DC HIE

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District of Columbia Health Information Exchange Policy Board
BYLAWS

ARTICLE I
Name, Purpose, and Membership

1. The name of the organization is the District of Columbia Health Information Exchange (HIE) Policy Board (hereinafter referred to as the "Board"). The Board is the governing body assembled in response to the District of Columbia Mayor's Order 2012-24 regarding Establishment of a Health Information Exchange Policy Board.

2. The purpose, functions and membership of the Board shall be as designated by virtue of the authority vested by the Mayor of the District of Columbia by section 422 (11) of the District of Columbia Home Rule Act, approved December 24, 1973 (Pub. L. 93-198, 87 Stat. 790; D.C. Official Code §1-204.22(11) (2010 Supp.)).

    a. The purpose of the Board is to advise the Mayor, the Director of the Department of Health Care Finance (DHCF) and other District leadership regarding the implementation of secure, protected health information exchange benefiting District stakeholders in accordance with the DHCF HIE Action Plan.

    b. The functions of the Board shall consist of the following:

        i. Make recommendations regarding the development of policies essential to broad implementation of secure, protected health information exchange benefiting District stakeholders.
        ii. Make recommendations to DHCF regarding improving HIE operations, including vision, mission, geographic and functional scope.
        iii. Make recommendations on establishing the roles, responsibilities, and relationships between parties to organize, promulgate, and oversee activities among stakeholders and across state, regional, and local levels, and implementation of associated accountability mechanisms.

3. The Board shall be composed of twenty-one (21) members, including seven (7) District government representatives appointed by the Mayor.

    a. The Mayor shall appoint fourteen (14) public members representing the following:

        i. District of Columbia Primary Care Association;
        ii. District of Columbia Medical Society;

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3. The Board shall be composed of twenty-one (21) members, including seven (7) District government representatives appointed by the Mayor.

    a. The Mayor shall appoint fourteen (14) public members representing the following:

        i. District of Columbia Primary Care Association;
        ii. District of Columbia Medical Society;

iii. District of Columbia Nurses Association;
iv. District of Columbia Hospital Association/Association of Health Plans;
v. District of Columbia Insurance Federation;
vi. Four (4) representatives from the public who are not employed by a health care provider, institution, or organization; and
vii. Five (5) medical providers who provide primary care and specialty care services.

b. The Mayor shall appoint representatives from the following District government agencies:

i. District of Columbia Department of Health Care Finance;
ii. District of Columbia Department of Health;
iii. District of Columbia Department of Human Services;
iv. District of Columbia Office of the Chief Technology Officer;
v. District of Columbia Department of Mental Health;
vi. District of Columbia Health IT Coordinator; and
vii. Office of the Mayor.

ARTICLE II
Membership Terms

1. Public members appointed to the Board shall serve for a term of three (3) years. The date on which the first Board members are sworn-in shall become the anniversary date for all subsequent appointments.
2. Members may be appointed to fill unexpired terms as vacancies occur.
3. District government officials shall serve only while employed in their official positions, and shall serve at the pleasure of the Mayor.
4. The Mayor shall appoint members to fill vacancies in unexpired terms only for the remainder of the unexpired time of the terms.
5. A member shall serve beyond the end of his or her term until reappointed or replaced by the Mayor.

ARTICLE III
Board Organization

1. The Board shall be chaired by the Director of the DHCF, or his or her designee.
2. The Board may establish subcommittees which may include persons who are not members of the full Board, provided that each subcommittee shall be chaired by a member of the Board.
3. The Board shall establish an Advisory Group, consisting of external stakeholders with additional representatives from the public, private, and non-profit sectors, to advise the Board with regard to recommendations for policy governing the HIE.

ARTICLE IV
Officer Elections

1. The officers of the Board shall consist of a Chair and Vice-Chair.
2. The Vice-Chair shall be elected by the appointed members of the Board.

ARTICLE V
Officer Responsibilities

1. The Chair shall be responsible for the creation of the meeting agenda and preside at all meetings of the Board.
2. The Chair, or Vice-Chair when so delegated by the Chair, shall sign all correspondence necessary to carry out the purpose and functions of the Board.
3. The Vice-Chair, in the absence or disability of the Chair, shall preside at all meetings of the Board, and shall possess the same powers and discharge all the duties of the Chair.

ARTICLE VI
Subcommittees

1. The Board will include the following five (5) subcommittees:

    i. Governance
    ii. Finance
    iii. Technical Infrastructure
    iv. Business and Technical Operations
    v. Legal/Policy/Privacy

2. The Subcommittees may include persons who are not members of the full Board, provided that each subcommittee shall be chaired by a member of the Board. The Subcommittees shall meet at least one week prior to each regular Board meeting.
3. The Subcommittee Chair shall submit written reports of each Subcommittee meeting to the Board Chair at the next regular Board meeting. Reports may include specific motions or recommendations to be acted upon by the Board. Such reports of the Subcommittee are to be submitted to the Chair and made a matter of record.

