



Southern Nevada Community Health Center
Executive Committee Charter
(As approved by the Board of Directors on 02/___/2020)

Committee Purpose:

The Executive Committee (the “Committee”) supports the Board in the performance of its duties and responsibilities to provide a degree of flexibility and ability to respond to time-sensitive matters. It serves at the pleasure of the Board, acts in the intervals between Board meetings, and is at all times subject to Board control and direction.

Scope of Duties and Responsibilities:

The Executive Committee shall have and may exercise the powers and authority of the Board in the management of the Community Health Center’s business with respect to matters referred to it by the Board for deliberation or action and urgent matters requiring Board action that, in the Board Chair’s determination, should not await the full Board’s next regularly scheduled meeting. Actions taken on behalf of the Board in emergencies will be subsequently voted on by the full board.

The Executive Committee shall not have the authority to: i) adopt, amend, or repeal any provision of the Bylaws or Board resolution(s); ii) exceed authority specifically delegated by the Board; or iii) act upon matters that have been reserved by the Board for its approval.

Additional Authority:

The Committee has the authority to take any actions it considers appropriate to fulfill the above duties and responsibilities, including without limitation, the authority invite such experts and other advisors as it deems appropriate to assist it in the performance of its duties.

Composition:

The Executive Committee shall be appointed by the Board and shall be comprised of at least the Board Chair, the Community Health Center’s Executive Director, the Southern Nevada Health District’s (“Health District”) Chief Health Officer, and one Board Community Member. Committee members serve at the discretion of the Board.

Meetings:

The Executive Committee shall meet as deemed necessary to carry out its responsibilities. Meetings may be called by the Chairman of the Committee or any two members thereof. Meetings shall be held at such time and place as may be specified in the notice of meeting. Meetings will be held and posted consistent with Nevada’s Open Meeting Law.

Voting and Quorum:

Voting on Committee matters shall be on a one vote per member basis. At all meetings, a majority of the total number of members of the Committee shall constitute a quorum for the transaction of business; and, the act of a majority of the members present at any meeting at which there is a quorum shall constitute the Committee's action or decision.

Executive Committee members who are Community Health Center or Health District staff shall be ex-officio non-voting members of the Executive Committee. Board members who are not also Committee members may attend Committee meetings but may not vote.

Reports:

All actions authorized or taken by the Executive Committee shall be reported to the Board no later than the next succeeding meeting of the Board.



Southern Nevada Community Health Center
Finance and Audit Committee Charter
(As approved by the Board of Directors on 02/__/2020)

Committee Purpose:

The Finance and Audit Committee (the “Committee”) supports the Board in fulfilling its responsibility to oversee the integrity of the Community Health Center’s financial statements, the effectiveness of the its internal control over financial reporting, disclosure controls, and procedures, regulatory requirements, the independent auditor’s qualifications, and the performance of the Health Center’s internal audit function and independent auditor

Scope of Duties and Responsibilities:

The Committee’s responsibilities and duties include but are not limited to:

- Assisting the Board in fulfilling its responsibilities to monitor and oversee the Community Health Center’s financial affairs with respect to its capital structure, integrity of its financial statements, policies, and regulatory requirements.
- Annually, review and make recommendations to the Board to approve financial priorities, the budget, and capital expenditures.
- Quarterly, review capital expenditures against budget.
- Monthly, monitor financial performance of the Community Health Center, including patient visits, and payor mix.
- Providing advice and guidance on the sources and uses of the Community Health Center’s available capital.
- Reviewing the annual audited financial statements with management and the independent auditor.
- Reviewing changes in accounting or auditing policies, including resolution of any significant reporting or accounting issues affecting the accuracy or completeness of the financial statements.
- Reviewing all reports required to be submitted by the independent auditor and discuss with the independent auditor and the internal auditor the adequacy of the Company’s internal financial and accounting controls and any significant findings and recommendations.

In discharging its duties and responsibilities, the Committee is authorized to investigate any matter within the scope of its duties and responsibilities or as otherwise delegated to it by the Board, with full access to all books, records, facilities, and personnel.

The Committee shall not have the authority to exceed authority specifically delegated by the Board or act upon matters that have been reserved by the Board for its approval.

Composition:

The Finance and Audit Committee shall be appointed by the Board and shall be comprised of at least three Board members and the Community Health Center's Financial Services Manager. Committee members serve at the discretion of the Board.

Meetings:

The Finance and Audit Committee shall meet as deemed necessary to carry out its responsibilities. Meetings may be called by the Chairman of the Committee or any two members thereof. Meetings shall be held at such time and place as may be specified in the notice of meeting. Meetings will be held and posted consistent with Nevada's Open Meeting Law.

