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National Capital Consortium

F. EDWARD HÉBERT SCHOOL OF MEDICINE
UNIFORMED SERVICES UNIVERSITY OF THE HEALTH SCIENCES
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BYLAWS

NATIONAL CAPITAL CONSORTIUM

ARTICLE I: NAME

The name of this organization is the National Capital Consortium, hereafter referred to as the “Consortium.” The Consortium is located in the National Capital Area (NCA), including Washington, D.C. and its environs in the states of Maryland and Virginia.

ARTICLE II: PURPOSE

The Consortium shall serve as a sponsoring institution for all graduate medical education (GME) and selected allied health training programs within the NCA. Furthermore, the Consortium Executive Director shall serve as the Designated Institutional Official (DIO) for GME internship, residency and fellowship training programs.

ARTICLE III: MEMBERSHIP

Section 1. Members: Founding Members of the Consortium were Walter Reed Army Medical Center (WRAMC), National Naval Medical Center (NNMC), Malcolm Grow Medical Center (MGMC) or 779th Medical Group and the F. Edward Hébert School of Medicine of the Uniformed Services University of the Health Sciences (USUHS-SOM). In September of 2011, membership changed to reflect congressional mandates resulting from the 2005 Defense Base Closure and Realignment Commission (BRAC) Report. WRAMC and NNMC merged to become what is now “Walter Reed National Military Medical Center.” Fort Belvoir Community Hospital (FBCH) was built in Northern Virginia and replaced the nearby Dewitt Army Community Hospital. MGMC transitioned into an ambulatory care facility and was renamed “Malcolm Grow Medical Clinics and Surgery Center (MGMCSC).” Consortium member institutions (Members) now include Walter Reed National Military Medical Center, 779th Medical Group, Fort Belvoir Community Hospital, and the USUHS-SOM.

Section 2. Eligibility: Membership in the Consortium is open, upon application and consensus of the Members to any United States government hospital, health system or medical school that wishes to assign trainees to Consortium GME or professional allied health programs, and that can provide facilities adequate for training of Consortium trainees (including training in research).

Section 3. Costs: Operating costs of the Consortium shall be compensated by appropriations through the Defense Health Program and may be allocated among the Members by consensus.

ARTICLE IV: MEETINGS OF MEMBERS

Section 1. Annual Meetings: At a minimum, the Members shall hold an annual meeting at a time and place designated by the Members. A meeting of the Consortium Board of Directors may qualify as a meeting of the Members.

Section 2. Special meetings: Special meetings of the Members may be called by the Chair, Board of Directors or upon request of a majority of the Members. The Executive Director of the Consortium shall give each Member not less than seventy-two (72) hours notice of any special meeting.

Section 3. Notice of meetings: Notice of an annual meeting or of a special meeting shall be by any usual means of communication, including, but not limited to mail, telephone, fax, electronic mail, or face-to-face communication.

Section 4. Quorum: Representation of all Members shall constitute a quorum.

Section 5. Representatives: Each Member (with the exception of the USUHS-SOM) shall be represented by its Commander or Commanding General. USUHS-SOM shall be represented by the Dean of the School of Medicine. Any Member may designate another representative to act in his/her place provided such designation is communicated to the Executive Director, who will report such communication to the other Members and record it in the minutes.

Section 6. Required Business: At each annual meeting, the Members shall review the Memorandum of Agreement and Bylaws, and revise these as necessary. The Members shall adopt and periodically review a mission statement and strategic plan.

ARTICLE V: BOARD OF DIRECTORS

Section 1. Mission: The affairs of The Consortium shall be governed by a Board of Directors.

Section 2. Membership: The Board of Directors shall consist of the following:

- a. Voting Members (Directors)
 - Director, WRNMMC
 - Commander, 779th Medical Group
 - Director, Fort Belvoir Community Hospital
 - Dean, USUHS-SOM
- b. Non-voting Members shall consist of the following:
 - Executive Director of the Consortium
 - Associate Dean for Graduate Medical Education
 - Deputy Director of the Consortium
 - Representative(s) of the Program Directors of Consortium GME programs, selected by a process that is determined by the Program Directors and approved by the Consortium GME Committee
 - Consortium Legal Officer, ex officio
 - GME Directors of Member teaching hospitals
 - Chair, GMEC Internal Oversight Committee
 - GME Supervisory Program Support Specialist & Compliance Officer (Recorder)

c. Annually, the Voting Members of the Board shall determine the Chair of the Board.

