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National Capital Consortium
UNIFORMED SERVICES UNIVERSITY
OF THE HEALTH SCIENCES
F. EDWARD HEBERT SCHOOL OF MEDICINE
4301 JONES BRIDGE ROAD
BETHESDA, MARYLAND 20814-4799

**BYLAWS
NATIONAL CAPITAL CONSORTIUM**

Last Date of Review: 21 Feb 08

ARTICLE I: NAME

The Name of this organization shall be the National Capital Consortium, hereafter referred to as the Consortium. The Consortium shall be located in the National Capital Area (NCA), including Washington, D.C. and its environs in the States of Maryland and Virginia.

ARTICLE II: PURPOSE

In accordance with the Institutional Requirements of the Accreditation Council for Graduate Medical Education (ACGME), the Consortium shall serve as a Sponsoring Institution and the Consortium Administrative Director shall serve as the Designated Institutional Official (DIO) for graduate medical education residency training programs.

ARTICLE III: MEMBERSHIP

Section 1. Eligibility: Any United States government hospital, health system or medical school that wishes to assign residents to Consortium residencies, and provides facilities adequate for training of Consortium residents (including training in research) may apply for Membership in the Consortium.

Section 2. Founding Members: Founding Members of the Consortium are the three Armed Forces Medical Treatment Facilities known as the Walter Reed Army Medical Center (WRAMC), National Naval Medical Center (NNMC), Malcolm Grow Medical Center (MGMC), and the F. Edward Hébert School of Medicine of the Uniformed Services University of the Health Sciences (USUHS-SOM). Upon the consensus of the Members, additional qualified hospitals or institutions may be elected as Members.

Section 3. Costs: Operating costs of the Consortium shall be paid by the Members and will be allocated among the Members by consensus.

ARTICLE IV: MEETINGS OF MEMBERS

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

Section 2. Special meetings: Special meetings of the Members of the Consortium may be called

by the Chair, or upon request of a majority of the Members. The Administrative 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 hospital Member shall be represented by its Commander or Commanding Officer. 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 Administrative 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 their 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 be:

a. Voting Directors

- o The Commander of Walter Reed Army Medical Center
- o The Commander of National Naval Medical Center
- o The Commander of Malcolm Grow Medical Center
- o The Dean of the F. Edward Hébert School of Medicine, Uniformed Services University of the Health Sciences

b. Non-voting Directors shall be:

- o The Administrative Director of The Consortium
- o Representative(s) of the Program Directors of Consortium residencies, selected by a process that is determined by the Program Directors and approved by the Consortium GME Committee.
- o Consortium Legal Officer, ex officio

c. Annually, the voting members of the Board shall determine the Chair of the Board.

Section 3. Representation: Each Director may designate a representative, to act at meetings of the Board of Directors, provided such designation is communicated to the Administrative Director, who will report such communication to the other Directors and record it in the minutes.

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

Section 5. Responsibilities: Responsibilities of the Board of Directors:

- Ensure that all ACGME Institutional Requirements are fulfilled.
- Decide on the addition or deletion of Consortium-sponsored residencies in accordance with DoD, Military Service, *and ACGME* policies.
- Review and approve requests for expansion or reduction in the number of residents in specific Consortium-sponsored residency in accordance with DoD, Military Service, *and ACGME* policies.
- Appoint staff as necessary to accomplish the affairs of the Consortium.
- Review and approve the annual training budget for each Consortium-sponsored residency after the budget has been developed by the Program Director and approved by the Consortium Graduate Medical Education Executive Committee.
- The Board shall decide the share of each program to be allocated to each Member. Members shall not be assessed without their agreement.
- Review a summary of annual reports of the Program Director of each Consortium-sponsored residency.
- Review results of internal reviews of Consortium-sponsored residencies.
- Review and approve all Memoranda of Agreement between Consortium-sponsored residencies and participating institutions.
- Meet with representatives of accrediting agencies as necessary.
- Appoint and supervise the work of an Administrative Director who shall serve at the pleasure of the Board.
- Appoint or dismiss a Program Director for each Consortium-sponsored residency, in accordance with applicable guidelines and instructions.
- Review and act on all recommendations for termination of training received from the Consortium GME Committee.
- 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.

