



SUSANVILLE INDIAN RANCHERIA
LASSEN INDIAN HEALTH CENTER
795 JOAQUIN STREET
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TITLE: LASSEN INDIAN HEALTH CENTER BY-LAWS

EFFECTIVE DATE: 10/17/06

APPROVAL:

Patricia La Marr

Signature, Operations Manager

10-17-06

James L. Mackay

Health Programs Director

11/13/06

Steve Lee

Tribal Board Chairman

11/9/06

DISTRIBUTION: Operations Manager maintains the original signed copy of the By-Laws and will distribute copies to members of the QI Committee, Executive Director, members of the Tribal Health Board.



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BY-LAWS

LASSEN INDIAN HEALTH CENTER

Article I

PRINCIPAL OFFICE

Section 1: Principal Office

The Susanville Indian Rancheria is formally recognized, constituted and established pursuant to the Indian Re-Organization Act (IRA) of 1934 and is a recognized tribal government as defined by the Indian Self-Determination Act, P.L. 93-638.

Section 2: Membership

Board members of the Lassen Indian Health Center are the elected Tribal Business Council of the Susanville Indian Rancheria and election of health board members shall follow the bylaws of the Susanville Indian Rancheria.

Section 3: Health Board - Qualifications

A. The Health Board of the Lassen Indian Health Center shall consist of the Tribal Business Council Members of the Susanville Indian Rancheria. Nomination, election, and term of office shall follow the Susanville Indian Rancheria's by-laws and seating on the

Health Board will be at the discretion of the Tribal Business Council.

B. The Health Board shall consist of seven (7) members, 21 years or older. To be eligible to be nominated, elected, and hold office, a person must be an enrolled member of the Susanville Indian Rancheria, have resided at least one year prior to an election of the Health Board on the Susanville Indian Rancheria or within the city limits of Susanville, California. No person who has been convicted of a felony shall be eligible to hold office on the Health Board.

C. The Health Board shall consist of a Chairperson, Vice-Chairperson, a Secretary/Treasurer, and four (4) council members for a total of seven elected Tribal Health Board Members.

Article II

BOARD OF DIRECTORS

Section 1: Powers

The Health Board of the Lassen Indian Health Center delegates to the Executive Director, the authority to perform the day to day operations of the Health Center. All powers shall be exercised by or under the authority of the Health Board. This shall include establishing Personnel Policies, implementation of these by-laws, receiving and paying out monies and monitoring financial transactions.

Section 2: Administration

The governing body must exercise its authority and responsibility to ensure that quality health care responsive to the needs of the community is provided in a safe environment.

1. To adopt a mission statement, goals and objectives of the organization including a description of the services offered.

2. To adopt bylaws or rules and regulations that explain the organizational structure, establish the authority and responsibility to provide for the orderly development and management of the health clinic.

3. To adopt policies and procedures as necessary for the orderly conduct of the organization which will meet applicable state and federal laws.

4. To appoint qualified personnel in the positions of Executive Director, Medical Director, and Dental Director.

5. To plan and approve an annual operating budget and long range capital expenditure plan and monitoring of the plan.

6. To review and take appropriate action on all matters relating to the legal and ethical conduct of the organization and its staff.

7. To establish and maintain formal and regular communication with the staff through the Executive Director.

8. To approve, with review by professional staff, as appropriate, all major contracts or arrangements affecting the medical care provided under its auspices including: the employment of practitioners, the provision of radiology services and pathology and medical laboratory services, the use of external laboratories, the provision of care by other organizations, the use of volunteers and student training.

9. To approve initial appointments and re-appointments thereafter at least every 2 years of medical/dental staff consistent with SIR personnel policies, licensure requirements and to grant clinical privileges consistent with the documented evidence of their training.

Assign or curtail clinical privileges. Such actions to be based on documented evident of education, training, experience, and competence of the health care practitioners, as indicated in part by relevant finding of quality improvement activities and other reasonable indicators of current qualifications and consistent with applicable laws.

10. To ensure that all facilities and services are supervised/provided by qualified personnel. Maintenance of the process to assure that all individuals who provide patient care services is competent to provide such services.