ARTICLE VII
Meetings

1. The Board shall establish its own meeting schedule, but should convene no fewer than three (3) regular meetings each calendar year.

2. The Board may utilize telephone conferencing or video-conferencing technologies in satisfaction of the meeting requirements pursuant to the requirements set forth in D.C. Official Code § 2-577 (2012).
3. The Board shall follow Robert's Rules of Order for the purpose of conducting orderly meetings and business, except as otherwise prescribed herein.
4. At all regular or special meetings of the Board, a majority, through physical presence or through telephone conferencing or video-conferencing pursuant to the requirements set forth in D.C. Official Code § 2-577, of the duly appointed non-governmental members shall constitute a quorum for the transaction of business. Any action(s) taken at such meetings at which a quorum is present shall be the act of the full Board.
5. All meetings shall be open to the public, except that a majority of the Board may vote in favor of a closed meeting pursuant to the requirements set forth in D.C. Official Code § 2-575, the attendance at which shall be limited to members of the Board.
6. Special meetings of the Board may be called by the Chair or by written request to the Chair of not less than a majority of Board members.
7. There shall be in attendance at all meetings of the Board, DHCF staff who shall record or cause to be recorded all the proceedings of the meetings. The DHCF staff shall give or cause to be given notice of all regular or special meetings of the Board.
8. Written notices of all regular or special meetings of the Board shall be given to each Board member at least five (5) business days before the date of the meeting, except for emergency meetings, and pursuant to the requirements set forth in D.C. Official Code § 2-576.

ARTICLE VIII
Agenda, Order of Business, and Voting

1. Agendas for all regular meetings of the Board are prepared by the Chair or his or her designee, taking into consideration the recommendations of the Advisory Group and Subcommittees.
2. Conduct of all regular meetings of the Board shall follow the following order of business on the Agenda:

    i. Call to Order
    ii. Announcement of a Quorum Present
    iii. Approval of Minutes of the Previous Meeting
    iv. Reports – HIT Coordinator, Advisory Group, Subcommittees
    v. Old Business
    vi. New Business
    vii. Adjournment

3. When voting, the Board shall follow the following procedure:

    i. Each member of the Board shall have one vote;
    ii. In order for an item to be voted on by the Board, the vote must be held at a meeting of the Board with a quorum present;
    iii. The vote must be held during an open session of the Board;
    iv. In order for an item to be passed, a majority of the votes cast on a matter must be an affirmative vote in support of the matter that is being voted upon; and
    v. In the event that a member of the Board is participating in the meeting through an approved electronic mode, the member shall be allowed to vote by such electronic mode.

4. The official vote on all decisions shall be documented in the official minutes. The minutes of the meeting shall reflect the method and result of all votes, including a record of the vote of each member of the Board. No votes shall be taken by secret or written ballot.

ARTICLE IX
Reports to the Chair

1. Recommendations and motions passed by the Board or suggestions and advice to the Chair shall be utilized, and if not utilized, the reason for rejection be stated.
2. The subcommittees and Advisory Group shall file a report with the Chair of all actions taken within the powers vested in the Board.
3. An annual report outlining the Board activities shall be submitted to the Director of DHCF through the Board Chair.

ARTICLE X
Compensation

1. Members of the Board, subcommittees, and Advisory Group shall serve without compensation. Reasonable expenses of the Board may be reimbursed, when approved in advance by the Director of DHCF, or his or her designee, subject to the availability of appropriations for that purpose, and shall become obligations against funds designated for that purpose, when sufficient budget authority exists to allow reimbursement.

ARTICLE XI
Administration

1. DHCF shall provide administrative and technical support to the Board to the extent that funds are available through appropriation.

2. DHCF staff shall be responsible for recording accurate and detailed minutes of Board meetings. Detailed minutes and other official records shall be kept, and copies of records shall be made available for public inspection pursuant to the requirements set forth in D.C. Official Code § 2-578.
3. DHCF staff shall keep or cause to be kept on file, all correspondence and official papers of the Board including the minutes thereof.

ARTICLE XII
Approval or Amendment of Bylaws

1. The foregoing bylaws and rules of procedure shall become effective upon an affirmative vote of two-thirds (2/3) of the Board membership in regular meeting and subject to the approval of the Mayor, or his or her designee.
2. These bylaws may be altered, amended or repealed, in whole or in part, by the affirmative vote of two-thirds (2/3) of the membership of the Board at a regular or special session and subject to the approval of the Mayor, or his or her designee. Notice of such alterations, amendments, or repeal and the nature thereof shall have been given to the members of the Board at least two (2) weeks prior to the date of the meeting at which such alterations, amendments, or repeal is to be presented for consideration.

ARTICLE XIII
Board Sunset

1. The Board shall sunset on August 30, 2021; or
2. The Board shall sunset if a 501(c) (3) not-for-profit entity is designated, established, and a contract established for that entity to operate the HIE, or the HIE is no longer operational.

Approved:

Cleveland Woodson, Chair, DC HIE Policy Board

9-19-12
Date