ARIZONA DEPARTMENT OF HEALTH SERVICES

ARIZONA STATE HOSPITAL

GOVERNING BODY BYLAWS

April 2014
Amended July 10, 2015

GOVERNING BODY BYLAWS

I. Role and Purpose of the Arizona State Hospital.

The Arizona State Hospital ("Hospital"), as established by state statutes (A.R.S. §§ 36-202 and 36-203) within the Arizona Department of Health Services (ADHS), is to be maintained for the care and treatment of persons with mental disorders.

II. Role and Purpose of the Arizona State Hospital Governing Body.

The Arizona State Hospital Governing Body is legally responsible for the conduct of the Hospital as an institution. The Governing Body provides oversight to ensure that the delivery of services is consistent with the Hospital's mission, vision, and purpose and with state and federal law.

III. Definitions.

A. Chairperson ("Chair") means the Chairperson of the Governing Body.

B. Chief Executive Officer ("CEO" or "Superintendent") means the individual appointed by the Director pursuant to A.R.S. §§ 36-205 and 36-206, and who is directly responsible to the Director to supervise and direct the day to day activities of the Hospital and to carry out the purposes for which the Hospital is maintained.

C. Chief Medical Officer ("CMO") means the physician appointed by the CEO pursuant to A.R.S. § 36-205, who is responsible for the clinical administration of the Hospital.

D. Consumer Representative means the service recipient, consumer advocate or the family member of a service recipient, appointed to the Governing Body by the Director.

E. Department ("ADHS") means the Arizona Department of Health Services.

F. Department Representative means the ADHS Chief Medical Officer or the Department of Health Services Budget Analyst, appointed to the Governing Body by the Director.

G. Director means the Director of the Department of Health Services appointed by the Governor pursuant to A.R.S. § 36-102.

H. Hospital means the Arizona State Hospital, including all facilities and programs serving voluntary patients, civilly committed patients and forensic patients, established pursuant to A.R.S. § 36-202 & A.R.S. § 36-203, within the Arizona

Department of Health Services (ADHS) to be maintained for the care and treatment of persons with mental disorders.

I. Hospital Representative means the Chief Executive Officer, the Chief Medical Officer, and a member of the Medical Staff, appointed to the Governing Body by the Director.

IV. Membership of the Governing Body.

A. Criteria for Membership and the

The Director of the Arizona Department of Health Services (ADHS), who is appointed by the Governor, appoints the membership of the Governing Body who shall each serve a term of two years and be composed of the following voting members:

1. The Director of the Arizona Department of Health Services (ADHS) or designee who serves as the authority for ADHS;
2. The Arizona Department of Health Services Medical Director who provides medical governance;
3. The Department of Health Services Budget Analyst who provides hospital budget and finance governance;
4. The Chief Executive officer (CEO/Superintendent) of the Arizona State Hospital;
5. The Chief Medical Officer (CMO) of the Arizona State Hospital;
6. A member of the Arizona State Hospital Medical Staff who serves as the spokesperson for the Arizona State Hospital Medical Staff;
7. A service recipient;
8. A family member of a service recipient;
9. Two consumer advocates, at least one of whom shall have experience in the legal system; and
10. A psychiatrist, psychologist or other mental health professional not employed by the state of Arizona.

B. Conflict of Interest

Members of the Governing Body are subject to conflict of interest laws, including A.R.S. § 38-501 and A.R.S. § 11-22, and shall sign a conflict of interest statement that identifies and discloses any potential conflict of interest. Conflict of interest is defined as, the disclosure of the ownership and control of any healthcare delivery organizations that are corporately and functionally related to the Hospital. Each member shall refrain from participating in any manner in such matters in accordance with applicable statutes and rules.

C. Confidentiality

1. The Governing Body will receive relevant quality assurance, peer review, and risk information from Hospital departments and committees. All activities of the Governing Body shall be conducted consistent with federal and state law, including applicable provisions regarding immunity, confidentiality and privilege such as, A.R.S. §§ 36-441 et. seq., 36-509, 36-445 et seq., 36-2401 et. seq. and 36-2917.

2. Recognizing that patients have the right to have the details of their evaluation and treatment at the Hospital remain confidential, the members of the Governing Body will sign an agreement to preserve the confidentiality of all protected matters to which the governing body has access.

3. Statutory protections for immunity, confidentiality, and privilege are not waived for purposes of discussion with the members of the governing body.

