Bylaws of
The University of Texas Medical School at Houston
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I. MISSION STATEMENT

The mission of The University of Texas Medical School at Houston (UTMSH) is to provide the highest quality of education and training of future physicians for the state of Texas, in harmony with the state’s diverse population; to conduct the highest caliber of research and research training in the biomedical and health sciences; and to provide exemplary clinical services in relationship to our educational and discovery activities.

These Bylaws establish the policies and procedures for the governance of UTMSH in the areas of general academic mission and welfare, subject to the policies of The University of Texas Health Science Center at Houston (UTHealth) and the Rules and Regulations of the Board of Regents of The University of Texas System.

II. GOVERNANCE

The Faculty is responsible for the governance of all matters related to the faculty and to the educational mission of UTMSH. This governance is accomplished through the Faculty Senate (Senate) comprised of elected representatives of the Faculty and shall be supported by the Office of Faculty Affairs and Governance. The Committee on Committees (COC), chaired by the immediate Past-Chair of the Senate, will be responsible for appointing faculty members to all Standing Committees. The responsibilities and actions of the Standing Committees are defined by these Bylaws and reviewed by the Senate.

III. ORGANIZATIONAL BODIES

The organizational bodies addressed by this document shall be the Dean, the Administrative Council (Council), the Senate, the Faculty, the department chairs or equivalent (Chairs) and recognized departments, programs, and academic units of UTMSH. The administrative leaders of UTMSH are the Dean, the Chairs and the members of the Council. Administrative, clerical, and organizational support is provided by the Office of the Dean and/or by the various Dean’s areas (e.g., Admissions and Student Affairs, Educational Programs, Administrative Affairs and Faculty Affairs and Governance). The COC, Senate, and Diversity Committee are among the bodies supported by the Office of Faculty Affairs and Governance.

IV. THE DEAN

The Dean serves as the senior administrative official of UTMSH and is responsible for all decisions regarding the academic, administrative, and financial affairs of the Medical School. The Senate, the Council, and the various Standing Committees shall inform and advise the Dean on issues related to the academic mission of UTMSH.

The responsibilities of the Dean include, but are not limited to:

- Developing faculty commitment to the missions of education, research and clinical service by recruiting, promoting and retaining outstanding faculty;
- Directing and coordinating the activities of the administrative leaders within UTMSH to accomplish the mission of the School;
- Recommending, upon advice of the Faculty, those students who have completed the prescribed curriculum and are eligible to receive professional degrees;
• Serving as Chair of the Faculty;
• Serving as Chair of the Council;
• Overseeing committees as stated in these Bylaws and acting on the recommendations and advice of the committees;
• Serving, personally or by means of a designated representative, as a non-voting ex officio member of all Standing Committees of the School;
• Presenting a report at regular meetings of the Council and of the Senate;
• Providing written notification to the Senate, Council, and chairs of Standing Committees reporting to the Dean, of his/her actions regarding recommendations forwarded to him/her by these bodies; and
• Conducting the annual review of Chairs and administrative deans with input solicited from all faculty within the appropriate department/unit in accordance with University policy.

V. ADMINISTRATIVE COUNCIL

The Council shall advise the Dean concerning administrative matters of the School.

A. Membership

The Council shall consist of the Dean, the Chairs, the Executive Directors of Medical School Institutes, all appointed Deans, and the Chair and Chair-elect of the Senate. Each member shall have one vote and may vote by proxy. The Dean shall be Chair of the Council.

B. Officers

The Dean shall preside over meetings of the Council and is responsible for preparing and publicizing the agenda for Council meetings. The minutes shall be maintained in the Office of the Dean and shall be available to all Faculty members upon request.

C. Meetings

Meetings of the Council shall be held at least six times each academic year. The agenda shall include a report by the Dean and provisions for consideration of old and new business. A special meeting of the Council may be called by the Dean or by one-fourth of the Council members via a written request to the Dean. Special meetings of the Council shall be restricted to the items of business for which the special meeting was called, and the agenda shall be circulated in advance of the meeting. A majority of the Council’s voting membership present shall constitute a quorum for the transaction of business. Robert’s Rules of Order (revised) shall guide the conduct of all meetings. The Dean may invite Faculty members or other interested parties to attend a Council meeting. The invited individual(s) may address the Council at the request of the Dean but shall not vote.

D. Responsibilities

The Council shall be responsible for:
• Reviewing the recommendations of the Senate related to administrative affairs;
• Making recommendations to the Dean on the management of resources and on the organization and development of the School;
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- Appointing and charging ad hoc committees of the Council;
- Deliberating upon reports from ad hoc committees of the Council; and
- Reviewing, when the Council deems appropriate, policies and procedures of Standing Committees of the School and making recommendations to those responsible for charging those committees.

