PAWNEE NATION OF OKLAHOMA
HEALTH ADVISORY BOARD POLICY AND PROCEDURES MANUAL

Enacted by Pawnee Business Council
Resolution # [*insert number*] **on** [*insert date*]

CHAPTER ONE
GENERAL PROVISIONS

SECTION 101. <u>POLICY AND PROCEDURE</u>

The Pawnee Health Advisory Board (Board) operates according to the Pawnee Nation Health Advisory Board Act (Act). It is responsible for implementing services compacted or contracted with the Indian Health Service (IHS) under the Indian Self-Determination and Education Assistance Act (ISDEAA), P.L. 93-638, as amended, and as directed by the Pawnee Business Council (PBC). The Health Advisory Board Act was passed by the Pawnee Business Council based on the authority granted by Article IV, Sections 1 and 2 of the Constitution of the Pawnee Nation of Oklahoma.

Pawnee Nation Health Services, also referred to as the Pawnee Nation Division of Health and Community Services and for the purposes of this manual (hereafter 'PNDHCS'), operates as the Tribe's health authority and administrative structure for all clinical and community health programs. The Board functions as the governing body for the PNDHCS. The Act assigns specific responsibilities to the Board, including approving and adopting policies and procedures for delivering medical and health-related services to patients and clients of PNDHCS. The Board also oversees health-related funding, such as grants or other financial sources, in accordance with relevant grant terms, contracts, or requirements set by the funding source.

This Board Policy and Procedures Manual establishes the framework for the governance of the Board. The Board has identified three primary roles for its members: policy formulation, decision making, and oversight.

Board members have the authority to modify existing policies and procedures or create new ones as circumstances require. A policy outlining the process for reviewing Board policies is included in this manual.

SECTION 102. <u>PREAMBLE</u>

The Pawnee Nation of Oklahoma is a federally recognized Indian Nation, as defined in 25 U.S.C. 5304(e), and operates under a Constitution established pursuant to the Oklahoma Indian Welfare Act of June 26, 1936 (49 Stat. 1967). This Constitution superseded the previous version approved by the Secretary of the Interior on November 26, 1937, ratified on January 6, 1938, and was subsequently amended on January 4, 2003, with further revisions adopted by referendum on June 14, 2008. The Supreme governing body of the Pawnee Nation is the Pawnee Business Council (PBC), which comprises eight members. The PBC is responsible for exercising all inherent, statutory, and treaty authorities of the Pawnee Nation, including legislative enactments, business transactions, and official representation in all matters within the Nation's jurisdiction. Members of the Pawnee Business Council are elected to four-year staggered terms and serve until their successors assume office.

The Pawnee Nation Health Advisory Board was established by the Pawnee Nation Business Council through the enactment of the Pawnee Nation Health Advisory Board Act, which outlines the duties and responsibilities of the PNDHCS. The Board was formed pursuant to Resolution #24-21, adopted by the Pawnee Business Council on June 18, 2024. In accordance with this resolution, the Act created a governing body responsible for overseeing the operations, planning, and budgeting of the PNDHCS. Board members are required to adhere to the provisions of the Act in the execution of their delegated responsibilities.

The Act established a health advisory Board tasked with supporting the Pawnee Business Council in managing, planning, and budgeting for the PNDHCS, as well as overseeing credentialing processes for professional and medical staff delivering services. The Board is responsible for promoting Nation self-governance and contributing to the development and administration of PNDHCS duties related to health care delivery for clients. The regulations and procedures set forth in the Act are implemented by the Board.

The Act establishes the Board's duties and responsibilities in relation to guiding the PNDHCS. The governance and administrative framework of the PNDHCS serves as the foundation for the design, development, implementation, and management of planning, oversight, resource allocation, and management functions.

The Act delineates the structure of the Board, ensuring it meets its obligations in establishing policy, upholding the quality of patient health care services, overseeing institutional management and planning, and defining its relationship with both the Pawnee Nation and the Staff of the PNDHCS. Additionally, the Act specifies representation on the Board and ensures that all members are properly oriented, consistently informed, and held accountable for fulfilling their responsibilities.

The Board consolidates and implements the PNDHCS organizational structure. It makes decisions regarding the operations of services and facilities related to the health and wellness of the Pawnee people. The Board establishes a framework for planning, directing, coordinating, delivering, and improving health services to address the needs of the community and those served.

The Board is composed of five members who are appointed by the PBC.

SECTION 103. BOARD LEGAL FIDUCIARY DUTIES DEFINED

The Board members are entrusted with three fundamental fiduciary responsibilities, each serving as a cornerstone for effective governance. These responsibilities are the duty of care, the duty of loyalty, and the duty of obedience and respect. It is essential for every Board member to not only understand these duties but also to practice them consistently in both word and deed. Furthermore, Board members must ensure that their colleagues uphold these same standards, fostering a culture of accountability and ethical conduct within the Board. Recognizing how individual actions and decisions align with each category of fiduciary duty is vital to maintaining the integrity and effectiveness of the Board's oversight.

(a) Duty of Obedience: Each Board member is responsible for ensuring that PNDHCS complies with all applicable laws. Both individual Board members and the Board collectively must remain committed to the organization's mission. The public places trust in PNDHCS to manage its funds effectively in pursuit of this mission. Additionally, the Board is obligated to ensure that PNDHCS maintains a well-organized structure and is staffed with qualified personnel.

(b) Duty of Care: Board members are expected to exercise the same level of care and attention to their responsibilities as a reasonable and prudent person would. They are required to stay informed, ask relevant questions, and demonstrate due diligence by ensuring the necessary information is available before making decisions. The duty of care establishes the competence standard for Board members, requiring reasonable judgment in their role as stewards of the PNDHCS. It also requires the Board to verify that all necessary information is accessible to support sound decision-making.

(c) Duty of Loyalty: Board members are required to demonstrate a commitment to the welfare of the PNDHCS. They must refrain from using information gained through their position for personal benefit and should consistently act in the best interests of the Pawnee Nation. Adherence to all policies related to code of conduct and ethical standards is expected. The responsibilities of Board members include ensuring representation of the Pawnee Nation's views, beliefs, values, and interests, and casting votes with consideration for the best overall interests of the PNDHCS.

(d) Fiduciary Responsibilities in Managing Pawnee Nation Assets: The Board members serve as fiduciaries, bearing the legal responsibility for the management of the Pawnee Nation's assets. Their oversight extends to funds received from a variety of sources, including philanthropists, donors, and grant-makers. It is their obligation to ensure that these financial resources are used strictly in accordance with the purposes for which they were provided, thereby supporting the ongoing operations and objectives of the organization.

(e) Protecting Reputation Through Fiduciary Duty: By performing their fiduciary duties diligently, Board members play a crucial role in safeguarding the reputation of the Pawnee Nation. This responsibility is integral to their role and is encompassed within the broader concept of fiduciary duty.

(f) Key Decision-Making Responsibilities: The Board is responsible for several important governance decisions, including the recruitment and recommendation for appointment of new Board members, hiring staff who possess the necessary credentials, monitoring financial reports, and ensuring that an annual audit is conducted. Each of these activities is aligned with the fundamental fiduciary duties of duty of care, duty of loyalty, and duty of obedience and respect.

(g) Ethical Conduct: As fiduciaries of the Board, Board members are required to conduct themselves with the highest standards of ethics, honesty, and good faith. Their actions and decisions must consistently reflect a commitment to the best interests of the

PNDHCS, thereby supporting the organization in achieving its mission and fulfilling its obligations. This ethical approach ensures that Board members contribute to a culture of integrity and accountability within the Board.

(h) Application of Expertise: Board members who possess specialized skills and knowledge have a responsibility to apply their expertise to the issues and decisions that come before the Board. By leveraging their unique qualifications, these members enhance the Board's capability to govern effectively and make informed decisions that benefit the PNDHCS and its stakeholders.

(i) Internal Controls: Fulfilling fiduciary duties requires the Board to establish policies and standards that guarantee robust internal controls. Well-defined policies enable the Board to evaluate the efficiency of its operations, mitigate risks such as fraud, and assign clear financial responsibilities. When areas for improvement are identified, new policies should be developed for recommendation to the PBC for approval.

(j) Ongoing Education Regarding Fiduciary Obligations: Continuous education on fiduciary duties is critical for all Board members. By gaining a thorough understanding of the principles underlying the duty of care, duty of loyalty, and duty of obedience, Board members are better equipped to evaluate their adherence to these obligations. This ongoing learning process enables each Board member, as well as the Board as a whole, to maintain high standards of compliance with fiduciary responsibilities.

CHAPTER TWO
GOVERNANCE POLICY FRAMEWORK BOARD EFFECTIVENESS

SECTION 201. POWERS AND EXERCISE OF AUTHORITY

(a) The Board is vested with all powers permitted by law to fulfill the objectives and functions of the organization. These powers are to be exercised solely in accordance with legal requirements and organizational mandates.

(b) A Board member is authorized to exercise the powers of office only when participating as a Board member in a duly constituted meeting of the Board or one of its officially established committees. This ensures that all actions and decisions are made collectively and within the scope of formal proceedings.

(c) The Board members are committed to respecting the responsibilities that have been delegated by the Board to the Division Director. While Board members avoid interfering in the day-to-day duties of these positions, they maintain a strong emphasis on accountability. The Board insists upon clear reporting mechanisms to assess the performance of the PNDHCS, ensuring effective oversight and organizational integrity.

SECTION 202. PRINCIPLES OF GOVERNANCE

(a) Pawnee Nation provides health services through the PNDHCS for programs, functions, services, and activities designated by the Pawnee Business Council.

(b) The Board directs and supervises the PNDHCS through the Division Director, ensuring compliance with the Act, organizational vision, mission, and core values, as well as Pawnee governance policies, the Pawnee Nation Constitution, and all applicable Pawnee Nation laws and regulations.

(c) The Board operates under a governance model designed to deliver strategic leadership and guidance to the PNDHCS by formulating policies, making governance decisions, monitoring performance in alignment with the key aspects of the PNDHCS mission, and evaluating its own effectiveness.

(d) The Board consistently operates in the best interests of PNDHCS, with careful attention to its responsibilities toward patients and clients, the broader community served by the PBC, and its collaborative relationships with other service providers.

(e) The Board maintains a culture aligned with the core values approved by the Board and adopts a collaborative approach to decision-making, utilizing evidence, best practice, open debate, and thorough examination of issues, while acknowledging and considering differing perspectives.

(f) The Board consistently upholds a clear separation between the governance and operational functions of the PNDHCS, while acknowledging the inherent interdependencies that exist between these areas.

SECTION 203. ACCOUNTABILITY

The Board is accountable to the patients and clients of PNDHCS and the communities it serves. The Board provides oversight to ensure that PNDHCS fulfills its mission in a manner that is safe, high-quality, fiscally responsible, and compliant with applicable laws.

The Board's responsibilities include, but are not limited to, the following:

(a) The quality of care, treatment, and safety of patients and clients;

(b) Engaging the communities served when developing plans and setting priorities for the delivery of health services;

(c) Ensuring fiscally sustainable operations within its mandate and exercising efficient and effective resource utilization across all levels of care to achieve the mission and objectives of PNDHCS;

(d) Pursuing funding opportunities and resources to support and enhance health services;

(e) Ensuring the appropriate and transparent use of community contributions and resources;

(f) Considering the diversity of needs, interests and cultural values in policy formulation and decision-making.

(g) Formulate the structure of the PNDHCS, encompassing strategic long-term planning for health services and facilities, and submit recommendations to the PBC for final approval.

(h) Ensuring credentialing of the professional staff of the PNDHCS. Ensuring appropriate credentialing and privileging of professional staff consistent with established standards and policies.

(i) Providing recommendations for policies and procedures governing the operation of the PNDHCS health services and facilities and submitting these recommendations to the Pawnee Business Council for approval.

(j) Assessing and considering the consolidation of those programs, functions, services, and activities offered by the Indian Health Service that are beneficial to the Pawnee Nation and submitting recommendations to the PBC for final approval.

(k) Prepare an annual budget for the PNDHCS to be submitted to the PBC for review by August 15th each year.

(l) Submitting quarterly reports to the PBC.

(m) Submitting an annual operating report to the PBC, along with supplementary reports upon request.

(n) Ensure the PNDHCS complies with this Act, the Pawnee Nation Constitution, and all other relevant Pawnee Nation laws and applicable regulatory requirements.

(o) Assisting in the selection of a director of health services or comparable executive position vacancy, in coordination with the PBC.