4. All matters protected by immunity, confidentiality and privilege shall be discussed only in executive session to avoid the disclosure of confidential information to the public at large.

D. Ethics

Members of the governing body agree to abide by all standards of the Joint Commission (JC) and where appropriate, the National Committee for Quality Assurance (NCQA), as well as any state or federal standard regarding ethical behavior.

E. Relationship of the Governing Body to the ADHS Director.

The authority superior to the Governing Body is the Director of ADHS, appointed by the Governor and confirmed by the Arizona State Senate.

F. Relationship of the Governing Body to the Arizona State Hospital CEO:

1. The Director of the Arizona Department of Health Services (ADHS) appoints the Arizona State Hospital CEO, who shall meet the qualifications as specified in the Arizona Revised Statute § 36-205.

2. The CEO shall serve as a member of the Governing Body and attend meetings to discuss the role and responsibilities of the CEO of the Arizona State Hospital and the requirements for carrying out its mission.

G. Relationship of the Governing Body to the Arizona State Hospital Medical Staff:

1. The Arizona State Hospital Medical Staff member shall represent the Arizona State Hospital Medical staff, on the Governing Body, in matters affecting the discharge of medical staff responsibilities.

2. Minutes of the Governing Body meetings shall be provided to the Arizona State Hospital Medical Staff representative who shall present any issues to the Arizona State Hospital Medical Staff.

V. Governing Body Organizational Structure.

A. Appointment/Selection of Officers:

1. The Director of ADHS or designee shall serve as the Chairperson ("Chair") of the Governing Body.

2. The Vice-Chairperson of the Governing Body shall be a medical staff representative.

3. The Secretary of the Governing Body shall be appointed by the Director of ADHS.

B. Responsibility of Officers.

1. The Chairperson:

a. Shall preside at and be responsible for the agenda of all Governing Body meetings.

b. Shall establish and designate committees and chairpersons as necessary.

c. Shall receive and/or request all communications, recommendations, reports of activities, and records of actions on pertinent issues.

d. Shall act as the spokesperson for the Governing Body in its external, professional, and public relations.

e. May represent the Governing Body before the Director of the ADHS and the Legislature in all matters of mutual concern regarding the Arizona State Hospital.

2. The Vice Chairperson:

   In the Absence of the Chairperson, the Vice-Chairperson shall assume the duties of the Chairperson.

3. The Secretary:

   a. Shall provide direction to the recording secretary.

   b. Shall ensure compilation of accurate and complete minutes.

   c. Shall ensure appropriate distribution of the Governing Body minutes.

   d. Shall assure the orderly collection and maintenance of permanent records of the business of the Governing Body and its committees.

C. Procedures for Governing Body Meetings.

1. The Governing Body shall meet at least quarterly. Requests for special meetings shall be forwarded to the Chairperson. The chairperson, in consultation with the vice-chairperson, may call a special meeting to address the identified special issues and concerns.

2. The Governing Body shall comply with all applicable provisions of A.R.S. §§ 38-431 et seq., Arizona Open Meeting Law.

3. The Governing Body shall keep written minutes of each meeting, whether scheduled or special.

4. Consistent with the Arizona Open Meeting Law, the Chair may declare an executive session, or a motion to do so may be made, seconded and passed by a majority vote. No voting member of the Governing Body will be disqualified from voting on the motion except in the case of a known conflict of interest. The Chair shall determine who will be excluded from the executive session. Minutes of an executive session shall be recorded but kept in a separate binder. Access to the minutes of executive sessions will be limited to those members who were not excluded from the executive session and others as approved by the Chair.

5. A quorum to conduct business shall consist of a majority of appointed voting members present and must include, at a minimum, two ADHS

representatives, two Hospital representatives and one consumer representative.

VI. Duties and Responsibilities of the Governing Body.

A. As delegated by the Director of ADHS in accordance with statutes and rules of the Personnel Division of the Department of Administration, the Governing Body shall:

1. Review, modify as needed, and adopt the Arizona State Hospital Governing Body Bylaws biennially or more frequently, if needed.

2. Advise the Director and CEO in setting goals for the state hospital and the achievement of those goals.

3. Advise the Director and CEO as to facilities, maintenance, staffing, programs, services and policies.

4. Monitor compliance with standards for patients' rights.

5. Review budget requests for the annual budget.

6. Assist in educating the community concerning the role of the state hospital.

7. Review and advise on the coordination of services, programs and policies between the hospital and community mental health care programs and facilities, including admission, discharge and aftercare.