Section 3. Representation: Each Voting Member may designate a representative, to act at meetings of the Board of Directors, provided such designation is communicated to the Executive Director, who will report such communication to the other Voting Members and Non-voting Members for inclusion in the minutes.

Section 4. Term of Office: Each Director shall serve while he or she occupies the position designated in Section 2 of this Article.

Section 5. Responsibilities:

- Ensure that all institutional requirements as promulgated by the Accreditation Council for Graduate Medical Education (ACGME) are fulfilled.
- Review and approve requests for new programs.
- Appoint staff as necessary to accomplish the affairs of the Consortium.
- Ensure program directors have sufficient protected time to perform ACGME-required responsibilities.
- Review the Annual Institutional Review (AIR) report of the Graduate Medical Education Committee (GMEC).
- Review results of targeted reviews of Consortium-sponsored training programs.
- Meet with representatives of accrediting agencies as necessary.
- Appoint and supervise the work of an Executive Director who shall serve at the pleasure of the Board.
- Appoint or dismiss a Program Director for each Consortium-sponsored training program, in accordance with the Consortium Administrative Handbook and other applicable guidelines and instructions.
- Review and act on all recommendations for termination of training received from the Consortium GME Committee. Information is forwarded via the appropriate MTF commander or director to the Army, Navy or Air Force Surgeon General for further action.
- Delegate to the Chair, Board of Directors, authority to perform such functions on behalf of the Board as are reasonable and proper to facilitate the conduct of Consortium activities.
- Conduct other governance activities as required.

ARTICLE VI: MEETINGS OF THE BOARD OF DIRECTORS

Section 1. Meetings: The Board shall meet at least semi-annually at a time and place designated by the Chair or by a majority of the voting Directors. The Executive Director of the Consortium shall give each Voting Member not less than ten (10) days notice of the meetings.

Section 2. Notice of Meetings: Special meetings of the Board may be called by the Chair, or upon request of a majority of the Voting Members. The Executive Director shall give each Voting Member not less than seventy-two (72) hours notice of any special meeting.

Section 3. Waived Notice of Meeting: Any Voting Member may waive notice of any meeting. Should all Voting Members waive such notice, a meeting may be conducted without 10 days prior notice.

Section 4. Quorum: Presence of all Voting Members, or their designated representatives, shall constitute a quorum for the transaction of business. When a quorum is present, the consensus action of the Voting Members is the action of the Board. Should the Chair determine that a matter of business critical to the Consortium cannot be reached by consensus, and a quorum is present, then a three-quarters vote is required for action.

Section 5. Meeting Participation by Telecommunications: Any Voting Member or member of any committee may participate in a meeting via telephone, electronic or digital media by which all persons participating in such meetings can sufficiently communicate. Remote participation shall constitute presence at the meeting.

Section 6. Action by Written Consent in Lieu of a Meeting: Action required or permitted to be taken under authorization at a Board meeting may be taken without a meeting if, before or after the action, all Voting Members consent to the action in writing, including electronic communication. The written consents must be filed with the minutes of the Board.

Section 7. Presiding Officer: The Chair shall preside at all meetings of the Board. In the absence or disability of the Chair, the Voting Members present shall elect a substitute.

Section 8. Closed Meetings: At the discretion of the Chair, any meeting of the Board or any portion of any meeting may be closed to all but the Voting Members.

ARTICLE VII: COMMITTEES

Section 1. Graduate Medical Education Committee: The Consortium Graduate Medical Education Committee (GMEC) corresponds to the Graduate Medical Education Committee as required by the ACGME, and provides an organized administrative system to oversee all training programs sponsored by the Consortium. Membership includes the directors of graduate medical education and selected allied health training programs, other faculty, residents and administrators, including the designated accountable institutional official, who is the Consortium's Executive Director. The Membership shall consist of the following:

a. Voting Members:

- Executive Director of the Consortium, Chairman
- Deputy Director of the Consortium
- GME Directors of Member teaching hospitals
- Associate Dean for GME, USUHS-SOM
- Directors of Consortium GME Programs
- Resident representative(s) from Consortium-sponsored residencies, selected by a process that is determined by the residents of Consortium programs and approved by the Consortium GME Committee. Residents have full voting rights.
- Assistant Director, Education, Training and Research, WRNMMC
- Other faculty approved by the membership of the Committee

b. Non-voting Members:

- Program Directors of prospective new Consortium programs.
- Legal Counsel, Ex Officio
- GME Compliance Officer, Ex Officio
- Department of Research Representative, Ex Officio
- Quality and Safety Representative, Ex Officio

c. Meetings. The GMEC will hold monthly meetings on the 1st Wednesday of each month. Presence or representation of twenty Voting Members shall constitute a quorum.