VI. FACULTY SENATE

The Senate shall act as the representative body of the Faculty in all matters pertaining to academic affairs and general academic welfare. The Senators are the elected representatives of the Faculty and shall be guided in their deliberations by the opinion of their constituents. The Senate is charged with establishing the policies and procedures for governance of the school and with maintaining adherence to these policies and procedures.

A. Membership

The Senate shall consist of Senators representing the Departments, Institutes, and the McGovern Center of UTMSH. The Dean shall be a member without voting privilege. All salaried Faculty members except the Chairs of the Departments, Directors of Institutes, and appointed Deans shall be eligible for election as Senators. The Chair of each Standing Committee, if eligible, shall be a voting member of the Senate. If the Committee Chair is ineligible for Senator status due to being a Department Chair, Institute Director, or Dean, that Committee Chair will instead appoint a delegate from among the Committee members to serve in the Senatorial role. Each Standing Committee will also appoint a second Committee member to serve as a voting member of the Senate. These members are expected to attend Senate meetings to represent that committee. A faculty member may serve simultaneously as both a departmental member and a Standing Committee representative to the Senate but shall have only one vote.

Each UTMSH Department or Institute shall be represented by one Senator for every ten full-time Faculty members and fraction of ten whose primary appointments are in the academic unit. The number of Senators to be elected from the Departments or Institutes shall be determined by the number of full-time Faculty members as of May 1 of the same year in which the election is held.

Terms for Senators and Senate Officers shall begin September 1. Each Senator shall be elected for a full term of three years and, if re-elected, may immediately succeed himself/herself once. A Senator who has served two consecutive full terms is not eligible for re-election until the regular election held in the year following the end of his/her term. Service on the Executive Committee shall not be included in the determination of the term limits for Senators. Each Senator shall have one vote. Senators in office at the time of ratification of these Bylaws shall serve the terms for which they were elected and after completing said terms can seek re-election to the Senate under the rules and procedures specified by these Bylaws.

The Executive Committee of the Senate shall institute uniform procedures for the elections of Senators and for the election of UTMSH representatives to the Interfaculty Council. The regular election for Senators shall be completed before the beginning of the academic year. Each Department’s or Institute’s current Senators will oversee the nomination and election process of new Senators. A Senator will be expected to attend at least 60% of the meetings per academic year; however, the Chair of the Senate can make exceptions for extenuating circumstances (e.g.,

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extended illness). A Senator who has not met the above defined attendance requirement shall be discharged from the Senate at the end of the current academic year and replaced by another eligible Faculty member in the regular election cycle. This Faculty member shall complete the remaining term of office of the Senator he/she is replacing. Vacancies arising from the discharge or resignation of a Senator shall be filled by election of a new Senator to complete the respective term of office. The election shall be held within four weeks of the notice of the resignation to the Senate Chair.

A partial term served to fill a Senator’s unexpired term does not count against the maximum of two consecutive terms for the purpose of reelection.

B. Officers

At the first meeting of the academic year, the Senate shall elect from among its members a Chair-elect and a Secretary-elect. The Chair-elect from the previous year will assume the duties of the Chair on September 1 and shall supervise the elections for Chair-elect and Secretary-elect. The Chair, Past-Chair, Chair-elect, Secretary, and Secretary-elect shall constitute the Executive Committee of the Senate. The Past-Chair will serve as Chair of the Committee on Committees (COC), and along with the Chair and Chair-elect of the Senate will serve as three of the nine members of the COC.

The Chair of the Senate shall preside over meetings of the Senate, publicize the agenda for Senate meetings, serve as a member of the Council, and send Senate documents to the Council and to the Dean.

The Secretary shall be responsible for maintaining a record of the attendance of each Senator at regular meetings and shall oversee the compilation, publication, and preservation of minutes of all Senate meetings. The minutes shall be maintained in the Office of Faculty Affairs and Governance and shall be available to any Faculty member upon request. The Secretary-elect is responsible for parliamentary procedure during Senate meetings, and shall serve as Parliamentarian.

Upon election, Senators shall review the Bylaws and familiarize themselves with Robert’s Rules of Order (revised). Senators are responsible for dissemination of approved reports, resolutions, surveys, and information of the Senate to their respective faculty members.

C. Meetings

The Senate shall hold at least 10 meetings throughout the academic year. Senators may submit items for the agenda until one week prior to the meeting. The agenda shall include provisions for the consideration of old and new business. Special meetings of the Senate may be called by the Chair of the Senate, the Dean, or by one-fourth of the Senate members via written request to the Chair. The agenda of all special meetings shall be restricted to the items of business for which the special meeting was called. The agenda shall be circulated to all Senators at least four days in advance of the special meeting.

Forty percent of the Senate shall constitute a quorum for the transaction of business. Robert’s Rules of Order (revised) shall guide the conduct of all meetings. At the discretion of the Chair, issues may be decided by a simple majority in an electronic vote to which at least 50% of the Senators respond.
Meetings of the Senate shall be open to all Faculty members. Faculty members who are not members of the Senate may address the Senate upon recognition by the Chair of the Senate but shall not have the right to vote and shall not be counted in the determination of a quorum for the transaction of business.