11. To establish and maintain formal and regular communications with the community.

12. To establish and review the formal planning activities of Lassen Indian Health Center.

- 13. To adopt a quality management and improvement program to promote more effective and efficient utilization of facilities and services.**
- 14. To ensure adherence to all applicable personnel, safety, infection control and operational regulations in the routine functions of the health center.**
- 15. To ensure operation of the clinic without limitation by reason of race, creed, sex or national origin except as provided by Congress and federal rules and regulations.**
- 16. To ensure development and implementation of policy on rights of patients.**

Section 3: Term of Office

The Health Board elections as stated below conform to Susanville Indian Rancheria Tribal by-laws and elections of members and term of office will conform to the by-laws of the Susanville Indian Rancheria. Elections shall be conducted annually on the first Saturday of November. The first election under the Constitution shall require that shortened terms will be imposed which will initiate staggered terms of office and will establish a seven- (7) member Health Board through the following procedures:

- a. The Chairperson, Vice-Chairperson and the Secretary/Treasurer will be elected for three-year terms of office.**
- b. One council member from District One and one council member from District Two will be elected for two-year terms of office.**
- c. One council member from District one and one council member from District Two will be elected for one-year terms of office.**

Thereafter, all elections will be held annually in November to fill those Health Board positions, which have expired. All terms will be for three years. Terms of office expired and not filled will remain vacant until the next election.

Section 4: Vacancies

Any office which has been vacated whether it be by death, resignation, removal, recall or forfeiture, shall be filled by appointment by the Tribal Business Council at its next meeting and such replacement shall serve the unexpired term of office unless the unexpired term is for six (6)

months or more, in which case it shall be filled by a special election of the General Council called by the Election Board within thirty (30) days.

Section 5: Standards of Conduct

Health Board members shall act in good faith, with reasonable diligence and in the best interest of the Health Center. Members are entitled to rely on staff, consultants, and committee findings, fiscal reports and other information.

Section 6: Conflict of Interest

No employee of the Health Center, neither consultant, nor member of the staff, shall sit on the Health Board at the same time that they are employed by the Health Center.

On any motion before the Health Board to approve, review, or comment on an issue involving funding, a member shall abstain from voting if such member has a personal financial interest in the outcome, either direct or indirect. Upon disclosure of his/her interest, such member shall be permitted to take part in discussion on the issue and may be counted as present in order to make a quorum.

Section 7: Meetings

A. The Health Board shall meet quarterly or more often as decided by the Board upon seven (7) days written notice, on a Tuesday, or upon the date chosen by the Board, or upon written petition of fifty percent (50%) of the Health Board, twenty-four (24) hours in advance.

B. For special meetings, notice may be given twenty-four (24) hours prior to the meeting either by letter, telephone, or telegraph.

C. Action required to be taken by the Board may be taken without a meeting provided that all members of the Board shall consent to such action by telephone, letter or telegram. Such consent shall be filed in writing with the minutes at the next meeting.

Section 8: Conduct of the Meeting

A. Procedure: All meetings of the Health Board shall be governed by Roberts Rules of Order insofar as they are not inconsistent with

these by-laws, or California Law.

B. Chairperson: Meetings shall be presided over by the Chairperson of the Board or in the absence of both the Chairperson and the Vice-Chairperson, meetings will be called to order by the Board Secretary and a temporary Chairperson elected by a majority of the Health Board present.

C. Public and Closed Sessions: All Board Meetings shall be open to the public except in the case of personnel and litigation. An employee involved in a personnel session may request the session be open.

D. Quorum: A quorum shall consist of any number larger than fifty percent (50%) of the Board membership.

E. Voting:

1. Each member, including the Chairperson, shall have one (1) vote. There shall be no voting by proxy.

2. A majority of the Health Board shall constitute a majority vote.

3. Voting shall be conducted by voice, ballot, or show of hands.

F. By-law and Article Changes: All resolutions require a simple majority vote of the members of the board that are present at that meeting except that in order to change these by-laws, two-thirds (2/3) affirmative votes shall be required.

Section 9: Indemnification

The Health Center may indemnify a Health Board member if he or she is made a party to any action against this Health Center by reason of being a member of the Health Center to the extent allowed by law. Such indemnification may include legal fees and reasonable cost incurred in relation to such action.

Section 10: Appointive Authority of the Board

A. The Health Board shall be responsible for the selection and removal of the Executive Director, Medical and Dental Directors of Lassen Indian Health Center. The Executive Director is responsible for hiring and dismissing all other employees in accordance with the Personnel Policies and Procedures approved by the Board.