8. Review and advise regarding contracts for use of hospital facilities for other programs, services and agencies.

9. Ensure that all members of the Governing Body are provided with an orientation to the Arizona State Hospital.

10. Provide for ongoing effective communication between the Governing Body, the Arizona State Hospital administration, and the Arizona State Hospital Medical Staff.

11. Ensure full disclosure of ownership and control of the Arizona State Hospital as required by statutes and various accrediting/oversight agencies.

12. Participate in accreditation, certification, and licensure processes and be available to attend summation and/or exit conferences.

13. Evaluate the Hospital's performance annually in relation to its vision, mission, and goals

14. Ensure the implementation of the State of Arizona Personnel Rule related to the employee grievance system (A.A.C. R2-5-701) for resolving conflicts among leaders and the individuals under their leadership.

15. Review and approve the Quality Assurance and Performance Improvement Plan, the Utilization Management Plan, The Strategic Plan, Capital and operating Plans and budgets, and the Plan for the Patient Care Services at least once every twelve months.

16. Ensure full implementation of the Arizona State Hospital's Quality Assurance and Performance Improvement Plan and provide feedback to Hospital departments and teams regarding improvement activities. Request information as needed to monitor the status of individual projects.

17. Review Arizona State Hospital reports (e.g., Human Resources Annual Competency, Quality Assessment and Performance Improvement, Patient Safety, Utilization Management, Risk Management and others as required).

18. Review and approve the Medical Staff Bylaws and the Medical Staff Rules and Regulations to address self-governance and ensure that the medical staff is accountable to the Governing Body for the quality of medical care, treatment and services.

21. Perform all functions and duties required for governance by the Joint Commission (JC), Medicare (CMS), and State Licensing.

22. Review reports of contractor performance for direct care patient services on an annual basis.

23. Authorize, approve and support the Medical Staff by:

    a. Reviewing credentials and approving or denying individual privileges.

    b. Approving individuals for medical staff membership, after considering the recommendations of the existing medical staff.

    c. Ensuring the criteria for selection are individual character, competence, training, experience and judgment and that under no circumstances is the accordance of staff membership or professional privileges in the hospital dependent solely upon certification, fellowship, or membership in a specialty body or society.

    d. Rendering the final determination concerning individual credentials and privileges.

    e. Defining the mechanism for which membership of the Medical Staff may be terminated.

f. Defining the mechanism for fair hearing procedures at the medical executive committee level.

g. Providing for appeals of Medical Executive Committee credentialing and privileging decisions to the Governing Body.

24. Carry out other responsibilities as the Director may request.

B. As delegated by the Director of ADHS in accordance with statutes and rules of the Personnel Division of the Department of Administration, the Governing Body shall work jointly with the hospital CEO to:

1. Provide overall guidance in hospital operations.

2. Ensure the provision of one level of patient care and that patients with the same health problems receive the same level of care.

3. Provide for a comprehensive strategic planning process.

4. Develop an Arizona State Hospital operating and capital expenditure plan, monitor the implementation of that plan, and review the plan annually.

5. Ensure that sufficient resources are available to provide appropriate and adequate services to the individuals served.

6. Participate in the hiring process for the Hospital Chief Executive Officer.

7. Provide for the operation of the organization, including the control, use, and conservation of its physical and financial assets and staff recruitment and direction.

8. Ensure compliance with all applicable laws and accrediting/regulatory standards.

C. As delegated by the Director of ADHS in accordance with statutes and rules of the Personnel Division of the Department of Administration, the Governing Body shall work jointly with the hospital Medical Staff to:

1. Ensure that the hospital maintains a medical staff adequate to ensure quality patient care.

2. Ensure the Medical Staff develops bylaws consistent with legal and other requirements, that the Governing Body reviews and approves the bylaws, and that they are consistent with Hospital policies and procedures.

APPROVAL AND ADOPTION

Cara Christ, MD
Director
Arizona Department of Health Services
Chairperson, Governing Body

7/21/15
Date

Aaron Bowen, Psy.D.
Chief Executive Officer
Arizona State Hospital

7-21-15
Date

Steven Dingle, M.D.
Interim Chief Medical Officer
Arizona State Hospital

7/21/15
Date