D. Responsibilities

The Senate is responsible for establishing policies and procedures for governance of UTMSH and for the general pursuit of academic welfare. The duties of the Senate include:

- Scheduling and convening regular meetings with sufficient time to address agenda matters;
- Making written recommendations to the Dean concerning academic matters;
- Appointing ad hoc committees of the Senate;
- Charging the standing and ad hoc committees of the Senate;
- Receiving, deliberating upon, and sending to the Dean reports from the standing and ad hoc committees of the Senate;
- Reviewing annually policies and procedures of all Standing Committees and making recommendations to those who are responsible for charging those committees;
- Acting upon recommendations from the Faculty;
- Bringing before the meeting of the Faculty recommendations and actions arising in the Senate;
- Regularly informing their constituency of Senate proceedings;
- Establishing a nominating committee for the conduct of election of Senate Officers and for selection of Senate representatives to the Interfaculty Council, in accordance with policies of the Interfaculty Council;
- Serving as final voting approval for all written policy and procedures affecting UTMSH governance; and
- Reviewing these Bylaws at least once every five years.

VII. THE FACULTY

The Faculty shall aspire to achieve and maintain excellence in education, research, and delivery of clinical care.

A. Membership

The Faculty shall consist of all faculty members appointed to UTMSH with the rank of Instructor, Assistant Professor, Associate Professor or Professor, whether full-time or part-time, and whether in tenured, tenure track or non-tenure track positions.

B. Officers

The Dean of the School shall serve as Chair of the Faculty, shall preside at meetings of the Faculty and publicize the agenda for Faculty meetings. The Past-Chair of the Senate shall serve as Vice-Chair of the Faculty and shall assume the Chair’s responsibility in the absence of the Dean.
C. Meetings

A regular meeting of the Faculty shall be held at least once a year. Written notice of the regular meeting and the agenda shall be sent to each member of the Faculty by the Dean at least two weeks before the meeting. Faculty members may submit items for the agenda until three weeks before the Faculty meeting.

A special meeting of the Faculty may be called by the Dean or upon written request to the Dean by a majority of the Senate or a majority of the Council. The agenda outlining the reason for the special meeting shall be circulated to the members of the Faculty at least four days before the meeting.

The special meeting shall be restricted to the consideration of the items of business for which the meeting was called.

Ten percent of the Faculty, as of September 1 of that academic year, shall constitute a quorum for the transaction of business during regular or called meetings. Robert's Rules of Order (revised) shall guide the conduct of all meetings. At the discretion of the Dean, issues may be decided by a simple majority in an electronic vote to which at least 50% of the Faculty respond.

The minutes of Faculty meetings shall be maintained in the Office of Faculty Affairs and Governance and shall be available to any Faculty member upon request.

D. Responsibilities

The Faculty members shall be responsible for:

- Supporting and contributing to the mission of UTMSH;
- Pursuing and maintaining excellence in their various disciplines;
- Recommending to the Dean those students who have successfully completed the course of study for the degree of Doctor of Medicine;
- Electing Senators and ensuring that the Senators are informed of the opinions of the Faculty regarding academic matters; and
- Attending Faculty meetings.

VIII. DEPARTMENT CHAIRS AND EQUIVALENTS

The Chairs shall aspire to achieve and maintain excellence in education, research, service, and clinical care.

A. Membership

The Chairs shall consist of all chairs of recognized departments, programs, and academic units of UTMSH.
B. Responsibilities

The responsibilities of the chairs include, but are not limited to:

- Supporting and contributing to the mission of UTMSH;
- Pursuing and maintaining excellence in their various disciplines;
- Mentoring and faculty development;
- Conducting required faculty reviews with timely and constructive feedback;
- Distributing resources in a fair and equitable manner to support the full breadth of academic activities of the unit;
- Involving the faculty in the annual determination of resource allocation;
- Providing to the Dean, the department faculty, and the Faculty Compensation Committee, an annual review of faculty compensation equity;
- Recommending faculty to the Dean for promotion and tenure;
- Promoting faculty diversity and diversity in all academic activities;
- Providing leadership by example within UTMSH;
- Fostering the national and international reputation of UTMSH;
- Promoting open discussion in regular meetings with the departmental faculty; and
- Attending meetings of the Council.

IX. COMMITTEES

A. Appointment of Committees

The Dean, based upon the recommendations of the COC, shall appoint the chairs and members of all Standing Committees of UTMSH and shall appoint members of UTMSH ad hoc committees as needed.

