

COUNCIL CHARTER

NAME:	Operations Council
LEADER:	Nancy Miller
Adopted:	February 4, 2014
Reviewed:	February 4, 2014

This charter shall constitute the structure, operation, membership and responsibilities of the Mid-State Health Network (MSHN) Operations Council (OC).

Purpose of the Operations Council: The MSHN Board has created an OC to advise the Pre-paid Inpatient Health Plan's (PIHP) Chief Executive Officer (CEO) concerning the operations of the Entity. Respecting that the needs of individuals served and communities vary across the region, it will inform, advise, and work with the CEO to bring local perspectives, local needs, and greater vision to the operations of the Entity so that effective and efficient service delivery systems are in place that are accountable to the entity board, funders and the citizens who make our work possible.

Responsibilities and Duties: The responsibilities and duties of the OC shall include the following:

- Advise the CEO in the development of the long term plans of MSHN;
- Advise the CEO in establishing priorities for the Board's consideration;
- Make recommendations to the CEO on policy and fiscal matters;
- Review recommendations from Finance, Quality Improvement, and Information Services Councils other Councils/Committees as assigned;
- Assure policies and practices are operational, effective, efficient and in compliance with applicable contracting and regulatory bodies; and
- Undertake such other duties as may be delegated by the Entity Board.

Decision-Making Context and Scope

1. General Decision Making Process: Consensus shall be the primary mode of decision making and efforts shall be made to extend dialogue and gather information toward consensus to the extent possible.

Should consensus not be achieved, any member of the OC may call for a vote of the members. A vote of the body is not binding on the MSHN CEO, rather it is used to further inform as to the strength of the member's position on the subject. Any decision made subsequent to a vote of the OC, including any items referred to the MSHN Board, shall reflect both the majority and minority opinions on that matter. The CEO shall inform OC members of the final decision/recommendation before further action is taken.

2. Specific authority/process related to the following: The OC shall provide council to the MSHN CEO on the Strategic plan, MSHN Policies and procedures, Budget, Operations (including retained and Delegated functions), Performance monitoring and sanctions, Legislative affairs, Communications, and Public Policy. Advice and counsel shall be achieved through sharing of ideas, solution focused dialogue, and research.

Defined Goals, Monitoring, Reporting and Accountability

The OC shall establish metrics and monitoring criteria to evaluate progress on the following primary goals:

- Expanded service access (penetration rates),
- Fiscal accountability,
- Compliance, and
- Improved health outcomes/satisfaction.

Additionally, the OC seeks to assess and achieve the following secondary goals:

- Retained function contracts achieved defined results,
- Collaborative relationships are retained (Evaluation of principles and values),
- Board satisfaction with OC advisory role,
- Staff perception and sense of knowing what is going on,
- Efficiencies are realized through standardization and performance improvement, and
- Benefits are realized through our collective strength.

Membership

- a. The OC shall be comprised of the CEOs or Executive Directors (ED) of each CMHSP Participant and the MSHN CEO who serves as Chair.
- b. CMHSP designees become members of the OC through appointment by MSHN Board and as a function of their job.
- c. Membership shall be representative of the MSHN Region with each CMHSP having one vote.
- d. Alternates may attend and speak with the power granted by their CEO/ED.
- e. Others in attendance are by invitation (not regularly attending), should have a clearly defined purpose for attendance, are not intended to offer commentary on other agenda topics, and shall be excused when they have completed their purpose for meeting attendance. Subject matter expert (SME) may be invited by the OC for a specific agenda topic and shall only participate during the related topic.

Roles and Responsibilities

- a. Chairperson – Prepares the agenda, runs the meeting and maintains order; serves as the point of contact for the committee; is accountable for representing the committee and making reports on behalf of the committee.
- b. Recorder – The recorder is a neutral servant of the committee. The recorder shall capture discussions, problem solving and planning of the committee in an unbiased manner and shall prepare the “Key Decision – Action Agenda” following each meeting. The recorder is not a voting member of the committee.
- c. Member – An appointed participant of the OC as designated above. An appointed member is a voting member. All members shall participate in the OC in accordance with established ground rules.
- d. Subject Matter Experts – Individuals may participate in an OC meeting for the purpose of providing information, consultation, etc. Participation as a subject matter expert does not constitute authority to participate in decision making. Subject matter experts should typically leave once their expressed purpose is complete.

Member Conduct/Ground Rules: Members of the MSHN OC seek a meeting culture that is professional, productive, and comfortable. To that end, the following ground rules have been adopted:

1. Respect of others
 - Only one person speaks at a time; no one will interrupt while someone is speaking.
 - Each person expresses their own views, rather than speaking for others at the table or attributing motives to them.
 - No sidebars or end-runs.
 - Members will avoid grandstanding (i.e., extended comments/speaking), so that everyone has a fair chance to speak.
 - No personal attacks. “Challenge ideas, not people.”
 - Everybody will seek to focus on the merits of what is being said, making a good faith effort to understand the concerns of others. Questions of clarification are encouraged. Disparaging comments are discouraged.

- Each person will seek to identify options or proposals that represent shared interests, without minimizing legitimate disagreements. Each person agrees to do their best to take account of the interests of the group as a whole.

2. Meeting Efficiency

- The agenda and related materials will be distributed in advance of the meeting.
- Members are prepared for the agenda content and have completed related assignments on time.
- Everybody agrees to make a strong effort to stay on track with the agenda and to move the deliberations forward.
- Members share equally in the work of the body.

3. Decision Making

- Members are respectful of the defined decision making protocol and support decisions made of the body even when presenting a minority view.
- Each person reserves the right to disagree with any proposal and accepts responsibility for offering alternatives that accommodates their interests and the interests of others.
- Everybody will follow the "no surprises" rule. Concerns should be voiced when they arise, not later in the deliberations.

Meetings

- a. Regular Meetings: Typically occur monthly
- b. Special Meetings: Special meetings may occur as determined by the consensus of the group and as business of the body necessitates. To the extent possible, special meetings shall be scheduled to proceed the MSHN Board meeting.
- c. Attendance at Meetings: Members shall regularly attend or send a designee who is prepared to act on behalf of the appointed member.
- d. Agenda: The Agenda shall be prepared by the MSHN CEO and shall be distributed in advance of the meeting with related attachments. To the extent possible the agenda shall clarify the context of a discussion to support the need for SMEs or in determining an alternate for meeting attendance.
- e. Key Decisions (include designee): The recorder shall prepare a meeting summary that reflects key decisions and required actions to occur subsequent to the meeting. The required actions shall specify what, who, and by when.

OC Annual Evaluation Process

- a. Past Year's Accomplishments
- b. Upcoming Goals

Sources:

MSHN Operating Agreement

MSHN Policy: Councils, Committees and Workgroups