CHAPTER THREE
PAWNEE NATION HEALTH ADVISORY BOARD: STRUCTURE, QUALIFICATIONS AND PROFESSIONAL DEVELOPMENT

SECTION 301. COMPOSITION AND APPOINTMENT TERMS

The Pawnee Business Council shall make appointments of the Health Advisory Board by resolution.

(a) Composition: The Board shall be composed of five (5) members, appointed by the Pawnee Business Council. At least three (3) members must be qualified, enrolled members of the Pawnee Nation.

(b) Appointment Terms: The Pawnee Business Council shall appoint Board members by PBC resolution.

(1) Board members serve a term of three (3) years.

(2) The initial and subsequent terms of the Board members shall be staggered in such a manner that no more than three (3) Board Members are appointed in any one (1) year.

(3) The PBC shall designate the renewal terms for each Board member at the time of the initial appointment, and again upon reappointment, and upon the appointment of a successor of any Board member.

(4) The terms of office will begin January 1 of the appointed year through December 31st of the appointment term.

(5) Board members may be reappointed.

(6) Once a Board appointment is confirmed by PBC, the member shall be sworn in under the official Oath of Office.

(7) The appointed Board member possesses full voting authority and is therefore counted toward the Board's quorum.

(c) Ex-Officio Members: The Pawnee Business Council shall appoint ex-officio members to the Board in accordance with established procedures.

SECTION 302. ELIGIBILITY AND QUALIFICATIONS

(a) The Board members shall be at least twenty-one (21) years of age.

(b) Board members are required to hold at least a bachelor’s degree, ideally in health, business, or a related field.

(c) Appointment to and continued service on the Board shall be contingent upon satisfactory completion of a background investigation and ongoing compliance with applicable Pawnee Nation character and suitability standards.

(d) Board members are required to have education, training, and professional experience to meet the qualifications in at least one of the following fields: public health and wellness, Indian Health, medicine, pharmaceuticals, dentistry, mental health, business management, traditional culture, health care law, or health care financing.

(e) Board members are expected to demonstrate leadership and organizational skills to support the advancement and growth of health and wellness within the Pawnee Nation.

(f) Board members shall not serve concurrently in an administrative or executive role within PNDHCS or any Pawnee Nation health entity that reports to the Board.

(g) Board members, while serving, are prohibited from holding employment with PNDHCS. Board members shall not seek or accept employment with PNDHCS while serving on the Board. Following separation from the Board, any employment consideration shall require full disclosure and review for potential conflicts of interest.

SECTION 303. <u>ORIENTATION</u>

(a) Newly appointed Board Members shall attend an orientation.

(b) Orientation will be conducted by the current Board and the director of health services within the first three (3) months of appointment.

(c) Orientation will inform Board members about all relevant laws, codes, plans, statements, or agreements necessary for fulfilling the duties and responsibilities of the Board, including but not limited to the following:

(1) The Pawnee Nation Constitution, Nation laws, ISDEAA, the Indian Health Care Improvement Act, and other relevant laws.

(2) The Board, as well as the PNDHCS Mission, Vision, and Core Values statement, Strategic and Operational plans, Organizational Charts, and programs.

(3) Annual Budget including current grants, contracts, and cooperative agreements, and corresponding financial statements.

(4) Business Ethics and Conduct Training; Board Accountability, and Performance Expectations.

(5) Rules and Ethics Standards Training, including confidentiality and HIPAA.

(6) Duties and responsibilities of the Health Care Governing Board: Status updates and considerations related to funding, quality, utilization, benchmarking, and performance improvement indicators.

(7) Overview and tour of the PNDHCS, including meetings with the PBC President and senior management team members.

(8) Board members shall complete required virtual and in-person training provided by PNDHCS, Tribal organizations, the Indian Health Service (IHS), the Centers for Medicare & Medicaid Services (CMS), and other appropriate entities on health system governance and related matters. Additional training may be required as necessary to support effective oversight.

SECTION 304. CONTINUING EDUCATION

It is the intent of the PBC that Board members continue their professional growth through seminar and workshop attendance and membership in professional organizations. The PBC believes that it has a responsibility to provide opportunities for the continual growth of its Board members and that the continuing education of the Board is an important requirement of effective governance. It is essential that Board members be fully informed on the background and context of the issues they are called upon to address. A firm commitment to continuing education is the responsibility of each Board member.

(a) Each year, a comprehensive Board education program will be implemented, aligning with the Board's annual goals and objectives. All Board members are expected to actively engage in this ongoing educational initiative.

(b) Board members are canvassed annually to express interest in attending external meetings and conferences. These interests are reviewed by the Board with consideration of the overall allocation for external Board education. The number of attendees is determined by the assessed value of the conference or meeting and the estimated cost. The Chair of the Board may set attendance limits for specific sessions as needed.

(c) The annual operating budget shall incorporate projected Board expenses related to conferences. Board members participating in conferences and meetings will be reimbursed for all eligible expenditures. Additionally, Board members attending such events are encouraged to submit a report to the Board detailing pertinent information obtained.

(d) Internal and External Resources: Components of the ongoing education process may include:

(1) Additional resources and expertise can be provided to support the orientation program, such as staff presentations on relevant topics, external speakers, or opportunities for participation in sponsored events.

(2) Board members shall participate in training sessions delivered by both internal and external speakers, as well as through online courses and seminars.

SECTION 305. COMPENSATION AND TRAVEL

(a) Board compensation shall be determined in accordance with the Pawnee Nation Policies and Procedures.

(b) Board members are eligible to receive compensation for their services and reimbursement for travel expenses in accordance with Pawnee Nation Policies and Procedures.

(c) Travel shall be authorized exclusively for the performance of official Nation business and limited to those individuals whose participation is deemed essential.

(d) Board Members traveling on behalf of the Pawnee Nation serve as its representatives and are expected to conduct themselves in a professional and appropriate manner.

(e) Travel is typically authorized for the following reasons: (1) conducting official Nation business; (2) attending meetings or training sessions at the request of an external funding agency or required by an agency; (3) educational or training activities; and (4) program development initiatives.

SECTION 306. ASSESSMENT OF DEVELOPMENT NEEDS

On an annual basis, Board members will be requested to identify their professional development needs. Methods used to ascertain these requirements may include surveys of Board members, evaluations of previous educational sessions, diagnostic questionnaires, and input from self-assessment exercises. Board members are strongly encouraged to participate in conferences, seminars, workshops, and other educational opportunities to enhance relevant job-related knowledge and broaden their professional expertise.

(a) Presentations at Board Meetings: The Board, in consultation with the Division Director, will create an annual plan for information and education presentations. These may be incorporated into regularly scheduled meetings or held at scheduled times as determined by the Board.

(b) Indian Health Service / National Indian Health Board Sponsored Conferences, Consultation Meetings, and Other Health Related Topics: Board members or Division Director, and other members of Senior Management are encouraged to attend conferences and consultation meetings related to Indian health care. Reasonable expenses incurred while attending or participating in these events will be reimbursed in accordance with established policy. Indian Health Boards oversee the contracting and, in some instances, delivery of services subject to a broad range of laws and regulations. The National Tribal Self-Governance Advisory Committee (TSGAC) convenes quarterly in Washington, D.C. and organizes an Annual Conference that provides a comprehensive overview of current legal frameworks and best practices relevant to health operations within Indian Country.

Board members are expected to remain informed about emerging regulations and legal matters impacting Indian health care, as well as Tribal Nations and organizations.

CHAPTER FOUR
ANNUAL WORK PLAN, ANNUAL OPERATING BUDGET, CAPITAL BUDGET, ANNUAL REPORT AND STRATEGIC PLAN

The Board shall convene an annual meeting to review and update the Strategic Plan, Annual Work Plan, Annual Operating Budget, and the Annual Report to the PBC to establish strategic direction. In addition, the Division Director shall prepare a Developmental Needs Assessment Plan and present it to the Board for inclusion in the operating budget. These plans are reviewed yearly to assess progress. Other Board responsibilities aligned with the work plan should also be addressed. The meeting must be cost-effective and have clear objectives and outcomes.

SECTION 401. ANNUAL WORK PLAN

The Board will set annual goals that reflect the PNDHCS's vision, mission, and core values. These objectives will be closely aligned with the Board's Strategic Plan and any other priorities identified for the coming year. The workplan will specify annual priorities through clearly defined goals and objectives as well as long range plans. This process includes reviewing progress toward strategic plan targets, identifying challenges, formulating solutions, and establishing new objectives for the next year. The Board will evaluate its advancement toward these goals at the Annual Board Meeting and during quarterly reviews. Updates regarding the Strategic Plan, Annual Workplan, and achievement of objectives will be provided to the Pawnee Business Council on a quarterly basis.

(a) The Health and Community Services Division Director will collaborate with the Board to prepare and submit the PNDHCS annual operating budget, following Pawnee Nation Fiscal Policies and required budget processes.

(b) The Annual Board Work Plan will cover the key areas outlined in the AAAHC 2023 Ambulatory Health Care V43 Manual (issued January 5, 2024) or its latest version. The Board is required to meet these accreditation standards at least once a year.

(1) Patient and Client rights and responsibilities are reviewed.

(2) Delegated administrative responsibilities are reviewed.

(3) Key programs are reviewed.

(4) The Quality management and improvement program is reviewed.

(5) Infection prevention and control program is reviewed.

(6) The safety program is reviewed.

(7) The emergency and disaster preparedness plan is reviewed.

(8) The risk management program is reviewed according to the established process defined by the organization.

(9) PNDHCS policies and procedures.

(10) The appointment and reappointment processes are reviewed.

(11) The scope of procedures performed, and/or services provided, by the organization is reviewed.

(12) Documentation demonstrates at least annual governing body review of AAAHC accreditation requirements.

(c) The Board will establish an annual work plan encompassing the principal components of Roles and Responsibilities of the Board.

(1) Strategic Direction

(2) Excellent Management

(3) Program Quality and Effectiveness

(4) Financial and PNDHCS Viability

(5) Board Effectiveness

(6) External Relationships

(d) The Board will evaluate its success in the achievement of the work plan annually.

SECTION 402. ANNUAL OPERATING BUDGET

An annual operating budget will be prepared and submitted to the PBC each year by August 15th, in accordance with the Pawnee Nation Fiscal Policies.

(a) The Board and the Health and Community Services Division Director will review, prepare, and submit for approval the annual operating budget including capital assets for the PNDHCS to be submitted through the annual budget process.

(b) The budget will include a detailed line-item budget and a budget narrative justifying each cost by line item.

(c) The budget will include capital assets which involves planning and evaluating significant investments or expenditures, primarily focused on long-term fixed assets. Capital assets includes costs associated with the acquisition and maintenance of fixed assets, including land, facilities, and equipment, and encompasses major projects and related expenses.

(d) The budget should reflect the annual goals identified in the Annual Work Plan.

(e) The Annual Operating Budget shall be approved by the PBC.

SECTION 403. ANNUAL REPORT

The Annual Report outlines the objectives, challenges, and achievements of the fiscal year. It will be prepared by the Board members and submitted to the PBC within the specified deadline.

SECTION 404. STRATEGIC PLANNING

(a) AAAHC Standard: "The governing body is responsible for establishing strategic direction and supporting its accomplishment. The governing body determines the mission, goals, and objectives of the organization. The governing body formulates long-range plans in accordance with the mission, goals, and objectives of the organization. The governing body ensures that facilities and personnel are adequate and appropriate to carry out the mission."

(b) Strategic planning is an organized approach to evaluating a changing environment and developing an action plan designed to ensure that PNDHCS achieves success in alignment with its vision, mission, and core values.

(c) The Board oversees long-term strategic planning related to services and facilities. It manages overall strategy by reviewing past operations, assessing current conditions, and preparing for future needs. The Strategic Plan outlines specific objectives and expected outcomes.

(d) Planning and determining health priorities is directly related to recognizing emerging community needs. The Board will include input from the communities served when creating plans and establishing priorities for health care delivery. Empowerment of community helps the Board identify needs or interests shared by members, ensuring that the Strategic Plan aligns with community requirements and that programs, functions, services, and activities are authorized accordingly.

(e) The strategic plan will include targeted, actionable, and quantifiable strategic directions to be executed throughout its duration, alongside broader long-term priorities. Management is responsible for both day-to-day planning and monthly operational planning. These separate functions correspond directly to the distinction between policy-making and execution decisions.