B. Committee on Committees

The COC shall advise the Dean concerning the composition, number of members, length of membership terms and charge of the Standing Committees and shall make annual recommendations on the membership of those Committees. The voting membership of the COC shall be composed of the Past-Chair, Chair, and Chair-elect of the Senate and six additional faculty who are active Senators at the time of election or re-election to the COC. The Offices of Faculty Affairs and Governance, Admissions and Student Affairs, and Educational Programs will each designate one individual to serve as non-voting ex-officio members of the COC. The Chair of the COC shall be the immediate Past-Chair of the Senate. A regular member of the COC may serve no more than two consecutive three-year terms and thereafter must rotate off the COC for a minimum of one year before serving again. Terms for regular faculty Senate members of the COC will be staggered such that one-third of these members are self-nominated and elected each year. Nominations will be solicited from faculty Senators and will be elected by the Senate by June 1.

The responsibilities and duties of the COC will include:

- Recommending to the Dean the number of members, length of membership and chair terms and charge for each Standing Committee;
- Appointment of all members of the Standing Committees from faculty self-nominations (except as noted below);
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- Appointment of the chairs for the Standing Committees;
- Securing balanced and diverse membership on the committees; and
- Oversight of mandatory term limits for membership on committees.

Upon request of the chair of a Standing Committee, the COC will be responsible for filling any vacancies created by resignation of members of the Standing Committees. Any member of a Standing Committee may seek guidance from the COC on any matter related to the effectiveness of that Standing Committee.

X. STANDING COMMITTEES

Standing Committees are responsible for developing the policies, procedures, and actions required for the governance of UTMSH as related to the educational, research, and clinical care mission. Members of the Standing Committees can be drawn from any full-time faculty of UTMSH who meet the requirements of the committee. Written reports of all changes in policy or procedure by a Committee must be made on a timely basis to the Senate (for Committees reporting to the Senate) for review and comment and then to the Dean for approval.

Each Standing Committee shall submit an annual summary report of its activities and recommendations to the Senate and the Dean. Committee reports shall be maintained in the Office of Faculty Affairs and Governance for Committees reporting to the Senate and in the Office of the Dean for Committees reporting to the Dean.

A. Committees Reporting Activities, Recommendations, and Decisions to the Senate

1. Curriculum Committee

The Curriculum Committee shall approve and manage all aspects of the curriculum, inform the Senate of changes to the overall educational program, and monitor and ensure fulfillment of the quality of educational programs. The Senior Associate Dean for Educational Programs shall be a member of the committee without voting privilege.

2. Diversity Committee

The Diversity Committee will recommend and implement actions to improve recruitment and retention of under-represented groups to enhance the diversity of the academic bodies and administration of UTMSH. Diversity includes, but is not limited to, gender, ethnicity, race, national origin, age, sexual orientation, socioeconomic status, physical and cognitive abilities/qualities, military service, educational background, political beliefs, religious beliefs, organizational roles, tenure, marital status, parental status, and life experiences. This Committee shall develop appropriate practices and policies for the recruitment and retention of a diverse academic environment. Membership of the committee will include faculty, and representatives from other academic bodies within the Medical School, including students. The Associate Dean for Faculty Affairs and other appropriate administrative personnel shall be members of the committee without voting privilege.
3. Graduate Medical Education Committee

The Graduate Medical Education Committee shall oversee all programs in graduate medical education sponsored by UTMSH. The committee shall examine adequacy of the clinical environments and structure according to the guidelines for General Requirements of the Accreditation Council for Graduate Medical Education (ACGME). The committee shall perform appropriate evaluations of each training program to assess compliance with both the institutional requirements and relevant program requirements of the ACGME. The committee shall serve as a forum for discussion of graduate medical education issues, to include not only clinical environments but also resident quality of life, recruitment, and outcomes. The membership of the Graduate Medical Education Committee shall be recommended from among the Faculty members who are program directors of an approved residency or fellowship, other members of the Faculty, the Designated Institutional Official, at least two peer-selected residents or fellows, a quality/patient safety officer, and additional members recommended by the Graduate Medical Education Committee. The Senior Associate Dean for Educational Programs shall be a member without voting privilege.

4. Graduate Student Education Committee

The Graduate Student Education Committee serves as an oversight and planning body for coordination of graduate biomedical education at UTMSH. The Committee coordinates all aspects of graduate student education, including plans for recruitment and retention of graduate students as well as the curriculum for graduate student education. The committee considers ways to coordinate and/or consolidate programs and the allocation of resources to support the graduate programs. It shall have close coordination with the Graduate School of Biomedical Sciences. The committee shall have faculty and student representation from all of the graduate programs of the Medical School. The Vice Dean for Basic Research shall be a member without voting privilege.

5. Continuing Medical Education Committee

The Continuing Medical Education Committee promotes continuing education activities for Faculty. The Senior Associate Dean for Educational Programs shall be a member without voting privilege.

