuses. The granting of a leave of absence or reinstatement may be conditioned upon the Member's completion of all medical records.
- (c) Members of the Medical Staff must report to the relevant Medical Service Line Leader anytime they are away from Medical Staff or patient care responsibilities for longer than thirty (30) days, and the reason for such absence is related to their physical or mental

health or otherwise to their ability to care for patients safely and competently. Under such circumstances, the Senior VPMA, in consultation with the relevant Medical Service Line Leader, may trigger an automatic medical leave of absence.

- (d) Leaves of absence are matters of courtesy, not of right. In the event that it is determined that a Member has not demonstrated good cause for a leave, or where a request for extension of a previously issued leave of absence is not granted, or where reinstatement is denied for reasons other than professional competence or conduct, the determination will be final, with no recourse to a hearing and appeal.

11.E.2. Duties of Member on Leave:

During the leave of absence, the individual will not exercise any clinical privileges and will be excused from all Medical Staff responsibilities (e.g., meeting attendance, committee service, emergency service call obligations). If completion of medical records is not a precondition of the leave of absence, then all medical records must be completed as soon as reasonably possible. The obligation to pay dues will continue during a leave of absence except that a member granted a leave of absence for U.S. military service will be exempt from this obligation.

11.E.3. Requests for Extensions of Leaves of Absence:

A Member on an approved leave of absence may request an extension of the leave. Any request for an extension shall be treated as a request for a new leave in accordance with Section 11.E.1. Members shall provide any requests for extensions within no less than fifteen (15) days of the schedule expiration of the current leave.

11.E.4. Reinstatement:

- (a) Members requesting reinstatement will submit a written summary of their professional activities during the leave and any other information that may be requested by the Network. Requests for reinstatement will then be reviewed by the relevant Medical Service Line Leader, the chair of the Credentials Committee, the President of the Medical Staff, the Senior VPMA, the VPMAs of the relevant Campuses, and the Presidents of the relevant Campuses, and in accordance with the Network's Practitioner Health Policy, if applicable.
- (b) If a favorable recommendation on reinstatement is made by all of the individuals reviewing the request, the Member may immediately resume clinical practice upon

notice. However, if any of the individuals reviewing the request have any questions or concerns, those questions will be noted and the reinstatement request will be forwarded to the full Credentials Committee, MEC, and Network Board. If any request for reinstatement is not granted for reasons related to clinical competence or professional conduct, and if a report to the National Practitioner Data Bank (or any similar State database) is determined by the Network to be required, the Member will be entitled to request a hearing and appeal.

- (c) If a Member's current appointment is due to expire during the leave, the Member's appointment and clinical privileges will expire at the end of the appointment period, and the individual will be required to apply for appointment.

ARTICLE 12

HEARING AND APPEAL PROCEDURES

12.A. INITIATION OF HEARING

12.A.1. Grounds for Hearing:

- (a) An individual is entitled to request a hearing whenever the MEC makes one of the following adverse recommendations:
 - (1) denial of initial appointment, reappointment, or requested clinical privileges;
 - (2) revocation of appointment to the Medical Staff or clinical privileges;
 - (3) suspension of clinical privileges for more than thirty (30) days (other than a precautionary suspension);
 - (4) restriction of clinical privileges, including any "restriction" as defined in the then-current National Practitioner Data Bank guidebook, and also including but not limited to a restriction that includes a mandatory concurring consultation requirement, in which a consultant must approve the proposed procedure or treatment before privileges may be exercised. Restriction does not include conditions for performance improvement placed upon the exercise of privileges, such as general consultation, second opinions, proctoring, monitoring, education, training, mentoring or specification of a maximum number of patients.

Comment [[MARK]15]: NOTEWORTHY CLARIFICATION: Updated based on current law and standards.

- (5) denial of reinstatement from a leave of absence if the reasons relate to professional competence or conduct.
- (b) No other recommendations will entitle the affected individual to a hearing.
- (c) If the Network Board makes any of these recommendations without an adverse recommendation by the MEC, the individual is entitled to request a hearing. For ease of use, this Article refers to adverse recommendations of the MEC. When a hearing is triggered by an adverse recommendation of the Board, any reference in this Article to “the MEC” will be interpreted as a reference to the “Board.”

12.A.2. Actions Not Grounds for Hearing:

None of the following actions will constitute grounds for a hearing, and will take effect without hearing or appeal, provided that the individual will be entitled to submit a written explanation into his or her file:

- (a) a letter of guidance, counsel, warning, or reprimand;
- (b) conditions, monitoring, proctoring, or a general consultation requirement;
- (c) a lapse or failure to renew temporary privileges;
- (d) automatic relinquishment of appointment or privileges;
- (e) a requirement for additional training or continuing education;
- (f) precautionary suspension or restriction;
- (g) denial of a request for leave of absence, for an extension of a leave, or for reinstatement from a leave if the reasons do not relate to professional competence or conduct;
- (h) determination that an application is incomplete;
- (i) determination that an application will not be processed due to a misstatement or omission; or
- (j) determination of ineligibility based on a failure to meet threshold eligibility criteria, a lack of need or resources, because of an exclusive contract, or Board policy determination pursuant to a Medical Staff development plan or otherwise.

12.A.3. Notice of Recommendation:

The President of the Medical Staff will promptly give special written notice of a recommendation (“Notice of Recommendation”) which entitles an individual to request a hearing. The Notice of Recommendation will contain:

- (a) a statement of the recommendation and the general reasons for it;
- (b) a statement that the individual has the right to request a hearing on the recommendation within thirty (30) days of the date of the notice; and
- (c) a copy of this Article.

12.A.4. Request for Hearing:

An individual has thirty (30) days following the date of the Notice of Recommendation to request a hearing, in writing, to the President of the Medical Staff and Senior VPMA, including the name, address, and telephone number of the individual’s counsel, if any. Failure to request a hearing in the required timeframe will constitute waiver of the right to a hearing, and the recommendation will be transmitted to the Network Board for final action.