(f) The Board, with the Division Director and other senior management, is tasked with establishing strategic directions for PNDHCS. This process aligns with the Annual Operating Budget planning cycle, adheres to the latest Board Strategic Plan as well as the Pawnee Nation's Strategic Plan, and supports PNDHCS's vision, mission, and core values.

The Board will:

(1) Consider key stakeholders and health care needs and ensure appropriate engagement with the community.

(2) Establish and periodically review and update the PNDHCS' vision, mission, and core values.

(3) Contribute to the development of and approve the PNDHCS' strategic plan, ensuring that it is aligned with community needs and the programs, functions, service, and activities authorized.

(4) Conduct a review of the strategic plan, as part of a regular Annual Operating Budget planning cycle, and assess the need to refine the strategic directions as the environment dictates.

(5) Approve the measures and targets related to each strategic direction and direct management to report on a regular basis the progress that is being made consistently with the strategic directions and the overall plan.

SECTION 405. STRATEGIC PLANNING IMPLEMENTATION

The Board will collaborate with the Division Director and senior management team to develop and regularly monitor the strategic plan. The Board will provide guidance to management and assist with the initial creation and ongoing review of the strategic plan. The Division Director is responsible for implementing the priorities established in strategic planning.

(a) Upon completion of the strategic plan, all current activities, new initiatives, or discontinued efforts by PNDHCS will be evaluated to determine their alignment with the objectives set forth in the strategic plan.

(b) The PNDHCS annual work plan supports the strategic plan by targeting yearly goals and objectives, which are set by the Division Director and approved by the Board.

(c) Annually, the Board will review the PNDHCS' goals and objectives prepared by the Division Director.

(d) Annually, the Board shall define its goals in alignment with the organization's vision, mission, core values, and strategic plan, as well as identify key priority issues for the upcoming year.

(e) During a regular or special meeting in the first quarter, the Board will examine the strategic plan and assess progress towards its objectives. As necessary, the Board will instruct the Division Director and senior management team to modify or update the strategic plan to ensure alignment with PNDHCS' vision, mission, and core values.

CHAPTER FIVE
BOARD MEETINGS AND PROCEDURES

SECTION 501. BOARD MEETINGS

(a) The Board Chair and Board Secretary, in collaboration with the other Board members and the Division Director, are responsible for preparing an agenda for each Board meeting that reflects the Board's roles, responsibilities, work plan, and annual objectives for quality effectiveness. Board members retain the discretion to defer items to the next regularly scheduled meeting if time constraints prevent sufficient discussion.

(b) The Board Chair, in conjunction with fellow Board members, will establish comprehensive standards for Board meeting packages, encompassing the agenda, minutes of prior meetings, distribution schedules, reporting formats, and required levels of detail. Requests for supplementary information will be evaluated and periodically reviewed by the Board Chair to support effective Board operations.

(c) The Board shall meet at least quarterly. Special meetings are called by the Chair with the purpose and agenda items of business stated.

(d) Voting: Each voting Board member in attendance at a Board meeting is entitled to one vote per matter. Voting by proxy is not permitted under any circumstances. All actions or approvals considered at a Board meeting shall be determined by a majority of votes cast. Board members may choose to abstain from voting; such abstentions shall not be counted as votes cast. The Health Board Chair serves as a non-voting member and shall only cast a vote in the event of a tie.

(e) Quorum: At all regular, special, or emergency meetings of the Board, a majority of Board members present shall constitute a quorum for conducting business. A minimum of three (3) voting Board members must be in attendance to establish a quorum. Should a quorum not be achieved within thirty minutes of the scheduled start time, the absence of quorum will be declared and the meeting adjourned. In such instances, the meeting must be rescheduled. If a quorum is present, the meeting may proceed as planned.

(f) Absences: If a Board member is absent for more than three (3) consecutive regular meetings without reasonable justification, they will be removed from their seat by recommendation of the Board to the PBC. The PBC shall fill vacancies within the Board.

(g) Telephonic/Virtual Attendance At Meetings: Board members are permitted to participate in meetings and be recognized as present for the transaction of business when communicating with fellow members via electronic media or comparable communication devices. It is essential that participating members can hear and address each other clearly and without obstruction. When Board members attend Executive Sessions using telephonic or virtual technology, they must rigorously maintain confidentiality and ensure that their discussions cannot be overheard by any unauthorized individuals.

(h) The public shall not be allowed to record any public board meeting.

SECTION 502. PLACE OF MEETINGS

All Board meetings shall be conducted in strict accordance with all applicable laws of the Pawnee Nation concerning the timing, location, and procedures for meetings, as well as any additional procedural and public access mandates.

(a) The Board is required to convene at least once each quarter.

(b) Special meetings may be convened at the discretion of the Board Chair, with a clear statement of purpose and principal agenda items provided in advance.

(c) The schedule outlining regular meeting dates, times, and locations for the year must be submitted to the Nation Newspaper and posted on the official website calendar of events.

(d) Changes to meeting locations or times are permitted only in emergencies, which must be duly noted in the meeting records.

(e) Meetings may be held virtually or Hybrid, when necessary, provided that links to virtual sessions are supplied to the PBC no less than twenty-four (24) hours prior to the scheduled meeting time.

SECTION 503. NOTICE, AGENDA, AND INFORMATION PACKAGES

(a) Public notice of all meetings will be provided in accordance with Pawnee Nation law.

(b) The Board Secretary shall be responsible for posting notice of each regular or special meeting, specifying the date, time, location, proposed agenda, and purpose.

(c) Notices are to be displayed in at least two prominent and accessible locations within the jurisdiction of the Pawnee Nation. Such notices must be posted a minimum of forty-eight (48) hours prior to the meeting, except in cases where a shorter timeframe is necessitated by an emergency in which case, the meeting should be titled "emergency meeting".

(d) Subject to the Board's discretion, notifications may be distributed via the Pawnee Nation's official website as well as other authorized social media platforms.

(e) The Board Secretary is responsible for distributing Board meeting packages to all members and placed in Board shared drive at least two days prior to each meeting, ensuring sufficient time for review and preparation. Both electronic and hard copies of the meeting packages will be available, and all reports submitted to the Board must be provided in writing.

(f) Items circulated after the package has gone out or handed out at the Board meeting will only be discussed if amended and approved by majority vote of board members present.

SECTION 504. REGULAR BOARD MEETINGS

(a) Board meetings are scheduled to occur on a quarterly basis. All meetings will adhere to Robert's Rules of Order. The regular meetings will take place at a time and location established by the Board, consistent with this section.

(b) An annual meeting schedule specifying the regular meeting location will be prepared by the Board. After approval, each Board member will receive the agenda indicating the place and time for regular meetings, and notices will be posted in accordance with the Notice Agenda and Information Packages Section referenced above.

(c) Whenever feasible, regular meetings should be scheduled outside of standard PNDHCS business hours. Board members may choose to defer items to the next regular meeting if discussion time is insufficient.

(d) Regular meetings are open to the public, except when an Executive Session is held in compliance with Pawnee Nation law.

SECTION 505. SPECIAL MEETINGS

(a) The Chair is authorized to convene special Board meetings and is required to do so upon receiving a written request from the majority of the Board. All meetings shall adhere to the laws governing the Pawnee Nation.

(b) Notification of special meetings must be provided to all Board members at least 24 hours prior to the scheduled time.

(1) Such notice may be delivered via mail, telephone, fax, or other electronic communication methods, ensuring timely receipt for members to attend.

(2) The notice shall specify the time and location of the meeting as well as the purpose(s) for which it is being convened. Notice shall include the agenda.

(c) The sole business addressed at a special meeting must pertain directly to the item(s) specified in the Chair's written meeting notice to the other Board members.

(d) The Board may not take any action on any other item(s) not identified in the written notice without calling a separate special meeting and fulfilling the notice requirements.

(e) Special Board meetings shall be convened in accordance with the applicable laws of the Pawnee Nation.

(f) Notice of any Board meeting that is not a regular session shall be posted at least 48 hours in advance, indicating the time, date, location, and agenda items to be considered.

SECTION 506. EMERGENCY MEETINGS

An emergency meeting is convened to address matters requiring prompt attention and decisive action. When there is an imminent threat to public health and safety or an unforeseen circumstance arises, standard public notice requirements for special meetings may be waived. Meeting minutes should reflect “emergency” and notate the reason for waiving regular notice.

SECTION 507. EXECUTIVE SESSION MEETINGS

The Board may, by majority vote, convene an Executive Session during any meeting at which a quorum is present, for the purpose of addressing matters in accordance with Pawnee Nation law. Topics appropriate for Executive Session include, but are not limited to, personnel issues, legal counsel, criminal cases, real property transactions, intergovernmental relations, law enforcement, and proprietary business concerns.

(a) The Executive Session agenda must clearly specify the items to be discussed, and discussion is restricted to these listed topics.

(b) The Board meeting minutes shall indicate when the Board entered Executive Session and record any actions taken by the Board following the adjournment of Executive Session.

(c) Executive Sessions are strictly confidential. Pursuant to the Health Advisory Board Act, Board Members are prohibited from disclosing or discussing any information presented in or pertaining to an Executive Session. Any violation of this confidentiality may result in removal from the Board.

(d) The Board retains copies of all documents presented or reviewed during Executive Session, and these documents are handled as confidential or protected information.

(e) Ex-officio non-voting Board Members are permitted to participate in Board Executive Session meetings unless excluded by a majority decision of the Board. The Board may also extend invitations to other individuals to attend an Executive Session as deemed appropriate. Additionally, representatives from the Pawnee Business Council have the option to attend Executive Sessions.

(f) A Board Member, whether voting or non-voting, may be excluded from an Executive Session by majority vote if the Board Members determine that there is a conflict of interest related to the matter(s) being discussed in Executive Session.

SECTION 508. MEETING MINUTES

The proceedings of all regular, special, and emergency meetings of the Board shall be documented, transcribed, and forwarded to both the Board Chair and the PBC Secretary within seven days of the meeting. Upon request, minutes will be provided to Members or the public and will contain, at minimum, the following information.

(a) The date, time, and place of the meeting.

(b) Roll call, the name of each Member present and absent.

(c) Establishment of a quorum.

(d) A formal record or summary documenting all motions, including the members who moved and seconded each motion, any proposals or other items brought to a vote, the outcomes of these votes, and how each Board Member voted.

(e) The time when the body recessed, if applicable.

(f) The time when the body is in executive session, if applicable.

(g) The location, date, and time of the next regular or special meeting, if known.

(h) Time of adjournment.

(i) The approved Board meeting minutes, excluding content from the executive session, will be made available for general distribution within ten (10) days after the minutes are ratified.

(j) The public is permitted to inspect and photocopy the minutes of meetings held by a public body.

CHAPTER SIX
BOARD RESPONSIBILITIES AND FUNCTIONS

SECTION 601. BOARD RESPONSIBILITIES

The PBC requires that the PNDHCS be governed by the Board. These functions include, but are not limited to, the duties and responsibilities described below. The responsibilities are referred to as the Board Code of Conduct. Each Board member is required to annually complete a Declaration of Commitment to and compliance with these responsibilities.

SECTION 602. BOARD CODE OF CONDUCT

The Board addresses and is fully and legally responsible, either directly or by appropriate professional delegation, for the operation and performance of the organization. Responsibilities are in accordance with AAAHC, the Board include, but are not limited to:

(a) Defining the PNDHCS' mission, vision, values, objectives, and long-range goals.

(b) Ensuring the facilities, personnel structure and Nation support mechanisms are adequate to support the scope of practice and safe, efficacious operation of the DHCS.

(c) Developing, implementing, and providing oversight of the PNDHCS' infection control and safety programs to ensure a safe environment of care.

(d) Defining the internal organizational structure of the DHCS and its relationship with other Pawnee Nation entities.

(e) Establishing policies and procedures to ensure orderly conduct of the PNDHCS outlining the scope and nature of the services provided. Policies shall include strategic long-range planning for services and facilities in accordance with the mission, goals, and objectives of the Pawnee Nation.

(f) Operating in a fiscally sustainable manner utilizing its resources efficiently and effectively across the spectrum of care to fulfill the PNDHCS' mission. Providing advice, consent, and oversight functions for the PNDHCS Administration and Staff.

(g) Ensuring effective communication occurs between management and improvement activities and other management functions of the PNDHCS.

(h) Evaluating the quality care, treatment and safety of clients provided by the PNDHCS and acting to ensure established standards are met or exceeded and that identified problems are appropriately addressed.

(i) Following the PBC policy on continuing education for personnel and/or staff education.

