# **ARTICLE VII. ADOPTION, AMENDMENT, REVIEW OF BYLAWS**

**7.1 Medical Staff Authority**

The Medical Staff has the ability to adopt and amend Bylaws, Rules and Regulations, and policies and procedures and to propose them directly to the Board of Trustees.

**7.2 Procedure**

Any Bylaws or proposed amendment(s) to the Bylaws shall be submitted to the Medical Staff for review and vote by means of ballots, which may be delivered to members of the Medical Staff by hand, fax, mail, or electronically. Votes must be returned by the date specified on the ballot, which shall not be less than two (2) weeks from the date the ballot is sent. During the voting period, the proposed Bylaws and amendment(s) shall be available for inspection in the Medical Staff Services office. The Bylaws or amendment(s) shall be adopted upon a majority vote in favor of same. A failure to return a ballot within the specified time shall be deemed an acceptance of the Bylaws or proposed amendment(s) and shall be counted as a favorable vote in determining the number of votes for or against the proposed Bylaws or amendment(s).

Neither the Medical Staff nor the Board of Trustees may unilaterally amend the Medical Staff Bylaws or the Rules and Regulations.

Triennial review will be conducted of the Bylaws, Rules and Regulations, and policies.

**7.3 Board of Trustees Action**

The Bylaws and any amendment to the Bylaws that have been adopted by the Medical Staff shall become effective upon ratification by the Board of Trustees. The Board of Trustees shall take action on any Bylaws or amendment at its next regularly scheduled meeting following receipt from the Medical Staff.

**7.4 Initiation of Amendment by Board of Trustees**

The Board of Trustees may, in its sole discretion, when it determines it is in the best interest of patient care or effective operation of the Hospital, submit directly to the Medical Staff proposed amendments to these Bylaws.

**7.5 Rules and Regulations and Medical Staff Policies**

7.5.1 Delegation

Subject to approval by the Board of Trustees, the Medical Staff delegates to the Medical Executive Committee (MEC) the authority to adopt or amend Medical Staff rules, regulations, policies, and procedures.

7.5.2 Medical Staff Rules and Regulations

Subject to approval by the Board of Trustees, the MEC shall adopt Rules and Regulations to implement more specifically the general principles found in these Bylaws. These Rules and Regulations govern the conduct of Medical Staff organizational and administrative activities and the level of practice required of each Practitioner at the Hospital. If the MEC proposes to adopt or amend a rule or regulation, it shall first communicate the proposal to the Medical Staff. Rules and regulations may be adopted, amended, or repealed at any regular or special meeting of the MEC with the approval of at least two-thirds (2/3) of the MEC members present and eligible to vote and without prior notice. Such amendments shall become effective when approved by the Board of Trustees.

7.5.3 Medical Staff and Department/Section Policies and Procedures

A. Medical Staff policies. The MEC may adopt or amend Medical Staff policies and procedures for the conduct of the Medical Staff. Such policies and procedures shall be consistent with these Bylaws, Rules and Regulations of the Medical Staff, and applicable Hospital and other department/section policies and procedures. Policies and procedures may be adopted, amended, or repealed at any regular or special meeting of the MEC with the approval of at least two-thirds (2/3) of the MEC members present and eligible to vote and without prior notice. All policies adopted or amended shall be communicated to the Medical Staff.

B. Department/section policies and procedures. Subject to approval by the MEC, each department and/or section shall formulate its policies and procedures for the conduct of its Staff and the discharge of its duties. Such policies and procedures shall be consistent with these Bylaws, Rules and Regulations, policies and procedures of the Medical Staff, and applicable Hospital and other department/section policies and procedures. The Medical Staff Services office will maintain a permanent file of the current policies and procedures of each department and section.

7.5.4 Maintenance of Rules, Regulations, Policies and Procedures

All Medical Staff Rules and Regulations and all Medical Staff, department, and section policies and procedures shall be maintained by the Medical Staff Services office.

**7.6 Savings Clause**

The provisions set forth in these Bylaws supersede all prior versions thereof contained in the Medical Staff Bylaws of the Medical Staff of Hendrick Medical Center. Except as expressly superseded herein, the provisions of the existing Rules and Regulations and other applicable Hospital and department/section policies and procedures shall remain in full force and effect unless and until replaced by a subsequently written document. To the extent the existing Policies, Procedures, Rules and Regulations or other applicable Hospital and department/division policies and procedures conflict with the provisions set forth herein, the provisions of these Bylaws shall control.