12.A.5. Notice of Hearing and Statement of Reasons:

- (a) The President of the Medical Staff and Senior VPMA will schedule the hearing and provide, by special written notice (the “Hearing Notice”), the following:
 - (1) the time, place, and date of the hearing;
 - (2) a proposed list of witnesses who will give testimony at the hearing and a brief summary of the anticipated testimony;
 - (3) the names of the Hearing Panel members and Presiding Officer, if known; and
 - (4) a statement of the specific reasons for the recommendation, including a list of patient records (if applicable), and information supporting the recommendation. This statement may be revised or amended at any time, even during the hearing, so long as the additional material is relevant to the recommendation or the individual’s qualifications and the individual has had a sufficient opportunity, up to thirty (30) days, to review and respond with additional information.

- (b) The hearing will begin as soon as practicable, but no sooner than thirty (30) days after the date of the Hearing Notice, unless an earlier hearing date has been specifically agreed to in writing by the parties.

12.A.6. Individual's Witness List:

- (a) At least ten (10) days before the Pre-Hearing Conference described in Section 12.B.3, the individual requesting the hearing will provide a written list of the names of witnesses expected to offer testimony on his or her behalf.
- (b) The witness list will include a brief summary of the anticipated testimony.
- (c) The witness list of either party may, in the discretion of the Presiding Officer, be amended at any time during the course of the hearing, provided that notice of the change is given to the other party.

12.A.7. Hearing Panel and Presiding Officer:

- (a) Hearing Panel:

The President of the Medical Staff and Senior VPMA, will appoint a "Hearing Panel" in accordance with the following guidelines:

- (1) The Hearing Panel will consist of at least three (3) members, but not more than five (5) members, one of whom will be designated as the chair.
- (2) The Hearing Panel may include any combination of:
 - (i) Any member of the Medical Staff, or
 - (ii) physicians, other health care providers or laypersons not connected with the Network (i.e., physicians not on the Medical Staff or laypersons not affiliated with the Network).
- (3) Knowledge of the underlying peer review matter, in and of itself, will not preclude the individual from serving on the Hearing Panel.
- (4) Employment by, or other contractual arrangement with, the Network or an affiliate will not preclude an individual from serving on the Hearing Panel.
- (5) The Hearing Panel will not include any individual who, in its judgment:

- (i) is in direct economic competition with the individual requesting the hearing;
 - (ii) is professionally associated with, related to, or involved in a referral relationship with, the individual requesting the hearing;
 - (iii) is demonstrated to have an actual bias, prejudice, or conflict of interest that would prevent the individual from fairly and impartially considering the matter as determined by the President of the Medical Staff and Senior VPMA; or
 - (iv) actively participated in the matter at any previous level.
- (b) Presiding Officer:
- (1) The President of the Medical Staff and Senior VPMA will appoint a Presiding Officer, who may be an attorney. The Presiding Officer will not act as an advocate for either side at the hearing.
 - (2) The Presiding Officer will:
 - (i) schedule and conduct the Pre-Hearing Conference;
 - (ii) allow the participants in the hearing to have a reasonable opportunity to be heard and to present evidence, subject to reasonable limits on the number of witnesses and duration of direct and cross-examination;
 - (iii) prohibit conduct or presentation of evidence that is cumulative, excessive, irrelevant, abusive, or that causes undue delay;
 - (iv) maintain decorum throughout the hearing;
 - (v) determine the order of procedure;
 - (vi) rule on all matters of procedure and the admissibility of evidence; and
 - (vii) conduct argument by counsel on procedural points outside the presence of the Hearing Panel unless the Hearing Panel wishes to be present, and the Presiding Officer feels that the Hearing Panel's presence shall not be prejudicial to a party.

- (3) The Presiding Officer may participate in the private deliberations of the Hearing Panel and be a legal advisor to it, but will not vote on its recommendations.

(c) Objections:

Any objection to any member of the Hearing Panel, Review Panel (as defined in Section 12.E.4) or to the Presiding Officer will be made in writing, within ten (10) days of receipt of the Hearing Notice, to the Network CEO (or his or her designee, which designee shall not be the Senior VMPA), and must include the basis for the objection. The affected individual shall deliver a copy of such objection to the President of the Medical Staff and Senior VPMA, who will be given a reasonable opportunity to comment. The Network CEO (or his or her designee, which designee shall not be the VPMA) will rule on the objection and give written notice to the parties. The Network CEO (or his or her designee) may request that the Presiding Officer make a recommendation as to the validity of the objection.

12.A.8. Counsel:

The Presiding Officer, and counsel for either party, may be an attorney at law who is licensed to practice, in good standing, in any State in which the Network operates a Campus.

12.B. PRE-HEARING PROCEDURES

12.B.1. General Procedures:

The pre-hearing and hearing processes will be conducted in an informal manner. Formal rules of evidence or procedure will not apply.

12.B.2. Provision of Relevant Information:

- (a) Prior to receiving any confidential documents, the individual requesting the hearing must agree in writing that all documents and information will be maintained as confidential and will not be disclosed or used for any purpose outside of the hearing. The individual must also provide a written representation that his/her counsel and any expert(s) have executed appropriate confidentiality agreements for any information provided, including Business Associate Agreements in connection with any patient Protected Health Information contained in any documents provided.
- (b) Upon receipt of the above agreement and representation, the individual requesting the hearing will be provided with a copy of the following:

- (1) copies of, or reasonable access to, all patient medical records referred to in the statement of reasons, at the individual's expense;
- (2) reports of experts relied upon by the MEC;
- (3) copies of relevant minutes (with portions regarding other physicians and unrelated matters deleted, as determined by Network in its sole discretion); and
- (4) copies of any other documents relied upon by the MEC.

The provision of this information is not intended to waive any privilege.