Section 2. Graduate Medical Education Executive Committee: The Executive Graduate Medical Education Committee is a subcommittee of the Graduate Medical Education Committee, and provides for ongoing

management of Consortium business between meetings of the Graduate Medical Education Committee. The membership shall be:

- a. Voting Members:
 - Executive Director of the Consortium, who shall serve as the Chair
 - Deputy Director of the Consortium
 - Associate Dean for GME, USUHS-SOM
 - GME Directors of Member teaching hospitals
 - Chair, Subcommittee for Internal Oversight
- b. Non-voting Member: Legal Counsel, Ex Officio

At meetings of the Executive Graduate Medical Education Committee, the presence or representation of the Chair and ½ of the other Voting Members shall constitute a quorum.

Section 3. Other Committees: The Board may create additional committees as required.

ARTICLE VIII: EXECUTIVE DIRECTOR

Section 1. Function: The Executive Director is the Official designated by the Board of Directors who has the authority and responsibility for oversight and administration of the Consortium. He/She will promote a unity of purpose and activity for the Consortium as a whole, and between the Board of Directors and the operational components of the Consortium.

Section 2. Responsibilities: The Executive Director shall:

- Oversee and execute the Policies and Directives of the Board of Directors.
- Meet with the Board of Directors to determine policies and future needs of the Consortium, to provide advice on conditions, and to report accomplishments.
- Meet with Program Directors.
- Review and comment on reports submitted to the Board of Directors.
- Maintain necessary records.
- Aid Program Directors in developing training program budgets.
- Recommend allocation of costs in training program budgets as provided in Article III, Section 3.
- Approve annual training program budgets.
- Coordinate and provide lines of communication for committees created by the Board of Directors.
- Act as Chair of the Consortium Graduate Medical Education Committee, Academic Review Subcommittee & Executive Committee.
- Provide for meeting minutes.
- Maintain and update the Consortium Administrative Handbook.
- Perform other duties as assigned by the Board of Directors.

ARTICLE IX: PROGRAM DIRECTORS

The Program Director of a GME program shall organize and operate the program according to the most current set of Common Program and Specialty Program Requirements published by the ACGME or other accrediting bodies for his or her program. In addition, the Program Director shall:

- Develop and preside over a training committee in accordance with ACGME Residency Review Committee and Consortium Guidelines.

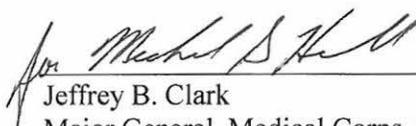
- Conduct the training program using the training committee for advice and coordination to the maximum extent possible.
- Develop a training-specific budget for the program and present the budget through the training committee and Executive Director to the Board for approval.
- Coordinate the activities of the training program within the Member Institutions of the Consortium.

ARTICLE X: AMENDMENTS

These Bylaws may be amended by the consensus of the Members. Should consensus not be reached on a matter considered by any Member as critical to the conduct of the Consortium, the Bylaws may be amended at any meeting at which all Members are present by three-quarters vote of the Members.

ARTICLE XI: PARLIAMENTARY AUTHORITY

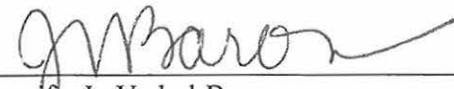
Roberts Rules of Order, Revised, shall be the parliamentary authority governing all questions of procedure not covered by these Bylaws.

 Colonel, MS, USA, Interim Director 16 NOV 2015

 Jeffrey B. Clark Date
 Major General, Medical Corps, U. S. Army
 Director, Walter Reed National Military Medical Center

 16 NOV, 2015

 Arthur Kellermann, M.D., MPH Date
 Professor and Dean, F. Edward Hébert School of Medicine
 Uniformed Services University of the Health Sciences

 16 NOV 2015

 Jennifer L. Vedral-Baron Date
 Captain, Nurse Corps, U. S. Navy
 Director, Fort Belvoir Community Hospital

 23 Nov 2015

 Thomas J. Cantilina Date
 Colonel, U.S. Air Force, Medical Corps
 Commander, 779th Medical Group