

# SAMPLE GOVERNANCE AUTHORITY MATRIX

Read in Conjunction with Bylaws

	Key Governance Functions	System Board	System CEO	Hospital/Regional Governing Boards	Hospital/Regional CEO
<b>1.0</b>	<b>Mission, Vision, and Values</b>				
or1.1	System Mission and Vision Statements	Recommend	Develop and Recommend		
1.2	System Core Values	Recommend	Develop and Recommend		
<b>2.0</b>	<b>Legal Structure</b>				
2.1	Articles and Bylaws of Health System	Recommend	Develop and Recommend		
2.2	Articles and Bylaws of Hospital Governing Boards	Approve	Recommend	Recommend	Develop and Recommend
2.3	Name of Corporation and Hospitals	Recommend	Recommend	Develop and Recommend	
<b>3.0</b>	<b>Board/Executive Appointments</b>				
3.1	Appoint or Remove Health System Directors	Approve			
3.2	Appoint or Remove Hospital Governing Board of Directors	Approve		Recommend	
3.4	Appoint or Remove Board Chair of Health System	Approve			
3.5	Appoint or Remove Chairs of Hospital Governing Boards	Approve		Recommend	
3.6	Appoint or Remove Officers of Health System Board of Directors	Approve			
3.7	Appoint or Remove Board Officers of Hospital Governing Boards			Approve	
3.8	Appoint or Remove CEO of Health System	Approve			
3.9	Appoint or Remove Hospital CEOs		Approve	Recommend	
<b>4.0</b>	<b>Governance and Executive Effectiveness</b>				

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4.1	Develop Health System's Process and Policies for Board Education, Board Member Evaluation, Board Chair Evaluation and CEO Evaluation	Approve	Develop and Recommend		
4.2	Evaluate Performance of Health System Board and Board Members	Approve			
4.3	Evaluate Performance of Hospital Governing Boards and Board Members	Receive		Approve	
4.4	Evaluate Performance of Advisory Boards and Board Members			Approve	
4.5	Evaluate Performance of Health System Board Chair	Approve			
4.6	Evaluate Performance of Hospital Governing Board Chairs	Receive		Approve	
4.7	Evaluate Performance of Advisory Board Chairs			Approve	
4.8	Evaluate Performance of the CEO of Health System	Approve			
4.9	Evaluate Performance of Hospital CEOs		Approve*	Review and Recommend*	
4.10	Evaluate Hospital Adherence to Bylaws and the Governance Authority Matrix		Approve*		
<b>5.0</b>	<b>Strategy, Budget, and Operations</b>				
5.1	System Consolidated Strategic Plan	Approve	Develop and Recommend		
5.2	Hospital Strategic Plan		Approve	Recommend	Recommend
5.3	System Consolidated Operating and Capital Budgets	Approve	Develop and Recommend		
5.4	Hospital Operating and Capital Budgets		Approve	Receive and review annual	Recommend

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				operating/ capital budgets and provide input/ recommendations	
5.5	Expenditure of Funds or Divestiture of Assets <u>specified</u> in the Approved Capital Budget and Allocation	Above the system CEO's approval threshold	Up to the agreed-upon system CEO approval threshold	Up to \$3 million	Up to \$1 million
5.6	Expenditure of Funds or Divestiture of Assets <u>not specified</u> in the Approved Capital Budget and Allocation	Above \$3 million and up to \$10 million	Up to \$3 million	Recommend	Develop and Recommend
5.7	Incurrence of Additional System Debt or Debt Capacity	Approve	Recommend		
5.8	Appoint Internal and External Auditor	Approve	Consult		
5.9	Approve entering into contracts or purchases, litigation or other legal settlements, benefits packages above limits	Approve			
<b>6.0</b>	<b>Quality and Safety</b>				
6.1	System-wide Quality and Safety Plan	Approve	Develop and Recommend		
6.2	Monitor System-wide Quality and Safety Performance	Review	Review		
6.3	Monitor Local Quality and Safety Performance		Review	Review at all Board Meetings	Develop and Recommend
6.4	Medical Staff Bylaws			Approve	Provide Input
6.5	Credentialing Process of Physicians and Allied Health Professionals			Approve	Provide Input
6.6	Medical Staff Appointments			Approve	Provide

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					Input

\* Performed in collaboration with the System CEO and Hospital/Regional Governing Board.