B. Committees Reporting Activities, Recommendations, and Decisions to the Dean

1. Admissions Committee

The Admissions Committee shall evaluate the credentials and qualifications of the student applicants, make the final selection of those applicants who are best suited for the study of medicine, and encourage them to enroll in this School. The Associate Dean for Admissions and Student Affairs and the director of the M.D./Ph.D. program shall be members with voting privilege.

2. Faculty Compensation Committee

The Faculty Compensation Committee shall advise the Dean and the MSRDP Board on matters related to faculty compensation. This committee has roles in reviewing faculty recruitments with high compensation levels and with resolving faculty compensation disputes, in accordance with the MSRDP Bylaws and the Medical School Faculty Compensation Plan. The committee is responsible, in
concert with the Dean, for reviewing and recommending to the faculty changes in the Faculty Compensation Plan. The Committee is also responsible for review of the departmental annual compensation equity reports provided by the respective Chairs. Any changes in the Faculty Compensation Plan shall be approved by two-thirds of the faculty present at a meeting at which there is a quorum or by two-thirds of the entire faculty membership by electronic voting. The co-chairs of the Committee shall be the Executive Vice Dean for Clinical Affairs and the Chair of the Senate. These co-chairs shall have voting privilege. The Associate Dean for Administrative Affairs shall be a member without voting privilege.

3. Faculty Appointments, Promotions, and Tenure Committee

The Faculty Appointments, Promotions, and Tenure Committee (FAPTC) shall evaluate the credentials and qualifications of Faculty members and make recommendations to the Dean concerning their appointment, promotion in rank, and eligibility for tenure. The committee shall be appointed from among those full-time Faculty members of the School who hold the rank of Professor, but who are not departmental Chairs. The Associate Dean for Faculty Affairs shall be a member without voting privilege.

4. Faculty Development Leave Committee

The Faculty Development Leave Committee shall review and recommend proposals for faculty development leave, in accordance with university policy. The committee members shall be appointed from among Faculty at the rank of Associate Professor and Professor of the Medical School. The Associate Dean for Administrative Affairs shall be a member without voting privilege.

5. Research Committee

The Research Committee shall advise the Dean on matters related to the research enterprise. This advisement shall include:

- Identification and consideration of research areas for development, especially with regard to the establishment of interdisciplinary and professional development programs;
- Identification of facilities and equipment needed for replacement and development;
- Administration and monitoring of UTMSH’s interim grant assistance programs;
- Development, management and oversight of research lectures/retreats;
- Review of UTMSH efforts in the area of informatics as support for research; and
- Identification and screening of nominees for awards when UTMSH is limited in the number of nominees allowed.

The Deans for Research shall be members without voting privileges.

6. Student Evaluations and Promotions Committee

The Student Evaluations and Promotions Committee shall evaluate medical students’ academic performance and their suitability to undertake the practice of medicine and shall recommend to the Dean medical students’ promotion and/or requirements to eliminate any deficiencies. The actions of the committee shall be in accordance with guidelines that shall be approved by the Senate. The Associate Dean for Admissions and Student Affairs shall be a member without voting privilege.
C. Peer Review Committees

Members of the following peer review committees are not appointed by the COC.

1. Healthcare Quality and Safety Committee

The Healthcare Quality and Safety Committee shall promote, coordinate and review efforts to improve patient safety and the quality of healthcare delivery at all sites where clinical care is provided by UTHealth faculty, staff, or trainees (students, residents and fellows). The Committee is a medical committee and a medical peer review committee established pursuant to Texas law and the guidelines of The University of Texas System. The composition of the committee, terms of membership, and the operating procedures for the committee are established by the Bylaws of the Healthcare Quality and Safety Committee of UTMSH (Appendix A). Changes to these committee Bylaws must be approved by a majority of the committee and submitted to the full Senate for approval.

2. Professional Liability Committee

The Professional Liability Committee reviews professional healthcare liability claims or incidents that may result in litigation against UTHealth and/or its faculty, staff or trainees (students, residents and fellows). Faculty and trainees are afforded coverage under The University of Texas System Professional Liability Benefit Plan. All other health care employees may be provided indemnification by the State of Texas under Chapter 104 of the Texas Civil Practice and Remedies Code. The committee shall assist the UTHealth Office of Legal Affairs in investigating, evaluating, defending, or settling such claims. The committee is a UTMSH peer-review committee established pursuant to Texas law and the guidelines of The University of Texas System. Its membership shall be appointed by the UTMSH Dean as provided in the Bylaws of the Professional Liability Committee of UTMSH (Appendix B). The composition of the committee, terms of membership, and the operating procedures for the committee are established by the Bylaws of the Professional Liability Committee of UTMSH. Changes to these committee Bylaws must be approved by a majority of the committee and submitted to the full Senate for approval.

XI. AMENDMENT OF THESE BYLAWS

These Bylaws shall be reviewed by the Senate at least once every five years.