- (c) The individual will have no right to discovery beyond the above information. No information will be provided regarding other practitioners on the Medical Staff. In addition, there is no right to depose, interrogate, or interview witnesses or other individuals prior to the hearing.
- (d) Ten (10) days prior to the Pre-Hearing Conference, unless modified by mutual written agreement of the parties, each party will provide the other party with its proposed exhibits.
- (e) Neither the individual, nor any other person acting on behalf of the individual, may contact Network staff or Medical Staff members whose names appear on the MEC's witness list or in documents provided pursuant to this section concerning the subject matter of the hearing, until the Network has been notified and has contacted the individuals about their willingness to be interviewed. The Network will advise the individual who requested the hearing once it has contacted such Network staff or Medical Staff members and confirmed their willingness to meet. Any Network staff or Medical Staff member may agree or decline to be interviewed by or on behalf of the individual who requested a hearing.

12.B.3. Pre-Hearing Conference:

- (a) The Presiding Officer will require the individual or a representative (who may be counsel) for the individual and for the MEC to participate in a "Pre-Hearing Conference."

- (b) All objections to documents or witnesses will be submitted in writing ten (10) days in advance of the Pre-Hearing Conference. The Presiding Officer will not entertain subsequent objections unless the party offering the objection demonstrates good cause.
- (c) At the Pre-Hearing Conference, the Presiding Officer will resolve all procedural questions, including any objections to exhibits or witnesses. In addition:
 - (1) Evidence unrelated to the reasons for the recommendation, to the individual's qualifications for appointment, or the relevant clinical privileges will be excluded.
 - (2) The Presiding Officer will establish the time to be allotted to each witness's testimony and cross-examination.
 - (3) It is expected that the hearing will last no more than fifteen (15) hours, with each side being afforded approximately seven and a half (7.5) hours to present its case, in terms of both direct and cross-examination of witnesses. Both parties are required to prepare their case so that a hearing will be concluded after a maximum of fifteen (15) hours. The Presiding Officer may, after considering any objections, grant limited extensions upon a demonstration of good cause and to the extent compelled by fundamental fairness.

12.B.4. Stipulations:

The parties will use their best efforts to develop and agree upon stipulations to provide for a more efficient hearing. Any disputes will be resolved by the Presiding Officer.

12.B.5. Provision of Information to the Hearing Panel:

The following documents will be provided to the Hearing Panel in advance of the hearing: (a) a pre-hearing statement that either party may choose to submit; (b) exhibits offered by the parties following the pre-hearing conference (without the need for authentication); and (c) stipulations agreed to by the parties.

12.B.6. Time Frames:

The following time frames, unless modified by mutual written agreement of the parties, will govern the timing of Pre-Hearing Conference procedures:

- (a) the Pre-Hearing Conference will be scheduled at least fourteen (14) days prior to the Hearing;
- (b) the parties will exchange witness lists and proposed documentary exhibits at least ten (10) days prior to the Pre-Hearing Conference; and
- (c) any objections to witnesses and/or proposed documentary exhibits must be provided at least five (5) days prior to the Pre-Hearing Conference.

12.C. THE HEARING

12.C.1. Failure to Appear:

Failure, without good cause, to appear and proceed at the Hearing will constitute a waiver of the right to a hearing and the matter will be forwarded to the Board for final action.

12.C.2. Record of Hearing:

A stenographic reporter will be present to make a record of the Hearing. The cost of the reporter will be borne by the Network. Copies of the transcript will be available at the individual's expense. Oral evidence will be taken on oath or affirmation administered by any authorized person. The individual shall not be permitted to otherwise record the Hearing.

12.C.3. Rights of Both Sides and the Hearing Panel at the Hearing:

- (a) At the Hearing, both sides will have the following rights, subject to reasonable limits determined by the Presiding Officer:
 - (1) to call and examine witnesses, to the extent they are available and willing to testify;
 - (2) to introduce exhibits;
 - (3) to cross-examine any witness;
 - (4) to have representation by counsel who may be present but not call, examine, and cross-examine witnesses and present the case;
 - (5) to submit a written statement at the close of the Hearing;

- (6) to submit proposed findings, conclusions, and recommendations to the Hearing Panel;
 - (7) Rebut any evidence; and
 - (8) Receive written copy of final report/record.
- (b) If the individual who requested the Hearing does not testify, he or she may be called and questioned.
- (c) The Hearing Panel may question witnesses, request the presence of additional witnesses, or request documentary evidence.

12.C.4. Order of Presentation:

The MEC (or its representative) will first present evidence in support of its recommendation. Thereafter, the individual who requested the Hearing shall have the opportunity to present evidence.

12.C.5. Admissibility of Evidence:

The Hearing will not be conducted according to rules of evidence. Evidence will not be excluded merely because it is hearsay. Any relevant evidence will be admitted if it is the sort of evidence on which responsible persons are accustomed to rely in the conduct of serious affairs. The guiding principle will be that the record contains information sufficient to allow the Network Board to decide whether the individual is qualified for appointment and clinical privileges.

12.C.6. Persons to Be Present:

The Hearing will be restricted to those individuals involved in the proceeding. Administrative personnel may be present as requested by the Senior VPMA or the President of the Medical Staff.

12.C.7. Postponements and Extensions:

Postponements and extensions of time may be requested by anyone, but will be permitted only by the Presiding Officer on a showing of good cause.

12.C.8. Presence of Hearing Panel Members:

A majority of the Hearing Panel will be present throughout the hearing. In unusual circumstances when a Hearing Panel member must be absent from any part of the hearing, he or she will read the entire transcript of the portion of the hearing from which he or she was absent.

12.D. HEARING CONCLUSION, DELIBERATIONS, AND RECOMMENDATIONS

12.D.1. Basis of Hearing Panel Recommendation:

Consistent with the burden on the individual to demonstrate that he or she satisfies, on a continuing basis, all criteria for initial appointment, reappointment, and clinical privileges, the Hearing Panel will recommend in favor of the MEC unless it finds that the individual who requested the Hearing has proved, by clear and convincing evidence, that the recommendation that prompted the Hearing was arbitrary, capricious, or not supported by credible evidence.

