

PROPOSED AMENDMENT TO
THE BYLAWS OF THE BOARD OF DIRECTORS OF THE
UNIVERSITY OF WISCONSIN HOSPITALS AND CLINICS AUTHORITY

Submitted September 7, 2011

A NEW SUBSECTION 2.5 (m) IS ADDED TO PERMIT EMAIL APPROVALS

(m) Email approvals. Any action which may be approved by the Board or any committee thereof may be approved by an email vote at the discretion of the chairperson of the Board or applicable committee. Notice shall be given of email vote in a manner permitted by the public meetings law. Members shall be given at least two business days to respond. If a quorum of the board or committee members respond by the time set for the vote, the action shall be approved if approved by a majority of the timely respondents, unless one timely respondent requests that the matter be considered at the next convened meeting of the Board..

AMEND SECTION 4.7 TO CHANGE THE COMPOSITION OF THE PIRMS COMMITTEE AND PERMIT BOARD MEMBERS WHO ATTEND THE MEETING TO VOTE.

Section 4.7. Performance Improvement, Risk Management, and Safety (PIRMS) Committee

(a) Designation and Membership. The PIRMS Committee shall consist of at least three members of the Board of Directors appointed by the Chair of the Board, the Senior Vice President for Medical Affairs, Senior Vice President and Chief Nursing Officer, and one two members of the UWHC Medical Staff appointed by the Chair of the Board, and one community member appointed by the Chair of the Board. Other Vice Presidents and Senior Vice President and Chief Nursing Officer, the Senior Vice Presidents appointed by the CEO shall be ex-officio members without vote. In addition, each member of the Board of Directors is encouraged to attend at least one PIRMS Committee meeting each year and, when in attendance, shall be a member of the committee with vote.