(j) Publishing or causing to be published a Policy of client rights and responsibilities and a statement of client rights to privacy in their relationship with PNDHCS and the confidentiality of their personal health information.

(k) Fulfilling all applicable obligations under local (tribal), state, and federal laws and regulations, such as those addressing disabilities, medical privacy, grievances, fraud and abuse, self-referral, and anti-trust.

(l) Overseeing the execution and administration of all major contracts and/or agreements affecting the care and services provided by PNDHCS.

(m) Recommending policies and procedures to guide the operation of PNDHCS and facilities and submit recommendations through the Executive Director to the PBC for final approval.

(n) Considering the diversity of needs and interests in its policy formulation and decision-making. The Board will ensure that the PNDHCS operates in a manner consistent with the Accrediting and Regulatory Bodies i.e., AAAHC, CMS etc. and other Pawnee Nation laws.

(o) Communicating policies, procedures, and other information throughout the organization, as documented in staff meeting minutes, emails, intranet, manuals, and other forms of communication.

(p) Evaluating and pursuing compacting of those programs, functions, services, and activities from the Indian Health Service that are available and advantageous to the Pawnee Nation and make recommendations to the PBC for final approval.

(q) Establishing a system of fiscal management and accountability. The Board will collaborate with the Division Director to develop an Annual Operating Budget for PNDHCS, which shall be submitted to the PBC for review and approval.

(r) Advocating for and seeking resources to provide appropriate care for the PNDHCS clients. The Board members shall abide by the Pawnee Nation's Accounting and Finance Manual.

SECTION 603. CONFLICT OF INTEREST

(a) Disclosure of Conflict of Interest: A conflict of interest, whether potential or actual, arises when a Board member is positioned to influence or manipulate the Pawnee Nation's business transactions to benefit themselves or a relative personally. In such situations, the Board member is required to promptly disclose the existence of the actual or potential conflict of interest. This immediate disclosure is essential to ensure that appropriate safeguards are put in place to protect the interests of all parties involved.

For the implementation of this policy, the term "relative" shall be interpreted as defined in Section F, I of the Pawnee Nation Human Resources Policies and Procedures.

(b) Personal Gain: Personal gain may occur when a Board member or their relative possesses a significant ownership interest in a business entity that engages in transactions with the Pawnee Nation. In such cases, the potential for undue influence or benefit is present and must be carefully managed to uphold the integrity of the Nation's operations.

(c) Prohibition of Improper Benefits: No Board member shall accept any form of reward, favor, gift, or other gratuity—beyond their established compensation—for performing their official duties. This prohibition extends to acceptance from vendors, contractors, individuals, firms, or any other sources, whether the benefit is provided during the execution of their responsibilities or in anticipation of a future relationship with the Pawnee Nation or any programs it sponsors. The intent of this policy is to prevent conflicts of interest and maintain the trust placed in Board members by the Pawnee Nation and its stakeholders.

(d) Prohibition on Participation in Contract Awards with Conflicts of Interest: No Board member is permitted to participate, either directly or indirectly, in the selection, award, or administration of any contract when a conflict of interest—real or apparent—is present. Such conflicts arise under the following circumstances:

The employee, officer, or agent involved in the process has a financial or other interest in the vendor being considered for the contract award.

(1) Immediate family member is defined as an individual who is related, by blood or marriage, to the employee as a father, mother, son, daughter, brother, sister, grandmother, and grandfather. Cohabitants, regardless of the nature of the relationship, shall also be considered immediate family.

(2) A partner of the employee, officer, or agent has a financial or other interest in the vendor selection for the award.

(3) An organization that employs, is negotiating to employ, or has an arrangement regarding the prospective employment of the employee, officer, agent, their immediate family member, or partner, has a financial or other interest in the vendor selection for the award.

(4) This policy is established to ensure that Board members avoid situations where their impartiality in contract-related matters may be compromised, thereby upholding the integrity and trust in the Pawnee Nation's business dealings.

(e) Board Member Commitment and Representation: Board members are entrusted with the responsibility of serving the PNDHCS in a manner that prioritizes the organization's overall interests. They do not act as representatives for any particular constituency or group; instead, their decisions are guided by what is best for the PNDHCS as a whole.

(f) Each Board member is dedicated to upholding the vision, mission, and core values of the PNDHCS. This commitment is demonstrated not only through their actions and decision-making but also by their adherence to the legal and ethical frameworks that govern their role. Board members ensure compliance with the Compact, all applicable laws and regulations, the Act, "Rakurâračihtisu," the Declaration of Respect, Statute #21-04, and all established Board policies (see attached).

SECTION 604. CONFIDENTIALITY AND PRIVACY OBLIGATIONS

Board members, as organizational leaders, are required to maintain strict confidentiality regarding any information that other leaders or individuals would reasonably expect to remain private. This obligation applies to all sensitive or proprietary information encountered during the course of their service.

(a) Board members must not use or disclose confidential details acquired through their official positions or activities for personal or economic gain. Upholding these standards is essential to protect the integrity of the Board and the trust placed in its members by the organization and the broader community.

(b) Confidential information is defined in the Declaration of Respect to include information obtained from an PBC Executive Session, proprietary matters concerning the Nation's businesses, pending personnel matters, information pertaining to pending or future legal issues and/or litigation, and any issues the Business Council determines is confidential in nature to protect the best interests of the Nation or its member citizens.

(c) Board members have a fundamental responsibility to uphold the confidentiality of all information pertaining to the PNDHCS, including any sensitive matters presented before the Board. Protecting this information is critical, as any unauthorized disclosure could negatively impact the interests of both the PNDHCS and the Pawnee Nation, creating potential risks for the organization and its members.

(d) In accordance with their official duties and HIPAA, Board members must not use or share confidential information acquired through their position or activities for personal or economic benefit. This strict standard of conduct is in place to preserve the integrity of the Board and the trust of the community it serves.

(e) Any breach of these confidentiality obligations will lead to disciplinary action, reflecting the seriousness with which the Board regards the protection of sensitive information.

(f) The "Pawnee Nation Health Advisory Board Confidentiality/Non-Disclosure Agreement" form will be signed upon Board appointment and annually thereafter. (See Appendix A - Forms.)

SECTION 605. TIME AND COMMITMENT EXPECTATIONS

Board members are required to dedicate the necessary time to fulfill their responsibilities effectively.

(a) Commitment includes thorough preparation for Board meetings, active participation during meetings, and consistent attendance at all scheduled Board sessions.

(b) In addition to regular Board meetings, members are also expected to attend any assigned committee meetings and related events, whether these take place in person or via electronic means.

(c) Consistent engagement is essential to support the functioning of the Board and the achievement of its objectives. If a Board member fails to meet these participation and attendance requirements, their performance will be subject to review. In such cases, the Board may request the member to step down from their position to maintain Board effectiveness.

(d) Board members, upon request, are expected to represent the PNDHCS within the community. This responsibility underscores their role as ambassadors for the organization, helping to strengthen community relations and uphold the reputation of the PNDHCS.

SECTION 606. TEAMWORK AND COLLABORATION

Board members are expected to foster and maintain effective relationships with fellow Board members, management, and stakeholders. This is accomplished by consistently working in a positive, cooperative, and respectful manner throughout the performance of their official duties. While Board members collaborate and engage constructively with others, they also exercise independence in their decision-making processes, ensuring that their judgments remain impartial and objective.

SECTION 607. SKILLS, EXPERTISE AND ESSENTIAL COMPETENCIES

Board members play a vital role by actively contributing their unique skills and expertise to the Pawnee Nation Health Advisory Board. To fulfill their responsibilities effectively, Board members must possess a distinct set of essential competencies and personal qualities that support the Board's mission and operations. Together, these competencies and qualities enable Board members to serve the community with dedication, insight, and professionalism, ensuring the Board's continued effectiveness and integrity.

Key Competencies and Qualities:

(a) Personal and Medical Integrity, Wisdom, and Judgment: Board members are expected to demonstrate high levels of integrity, both personally and professionally. Their decisions should reflect sound judgment and wisdom, underpinned by a strong commitment to ethical practices within healthcare and governance.

(b) Commitment to Ethical Standards and Behavior: Upholding ethical standards is paramount for Board members. They must consistently act in accordance with the Board's code of ethics, ensuring that their behavior aligns with organizational values and fosters trust within the community.

(c) Governance Experience and Understanding: Board members should have experience in governance and a thorough understanding of the roles and responsibilities associated with both the Board and individual members. This includes recognizing the distinction between governance and management to maintain effective oversight and leadership.

(d) Assertive Participation and Effective Communication: Active engagement with fellow Board members and senior management is essential. Board members must participate assertively during discussions and communicate clearly, contributing to productive teamwork and informed decision-making.

(e) Critical Thinking and Strategic Inquiry: Board members are expected to think critically about organizational matters and ask relevant, strategic questions. This competency supports the Board's ability to address complex issues and advance the goals of the PNDHCS.

SECTION 608. EDUCATION AND ONGOING LEARNING

Board members are responsible for actively seeking opportunities to expand their knowledge and understanding of their roles and responsibilities within the Board. This commitment to education ensures that members remain well-informed about the key issues affecting the PNDHCS, as well as the broader operations of health care systems.

(a) The Board, to support ongoing learning, will provide several resources and avenues for education.

(b) The Board Policy and Procedure Manual serves as a comprehensive guide, offering essential information regarding governance practices and operational procedures.

(c) Additionally, new and existing Board members benefit from structured orientation sessions, which introduce them to fundamental responsibilities and the strategic objectives of the organization.

(d) Participation in Board meetings also presents valuable opportunities for education. Through engagement in meetings, members gain insights into current issues, organizational challenges, and the decision-making processes that shape the future of the PNDHCS. These experiences collectively empower Board members to fulfill their duties effectively and make informed contributions to the organization's success.

SECTION 609. PREPARATION AND PARTICIPATION

Board members are expected to receive or have access to all relevant information in advance of scheduled meetings. Upon receiving pre-circulated materials, each Board member thoroughly reviews these documents to ensure they come prepared for Board and committee meetings, as well as educational events. This preparation enables Board members to ask informed questions and to make constructive contributions to discussions. Additionally, Board members should consider and, when appropriate, seek independent advice for the Board concerning major actions, ensuring decisions are well-informed and in the best interest of the organization.

SECTION 610. BOARD AAAHC ADMINISTRATION STANDARDS

(a) Administrative policies, procedures, and controls adopted by the Board are implemented to ensure the orderly and efficient management of the organization.

(b) All policies adopted by the Board are appropriate for the organization given the services provided and the clients served.

(c) As evidenced by the personnel files, all staff employed possess at least the minimum qualifications, experience, competencies, and licensure and/or certification required for their positions.

(d) Written job descriptions define and delineate functional responsibilities, authority and qualifications including licensure and/or certification.

(e) Written policies and procedures, as well as other documentation such as (but not limited to) meeting minutes and educational materials, indicate that all reasonable steps are taken to comply with applicable laws and regulations. Evidence is present that official organizational documents such as Board meeting minutes, organizational documents and other similar records are properly filed, secured, and safeguarded.

SECTION 611. BOARD POLICIES ANNUAL REVIEW

In accordance with established governance standards, the Board shall conduct a comprehensive annual review of its policies during either an annual or special meeting. This process is designed to ensure ongoing compliance with the Act and relevant legislation, and to facilitate recommendations for policy revisions as required.

(a) The Board should review all policies yearly to ensure compliance with accreditation standards and Pawnee Nation laws. Board members have the authority to modify existing policies and procedures or create new ones.

SECTION 612. <u>BOARD EVALUATION AND CONTINUOUS IMPROVEMENT</u>

Board members demonstrate a strong commitment to ongoing self-improvement in their roles. This dedication is reflected in their active participation in regular evaluations of the Board’s overall effectiveness. This evaluation will assess both the operational processes and the organizational structure of the Board and its committees.

(a) The Board will implement an annual evaluation protocol to promote ongoing enhancement.in accordance with Section 203. Accountability.

(b) External resources may be engaged to support a thorough and effective evaluation.

(c) The evaluation will encompass a thorough review of the Board's effectiveness in fulfilling its roles and responsibilities, as well as an examination of its processes and structure. (See Appendix A – Forms: Tribal Health Board Self-Assessment Survey)

(d) Board members will conduct a self-assessment to evaluate their performance in meeting their respective responsibilities.

(e) The purpose of evaluation is to:

(1) Ensure continuous improvement of the Board and individual board members.

(2) Obtain input for succession planning for Board members.

(3) Identify education and development needs of Board members.