12.D.2. Deliberations and Recommendation of the Hearing Panel:

Within twenty (20) days after final adjournment of the Hearing (which shall be the date upon which the Hearing Panel receives the hearing transcript or any post-hearing statements, whichever is later), the Hearing Panel will conduct its deliberations outside the presence of any other person except the Presiding Officer. The Hearing Panel will render a recommendation, accompanied by a report, which will contain a statement of the basis for its recommendation.

12.D.3. Disposition of Hearing Panel Report:

The Hearing Panel will deliver its report to the Senior VPMA. The Senior VPMA will send by special written notice a copy of the report to the individual who requested the Hearing. The Senior VPMA will also provide a copy of the report to the President of the Medical Staff.

12.E. APPEAL PROCEDURE

12.E.1. Time for Appeal:

- (a) Within ten (10) days after the date of the Hearing Panel's recommendation, either party may request an appeal. The request will be in writing, and delivered by certified mail, return receipt requested or overnight delivery service, and will include a statement of the reasons for appeal and the specific facts or circumstances which justify further review. Any appeal request sent by the affected individual shall be delivered to the Senior VPMA and President of the Medical Staff. Any appeal request sent by the MEC shall be delivered to the affected individual and such affected individual's legal counsel, if any.
- (b) If an appeal is not requested within ten (10) days specified in (a), an appeal is deemed to be waived and the Hearing Panel's report and recommendation will be forwarded to the Board for final action.

12.E.2. Grounds for Appeal:

The grounds for appeal will be limited to the following:

- (a) there was substantial failure by the Hearing Panel to comply with these Bylaws during the hearing, so as to deny a fair hearing; or
- (b) the recommendations of the Hearing Panel were made arbitrarily or capriciously or were not supported by credible evidence.

12.E.3. Time, Place and Notice:

Whenever an appeal is requested, the chair of the Network Board will schedule and arrange for an appeal. The individual will be given special notice of the time, place, and date of the appeal. The appeal will be held as soon as arrangements can reasonably be made, taking into account the schedules of all the individuals involved.

12.E.4. Nature of Appellate Review:

- (a) The Network Board may serve as the Review Panel or the chair of the Network Board may appoint a Review Panel, composed of members of the Network Board or others, including but not limited to reputable persons outside the Network.
- (b) The Review Panel may consider the record upon which the recommendation was made, including the hearing transcripts and exhibits, post-hearing statements, the findings and recommendations of the MEC and Hearing Panel any other information that it deems relevant, and recommend final action to the Network Board.
- (c) Each party will have the right to present a written statement in support of its position on appeal. The party requesting the appeal will submit a statement first and the other party will then have ten (10) days to respond. In its sole discretion, the Review Panel may allow each party or its representative to appear personally and make oral argument not to exceed thirty (30) minutes.
- (d) The Review Panel may, in its discretion, accept additional oral or written evidence subject to the same rights of cross-examination provided at the Hearing Panel proceedings. Additional evidence will be accepted only if the Review Panel determines that the party seeking to admit it can demonstrate that it is new, relevant evidence or that any opportunity to admit it at the hearing was improperly denied.

12.F. NETWORK BOARD ACTION

12.F.1. Final Decision of the Network Board:

- (a) The Network Board will take final action within thirty (30) days (unless it has good cause to delay action for a longer period) after it (i) considers the appeal as a Review Panel, (ii) receives a recommendation from a separate Review Panel, or (iii) receives the Hearing Panel's report when no appeal has been requested.
- (b) Consistent with its ultimate legal authority for the operation of the Network and the quality of care provided, the Network Board may adopt, modify, or reverse any recommendation that it receives or refer the matter for further review.
- (c) The Network Board will render its final decision in writing, including the basis for its decision, and will send special notice to the individual. A copy will also be provided to the President of the Medical Staff.
- (d) Except where the matter is referred by the Network Board for further review, the final decision of the Network Board will be effective immediately and will not be subject to further review.

12.F.2. Right to One Hearing and One Appeal Only:

No individual will be entitled to more than one hearing and one appeal on any matter. If the Network Board denies initial appointment, reappointment, or revokes appointment or clinical privileges, that individual may not apply for appointment or clinical privileges for a period of five (5) years unless the Network Board provides otherwise in its sole discretion.

ARTICLE 13

CONFLICTS OF INTEREST

13.A. NETWORK CONFLICT OF INTEREST POLICY.

Compliance with the Network's Medical Staff Conflict of Interest Policy is a threshold requirement to Medical Staff membership, as provided in Article 3. Nothing in this Article 13 shall apply to issues raised under such policy.

13.B. OTHER POTENTIAL CONFLICTS.

When performing a function outlined in these Bylaws, the Medical Staff Rules and Regulations, or any applicable Network or Medical Staff policies, procedures, or protocols, if any individual has or reasonably could be perceived as having a conflict of interest or a bias, that individual will not participate in the final discussion or voting on the matter, and will be excused from any meeting during that time. However, the individual may provide relevant information and may answer any questions concerning the matter before leaving.

13.C. NOTICE OF POTENTIAL CONFLICT.

Any individual with knowledge of the existence of a potential conflict of interest or bias on the part of any other individual may call the conflict of interest to the attention of the President of the Medical Staff (or the Vice President, if the President of the Medical Staff is the person with the potential conflict) or the applicable Medical Service Line Leader or committee chair. The Network CEO (or his or her designee), the President of the of the Medical Staff and/or the applicable Medical Service Line Leader, or committee chair will make a final determination as to whether the provisions in this Article should be triggered.

13.D. ASSESSMENT OF CONFLICT.