Voting and Quorum:

Voting on Committee matters shall be on a one vote per member basis. At all meetings, a majority of the total number of members of the Committee shall constitute a quorum for the transaction of business; and, the act of a majority of the members present at any meeting at which there is a quorum shall constitute the Committee's action or decision.

Finance and Audit Committee members who are Community Health Center or Health District staff shall be ex-officio non-voting members. Board members who are not also Committee members may attend Committee meetings but may not vote.

Reports:

All actions authorized or taken by the Finance and Audit Committee shall be reported to the Board no later than the next succeeding meeting of the Board.



Southern Nevada Community Health Center
Nominating Committee Charter
(As approved by the Board of Directors on 02/__/2020)

Committee Purpose:

The Nominating Committee (the “Committee”) supports the Board in fulfilling its responsibility to identify candidates to serve as Community Health Center Directors and Officers.

Scope of Duties and Responsibilities:

The Committee will review and, as necessary, update the Board Recruitment and Retention Plan (the Plan). Consistent with the criteria set forth in the Plan:

- Recommend to the Board criteria for identifying and evaluating candidates for the Board
- Identify, recruit, and review the qualifications of candidates for the Board.
- Recommend to the Board members for appointment to board committees and as committee chairs and consider rotating members among committees as appropriate considering, among other things, individual member experience, knowledge, and/or background.
- Conduct an annual evaluation of the Board’s effectiveness and performance.
- Perform such other duties and responsibilities as are consistent with the purpose of the Nominating Committee or the as the Board deems appropriate.

Additional Authority:

The Committee has the authority to take any actions it considers appropriate to fulfill the above duties and responsibilities, including without limitation, the authority invite such experts and other advisors as it deems appropriate to assist it in the performance of its functions.

Composition:

The Committee shall be appointed by the Board and shall be comprised of at least three Board members. Committee members serve at the discretion of the Board.

Meetings:

The Committee shall meet as deemed necessary to carry out its responsibilities. Meetings may be called by the Chairman of the Committee or any two members thereof. Meetings shall be held at such time and place as may be specified in the notice of meeting. Meetings will be held and posted consistent with Nevada’s Open Meeting Law.

Voting and Quorum:

Voting on Committee matters shall be on a one vote per member basis. At all meetings, a majority of the total number of members of the Committee shall constitute a quorum for the transaction of business; and, the act of a majority of the members present at any meeting at which there is a quorum constitutes the Committee's action or decision.

Committee members who are Community Health Center or Health District staff shall be ex-officio non-voting members of the Committee. Board members who are not also Committee members may attend Committee meetings but may not vote.

Reports:

All actions authorized or taken by the Committee shall be reported to the Board no later than the next succeeding meeting of the Board.



Southern Nevada Community Health Center
Quality/Credentialing Committee Charter
(As approved by the Board of Directors on 02/___/2020)

Committee Purpose:

The Quality/Credentialing Committee (the "Committee") supports the Board in fulfilling its oversight responsibilities in areas relating to patient safety, operational and clinical quality, patient satisfaction, employee satisfaction, physician satisfaction, risk management and regulatory preparedness and compliance.

Scope of Duties and Responsibilities:

The Committee's responsibilities and duties include but are not limited to:

1. Approving the Quality Management (QM) Plan to maintain and enhance clinical and operational quality throughout the organization.
2. Monitoring patient, employee, and physician satisfaction.
3. Reviewing and approving safety related goals and objectives and reporting performance against targets to the Board.
4. Providing education on safety, quality, and efficiency related topics
5. Overseeing the effectiveness of the medical staff credentialing process.
6. Reviewing and acting on medical staff recommendations to grant medical staff appointments, reappointments, and clinical privileges.

Composition:

The Committee shall be comprised of at least three Board members. In addition, the Executive Director, FQHC Operations Chief, Informatics/Quality Assurance Nurse, Director of Clinical Services, and the Chief Medical Officer will be subject matter Committee members. The Committee shall determine whether members should undergo any initial or annual training to help them fulfill their Committee responsibilities. The members of the Committee shall serve at the pleasure of the Board.

Voting and Quorum:

Voting on Committee matters shall be on a one vote per member basis. At all meetings, a majority of the total number of members of the Committee shall constitute a quorum for the transaction of business; and, the act of a majority of the members present at any meeting at which there is a quorum shall constitute the Committee's action or decision.

Committee members who are Community Health Center or Health District staff shall be ex-officio non-voting members. Board members who are not also Committee members may attend Committee meetings but may not vote.

Reports:

All actions authorized or taken by the Finance and Audit Committee shall be reported to the Board no later than the next succeeding meeting of the Board.