Amendment of these Bylaws may be proposed by faculty or administrators to the Senate Chair. The Senate Chair shall bring the proposed amendment to the Senate for discussion.

Any proposed amendments to these Bylaws require approval by two-thirds of the Senators present at a meeting at which there is a quorum or by two-thirds of the entire Senate membership by electronic voting.

Upon approval by the Senate, the proposed amendment of the Bylaws shall be submitted to the Faculty for review and approval. The proposed amendment must be distributed to the Faculty at least ten days prior to either a regular Faculty meeting or a special Faculty meeting called for the purpose of considering the amendment.
Ratification of the amendment shall require approval by two-thirds of the entire Faculty by electronic voting.

The amended Bylaws, following approval by the Senate, Faculty, Dean, President, and Executive Vice-Chancellor for Health Affairs of The University of Texas System, shall become effective at the beginning of the next academic year.
APPENDIX A

BY-LAWS OF THE HEALTHCARE QUALITY AND SAFETY COMMITTEE
THE UNIVERSITY OF TEXAS MEDICAL SCHOOL AT HOUSTON

I. PURPOSE

The Healthcare Quality and Safety Committee (Committee) of the Medical School at The University of Texas Health Science Center at Houston (UTHealth) shall promote, coordinate and review efforts to improve patient safety and the quality of healthcare delivery at all sites where clinical care is provided by UTHealth faculty, staff, or trainees (students, residents, and fellows). The Committee is a medical committee and a medical peer review committee, as those terms are defined by state and federal laws.

II. DEFINITIONS

A. Medical Committee - any committee, as defined in the Texas Health and Safety Code, including a joint committee of a hospital, a university medical school or health science center and/or a committee appointed ad hoc to conduct a specific investigation.

B. Medical Peer Review - the evaluation of medical and healthcare services, including the evaluation of the qualifications of healthcare practitioners and of the patient care rendered by those practitioners. Medical Peer Review includes evaluation of the merits of complaints relating to healthcare practitioners and determinations or recommendations regarding those complaints.

C. Medical Peer Review Committee - a committee established at a healthcare entity to evaluate the quality of medical and healthcare services. The committee includes the employees and agents of the health care entity as well as assistants, investigators, attorneys and any other persona that serve the committee in any capacity.

D. Healthcare Quality and Safety Committee - a medical peer review committee established at the UTHealth Medical School to review and coordinate efforts to improve patient safety and the quality of healthcare delivery.

III. COMMITTEE MEMBERSHIP

A. Appointment: The Healthcare Quality and Safety Committee shall be appointed by the Dean of the UTHealth Medical School upon recommendations from the Associate Dean for Healthcare Quality. Members shall serve three-year terms which may be renewed upon approval by the Dean. All appointees serve at the pleasure of the Dean.

B. Voting Members: The voting members of the Healthcare Quality and Safety Committee shall include:

- the Associate Dean for Healthcare Quality who will serve as Chair of the Healthcare Quality and Safety Committee;
- the Assistant Dean for Healthcare Quality (adult services);
- the Assistant Dean for Healthcare Quality (pediatric services);
- the Assistant Dean for Healthcare Quality (women's and perinatal services); and
- the Vice Dean for Clinical Research and Healthcare Quality.
These voting members may designate an alternate member to attend meetings in place of the member and the designate shall possess the voting rights of the member. Only one designate is permitted among the voting members.

C. Non-voting Members: The non-voting ex officio members of the Healthcare Quality and Safety Committee shall include:

- the Dean of the UTHealth Medical School;
- Chairpersons of each clinical department of the UTHealth Medical School;
- the designated Healthcare Quality Officer in each clinical department of the UTHealth Medical School. These Healthcare Quality Officers may be titled as Vice-Chairs for Healthcare Quality, Chief Quality Officers, and/or Quality Officers depending on the particular department;
- a representative from the UTHealth Office of Legal Affairs;
- a representative of the U.T. System;
- the Chair of the Healthcare Quality Committee of the Medical Services Research and Development Plan (MSRDP) which oversees quality of care for UT Physicians; and
- other personnel as the Dean may appoint.

D. Meetings: The Committee shall meet at least quarterly and at such other times as the Chair of the Healthcare Quality and Safety Committee deems necessary. Such meetings may be held electronically or telephonically. A majority of the voting members of the Committee shall serve as a quorum on all matters.

E. Training: All members of the Healthcare Quality and Safety Committee shall receive training and updates on changes in the rules and regulations regarding patient safety and healthcare quality. All members will also be informed regarding the use of existing and newly developed methods to measure and improve the quality and safety of healthcare in all clinical sites.

F. Subcommittees: At the discretion of the chair of the Committee, new subcommittees and/or task forces may be created as needed, and may include persons who are not members of the committee, but who have a vested interest and/or knowledge of a specific issue being reviewed.

Each subcommittee shall be headed by a member of the Committee and shall be governed by the same principles of confidentiality as this Committee.