The fact that a Medical Service Line Leader, committee chair, or a person is in the same specialty as an individual whose performance is being reviewed does not automatically create a conflict. In addition, the assessment of whether a conflict of interest exists will be interpreted reasonably by the individuals involved, taking into consideration common sense and objective principles of fairness. No individual has a right to compel disqualification of another individual based on an allegation of conflict of interest. The fact that any Medical Staff member chooses to refrain from participation, or is excused from participation, will not be interpreted as a finding of actual conflict.

ARTICLE 14

EMPLOYEES

14.A. EMPLOYMENT AGREEMENT GOVERNS.

Except as provided below, the employment of an individual by the Network or an affiliate will be governed by the employment policies and manuals, and the terms of the individual's employment relationship or written contract. To the extent that the employment policies or manuals, or the terms of any applicable employment contract, conflict with these Bylaws, the employment

policies, manuals, and descriptions and terms of the individual's employment relationship or written contract will control.

14.B. PROCESSING OF APPLICATIONS.

A request for appointment, reappointment, or clinical privileges, submitted by an applicant or member who is employed by the Network or affiliate, will be processed in accordance with the terms of these Bylaws. A report regarding each practitioner's qualifications will be made to Network Administration or Human Resources (as appropriate) to assist in making employment decisions.

14.C. PRIVILEGES ISSUED PURSUANT TO A CONTRACT.

In the event that a Member's privileges are denied, restricted, or terminated pursuant to that Member's contract with the Network, the terms of that contract shall control, and the Member shall have no rights to appeal such action.

ARTICLE 15

ADVANCED PRACTICE PROVIDERS

15.A. ADVANCED PRACTICE PROVIDERS

Advanced Practice Providers are not members of the Medical Staff, but will have applications for clinical privileges processed through the Medical Staff process. The MEC or Network Board may adopt policies governing the practice of such Advance Practice Providers.

15.B. DEFINITIONS.

- 15.B.1 “Advanced Practice Providers” means Allied Professionals, Psychologists and Medical Podiatrists.
- 15.B.2 “Allied Professional” means an individual, other than a practitioner, who meets the categorical requirements established by the Network Board and who is either duly licensed or certified or otherwise qualified by training and experience to provide specified patient care services either under the supervision of or in consultation with a member of the Active Medical Staff, such as physician assistants or advanced practice registered nurses.
- 15.B.3 “Dependent Allied Professional” means individuals, other than licensed practitioners and Independent Allied Professionals, who: (1) are duly qualified by training, experience or certification and/or licensure to provide specific patient care services under the supervision of a physician member; (2) are employed by a member of the Medical Staff or by the Network, which must meet the statutory requirements for physician supervision; and (3) qualify for a dependent allied professional staff category established by action of the Network Board.
- 15.B.4 “Independent Allied Professional” means individuals other than licensed practitioners who: (1) are duly licensed by the appropriate licensing board of the State in which the practitioner is practicing; (2) are authorized by State law in the State in which the practitioner is practicing to provide specific patient care services without direct physician supervision; and (3) qualify for an allied professional staff category established by action of the Board.

15.B.5 “Medical Associates” means Physicians who provide specific services pursuant to a contract with the Network who do not qualify for staff appointment or who do not wish to apply for appointment. Medical Associates must have their application reviewed and approved by the Credentials Committee of the Medical Staff. Individuals in this category do not have the rights and privileges of these Bylaws.

15.C. CATEGORIES FOR ADVANCED PRACTICE PROVIDERS.

15.C.1. When it is recommended by the Medical Staff and approved by the Network Board that the services of any recognized Advanced Practice Providers are proper and necessary to the Network’s function and patient treatment, the Network Board may establish a category for the particular discipline of Advanced Practice Providers. These Bylaws and any Medical Staff Rules and Regulations do not apply to such Advanced Practice Providers unless the Network Board specifically establishes a category which falls under the purview of these Bylaws.

15.C.2. Within those categories there will be two designations: APP Active and APP Affiliate. APP Active includes Advance Practice Providers who fulfill all activity criteria for their category at Network and APS Affiliate includes Advanced Practice Providers without the minimum amount of Network activity to be active members but who provide evidence of satisfactory activity from another acceptable healthcare facility.

15.D. CLINICAL FUNCTIONS.

Individuals who qualify as allied professional staff in any category established by the Network Board may be considered for specific clinical functions in accordance with the credentialing procedures recommended by the MEC and approved by the Network Board. Such clinical functions shall be recommended by the MEC and approved by the Network Board, such approval to be consistent with applicable State licensing statutes and regulations; recognized education, training, certification and/or licensure; experience, demonstrated competence and judgment; available facilities and resources; and patient care needs of the community.

15.E. RIGHTS AND RESPONSIBILITIES.

The MEC shall recommend for Network Board approval the rights and responsibilities of Advanced Practice Providers as such rights and responsibilities relate to the organization and operation of the Medical Staff and the clinical aspects of patient care.

15.F. CLINICAL EVALUATION.

Each Advanced Practice Provider with approved clinical functions shall be assigned to a Service Line that is most appropriate to the clinical functions approved. The clinical performance of each Advanced Practice Provider staff member shall be monitored and evaluated according to policies and procedures recommended by the MEC and approved by the Network Board.

ARTICLE 16

AMENDMENTS

16.A. PROPOSAL BY PETITION.

Amendments to these Bylaws may be proposed by a petition signed by no less than forty percent (40%) of the Eligible Voting Members or by the MEC. All proposed amendments must be reviewed by the MEC prior to a vote by the Medical Staff. The MEC shall provide notice by reporting on the proposed amendments either favorably or unfavorably at the next regular meeting of the Medical Staff, or at a special meeting called for such purpose. The proposed amendments may be voted upon at any meeting if notice has been provided at least fourteen (14) days prior to the meeting. To be adopted, the amendment must receive a majority of the votes cast by the Eligible Voting Members at the meeting.

16.B. PROPOSAL BY MEC.