(4) Ensure an opportunity to provide feedback on the effectiveness of the Board

(5) Review and evaluate progress toward achieving the objectives outlined in the Strategic Plan, formulate strategies to address challenges encountered, and establish development goals for future years.

(f) The Board will abide by the Ethics and Conduct policies, which each member signs annually.

(g) Following these evaluations, Board members take meaningful, positive actions based on the results. This approach ensures that feedback is not only acknowledged but also used to make improvements in individual performance and the collective functioning of the Board. Through these practices, Board members contribute to the continuous enhancement of the Board's capacity to serve the organization and the community effectively.

(h) The Board will prepare a summary report detailing the evaluation of the Board, including key issues that require attention for ongoing development. This Summary Report will also be submitted to the PBC in accordance with AAAHC guidelines.

SECTION 613. <u>BOARD SOLIDARITY AND REPRESENTATION</u>

(a) <u>Official Spokesperson:</u> The Board may authorize the Chair, or a designated representative, to serve as the official spokesperson for the Board.

(b) <u>Support for Board Decisions:</u> Board members are required to support the decisions and policies established by the Board when engaging in discussions with individuals or groups outside the organization. This obligation applies regardless of whether a Board member expressed a differing opinion during Board deliberations or was not present at the meeting where the decision was made.

(c) <u>External Requests for Statements:</u> If a Board member receives a request for an official statement or comment on behalf of the Board, they must refer the request directly to the Chair. This protocol ensures unified communication and maintains the integrity of the Board's collective position. All communications or statements made on behalf of the Board should be directed through the Chair to ensure consistency and accuracy in public representation.

(d) Any communication requiring official statements outside the Boards authority will be submitted through the Nation's internal communication process through the Office of the President.

CHAPTER SEVEN
PROGRAM QUALITY AND EFFECTIVENESS

SECTION 701. <u>CORE PURPOSE AND DECISION-MAKING FOUNDATIONS</u>

Providing high-quality care that is accessible, effective, fiscally responsible, and culturally appropriate to members of the Pawnee Nation and other Native American Indian tribes represents the core purpose and primary function of the PNDHCS.

(a) Board Members and Administrators play a critical role in ensuring that the organization's mission, vision, and value statements are consistently upheld.

(b) Additionally, they ensure that the Patient Bill of Rights and Responsibilities serve as the guiding framework for every decision regarding PNDHCS operations.

(c) Adhering to these foundational principles, PNDHCS supports the delivery of care that aligns with both organizational goals and the needs of the communities served.

SECTION 702. SAFE AND SECURE ENVIRONMENT

(a) A safe, functional, and secure environment for PNDHCS clients, staff, and visitors is essential for achieving the organization's mission and vision, as well as for producing desirable outcomes. The establishment and maintenance of such an environment not only support the overall goals of the organization but also contribute directly to the well-being of everyone involved.

(b) Well-defined procedures for managing a safe, orderly, and well-run program help instill a sense of security and comfort among clients and staff. This feeling of well-being is a critical component in fostering trust, promoting healing, and ensuring satisfaction with the care and services provided by PNDHCS. By prioritizing safety and functionality, the organization demonstrates its ongoing commitment to excellence in care and its dedication to serving the Pawnee Nation and other Native American Indian tribes effectively.

SECTION 703. RESPECT FOR CLIENTS AND STAFF

(a) The staff and employees of the PNDHCS place a high value on the individuals and communities they serve. Their approach to care is grounded in a deep sense of respect for the unique cultural identities, traditions, and beliefs of both clients and fellow employees.

(b) Special recognition and honor are consistently given to Nation elders, reflecting an understanding of their important role and position within the community.

(c) Acknowledging and honoring the heritage and values of those they interact with, PNDHCS staff foster an environment that promotes mutual respect and cultural sensitivity.

(d) This commitment is central to the organization's mission to deliver compassionate, client-centered care that is responsive to the needs of the Pawnee Nation, other Native American tribes, and other eligible clients served.

SECTION 705. BOARD COMMITMENT TO QUALITY OF CARE

The Pawnee Nation Department of Health and Community Services and its Board are firmly dedicated to upholding and surpassing established standards of quality care and client safety. This commitment extends to meeting evolving benchmarks as they arise and ensuring that client care remains at the forefront of organizational priorities. The Board holds ultimate responsibility for overseeing and making decisions related to the quality and safety of client services provided by the PNDHCS. This responsibility encompasses several key areas to ensure the delivery of high-quality, safe, and effective care.

(a) Responsibility for Quality Care: The Board recognizes its responsibility for overseeing the quality of care provided by the PNDHCS. The Board acknowledges the vital importance of regularly monitoring and evaluating the quality of client care and services. The Board acknowledges that maintaining high standards in client care delivery is essential to the well-being of Pawnee Nation members and other Native Americans served by the organization.

(b) Defining High-Quality Care: The Board defines a high-quality care system as one that is accessible, appropriate, effective, efficient, equitable, integrated, patient-centered, focused on population health, and safety. These attributes are fundamental to ensuring that client care services meet the diverse needs of the community and support continuous improvement.

(c) Commitment to Responsiveness and Accountability: The Board is committed to making certain that PNDHCS remains responsive and accountable to the public. The organization emphasizes creating a positive client experience and achieving exceptional outcomes for all individuals under its care. Through systematic assessment and enhancement of client care practices, the Board ensures that both the quality and safety of services provided to clients remain exemplary and responsive to the needs of the community.

(d) Decisive Action to Improvements: The Board diligently identifies areas where improvements can be made and takes decisive action to seize opportunities for the continuous advancement of client care and service delivery. By doing so, the organization demonstrates its resolve to foster a culture of excellence and ongoing progress.

(e) Shared Responsibility: The Board believes that the pursuit of quality is a shared goal among everyone involved in delivering client care within PNDHCS. To uphold this principle, the organization holds its administrative team accountable for attaining and maintaining high standards of quality in all aspects of client care delivery.

(f) Policy and Standards Review: The Board regularly reviews and recommends policies and standards that govern the quality and safety within the organization.

(g) Compliance Oversight: It oversees compliance with all quality and safety-related requirements, including those associated with accreditation.

(h) Adverse Event Review: The Board reviews and makes recommendations following adverse events, ensuring appropriate responses and improvements.

(i) Credentialing and Privileging: The Board approves credentialing and privileging for licensed independent practitioners, maintaining high standards of professional competency.

SECTION 707. LEGISLATIVE AND ACCREDITATION REQUIREMENTS

In accordance with legislative mandates and national accreditation standards, the PNDHCS, acting on behalf of the Board, undertakes the following actions to promote quality and safety.

(a) Conducts client satisfaction surveys and employee satisfaction surveys to gather feedback and drive improvements.

(b) Establishes client rights and responsibilities and ensures this information is posted publicly for transparency and awareness.

(c) Implements a publicly accessible client relations process to address concerns and enhance client experiences.

(d) Develops annual plans for quality and performance improvement, safety, and risk management to guide organizational efforts.

(e) Ensures that quality and utilization monitoring systems are in place and operating effectively throughout the organization.

(f) Annually sets performance targets and measures related to quality, client outcomes, and staff safety. These indicators are monitored by administrators and staff are expected to take corrective action when necessary.

SECTION 708. FEDERAL TORT CLAIMS ACT AND SOVEREIGN IMMUNITY

Under the Indian Self-Determination and Education Assistance Act, as well as Section 5.3 of the Pawnee Nation Compact, the Federal Tort Claims Act (FTCA) is applicable to the Pawnee Nation Department of Health and Community Services. This coverage extends to PNDHCS employees, personal services contractors, and volunteers who are engaged in carrying out the Pawnee Nation's Funding Agreement scope of work. Both medical and non-medical tort claims are addressed and covered under the FTCA.

(a) As an entity established by the Pawnee Nation and recognized as a sovereign Indian Nation, the principle of sovereign immunity applies to the Board, including its administrative offices, departments, agencies, and all instrumentalities.

(b) Sovereign immunity ensures that these bodies are protected from suit or legal process in any forum, except in instances where the Pawnee Nation has expressly waived such immunity. The scope of this immunity also covers officials and employees of the Board when they are performing their duties and acting within their authorized capacities.

(c) Board Members, when acting within the scope of their responsibilities and authority, are likewise protected under the Nation's sovereign immunity, as outlined in Chapter 10, Section 1004 of the Health Advisory Board Act.

SECTION 709. BOARD CODE OF ETHICS AND DUTY OF CARE ELEMENTS

The Board holds responsibility for ensuring compliance with all laws enacted by the Pawnee Nation. This commitment reflects the Board's dedication to strengthening its own knowledge base and enhancing the effectiveness of its governance, with the ultimate aim of continuously improving the client care system administered by the PNDHCS. The Board has established and annually enforces its own Code of Ethics Policy, requiring each member to formally acknowledge and adhere to its principles. In fulfilling their duty of care, Board members must consider and address several distinct elements, as outlined below.

(a) Good Faith Analysis: The Board acknowledges its obligation to act with honesty and integrity in all matters, ensuring that decisions and actions are made without improper benefit to any individual and with a focus on ethical conduct. Board members are expected to act in good faith at all times. This means carefully evaluating whether any matter or transaction under consideration could result in an improper financial benefit to an individual. Additionally, members must ensure that there is no intention to take unfair advantage of the PNDHCS, upholding both ethical standards and the duty of loyalty.

(b) Reasonable Inquiry: Board members are required to conduct an appropriate level of due diligence, gathering and evaluating all relevant information before making decisions. This standard reflects the level of care that an ordinarily prudent person would exercise under similar circumstances.

(c) Commitment to the Best Interests of PNDHCS: In all actions and decisions, Board members are required to act in a manner they reasonably believe will best serve the interests of the PNDHCS. This commitment ensures prioritizing the welfare of the organization and those it serves and remains the Board's primary focus.

SECTION 710. PRIVACY, SECURITY AND CONFIDENTIALITY OF INFORMATION

(a) Confidentiality and Privacy Obligations: The Board is committed to upholding the confidentiality of all client and employee-related information. This commitment extends to every Board member, employee, volunteer, student, and agent affiliated with the Pawnee Nation Department of Health and Community Services. All such individuals are required to respect and maintain strict confidentiality in accordance with multiple governing standards and policies.

(b) Regulatory Compliance: Confidentiality must be maintained pursuant to all applicable federal regulations. This includes, but is not limited to, compliance with the Health Insurance Portability and Accountability Act (HIPAA), as amended, which encompasses both the security and privacy of protected health information and breach notification requirements. In addition, the confidentiality of substance use disorder treatment information is protected under 42 C.F.R. Part 2.

(c) Internal Policies and Procedures: All members and affiliates of PNDHCS must adhere to the organization's confidentiality policies and procedures. These internal guidelines are established to ensure the consistent protection of sensitive information across all levels of the organization.

(d) Board Governance Standards: Strict confidentiality is also a requirement under the Board Oath of Office and the Board Code of Conduct. These documents set forth the ethical and professional standards expected by the Board members and reinforce the obligation to protect private information.

(e) Records Not Covered by HIPAA: In instances where a particular record is not subject to the requirements of HIPAA, the Pawnee Nation will follow the procedures outlined in the Federal Privacy Act to ensure appropriate protection of personal data.

(f) Consequences of Breach: Failure to comply with these requirements, or any breach of confidentiality, is considered a serious violation. Such misconduct can result in removal from the Board and may also lead to personal liability in accordance with applicable laws.

SECTION 711. HEALTH CARE PRIVACY

(a) Compliance with Federal Privacy Laws for IHS Programs: The Indian Health Service (IHS) maintains independent responsibility for adhering to the Federal Privacy Act, the Health Insurance Portability and Accountability Act (HIPAA), and other relevant privacy regulations in relation to all retained IHS Programs, Services, Functions, and Activities (PSFAs). This ensures that the confidentiality and protection of sensitive health information are upheld according to federal requirements.

(b) Permissible Use and Disclosure of Information: The PNDHCS may use and share information, including disclosures to IHS and other entities, under specific circumstances. Such disclosures are permitted when they are based on a patient authorization that meets all requirements outlined by HIPAA and 42 C.F.R. Part 2. Alternatively, disclosures may occur if an established exception to confidentiality is clearly met according to applicable law and the Pawnee Nation’s internal policies.

SECTIN 712. PUBLIC ACCESS TO INFORMATION

(a) Governance and Legal Compliance: The Board shall provide access to information for the public only when such actions align with all applicable laws and regulations. This commitment is grounded in the Board's dedication to upholding good governance practices and ensuring that information is made available in a timely manner.