IV. DUTIES OF THE COMMITTEE

The primary responsibility of the Healthcare Quality and Safety Committee is to review and coordinate efforts to improve patient safety and the quality of healthcare delivery. The Committee will also develop processes with the goal of providing high quality healthcare that is patient-centered, timely, efficient, and equitable and is based upon the best available scientific evidence and available resources. The duties of the Committee may include:

- Conduct peer reviews of the quality of routine patient care, errors, incidents, adverse events, serious safety events, and other untoward outcomes or deviations from standard practice. Such peer reviews would include discussion of issues raised by participation of Healthcare Quality Officers in Root Cause Analyses at affiliated hospitals.
APPENDIX A (continued)

- Collect and analyze patient safety data to develop appropriate policies/processes to improve healthcare quality and patient safety;
- Utilize data collected to encourage a culture of safety and provide feedback to minimize risk;
- Make recommendations to UTHealth Medical School leadership regarding the methods, policies and actions to measure and improve the quality of healthcare in all clinical sites affiliated with the UTHealth Medical School. Such recommendations will include recommendations to Associate/Assistant Deans in the Office of Educational Programs (graduate and undergraduate) and the Office of Research concerning methods, policies, and actions which could improve education and research activities related to healthcare quality and safety.
- Collaborate with the leadership of UTHealth's clinical affiliates regarding recommendations for changes in policies/processes to improve the quality and safety of care provided by UTHealth clinicians and trainees; and
- Develop and disseminate information on improvements in patient safety and healthcare quality to leadership at UTHealth and The University of Texas System.

V. CONFIDENTIALITY

As a medical peer review committee and a medical committee, all activities of the Healthcare Quality and Safety Committee, including creation of any documents, investigative reports or information, and conversations relating to the Committee's work are strictly confidential and protected from disclosure. All reports, documents and minutes of the Committee must be clearly identified as confidential information prepared at the request of the Healthcare Quality and Safety Committee. Waiver of any privilege may only be established if it is executed in writing by the Chair.

VI. AMENDMENT

Amendments to these Bylaws may be proposed by any voting member of the Healthcare Quality and Safety Committee. Approval by the Dean and a majority vote by the voting members of the Committee is required to submit these Bylaws to UT System for review and approval by the Executive Vice Chancellor for Health Affairs.
APPENDIX B

BY-LAWS OF THE PROFESSIONAL LIABILITY COMMITTEE
THE UNIVERISITY OF TEXAS MEDICAL SCHOOL AT HOUSTON
Updated: 03/13/13

I. PURPOSE
The Professional Liability Committee (Committee) of the Medical School at The University of Texas Health Science Center at Houston (UTHealth) is a medical committee charged to review professional liability incidents or claims that may result in litigation against UTHealth, its faculty and trainees who are members of The University of Texas System Professional Medical Liability Benefit Plan (the Plan), healthcare providers who are covered under commercial professional liability insurance, and/or the healthcare providers who are afforded indemnification by the State of Texas. In addition the Committee assists the University and its attorneys in investigating, evaluating, defending, or settling such claims.

II. DEFINITIONS
Medical Committee - any committee, including a joint committee of a hospital, a university medical school or health science center and a committee appointed ad hoc to conduct a specific investigation. (Section 161.031(a), Texas Health and Safety Code.

Medical Peer Review - the evaluation of medical and health care services, including evaluation of the qualifications of professional health-care practitioners and of patient care rendered by those practitioners. The term includes evaluation of the merits of complaints relating to health-care practitioners and determinations or recommendations regarding those complaints. (Section 1.03(a)(5), Medical Practice Act, Article 4495(b), Texas Civil Statutes.)

Medical Peer Review Committee - a committee established at a healthcare entity to evaluate the quality of medical and health-care services or the competence of physicians. The committee includes the employees and agents of the healthcare entity as well as assistants, investigators, intervenors, attorneys, and any other person or organizations that serve the committee in any capacity." Section 1.03 (a)(6), Medical Practice Act, Article 4495(b), Texas Civil Statutes.)

Professional Liability Committee - a medical peer review committee appointed by the Dean of the Medical School of The University of Texas Health Science Center at Houston.

III. COMMITTEE MEMBERSHIP AND MEETINGS
The membership of the Committee shall consist of the following individuals, upon recommendation of the Chair of the Committee and the Medical School Committee on Committees, and appointed by the Dean of the Medical School.