The MEC may present proposed amendments to the Eligible Voting Member by mail or electronic ballot, returned to the Network Central Verification Office by the date indicated by the MEC. Along with the proposed amendments, the MEC may, in its discretion, provide a written report on them either favorably or unfavorably. To be adopted, an amendment must receive a majority of the votes cast within the twenty-one (21) day time frame from publication. The question raised shall be determined in the affirmative if a majority of the responses returned has so indicated. Failure to vote shall be considered an affirmative vote in favor of the amendment, or in support of the MEC recommendations for amendments(s).

16.C CLARIFYING CHANGES.

The MEC shall have the power to adopt such amendments to these Bylaws which are needed because of reorganization, renumbering, or punctuation, spelling or other errors of grammar or

expression without presenting such amendments to the Medical Staff at large for prior vote; provided that the MEC provides a written update to the Medical Staff of such changes promptly.

16.D. BOARD APPROVAL.

All amendments shall be effective only after approval by the Network Board.

16.E. CONFERENCE.

If the Network Board has determined not to accept a recommendation submitted to it by the MEC or the Medical Staff, the MEC may request a conference between the officers of the Network Board and the Officers of the Medical Staff. Such conference shall be for the purpose of further communicating the Network Board's rationale for its contemplated action and permitting the Officers of the Medical Staff to discuss the rationale for the recommendation. Such a conference will be scheduled by the Network CEO within two (2) weeks after receipt of a request for same submitted by the President of the Medical Staff.

16.F. NO SECRET BALLOTS.

Secret ballots shall not be permitted in any Medical Staff vote taken under this Article.

16.G. OPT OUT PROVISIONS.

16.G.1. Medical Staff Approval/Opt Out:

The Eligible Voting Members of the Medical Staff may approve or opt out of this Network unified Medical Staff structure by conducting a vote in accordance with the process outlined in this Article for amending these Medical Staff Bylaws. In order for any Medical Staff members at any Campus to "opt out" of this Network unified Medical Staff structure at that Campus, all Eligible Voting Members of the Medical Staff who hold specific privileges to practice at the Campus must have a majority vote, in accordance with the processes set forth herein, to opt out of the united Medical Staff, to maintain a separate and distinct medical staff for that Campus, and to adopt new Medical Staff Bylaws specific to such Campus. A vote by any Campus Medical Staff members under this Section to opt out at one Campus shall have no effect at any other Campus.

16.G.2. Unique Circumstances:

The unified Medical Staff will adopt Medical Staff bylaws, policies, and rules and regulations that take into account the unique circumstances of each participating Campus, including any

Comment [[MARK]16]: NOTEWORTHY CHANGE: Added process to allow specific Campus to opt-out.

significant differences in the patient populations that are served and the clinical services that are offered, and address the localized needs and concerns of Medical Staff members at each of the participating Campuses.

ARTICLE 17

OTHER MEDICAL STAFF DOCUMENTS

17.A. MEDICAL STAFF DOCUMENTS.

In addition to the Medical Staff Bylaws, there shall be Medical Staff Rules and Regulations, and Medical Staff Policies (collectively known as “Medical Staff Documents”) that shall be applicable to all members of the Medical Staff and other individuals who have been granted clinical privileges or a scope of practice.

17.B. ADOPTION.

Medical Staff Documents other than the Medical Staff Bylaws may be amended by a majority vote of the members of the MEC present and voting at any meeting of that committee where a quorum exists.

17.C NOTICE.

Notice of all proposed amendments to Medical Staff Documents shall be provided to each Eligible Voting Member at least fourteen (14) days prior to the MEC meeting when the vote is to take place and any Medical Staff member may submit written comments on the amendments to the MEC.

17.D. EMERGENCY AMENDMENTS.

The MEC and the Network Board shall have the power to provisionally adopt urgent amendments to the Medical Staff Documents that are needed in order to comply with a law or regulation, without providing prior notice of the proposed amendments to the Medical Staff. Notice of all provisionally adopted amendments shall be provided to each member of the Medical Staff as soon as possible. The Medical Staff members shall have fourteen (14) days to review and provide comments on the provisional amendments to the MEC. If there is no conflict between the Medical

Staff and the MEC, the provisional amendments shall stand. If there is conflict over the provisional amendments, then the process for resolving conflicts set forth above shall be implemented.

17.E. BOARD APPROVAL.

No amendment to any Medical Staff Document shall be effective unless and until it has been approved by the Network Board.

ARTICLE 18

ADOPTION

These Bylaws are adopted and made effective upon approval of the Network Board.

Adopted by the Medical Staff on:

Date: _____

President of the Medical Staff

Approved by the Network Board:

Date: _____

Chair, Board of Trustees

GLOSSARY

The following definitions apply to terms used in these Bylaws:

- a. **“ADMINISTRATION”** means the personnel employed by the Network, including the Network CEO, and the Campus Presidents, who are responsible for carrying out the day to day management of the Network’s operations, under the authority of the Network Board.
- b. **“ADVERSELY AFFECTING”** privileges has the meaning defined in the Health Care Quality Improvement Act of 1986, 42 U.S.C. Section 11101 et seq. (“HCQIA”), that is, reducing, restricting, suspending, revoking, denying, or failing to renew clinical privileges or appointment.
- c. **“APPLICANT”** means any physician, dentist, oral surgeon, or podiatrist who has submitted an application for initial appointment or reappointment to the Medical Staff or for clinical privileges.
- d. **“BOARD CERTIFICATION”** is the designation conferred by one of the affiliated specialties of the American Board of Medical Specialties (“ABMS”), the American Osteopathic Association (“AOA”), the American Board of Oral and Maxillofacial Surgery, or the American Board of Podiatric Surgery, upon an individual, as applicable, who has successfully completed an approved educational training program and an evaluation process, including passing an examination, in the individual’s area of clinical practice.
- e. **“CAMPUS”** means a licensed acute care hospital operated by the Network that has adopted these Unified Medical Staff Bylaws and elected to participate in the Unified Medical Staff.
- f. **“CEO”** means the President and Chief Executive Officer of the Network.
- g. **“CLINICAL FUNCTIONS”** means the authority recommended by the Medical Staff and approved by the Network Board to allow an allied professional to provide specific medical and/or other patient care services in the Network or a Campus.