ARTICLE VI: MEETINGS OF THE BOARD OF DIRECTORS

Section 1. Meetings: The Board shall meet at least quarterly at a time and place designated by the Chair or by a majority of the voting Directors. The Administrative Director of The Consortium shall give each Director 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 Directors. The Administrative Director shall give each Voting Director not less than seventy-two (72) hours notice of any special meeting.

Section 3. Waived Notice of Meeting: Any voting Director may waive notice of any meeting and should all voting Directors waive such notice, a meeting may be conducted without waiting ten days.

Section 4. Quorum: Presence of all Voting Directors, or their designated representatives, shall constitute a quorum for the transaction of business. When a quorum is present, the consensus action of the Voting Directors 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 Telephone: Any members of the Board or members of any committee may participate in a meeting by means of conference telephone call by which all persons participating in such meeting can hear each other, participation in such conference telephone calls 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 Directors consent to the action in writing. 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 Directors 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 Directors.

ARTICLE VII: COMMITTEES

Section 1. Graduate Medical Education Committee: The Consortium Graduate Medical Education Committee corresponds to the Graduate Medical Education Committee as required by the ACGME, and provides an organized administrative system to oversee all residency programs sponsored by the Consortium. Membership includes the directors of general specialty residency programs, other faculty, residents and administrators, including the designated accountable institutional official, who is the Consortium's Administrative Director. The Membership shall be:

- a. Voting members:
 - Administrative Director, Chairman
 - GME Directors of Member Hospitals
 - Associate Dean for GME, USUHS-SOM
 - Program Directors of Consortium GME Programs
 - Residents' 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. The resident Member(s) do not vote on recommendations for adverse actions against trainees.
 - Other faculty approved by the membership of the Committee
- b. Non-voting members:
 - Program Directors of prospective new consortium programs.
 - Legal Counsel, Ex Officio
 - Fiscal Officer, Ex Officio

At meetings of the Graduate Medical Education Committee, presence or representation of twelve voting members shall constitute a quorum.

Section 2. Executive Graduate Medical Education Committee: The Executive Graduate Medical Education Committee is a sub-committee 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:

- Administrative Director, Chairman
- Associate Dean for GME, USUHS-SOM
- GME Directors of Member Hospitals

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

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

ARTICLE VIII: ADMINISTRATIVE DIRECTOR

Section 1. Function: The Administrative 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 Administrative Director shall:

- Oversee and administer 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 advise on conditions, and to report accomplishments.
- Meet with Program Directors and their Training Committees.
- 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.
- Forward training Program Budgets to the Consortium Executive GME Committee and the Board of Directors for approval.
- Coordinate and provide lines of communication for committees created by the Board of Directors.
- Act as Chair of the Consortium Graduate Medical Education Committee.
- Act as recorder at meetings of Members and the Board of Directors.
- 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 Essential Guidelines and Special Requirements published by the Accreditation Council on Graduate Medical Education (ACGME) or other accrediting bodies for his/her program. In addition, the Program Director shall:





- Develop and Chair a Training Committee in accord with RRC 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 Administrative 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 consider 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.

 K. FARMER Major General, Medical Corps, United States Army Commander, Walter Reed Army Medical Center	<i>20 March 06</i> DATE
 A. ROBINSON Rear Admiral, Medical Corps, United States Navy Commander, National Naval Medical Center	<i>16 March 2006</i> DATE
 T. TRAVIS Brigadier General, United States Air Force, Medical Corps Commander, Chief Flight Surgeon, Malcolm Grow Medical Center	<i>16 Mar 06</i> DATE
 L. W. LAUGHLIN, M.D., PH.D. Dean, F. Edward Hébert School of Medicine, Uniformed Services University of the Health Sciences	<i>16 Mar 06</i> DATE