A. Voting Members:
• A Chair, appointed from the senior faculty of UTHealth Medical School; and
• In no case shall the total number of voting members of the Committee, including the Chair, exceed fourteen (14).
• One faculty physician from each of the following clinical departments of the Medical School -
  ◊ Anesthesiology
  ◊ Family Practice
  ◊ Internal Medicine
APPENDIX B (continued)

◊ Neurology
◊ Obstetrics/Gynecology
- One from the Medical School
- One from LBJ Hospital
◊ Pediatrics
◊ Psychiatry
◊ Radiology
◊ Surgery - General
◊ Surgery - Emergency Medicine

B. Non-voting, ex-officio members include:
- The Dean of the Medical School;
- The Vice President and Chief Legal Officer of the Office of Legal Affairs for UTHealth;
- The Healthcare Risk Manager from the Office of Legal Affairs UTHealth;
- The attorney representatives from The University of Texas System Office of General Counsel, serving as attorneys for the Plan, for UTHealth, or for the physicians, residents, and medical students;
- The Chairperson of the Medical Services Research and Development Plan (MSRDP).
- The Chair or Director, or a designee, of a Medical School department or division whose department or division is involved in a professional liability claim or incident that may give rise to such a claim. Such membership on the Committee is limited to that of a consultant for the review of claims or incidents involving his/her particular department or division.

C. Terms of office for voting members: Each Committee member, including the Chair of the Committee, shall be appointed for a five (5) year renewable, staggered term of office. A new member shall be appointed when an existing member’s term expires, is not renewed, or when a member resigns. In order to create staggered terms of office, as members now serving an indefinite term resign or are replaced, the Dean, upon recommendation of The Committee, may initially appoint new members for a longer period of time not to exceed seven (7) years.

D. Meetings: The Committee shall meet bi-monthly and at such other times as the Chair of the Committee, in consultation with the Office of Legal Affairs, deems necessary. The Chair may call such special meetings as are required to carry out the duties and the responsibilities of the Committee. A majority of the voting members of the Committee shall serve as a quorum on all matters.

E. Committee Staff: The Office of Legal Affairs shall serve as staff to assist the Committee in carrying out its duties. Duties of the staff include preparation of the agenda, minutes of the meetings, and status reports for Committee meetings; preparation and delivery of requests for narratives from individuals on behalf of the Committee, and any other duty or function deemed necessary by the Committee.

IV. DUTIES OF THE COMMITTEE
A primary responsibility of the Committee is to review all lawsuits, claims, or incidents reported to the Committee that might result in litigation, and to recommend appropriate disposition or action to The University of Texas System Office of General Counsel. In that function, the Committee's duties include, but are not limited to, the following:
- To investigate all incidents involved or potentially involved in claims or lawsuits against UTHealth or the faculty, trainees who are members of the Plan, the healthcare providers who are covered
under commercial professional liability insurance, and/or the healthcare providers who may be provided indemnification by the State of Texas;
• To prepare reports, evaluating such incidents, claims, or lawsuits;
• To assist The University of Texas System Office of General Counsel in the evaluation of patient care that is the subject of an incident, claim, or lawsuit against a Plan member and/or UTHealth; and to recommend disposition of a claim or lawsuit including settlement of defense of a lawsuit.
• To identify broader risk management, quality care and patient safety issues within Medical School departments or divisions that may result in claims, or incidents that may involve potential claims, and to serve as liaison with the designated Healthcare Quality Officers of their respective departments or divisions to initiate corrective action, if necessary; and, to make recommendation for their correction to the Chair of the Department/Division and the Dean of the Medical School.
• To locate expert witnesses to assist in the defense of lawsuits;
• To appoint subcommittees as necessary to carry out the duties of the Committee, and to review subcommittee investigations;
• To conduct peer review of the quality of patient care involved in incidents, claims, or lawsuits against UTHealth, members of the Plan, certain persons covered under a commercial professional liability insurance policy, and/or persons who may be provided indemnification by the State of Texas under Chapter 104 of the Texas Civil Practice and Remedies Code;
• To discuss policy issues arising from incidents, claims, or lawsuits; and
• To communicate with the Chairs of clinical departments of the Medical School as needed to inform them of policies or practices within their departments related to incidents, claims, or lawsuits concerning professional liability.

V. CONFIDENTIALITY OF COMMITTEE DELIBERATIONS AND COMMUNICATIONS:
As a medical peer review committee, all activities of the Committee, including creation of any documents, investigative reports or information, requested by the Healthcare Risk Manager, and records of Committee and subcommittee proceedings and meetings are protected from disclosure under Section 161 et seq. of the Texas Health and Safety Code. Confidentiality of peer review activities are protected from disclosure under Section 5.06 of Article 4495(b) of the Texas Civil Statutes. All reports and minutes of the Committee shall be clearly identified as confidential information prepared at the request of the Committee and shall be returned to the Healthcare Risk Manager at the close of each Committee meeting pursuant to Section 5.06 of Article 4495(b) of the Texas Civil Statutes.

VI. AMENDMENTS: Amendments to these By-laws may be proposed by any voting member of The Committee. Approval by the Dean and majority vote by the voting members of the Committee is required to submit these Bylaws to UT System for review and approval by the Executive Vice Chancellor for Health Affairs.