(b) Protection of Privacy and Sensitive Information: When sharing information, the Board is responsible for safeguarding personal privacy and ensuring the appropriate protection of all sensitive information. Information will not be disclosed if doing so would compromise these protections.

(c) Client Information Disclosure Procedures: Prior to any disclosure of client information, the Board is required to consult with the PNDHCS Privacy Officer. This consultation ensures that all applicable requirements are fully met before any client information is made available or shared.

CHAPTER EIGHT
ACCOUNTABILITY AND COMPLIANCE IN FINANCIAL MANAGEMENT

SECTION 801. FINANCIAL OVERSIGHT AND RECORDKEEPING

(a) Maintenance of Books and Records: The Board is responsible for maintaining accurate and complete books and records of its financial accounts. Additionally, the Board shall ensure that minutes are properly recorded for all proceedings of Board Members and committees whenever the Board's powers are exercised. A record of the names and addresses of all Board Members will be maintained at the principal office of the Board. All documentation, including books, records, and minutes, must be kept either in written form or in a format that can be converted to written form within a reasonable period. Electronic or paper copies of these documents are to be submitted to the Secretary of the Pawnee Business Council.

(b) Safeguarding Assets and Resource Management: The Board will safeguard the assets of PNDHCS and ensure that resources are used prudently. In cooperation with the Division Director, the Board will facilitate and approve the annual development of key financial objectives. The Board will regularly monitor performance to ensure these objectives are met.

(c) Operational Efficiency and Fiscal Responsibility: The Board is committed to ensuring that PNDHCS is operated and managed efficiently and effectively. This includes adherence to accepted business and financial practices, approved policies, and operation within the known and approved annual funding and work plan.

(d) Division Director Accountability: The Division Director is directly accountable to the Board for the achievement of these objectives. This includes safeguarding the fiscal position of PNDHCS, implementing and monitoring adequate internal controls and processes for compliance, and facilitating regular review by the Board as appropriate.

SECTION 802. LIMITATIONS ON EXPENDITURES AND FINANCIAL CONTROLS

To maintain strict oversight and fiscal responsibility, the following controls apply to capital expenditures and financial practices within PNDHCS.

(a) Except in cases of emergency purchases, any material deviation exceeding 10% of capital expenditures from Board-approved priorities and plans must receive prior approval from the Board.

(b) Division Director Responsibilities Regarding Financial Deviations.

(1) Notification Requirement: The Division Director is required to notify the Board if designated annual revenue is spent for purposes other than its original intent.

(2) Budget Adherence: The Division Director must not authorize or approve expenditures that exceed the amounts budgeted, nor spend more funds than have been received or are reasonably expected to be received.

(3) Debt Limitations: The Division Director is prohibited from directing or approving the accumulation of operational debt beyond what is provided in the approved working capital plan.

(4) Timeliness and Accuracy of Payments and Filings: The Division Director must not knowingly permit any payments or filings to become overdue or to be filed inaccurately.

SECTION 803. FINANCIAL PLANNING AND PERFORMANCE

(a) Board Review and Approval of Budgets: The Board holds responsibility for reviewing and approving both the annual operating budget and the capital budget. Upon approval, these budgets serve as the foundational financial framework for the operations of PNDHCS.

(b) Alignment with Strategic Priorities: The annual work plan and Annual Operating Budget for PNDHCS are developed to ensure that all activities and resource allocations reflect the Board’s established priorities and the organization's Strategic

Plan. This alignment is maintained with the express intention of safeguarding the Board from exposure to financial risk.

(c) Requirements for Budget and Work Plan Submissions: The Board stipulates that the Annual Work Plan and Annual Operating Budget, which include considerations for working capital, must adequately address the operational and strategic needs of PNDHCS as previously approved by the Board.

(d) Division Director Responsibilities: The Division Director is charged with preparing a draft annual work plan and annual operating budget plan for each fiscal year. These draft documents are submitted for Board consideration as part of the annual planning and budgeting process.

SECTION 804. BOARD RESPONSIBILITIES AND OVERSIGHT

(a) Adherence to Financial Policies and Planning Framework: The Board will strictly adhere to the Pawnee Nation's Division of Finance established Fiscal Policies and Procedures for the operations of PNDHCS. This includes setting the time frame for financial planning, determining the scope of services, projecting revenues, outlining directions for capital financing, and specifying the desired cash flow position.

(b) Budget Review and Approval Process: The Board is responsible for reviewing and approving detailed budget assumptions and the underlying rationale. This process incorporates the evaluation of relevant performance indicators to ensure that financial planning is robust and aligns with organizational goals.

(c) Work Plan Recommendation and Approval: On a timely basis, the Board will review and make recommendations for PBC consideration regarding the final work plan. This ensures that both broad planning parameters and detailed budget assumptions are adequately utilized in the development of the work plan.

(d) Performance Monitoring: The Board will regularly monitor actual performance against the approved work plan. This oversight guarantees that administrators complies with the established work plan and that resources are appropriately reported and managed throughout the year.

(e) Financial Reporting and Compliance: The Board will promote accurate, consistent recording, and timely reporting of all financial transactions. In addition, strict compliance with all applicable regulations will be maintained, and all financial activities will adhere to Generally Accepted Accounting Principles (GAAP).

(f) Fund Management: The Board will ensure the proper control of funds received from all sources, safeguarding the organization's financial integrity and ensuring responsible stewardship of all financial resources.

SECTION 805. ADMINISTRATIVE POLICY OVERSIGHT

(a) The Division Director is responsible for compliance with all administrative policies and procedures that govern the management of operating expenses within the framework of the Annual Operating Budget. This entails ensuring that all policies and procedures effectively control expenditures and promote sound fiscal management throughout the division.

(b) Uphold accountability and transparency, these administrative policies and procedures are subject to continuous monitoring for compliance. The Division Director oversees regular evaluations to confirm adherence to established guidelines and to identify any areas for improvement or adjustment in expense management practices.

(c) The Board conducts an annual review of the administrative policies and procedures. This review process serves to validate the ongoing relevance and effectiveness of the policies, ensuring they remain aligned with organizational objectives and financial stewardship requirements.

SECTION 806. FINANCIAL STEWARDSHIP PRINCIPLES

Financial stewardship for the PNDHCS is guided by several foundational principles that ensure responsible allocation and use of financial resources throughout the organization.

(a) Alignment with Strategic Priorities: Financial resources are allocated on an annual basis in accordance with the strategic priorities established by the PNDHCS. This approach ensures that funding decisions directly support the organization's overarching goals and objectives.

(b) Departmental Responsibility and Fiscal Management: Each department and program within the PNDHCS holds responsibility for operating their functional areas in a cost-effective manner. This includes actively seeking opportunities for cost-containment, integration, savings, and revenue generation. Effective fiscal management is recognized as a key component of the broader quality outcomes and evaluation framework.

(c) Recognition of Innovation and Reinvestment: The PNDHCS acknowledges the efforts of teams in generating innovative ideas that lead to efficiencies. Savings and efficiencies realized are reinvested into strategic enhancements and the development of new programs and services that align with the strategic plan.

(d) Evidence-Based Program Shifts and Enhancements: Any program shifts or enhancements are supported by thorough metrics analysis and an impact analysis or business case, as appropriate. This evidence-based approach ensures that changes are well-considered and aligned with organizational priorities.

(e) Organizational Accountability in Financial Stewardship: All individuals associated with the PNDHCS—including employees, medical staff members, contractors, students, Board members, and volunteers—are expected to act in a fiscally responsible manner. Each person fulfills their stewardship responsibilities over the resources entrusted to the organization and exercises delegated authority appropriately.

(f) Analytical Support for Decision-Making: Appropriate analytical support is provided to assist with the development of impact analyses or business cases, as well as ongoing monitoring of the plan. This ensures that financial decisions are data-driven and transparent.

SECTION 807. ANNUAL OPERATING BUDGET REQUIREMENTS

The Annual Operating Budget must be prepared with sufficient detail to enable comprehensive financial planning and oversight.

Specifically, the budget will:

(a) Provide a reasonable projection of both revenues and expenses for the upcoming fiscal period.

(b) Clearly separate capital items from operational items to maintain transparency and facilitate accurate financial analysis.

(c) Include a cash flow analysis to support the organization’s ability to meet financial obligations as they arise.

(d) Disclose any significant changes in the organization’s financial position.

(e) Present all material planning assumptions used in the budget development process, offering insight into the basis for projections and decisions.

(f) It is required that no actual expenditures deviate above the 10% variance from Board-approved priorities without obtaining prior approval from the Board. This ensures financial discipline and adherence to established strategic objectives.

SECTION 808. FINANCIAL PERFORMANCE MONITORING

The Board will conduct comprehensive assessments of the financial performance of PNDHCS on a monthly basis. These assessments will utilize a variety of performance indicators to ensure effective oversight and informed decision-making. Responsibility for establishing and maintaining financial reporting systems that comply with Generally Accepted Accounting Principles (GAAP) rests with the Division Director.

(a) Financial Reporting Standards: Financial statements will be prepared in accordance with the relevant basis of accounting and appropriate standards. These statements will be presented to the Board for review at each meeting and will include key financial performance indicators related to the following areas:

(1) Financial position

(2) Operations

(3) Cash flows

(4) Contract agreements

SECTION 809. BOARD OVERSIGHT AND CORRECTIVE ACTION

Should the Board's monitoring and assessment of the financial reporting standards key financial performance indicators reveal any issues, the Division Director will be instructed to develop and implement a corrective action plan. This plan must be submitted to the Board and receive approval within a specified timeframe before being enacted.

SECTION 810. CAPITAL PROJECTS AND CAPITAL PLANNING

All major construction projects and significant capital improvement initiatives must be approved by the Board prior to formally presenting to the Pawnee Business Council (PBC) for evaluation and potential funding.

(a) The PBC is responsible for determining the appropriate source of funding for each project, including whether an appropriation is required.

(b) The Division Director or an appointed designate is required to adhere to the definition of capital expenditures as established by Pawnee Nation policies. This ensures consistency and compliance with established guidelines throughout the capital planning process.

(c) The Board will conduct a thorough review of the proposed capital plan.

(d) Final approval of the capital plan will be granted by the Board as an integral part of the overall Budget Approval process.

(e) This procedure is designed to ensure that all capital projects align with organizational goals and available resources.

SECTION 811. MAJOR CAPITAL TRANSACTIONS

Before the Board and/or the PNDHCS take action on any major capital transaction, approval must first be obtained from the Pawnee Business Council (PBC). The following categories of transactions specifically require this prior approval:

(a) Disposition of Major Assets: Any sale, lease, exchange, or other means of disposing of all or substantially all of the assets or undertakings of PNDHCS must be presented to the PBC for approval before the Board may act.

(b) Encumbrance of Assets: The Board may not mortgage, pledge, charge, or otherwise encumber any PNDHCS assets unless the PBC has granted prior approval for such an action.

(c) Real Estate Transactions: All purchases and sales of real estate involving PNDHCS require approval from the PBC before any Board action is undertaken.

(d) Construction and Renovation Budgets: Any budget relating to new construction or building capital renovation costs must be submitted to the PBC for approval prior to any spending or Board decision.

(e) These requirements ensure that all significant capital transactions are subject to thorough evaluation and oversight, maintaining alignment with organizational objectives and available resources.

SECTION 812. ASSET PROTECTION AND RESPONSIBILITIES

The Division Director holds direct accountability to the Board to ensure that all organizational assets are safeguarded, properly maintained, and not exposed to undue or unnecessary risk. This responsibility includes the implementation of robust administrative policies and procedures designed to protect assets in accordance with established standards and best practices.

(a) To fulfill these obligations, the Division Director must ensure that all relevant policies and procedures are not only established, but also actively monitored for compliance. Additionally, these administrative controls are to be reviewed on an annual basis by the Board to confirm their continued adequacy and effectiveness in meeting asset protection objectives.

(b) The Division Director is responsible for ensuring that PNDHCS assets are effectively safeguarded and maintained through a series of comprehensive measures and controls. The following responsibilities outline the key practices that must be implemented and monitored:

(1) Insurance and Warranty Coverage

A. Maintain reasonable insurance coverage against fire, theft, and casualty losses, with an appropriate deductible to protect PNDHCS assets.

B. Ensure that adequate insurance or warranty coverage is in place for all PNDHCS assets, specifically addressing replacements or repairs resulting from theft or casualty losses.