- h. **“CLINICAL PRIVILEGES”** or **“PRIVILEGES”** means the authorization granted by the Board to render specific patient care services, for which the Medical Staff Leaders and Board have developed eligibility and other credentialing criteria and focused and ongoing professional practice evaluation standards.
- i. **“COMPLETED APPLICATION”** means that all questions on the application form have been answered to the Network’s satisfaction, all supporting documentation has been supplied, and all information has been verified from primary sources. An application will become incomplete if the need arises for new, additional, or clarifying information at any time.
- j. **“CORE PRIVILEGES”** or **“CORE”** means a defined grouping of privileges for a specialty or subspecialty that includes the fundamental patient care services that are routinely taught in residency or fellowship training for that specialty or subspecialty and that have been determined by the Medical Staff Officers and the Network Board to require closely related skills and experience.
- k. **“DAYS”** means calendar days unless otherwise specified.
- l. **“ELIGIBLE VOTING MEMBER”** means a Member of the Medical Staff that meets the qualification to vote in matters before the Medical Staff, or any committee of the Medical Staff, as such qualifications are specified in these Bylaws, but not including members who are entitled to vote only at committees).
- m. **“EMERGENCY DEPARTMENT”** means an emergency department operated at a Campus.
- n. **“EX OFFICIO”** means by virtue of office or official position and includes full voting privileges unless stated otherwise.
- o. **“HOSPITAL BOARD”** ” means the Board of Trustees of a specific Campus, which has the overall responsibility for the Campus, or its designated committee, subject to the powers reserved to the Network Board.
- p. **“HOUSE STAFF”** means all physicians who are assigned for graduate medical education and will ordinarily carry the title of resident or fellow.
- q. **“MEC”** means the Medical Executive Committee of the Medical Staff of the Network.
- r. **“MEDICAL PODIATRIST”** means a Podiatrist that is not a Surgical Podiatrist.

- s. **“MEDICAL SERVICE LINE LEADER”** means a medical provider appointed by the Network to be the organizational head of a Service Line, and who works in collaboration and conjunction with the Service Line’s administrative leader.
- t. **“MEDICAL STAFF”** means all physicians, dentists, oral surgeons and surgical podiatrists who have been appointed to the Medical Staff by the Board.
- u. **“MEDICAL STAFF LEADER”** means any Medical Staff Officer or committee chair.
- v. **“MEDICAL STAFF POLICY”** means any policy, procedure, or protocol, adopted or in use by the Medical Staff.
- w. **“NETWORK”** means St. Luke’s University Health Network.
- x. **“NETWORK BOARD”** means the Board of Trustees of the Network, which has the overall responsibility for the Network, or its designated committee.
- y. **“NETWORK POLICIES”** means any policy, procedure, or protocol, adopted or in use by the Network or any Campus.
- z. **“NOTICE”** means written communication by regular U.S. mail, Network e-mail, facsimile, or Network hard-copy mail.
- aa. **“PATIENT CONTACTS”** includes any admission, consultation, procedure, response to emergency call, evaluation, treatment, or service performed in any facility operated by the Network or affiliate, including outpatient facilities.
- bb. **“PEER REVIEW”** means the process for evaluation of the quality and efficiency of services ordered or performed by professional health care providers who have been granted clinical privileges or a scope of practice, which is performed by professional health care providers who serve on, or have been authorized to act on behalf of, a Peer Review Committee. Peer Review includes, but is not limited to, the Hospital’s Ongoing and Professional Practice Evaluation (OPPE and FPPE) processes as well as its processes for Professional Review Activity including collegial efforts, investigations and hearing and appeals as set forth in this Policy. Peer Review also includes portions of initial appointment and reappointment processes that involve an evaluation of the quality and efficiency of services ordered or performed by the provider at this Hospital or any other healthcare entity

Comment [[MARK]17]: NOTEWORTHY ADDITION

- cc. **“PEER REVIEW COMMITTEE”** means any committee that engages in Peer Review or any individual performing Peer Review on behalf of a committee that engages in Peer Review. This includes, but is not limited to the Medical Executive Committee, Credentials Committee, Peer Review Committee, an ad hoc committee that has been appointed to perform Peer Review, hearing and appellate review panels, Hearing Officers, the Board and its committees, the clinical service lines when engaging in Peer Review and or any individual or body acting for or on behalf of a Peer Review Committee, including Medical Staff Leaders, and experts or consultants retained to assist in Peer Review.
- dd. **“PEER REVIEW RECORDS”** or **“PEER REVIEW INFORMATION”** means all oral or written communications, analyses, evaluations, reports, records, proceedings, recommendations, actions and minutes made or taken by, or on behalf of, Peer Review Committee, including, but not limited to: Peer evaluations relating to any criteria set forth in these Bylaws; appropriateness of utilization patterns; information concerning the individual’s ability to perform the Clinical Privileges requested competently and safely; information resulting from ongoing and focused professional practice evaluation and other performance improvement activities, as applicable; any information concerning Professional Review Actions or voluntary or involuntary termination, limitation, reduction, or loss of staff appointment or Clinical Privileges at another hospital or healthcare entity; Practitioner-specific data as compared to aggregate data, when available; and morbidity and mortality data.
- ee. **“PERFORMANCE IMPROVEMENT”** or **“PI”** activities means structured processes by which members and allied health professionals can learn about and apply performance measures over a useful interval and evaluate their performance and is considered to constitute Peer Review Records.
- ff. **“PHYSICIAN”** includes both doctors of medicine (“M.D.s”), doctors of osteopathy (“D.O.s”), doctors of Oral, Maxillofacial Surgery (“D.M.D.”), and Surgical Podiatrists.
- gg. **“PODIATRIST”** means a doctor of podiatric medicine (“D.P.M.”), and includes both Medical Podiatrists and Surgical Podiatrists.

