

Floyd County Board of Commissioners

Resolution pertaining to the Selection and Appointment of Members to the Board of Trustees of Floyd Memorial Hospital and Health Services by the Floyd County Board of Commissioners.

7th May WHEREAS, the Floyd County Board of Commissioners met on *7th May* 2008, and discussed the need for the establishment of a written protocol for the timetable and process of the annual appointment of members to the board of trustees of Floyd Memorial Hospital and Health Services to address the need to better communicate the proper approach to the appointment process;

WHEREAS, the Indiana legislature has codified the process for the selection of county hospital board members by their respective County Commissioners at Indiana Code 16-22-2-11;

WHEREAS, the Floyd County Board of Commissioners has taken varying approaches to the selection process over the years, and the Board of Trustees of Floyd Memorial Hospital and Health Services has proposed different approaches to the Commissioners for identifying appropriate and eligible candidates, obtaining expressions of interest or resumes from interested county residents and selecting, and if so desired interviewing, individual prospects that the Commissioners may deem appropriate to serve in this capacity;

WHEREAS, the Floyd County Board of Commissioners desires to establish a standing approach for this important duty and process of appointing members to the Board of Trustees of Floyd Memorial Hospital and Health Services;

NOW, THEREFORE,

BE IT RESOLVED, that the Floyd County Board of Commissioners (Commissioners) hereby establishes a protocol pursuant to, and in conjunction with, the Indiana State statute for the selection and appointment of members to the Board of Trustees of Floyd Memorial Hospital and Health Services (FMHHS) as follows:

1. Whenever a vacancy occurs on the Board of Trustees of FMHHS, the Commissioners are charged by state law in appointing a qualified resident of Floyd County to so serve.

A qualified resident shall mean a person who resides in Floyd County and is otherwise qualified to serve. No sitting Commissioner shall serve as a member of the Board of Trustees of FMHHS.

2. By ~~June~~ ^{July} 15th of each year, the existing Board of Trustees of FMHHS will give notice to the Commissioners of those seats that will become vacant on December 31st of that year. The existing Board of Trustees of FMHHS shall also submit by ~~July~~ ^{July} 15th a list of three (3) candidates for each vacancy to be filled to the Commissioners. Each vacancy shall receive a proposed list of 3 candidates as described in Section 4 below. In the event the Commissioners choose not to select an individual from the initial list, the Board of Trustees shall submit another list of three (3) candidates by ~~August~~ ^{Sept.} 15th or within thirty (30) days after a request for another list by the Commissioners for any board seat vacancy. To assist the Board of Trustees of FMHHS in this selection and nomination process the following questions should be considered of all potential candidates to be considered by the Board of Trustees of FMHHS when it then selects slate(s) to present to the Commissioners:

A. Are you comfortable acting only as a member of the board and not individually, unless authorized by the full board? That is, serving as a community representative, but only during board meetings, and never individually speaking for the board without board approval?

B. Can you fulfill the following oath of office: "to support the Constitution of the United State and the Constitution of the State of Indiana and to faithfully discharge the duties of office? I.C. 16-22-2-9.

C. Are you able to keep proprietary and competitive information confidential? I.C. 16-22.5-2.

D. Are you comfortable satisfying all of your obligations to meet the following three fiduciary duties:

a. Duty of Care - to exercise the care of an ordinary prudent person in decision making.

b. Duty of Loyalty - to put the hospital first above your own interests.

c. Duty of obedience - to the Hospital's purpose and mission.

E. Do you know the amount of time necessary to serve in this role and are you available to spend the necessary time to serve?

F. In addition, potential candidates should be aware that the hospital has certain policies that could effect their respective positions in other organizations or family members employed at FMHHS. These policies include:

a. Do you have any immediate family members that would disqualify them if you were appointed to the Board of Trustees (due to a hospital nepotism policy, that may be amended from time to time)?

b. Are you a physician on staff at the hospital and you are on the Medical Executive Committee? If so, and you are appointed by the County Commissioners, by existing board policy, you won't be allowed to serve on the Medical Executive Committee and the Board of Trustees at the same time.

4. By State statute, for each vacancy (i.e. each seat on the board that is not filled) on the Board of Trustees of FMHHS, the Commissioners may take any one (1) action in the following order:

(A) Appoint one (1) of the three (3) candidates submitted by the Board of Trustees of FMHHS, or

(B) Request and receive from the Board of Trustees of FMHHS a second list of three (3) candidates, and choose one candidate from this second list for that vacancy; or

(C) Appoint an individual who meets the requirements concerning board members and who was not named in the initial list (i.e. A and B) submitted by the Board of Trustees of FMHHS.

5. The Floyd County Board of Commissioners will remain in open communication with the Board of Trustees of FMHHS to insure that the process outlined above works in an efficient and effective manner to assure the best and most qualified candidates are appointed to the Board of Trustees of FMHHS.

6. By its act of adoption of this Resolution, the Floyd County Board of Commissioners is in no way limiting or modifying its rights and obligations under State law.

So Resolved this 5th day of August, 2008.

BOARD OF COMMISSIONERS
OF THE COUNTY OF FLOYD



Stephen A. Bush, President



D. Mark Seabrook Commissioner



Charles Freiberger, Commissioner

Attest:



Teresa A. Plaiss, Auditor