(2) Asset Inventory and Maintenance

C. Keep an up-to-date capital asset inventory to accurately track all organizational assets.

D. Implement a program designed to ensure that facilities, equipment, and systems are properly maintained, comply with all legal requirements, and are safeguarded against improper wear and tear.

E. Develop and execute a proactive strategy for the replacement and renewal of equipment as it ages, subject to Board approval of the capital budget.

(3) Liability and Indemnity Coverage

F. Maintain adequate liability insurance coverage for PNDHCS, its Board members, officers, and employees, beyond Federal Tort Claims Act coverage, to ensure comprehensive indemnification while performing official duties.

G. Provide appropriate insurance coverage for losses resulting from errors and omissions by Board members, officers, or employees.

H. Protect PNDHCS, its Board members, officers, and employees from unnecessary liability claims through sufficient insurance and risk management practices.

(4) Financial Controls and Reporting

I. Establish and maintain robust financial controls governing the receipt, disbursement, and processing of funds, with annual reviews and prompt reporting of any issues to the Board.

J. Ensure that financial reporting practices are consistent with Generally Accepted Accounting Principles (GAAP).

K. Prevent unbonded or uninsured personnel from accessing material amounts of funds to mitigate financial risk.

(5) Public Image and Fund Access

L. Safeguard the integrity and credibility of PNDHCS, ensuring that its public image is not intentionally compromised.

M. Restrict access to funds exclusively to individuals authorized under the Signature Authority policy.

SECTION 813. DELEGATION OF SIGNATURE AUTHORITY

(a) Signature Authority Policy: The Signature Authority Policy serves to define and designate the levels of authority within PNDHCS as outlined by the Act. The Division Director holds responsibility to the Board for ensuring that comprehensive policies regarding Signature Authority are established and maintained for PNDHCS.

(b) Scope of Signing Authority: Under this policy, the PNDHCS Signature Authority establishes appropriate signing authority levels for the approval of purchases, including goods, consulting services, and non-consulting services. The Board entrusts the Division Director with the power to authorize expenditures, purchase orders, invoices, contracts, and similar documents necessary for the ongoing operations of PNDHCS in accordance with Pawnee Nation laws and Fiscal Policies and Procedures.

(c) Policy Alignment and Guidance: The Signature Authority Policy works in conjunction with established Pawnee Nation Fiscal Policies and Procedures and internal budgeting policies developed as part of PNDHCS's system of internal controls. These policies guide PNDHCS leadership in formulating and managing program budgets effectively.

(d) Delegation of Signature Authority: Should the Division Director be absent, signature authority may be delegated to the Acting Division Director. The Acting Division Director is empowered to approve expenditures up to the same level as the Division Director, ensuring continuity in operational approvals.

(e) Governance and Approval: The Pawnee Nation delegates signature authority to the Board through the Act, as approved by the PBC, establishing a clear framework for governance and oversight of financial and operational decision-making within PNDHCS.

CHAPTER NINE
EXTERNAL RELATIONSHIPS

SECTION 901. STAKEHOLDER CONSULTATION AND COMMUNICATIONS

The Board will fulfill its responsibilities regarding consultation and communications by maintaining open and transparent interactions with its stakeholders. This commitment ensures that all relevant parties are informed and engaged in matters relating to the organization.

SECTION 902. RESPONSE TO PUBLIC INQUIRIES

The PNDHCS is dedicated to addressing public inquiries, complaints, and concerns regarding its activities and operations in a timely and effective manner. This responsiveness reflects the organization's commitment to accountability and public service. The Board is dedicated to addressing all concerns of patients and will work collaboratively with the Division Director to mitigate all complaints.

(a) Process for Suggestions, Grievances and/or Complaints: A client has the right to be notified of the grievance and/or complaint process. It is encouraged for clients to make suggestions and to express any grievances or complaints.

(1) Clients should expect a reply to any grievance and/or complaint within a reasonable time.

(2) Clients are encouraged to comment on their encounters at the PNDHCS.

(3) Clients are afforded the opportunity to comment verbally to the PNDHCS Division Director; however, a formal grievance and/or complaint must be submitted in writing.

A. To facilitate the submission of written comments, a Suggestion or Patient Complaint and Grievance Form is made available to clients and their family members.

B. All client grievance and/or complaints are submitted on the Grievance, and Complaint Form to the PNDHCS for resolution.

C. The Division Director investigates each submission drawing on the appropriate PNDHCS Staff expertise and external resources to determine if, in fact, the grievance and/or complaint has merit.

D. Grievance and/or Complaints found to be meritorious are processed using the Incident Report Form, and the complainant notified of the results of the inquiry and how the issue was resolved. (See Appendix A – Forms: Incident Report Form)

E. All grievances and/or complaints are debriefed with the Executive Director and grievances and/or complaints which involve or have implications for more than one PNDHCS Services department are presented at the department manager's staff meeting.

(4) Client comments are considered quality assessment tools and they are collected, analyzed, and acted upon accordingly.

SECTION 904. POLICIES AND PROCESSES FOR COMMUNITY ENGAGEMENT

The Board will oversee the development of policies and processes to facilitate effective and ongoing communication, fostering positive relationships between the PNDHCS and the community. Recognizing the diverse nature of the community, the Board Chair and Division Director will ensure that information about PNDHCS activities is broadly disseminated through media channels across the catchment area.

(a) Mechanisms for Public Communication: To support broader and continuous communication with the public, the following mechanisms will be employed:

(1) Regular Board updates.

(2) An annual report to the community outlining PNDHCS activities.

(3) Periodic articles in local media addressing topics of interest to the communities served.

(4) Periodic open forums providing opportunities for broader community engagement.

(5) The Board reports quarterly to the PBC and the meetings are open to the community.

SECTION 905. CORRESPONDENCE AND POLITICAL ACTIVITY

(a) Correspondence to the Board: All correspondence deemed appropriate to the role of the Board, as determined by the Chair, will be received by the Board. The Board will be notified by the Division Director of such correspondence through a formal Notice of Correspondence, ensuring transparency and proper communication among Board members.

(b) Political Activity: Board members are encouraged to exercise their political rights as citizens, to vote as they may choose, to support a candidate of their choice, and to express their political opinions outside of work hours and away from the workplace.

(1) Board members may not:

A. Use his/her official authority or workplace for the purpose of interfering or affecting the result of an election or nomination with the Pawnee Nation Tribal government.

B. Engage in any political activity during scheduled working hours or at the workplace.

(c) Board members may be a candidate for public office outside of the Pawnee Nation, as long as those activities do not conflict with Pawnee Nation.

(d) Board members who choose to run for public office, within the Pawnee Nation, shall be permitted to continue as Board members, but shall be prohibited from campaigning during office hours. If elected to a public office within the Pawnee Nation, they will be required to resign in accordance with Pawnee Nation Laws.

APPENDIX A. FORMS

- **HEALTH ADVISORY BOARD CONFIDENTIALITY NON-DISCLOSURE AGREEMENT FORM**
- **TRIBAL HEALTH BOARD SELF-ASSESSMENT SURVEY FORM**
- **PNDHCS INCIDENT REPORT FORM**

PAWNEE NATION HEALTH ADVISORY BOARD
CONFIDENTIALITY / NON-DISCLOSURE AGREEMENT

Confidential information is valuable, sensitive, and protected by law as well as by our policies. The intent of these laws and policies is to ensure that confidential information will remain confidential and will be used only as necessary to accomplish Pawnee Nation Division of Health and Community Services (PN DHCS) business. Failure to keep confidential information confidential could cause harm to the patient, family or Pawnee Nation and could also result in lawsuits against the Pawnee Nation and/or the board member who disclosed the information.

Through my affiliation with the Pawnee Nation Division of Health and Community Services, I may gain access to confidential information including but not limited to: patient information both written and spoken, financial information, employee personnel records, improvement activities, or other information. Accordingly, as a condition of my affiliation and in consideration of my privilege to access confidential information, I agree to abide by the following:

1. I will not access confidential information for which I have no legitimate need to know. Accessing information without a job related need is prohibited.
2. I will not at any time during or after my employment/affiliation with PN DHCS divulge, copy, release, sell, loan, review, alter or destroy any confidential information except as specifically authorized by the law, organizational policy, or by the Board of Directors.
3. I understand that all electronic communications may be monitored and are subject to audits.
4. I understand that disclosing confidential information could result in damages being sought against myself and/or the organization.
5. I understand that failure to comply with this agreement will result in action, which may include, but is not limited to termination of employment/affiliation and/or board membership.
6. I understand through my position that I may be in possession of confidential patient protected health information and that I may not disclose that information unless authorized by law. Failure to abide by that confidentiality may be a violation of HIPAA.

I HAVE READ AND UNDERSTAND ALL OF THE ABOVE AGREEMENT.

I PROMISE THAT I WILL ABIDE BY THE ABOVE NON-NEGOTIABLE TERMS.

I WILL MAINTAIN CONFIDENTAL INFORMATION/MATERIAL AT ALL TIMES.

______________________________ ______________________

Signature **Date**

____

Printed Name

Pawnee Nation Tribal Health Board
Self-Assessment Survey

Source: AAAHC Accreditation Handbook for Ambulatory Health Care (v43), 2023

Purpose

This self-assessment helps the Pawnee Nation Tribal Health Board evaluate its effectiveness in governance, board development, oversight, quality, safety, accreditation readiness and accountability consistent with AAAHC v43 expectations for ambulatory health care organizations.

Instructions

For each statement, rate the Board's current performance:

- **4 – Fully Met / Consistently Demonstrated**
- **3 – Mostly Met**
- **2 – Partially Met**
- **1 – Not Met**
- **N/A – Not Applicable**

Space for comments and evidence is provided to support accreditation readiness and continuous improvement.

Section 1: Governance Structure & Authority

(Aligned with v43 Administration & Governance expectations)

#	Statement	Rating	Comments / Evidence
1.1	The Tribal Health Board has a formally adopted charter or resolution defining its authority, responsibilities, and scope of oversight.		
1.2	Governance authority for ambulatory health services is clearly distinguished from day-to-day management functions.		
1.3	The Board is structured in accordance with Tribal law, code, or resolution and is reviewed periodically.		
1.4	Board membership reflects Tribal values, community representation, and relevant expertise.		
1.5	Conflicts of interest are disclosed, documented, and managed according to policy.		

Section 2: Leadership Accountability & Oversight
(Reflects v43 emphasis on leadership responsibility and accountability)

#	Statement	Rating	Comments / Evidence
2.1	The Board formally appoints and evaluates the Chief Executive Officer / Health Director.		
2.2	Roles and reporting relationships between the Board, CEO, and clinical leadership are clearly defined.		
2.3	The Board receives regular reports on organizational performance, risks, and compliance.		
2.4	Succession planning exists for key leadership roles.		
2.5	Leadership decisions reflect Tribal sovereignty, cultural values, and patient-centered care.		

Section 3: Quality of Care & Patient Safety Oversight
(Aligned with v43 Quality of Care and Performance Improvement categories)

#	Statement	Rating	Comments / Evidence
3.1	The Board reviews quality and patient safety data at defined intervals.		
3.2	Quality improvement priorities are approved or endorsed by the Board.		
3.3	Sentinel events, adverse events, or serious safety concerns are reported to and reviewed by the Board.		
3.4	The Board ensures culturally appropriate, equitable care for Tribal members and patients.		
3.5	Performance improvement activities are documented and monitored for effectiveness.		

Section 4: Compliance, Risk Management & Accreditation Readiness
(Reflects v43 compliance and organizational accountability expectations)

#	Statement	Rating	Comments / Evidence
4.1	The Board oversees compliance with AAAHC accreditation standards and applicable regulations.		
4.2	Organizational policies and procedures are approved or reviewed at the governance level as required.		
4.3	Risk management activities (clinical, operational, financial) are reported to the Board.		
4.4	The Board is informed of accreditation survey results and corrective action plans.		
4.5	Progress on corrective actions is tracked and documented.		

Section 5: Financial Oversight & Resource Stewardship
(Aligned with v43 administration and fiscal responsibility standards)

#	Statement	Rating	Comments / Evidence
5.1	The Board approves budgets and monitors financial performance.		
5.2	Financial controls are in place to protect Tribal health resources.		
5.3	Funding sources (IHS, grants, third-party revenue) are reviewed for sustainability and compliance.		
5.4	The Board understands how financial decisions impact quality and access to care.		
5.5	Audit findings are reviewed and addressed by the Board.		