B. The Health Board shall delegate the authority for the day to day operations of the clinic to the Executive Director.

Section 11: Bonding Requirements

The Executive Director, Fiscal Officer and all Board members involved in financial transactions are required to secure a Fidelity Bond.

ARTICLE III

OFFICERS AND REPRESENTATIVES

Section 1. Each officer shall hold only one (1) office.

Section 2: Resignation

Any officer may resign at any time by giving written notice to the Health Board Chairperson or the Secretary. Any such resignation shall take effect on the date of receipt of such notice or at any later time specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 3: Chairperson

A. The Chairperson shall be the chief executive officer of the Health Board and shall in general, subject to the control of the Board, supervise and control the affairs of the Health Board. the Chairperson shall be the principal liaison between the Health Board, the general public, and the Executive Director in accordance with such policies; resolutions and directives as the Health Board may adopt from time to time.

B. The Chairperson shall preside at all meetings of the Health Board and perform all duties incident to the office and such other duties as may be required by these by-laws, or applicable law or as may be prescribed from time to time by the Health Board.

C. Except as otherwise expressly provided by these by-laws, or applicable law, the Chairperson shall, execute such deeds, or mortgages, bonds, contracts or other instruments as may be authorized by the Health Board.

Section 4: Vice-Chairperson

A. In the absence of the Chairperson, or in the event of the Chairperson's inability or refusal to act, the Vice-Chairperson shall perform all duties of the Chairperson, and when so acting shall have all the powers of and be subject to, all the restrictions of the Chairperson.

B. The Vice-Chairperson shall have such other powers and perform such other duties as may be prescribed by these by-laws, or applicable or as may be prescribed by the Health Board.

Section 5: Secretary

A. The Board Secretary shall keep, or cause to be kept, a book of minutes at the principal office or such other place as the Health Board may order, of all meetings of the members, with the time and place of holding, whether regular or special, and if special, how authorized, the notice thereof given, and the names of those present.

B. He/she will keep a record of the proceedings of all of the Health Board. He/she shall give, or cause to be given, notice of all meetings required by the by-laws or by law; he/she shall keep the seal of the Health Center in safe custody, and shall have such powers and perform such other duties as may be prescribed by the Board of Directors or by the by-laws.

Section 6: Treasurer

A. The Treasurer shall present to the Health Board an annual budget

(based on the recommendations and input from the governing body).

B. Make (monthly/quarterly) financial reports to the Health Board.

C. Cause to keep such books of accounts as are required by the Fiscal Policies of the Health Board and/or applicable funding agencies.

D. Cooperate with all auditors and keep the Health Board informed of all financial matters related to the business of the Health Center.

E. Perform all other duties incident to the office of Treasurer and such other duties as may be required by law, by the By-Laws, or which may be assigned from time to time by the Health Board.

ARTICLE IV

COMMITTEES

Section 1. Committees:

A. The Chairperson may establish an Executive Committee, Personnel Committee, and a Finance Committee.

B. The Chairperson may establish other committees, appointing members as the need arises, with the approval of the Health Board, and delegate Board functions to such committees.

C. The term of memberships of a committee shall run no longer than one year.

D. It shall be the practice of the Health Board to restrict the appointment of committees to specific duties and purposes and terms of existence shall be set forth in a written charge from Chairperson to the Committee as approved by the Health Board.

E. All committee must report suggested actions back to the full Board for approval at the next regular Board meeting.

ARTICLE V
AMENDMENTS

Section 1: Effective Date

A. These by-laws shall become effective immediately upon their adoption.

B. Amendments to these By-laws become effective immediately upon their adoption unless the Health Board in adopting them, provides that they are to become effective at a later date.

Section 2: Amendments of Repeal by Health Board

The Health Board may, by a vote of 2/3 of the Delegates of a full Board, adopt, amend, or repeal these by-law(s). The proposed amendments to the by-laws will be delivered to each board member at least three (3) days prior to the date of such meeting. Such notice shall include substantially the language of the by-law(s) to be adopted, amended or repealed.

CERTIFICATION

Section 1: Certification and Inspection

The original or copy, of these By-laws as amended or otherwise altered to date, certified by the Secretary of the Health Board, shall be recorded and filed with appropriate Federal and State agencies and kept in the principal office of the Health Board and such book shall be open to inspection by members and the General public at all reasonable times during office hours.

These by-laws have been reviewed and approved by the Health Board, Lassen Indian Health Center.