- hh. **“PRE-APPLICATION DOCUMENTS”** means any and all documents required by the Network, in its sole discretion, as a prerequisite to an individual being provided an application to the Medical Staff.
- ii. **“PRESIDENT OF A CAMPUS”** means the individual appointed by the CEO to act on his or her behalf in the overall management of a Campus.
- jj. **“PROFESSIONAL HEALTH CARE PROVIDER”** has the meaning set forth in Pa. Stat. Ann. 63 P.S. §425.2 or the comparable provision of any subsequent statute.
- kk. **“PROFESSIONAL REVIEW ACTION”** has the meaning defined in the HCQIA, that is, an action by the Board or recommendation of the MEC taken or made in the conduct of professional review activity, which is based on the competence or professional conduct of an individual, which conduct affects or could affect adversely the health or welfare of a patient or patients, and which affects (or may affect) adversely the clinical privileges, or appointment, and includes a formal decision of a professional review body not to take an action or make a recommendation described in the previous sentence, and also includes professional review activities relating to a professional review action.
- ll. **“PROFESSIONAL REVIEW ACTIVITY”** has the meaning defined in the HCQIA, that is, activity to determine whether an individual may be granted, to determine the scope or conditions of, or to change or modify, appointment or clinical privileges. All such activity is also intended to be encompassed within the scope of any applicable federal or state privilege, and includes but is not limited to ongoing and focused professional practice evaluations, collegial intervention, performance improvement plans, investigations and hearings, and any portions of credentialing, privileging, or reappointment functions constituting Peer Review Records.
- mm. **“PSYCHOLOGIST”** means a provider who maintains a current license to provide psychology services by a State.
- nn. **“SERVICE LINE”** means an organizational structure developed and implemented by the Network to coordinate one or more complimentary services and specialties, such as “cardiovascular” services or “musculoskeletal” services.
- oo. **“SPECIAL NOTICE”** means hand delivery, certified mail (return receipt requested), or overnight delivery service providing receipt.

Comment [[MARK]18]: NOTEWORTHY ADDITION

- pp. **“SPECIAL PRIVILEGES”** means privileges that fall outside of the core privileges for a given specialty, which require additional education, training, or experience beyond that required for core privileges in order to demonstrate competence.
- qq. **“STATE”** means the state in which a Campus where the Member desires to practice is located.
- rr. **“SURGICAL PODIATRIST”** means a Podiatrist that maintains a Board Certification from the American Board of Podiatric Surgery.
- ss. **“UNASSIGNED PATIENT”** means any individual who comes to the Network for care and treatment who does not have an attending physician, or whose attending physician or designated alternate is unavailable to attend the patient, or who does not want the prior attending physician to provide him/her care while a patient at the Network.
- tt. **“VICE PRESIDENT OF PATIENT CARE”** means the individual appointed by the Network CEO to act as Chief Nursing Officer.
- uu. **“VPMA”** means the Vice President of Medical Affairs for a Campus.

APPENDIX A

RULES GOVERNING HISTORIES AND PHYSICAL EXAMINATIONS

- (1) The medical history shall include the chief complaint, details of the present illness, including, when appropriate, assessment of the patient's emotional, behavioral and social status, relevant past, social and family histories, menstrual and obstetrical history in females, an inventory by body systems, and drug sensitivities/allergic history. The physical examination shall include vital signs and an examination of the head, chest, abdomen and extremities, or shall include a note as to the contraindications for such an examination or valid reasons why the examination was not performed.
- (2) A history and physical examination shall be recorded on the patient's chart and signed within twenty-four (24) hours following admission. This report shall reflect a comprehensive current physical assessment by a Medical Staff member or appropriate allied health professional who has been granted privileges or given permission by the Network to perform histories and physicals.
- (3) If a history and physical examination has been performed within 30 days prior to admission, a durable, legible copy of this report may be used in the patient's Network medical record. If the history and physical has been completed prior to admission, the patient must be assessed and the inpatient medical record must be updated at the time of the admission to reflect any changes in the patient's condition since the date of the original history and physical or to state that there have been no changes in the patient's condition. All updates must be timed, dated, and signed.
- (4) The medical record shall document a current, thorough physical examination prior to the performance of inpatient surgery. When the history and physical examination is not recorded before a surgical procedure or any potentially hazardous diagnostic procedure, the procedure shall be canceled unless the attending practitioner states in writing that an emergency situation exists or that any such delay would be detrimental to the patient.
- (5) For outpatient surgery, the history shall include documentation of the indications and symptoms warranting the procedure, listing of the patient's current medications, any existing comorbid conditions and previous surgeries, and social history or conditions which would have an impact on the patient's care upon discharge from the facility

following the procedure. If the history and physical has been completed within thirty (30) days prior to the outpatient surgery, an assessment to update the patient's condition since the date of the original history and physical shall be completed at the time of admission for outpatient surgery, confirming the necessity of the surgery. If there have been no changes, that fact must be noted in the record. Except in emergency situations, all updates must be included in the patient's medical record prior to surgery, with the update note attached.

- (6) The history and physical exam shall address whether a patient may be a victim of abuse or neglect or is suffering from an addiction or emotional/behavioral disorder. If the circumstances indicate the presence of such a condition, a full assessment of the condition shall be conducted and documented in the patient's record.
- (7) The history and physical exam shall address whether the patient is likely to require restraint or seclusion, any factors that may reduce the likelihood that restraint or seclusion will be necessary, and any preexisting physical or psychological conditions that may cause the patient to experience restraint or seclusion in an adverse way.
- (8) In the case of readmission of a patient, all previous records shall be available for use by the attending Medical Staff member.