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|  South Peninsula Hospital | <b>SUBJECT:</b> Responsibilities of Board Members | <b>POLICY #:</b> SM-02                                     |
|                                                                                                           |                                                   | <b>Page 1 of 1</b>                                         |
| <b>Scope:</b> Hospital-Wide<br><b>Approved by:</b> Human Resources                                        |                                                   | <b>Original Date:</b> 9/24/03<br><b>Effective:</b> 1/24/24 |
| <b>Revised:</b> 5/28/08; 9/24/14; 11/17/15; 8/25/21<br><b>Reviewed:</b> 1/24/24                           |                                                   | <b>Revision Responsibility:</b><br>Board of Directors      |

**PURPOSE:**

Defining roles and responsibilities of the Board of Directors.

**DEFINITION(S):**

N/A

**POLICY:**

- A. The power and authority of the board comes from the board as a whole; individual members do not have decision making or directive authority unless specifically designated by the board. The Board of Directors alone has directive or tasking authority over the CEO.
- B. Board Member Responsibility
  1. Be a conscientious member of the board, helping the board to fulfill its responsibilities for directing the hospital, fulfilling its mission, protecting and furthering its assets, and being accountable to the public at large for the ethical conduct of all hospital affairs.

**PROCEDURE:**

1. Be loyal to the hospital, always furthering the interests of the hospital in its pursuit of its mission, and disclosing and avoiding any potential conflict of interest.
2. Be diligent in the fulfillment of board responsibilities; always be prepared for decisions addressed by the board; prepare to attend and actively participate in board meetings and in continuing education opportunities. Make an effort to become knowledgeable about healthcare issues and trends and South Peninsula Hospital operations.
3. Stay focused at board meetings; come prepared; be a good listener; participate and ask questions to gain knowledge; maintain ethics and values.
4. Be prudent in all decisions made on behalf of the hospital, employing judgment consistent with generally accepted standards and/or practices for the issue at hand, based on the information that is available.
5. Respect the confidentiality of the boardroom and refer all inquiries for public statements to the hospital's PR/Marketing Director.
6. Support the decisions and policies of the board until such time as those decisions or policies are changed by an official action of the board.
7. Help define and then support the roles delegated to management and the medical staff and to assure that accountability mechanisms exist to receive reports on the delegated duties.
8. Be a champion of the South Peninsula Hospital Values and Behaviors.
9. Direct all requests for information or assistance to the CEO or Acting CEO or designee.
10. Engage in regular self-evaluation processes of the board and be responsible to notify the board chairman or nominating committee at such time as the member determines that he/she cannot continue to carry out the duties of the position.
11. Be aware that all public comments and actions, whether or not made as a representative of South Peninsula Hospital, may be perceived as such and may have a negative impact on the hospital's reputation in the community.

**ADDITIONAL CONSIDERATION(S):**

N/A

**REFERENCE(S):**

1. South Peninsula Hospital's Values & Behaviors as adopted by the Board of Directors

**CONTRIBUTOR(S):**

Operating Board; Chief Executive Officer