Section 6: Policy, Ethics & Patient Rights

(Reflects v43 requirements for patient rights, ethics, and organizational integrity)

#	Statement	Rating	Comments / Evidence
6.1	The Board approves or oversees policies addressing patient rights and responsibilities.		
6.2	Ethical concerns are addressed through defined processes consistent with Tribal values.		
6.3	Patient grievances and complaints are reported in aggregate to the Board.		
6.4	Cultural respect and confidentiality are emphasized in policy and practice.		
6.5	The Board ensures staff receive training related to ethics, privacy, and patient rights.		

Section 7: Board Education & Effectiveness
(Supports AAAHC's "1095 Strong" continuous readiness philosophy)

#	Statement	Rating	Comments / Evidence
7.1	Board members receive orientation on healthcare governance and accreditation responsibilities.		
7.2	Ongoing education is provided on quality, patient safety, and regulatory changes.		
7.3	The Board conducts periodic self-evaluation of its performance.		
7.4	Board meetings are documented with agendas, minutes, and action tracking.		
7.5	Governance practices support continuous improvement, not just survey readiness.		

Section 8: Overall Assessment & Action Planning

Key Strengths Identified:

Priority Improvement Areas:

Recommended Board Actions (Next 6–12 Months):

- **Informational Crosswalk: Tribal Health Board Survey & AAAHC v43 Governance Intent**

Survey Section	Primary Governance Focus	AAAHC v43 Governance Intent Reflected
Section 1: Governance Structure & Authority	Board authority, composition, and separation from management	v43 emphasizes that organizations have a clearly defined governing body with documented authority and accountability, and that governance responsibilities are distinct from operational management. This section supports reflection on how governance structure aligns with those principles.
Section 2: Leadership Accountability & Oversight	CEO appointment, evaluation, and reporting relationships	v43 highlights governing body responsibility for leadership oversight and access to information necessary to oversee organizational performance, risk, and compliance. This section aligns with v43's focus on leadership accountability without prescribing evaluation methods.
Section 3: Quality of Care & Patient Safety Oversight	Board-level awareness of quality and safety performance	v43 places strong emphasis on quality, patient safety, and performance improvement. While operational responsibility rests with management and clinical leaders, v43 reflects an expectation that governance is informed of quality outcomes and significant safety issues.
Section 4: Compliance, Risk Management & Accreditation Readiness	Oversight of compliance and risk activities	v43 reinforces continuous compliance and risk awareness throughout the 1,095-day accreditation cycle. This section supports governance-level visibility into compliance status, accreditation activities, and corrective

Survey Section	Primary Governance Focus	AAAHC v43 Governance Intent Reflected
		actions consistent with v43's continuous readiness philosophy.
Section 5: Financial Oversight & Resource Stewardship	Fiscal responsibility and sustainability	v43 includes expectations related to fiscal oversight and protection of organizational resources. This section aligns with the governance role in approving budgets, monitoring financial performance, and understanding financial impacts on access and quality of care.
Section 6: Policy, Ethics & Patient Rights	Oversight of ethical practices and patient protections	v43 includes standards addressing patient rights, ethical conduct, confidentiality, and organizational integrity. This section aligns with governance awareness of policies and processes that support ethical, culturally respectful care without prescribing board review mechanisms.
Section 7: Board Education & Effectiveness	Board preparedness and governance effectiveness	v43 does not require board self-evaluation or formal education programs; however, it emphasizes effective governance, leadership accountability, and continuous improvement. This section supports reflection on board effectiveness consistent with v43 intent.
Section 8: Overall Assessment & Action Planning	Governance-level reflection and improvement planning	v43 encourages organizations to use evaluation findings to support improvement over time rather than episodic survey preparation. This section aligns with the v43 focus on continuous

Survey Section	Primary Governance Focus	AAAHC v43 Governance Intent Reflected
		readiness and governance engagement in improvement discussions.

THE PAWNEE NATION DIVISION OF HEALTH AND COMMUNITY SERVICES (PNDHCS)

CONFIDENTIAL

INCIDENT REPORT FORM

Patients are encouraged to express their comments regarding their experience at the PNDHCS. This form can be initiated by the patient or used by a staff member to record a patient's comments for follow-up by the QA Coordinator. When completed, the form is CONFIDENTIAL and is not to be entered or referred to in a medical chart or record.

Patient:

Address: **Phone**

Medical Record Number:

Report Initiated By Staff:

Date:

Comment/Complaint:

FOR CLINIC USE ONLY

Follow-Up:

Complainant Notified of Resolution/Date: ____________________/__________

Complainant Satisfied? ❒ **Yes** ❒ **No**

_____________________/__________ _____________________/__________

QA Coordinator Date Division Director Date

CONFIDENTIAL

APPENDIX B. DUTIES OF OFFICERS

BOARD CHAIR

Role Statement: The Board Chair, working collaboratively with the Division Director, provides leadership to the Board ensures the integrity and effectiveness of the Board's governance process and represents the Board to outside parties, including the Pawnee Nation.

The Chair coordinates the activities of the Board in fulfilling its governance responsibilities and facilitates cooperative relationships among Board members and between the Board and Division Director and the Board.

The Chair ensures that all matters relating to the Board's mandate are brought to the attention of, and discussed by, the Board.

The Chair is an ex-officio member of all Board committees but may elect to share this responsibility with the Vice-Chair.

Responsibilities Board Meetings: Establish agendas in collaboration with the Division Director that are aligned with the annual Board goals, work plan and current issues and preside over meetings of the Board.

Facilitate and advance the business of the Board, ensuring that meetings are effective and efficient for the performance of governance work.

Utilize a practice of referencing the Board policies in guiding discussions to support the decision-making processes of the Board.

Ensure that the Board hears all sides of a debate or discussion and that meetings are conducted according to applicable legislation, the Act, governance policies and Roberts Rules of Order.

Ensure that a schedule of Board meetings is prepared annually and is reflective of current Board issues and/or interests.

Direction: Act as the primary liaison between the Board and the Division Director, regarding both the Board's policy directives and decisions, as well as any matters of interest or concern raised by individual Board members.

Guide and counsel the Division Director regarding the Board's expectations and concerns; and

In collaboration with the Division Director, develop the standards and format for reporting by Board committees and the management team, which will ensure that the Board has appropriate information to make informed decisions.
Performance Appraisal: Participate with the Human Resource Manager in monitoring and evaluating the performance of the Division Director through an annual process as outlined in Board policies on "Division Director Performance Evaluation."

Work Plan: With the assistance of the Division Director, ensure that a work plan is developed and implemented for the Board that includes annual goals for the Board and embraces continuous improvement.

Representation: Ensure that the Board is appropriately represented at the PNDHCS' functions, other official functions and to the public at-large.

Serve as the Board's exclusive contact with the media, unless otherwise delegated.

Serving as the Board's representative, the Chair will cultivate a collegial working relationship with the PNDHCS and Division Director and other internal and external stakeholders.

Reporting: Report regularly and promptly to the Board regarding issues that are relevant to its governance responsibilities.

Report to the annual meeting of the Board concerning the operations of the PNDHCS.

Board Conduct: Maintain a high standard for the Board conduct and uphold policies and Laws regarding Board Member's conduct.

Mentorship: Serve as a mentor to the other Board members.

Attend all meetings of the PNDHCS and the Board.

Ensure that all Board members contribute fully.

Address issues associated with underperformance of individual Board members.

Succession Planning: Ensure succession planning occurs with the Human Resource Manager for the Division Director and the Board.

Other Duties: The Chair performs such other duties as the Board determines from time to time.

Skills, Attributes and Experience: The Board Chair will demonstrate the following personal qualities, skills, and experience:

All the personal attributes required of a Board member.

Leadership, strategic and facilitation skills, tact, diplomacy, impartiality, and political acuity.

Ability to effectively influence and build collaborative relationships within the Board;
ability to build strong relationships between the PNDHCS and stakeholders.
Ability to establish trusted advisor relationships with the Division Director and other Board members.

Ability to make the necessary time commitment and required flexibility in work schedule to meet the requirements of this leadership role.

Ability to communicate effectively with the Board, senior management, the Pawnee Nation, other Nation agencies including community; and record of achievement in one or several areas of skills and expertise required within the Board.

VICE-CHAIR

Role Statement: The Vice-Chair works collaboratively with the Chair. They support the Chair in fulfilling their responsibilities. The Vice-Chair shall have all the powers and perform all the duties of the Chair in their absence.

Responsibilities of the Vice-Chair: Board Chair Substitute, the Vice-Chair will assume the duties of the Chair in the Chair's absence or disability, or as requested by the Chair, including representing the Board and the PNDHCS at official functions and to the public at-large.

Board Conduct: Maintain a high standard for Board conduct and uphold policies and Laws regarding member conduct.

Mentorship: Serves as a mentor to other Board members.

Attend all meetings of the PNDHCS and the Board.

Skills, Attributes and Experience: The Vice-Chair will demonstrate the following personal qualities, skills, and experience:

All the personal attributes required of a Board member.

Leadership, strategic and facilitation skills, tact, diplomacy, and impartiality and political acuity.

Ability to effectively influence and build collaborative relationships within the Board.

Ability to build strong relationships between the Board and stakeholders.

Ability to establish trusted advisor relationship with the Division Director and other PNDHCS' Senior Management.

Ability to make the necessary time commitment and required flexibility in work.

Schedule to meet the requirements of this leadership role.

Ability to communicate effectively with the Board, senior management, Pawnee Nation agencies including the community.

Record of achievement in one or several areas of skills and expertise required within the Board.

TREASURER (Reserved for Future Use)

Role Statement: The Treasurer is a Board member and works collaboratively with the Chair, Division Director, and Chief Financial Officer to support the Board in fulfilling their fiduciary responsibilities.

Responsibilities Reporting Requirements: The Treasurer works with the Pawnee Nation's Finance Office to keep up-to-date audit, financial and compliance reporting requirements.

The Treasurer will review and approve the monthly financial reports to be presented at each Board regular meeting.

The Treasurer will ensure that the Board and program budgets are expending revenue within the approved budget parameters.

The Treasurer will assist in the development of the Annual Work Plan, Annual Operating Budget, Capital Budget and Annual Report and presentation to the Board for approval.

Mentorship: Serves as a mentor to other Board members.

Attend all meetings of the PNDHCS and the Board.

Skills and Expertise: The Treasurer will demonstrate the following personal qualities, skills, and experience:

All the personal attributes required of a Board member.

Financial expertise and literacy and preferably an accounting designation.

Ability to chair a meeting such that decisions are made in a manner that is respectful and efficient.

Willingness and ability to commit time to the Board and responsibilities of Treasurer.

A record of achievement.

The ability to communicate efficiently and effectively.

SECRETARY

Role Statement: The Board Secretary performs as the official record-keeper for the Board and is required to document the actions and the business of the Board, through the creation, maintenance, and timely distributions of accurate, through and sufficient documents, which meet applicable legal requirements.

The Secretary works collaboratively with the Chair, Division Director, and Board Member's to support the Board in fulfilling its fiduciary responsibilities.

Board Conduct: Maintain a high standard for Board conduct and uphold policies and Laws regarding Board member conduct, with particular emphasis on fiduciary responsibilities.

Record Management: Keep a roll of the names, addresses and contact information of Board members.

Ensure the proper recording and maintenance of minutes of all meetings of the PNDHCS and the Board.

Attend to correspondence on behalf of the Board.

Have control of all minute books, documents, registers, and the seal of the Board and PNDHCS and ensure that they are maintained as required by law.

Ensure that all reports are prepared and filed as required by law or requested by the Board.

Maintains a complete hard copy record and file with originals, and all supporting documentation at the Board office.

Meetings: Give such notice as required by Pawnee Nation Code tit. 16, § 4(11), Freedom of Information, Rights of Privacy, and Open Meeting Act and the record all actions of all meetings of the Board.

Attend all meetings of the PNDHCS and the Board.

Other: Perform such other duties as may be required by the Board.

Delegation: As Secretary, the Chair may delegate the performance of duty or duties assigned to the Secretary to any other person(s) as approved by the Board but retains responsibility for ensuring the proper performance of such duties. However, such delegation is understood to be mandatory when the Board is considering matters relating to the Secretary.

Skills, Attributes and Experience: The Secretary will demonstrate the following personal qualities, skills, and experience:

All the personal attributes required of a Board member.

Knowledge of law, regulation and policy concerning the PNDHCS, including legal compliance and reporting requirements.

Demonstrate the utmost corporate integrity.

The ability to communicate effectively.