

BYLAWS OF  
THE UNIVERSITY OF TEXAS HEALTH SCIENCE CENTER  
AT SAN ANTONIO  
SCHOOL OF ALLIED HEALTH SCIENCES FACULTY PRACTICE PLAN

UT Allied Health Partners

ARTICLE I  
PURPOSE

The purpose of the UT Allied Health Partners Plan (the “Plan”) is to manage and hold in trust the professional income of faculty Members of the Plan within the School of Allied Health Sciences (“School”) at the University of Texas Health Science Center at San Antonio (“The University”). The management, organization and operating procedures of the plan are set forth in these bylaws. The Plan will contribute to and safeguard the continued growth in excellence of the School. The Plan creates an Allied Health Trust Fund for said purposes. The terms faculty member and Member of the Plan are differentiated by the capital letter “M.” SAHS faculty members who participate in the Plan will be known as “Members” of the Plan. SAHS faculty members who do not participate in the Plan are referred to as faculty “members.”

**1. THE PLAN OBJECTIVES ARE TO:**

- 1.1 Increase access to quality allied health care services to the public.
- 1.2 Through multiprofessional practice, improve the quality of life for patients through primary care services, health promotion, rehabilitation and management of chronic diseases.
- 1.3 Promote the School of Allied Health Sciences within the community and the University.
- 1.4 Promote the School of Allied Health Sciences within the professions by providing opportunities for collaboration, research and continuing education.
- 1.5 Provide supplementary funds to the school, the department and the individual.
- 1.6 Maintain and expand the clinical competence of individual faculty members in their areas of expertise.
- 1.7 Provide a model in a successful clinical and business setting for students in the School of Allied Health Sciences and thereby enhance clinical reasoning, competence, patient care and management skills.

ARTICLE II  
OFFICES

**2. OFFICE LOCATIONS OF THE PRACTICE**

- 2.1 Principal Office. The principal office for the transaction of the business of the practice is located at the Office of the Dean, School of Allied Health Sciences, The University of Texas Health Science Center at San Antonio, 7703 Floyd Curl Drive (mail address) or 8403 (physical address), Mail Code 6243, San Antonio, Texas 78299-3900.
- 2.2 Other Offices. Branch or subordinate offices may at any time be established by the Board of Directors at any place or places where the practice is qualified to do business.

ARTICLE III  
DEFINITIONS

**3.1 TOTAL COMPENSATION**

**3.1.1** For purposes of this Plan, “Total Compensation” shall be defined as that total remuneration comprised of salary and other compensation paid to faculty members by The University of Texas Health Science Center at San Antonio (the University). Total Compensation shall be construed not to include fringe benefits.

**3.2. SALARY**

**3.2.1.** For purposes of this Plan, “Salary” shall be defined as that part of Total Compensation set forth as “Total Salary” in the annual operating budget of the University, and amendments thereto as approved by the Board of Regents of the University of Texas System upon recommendation of the administration.

**3.2.2.** Each Member’s Salary shall be determined annually, upon recommendation of his or her Department Chair and the Dean of the School of Allied Health Sciences with approval of the President of the University and the Office of the Chancellor in accordance with The University of Texas System Budget Rules and Procedures.

**3.3 OTHER COMPENSATION**

**3.3.1** For purposes of the Plan, “Other Compensation” shall be defined as part of Total Compensation set forth as an addition to Total Salary in the annual operating budget of the University, and amendments thereto, as approved by the Board of Regents of The University of Texas System upon recommendation of the administration.

**3.3.2.** Each Member’s “Other Compensation” shall be determined annually, upon recommendation of his/her Chair and the Dean of the School of Allied Health Sciences with approval of the President of the University and the Office of the Chancellor in accordance with The University of Texas System Budget Rules and Procedures.

ARTICLE IV  
ORGANIZATION OF PLAN

**4.1 MEMBERSHIP**

**4.1.1** All full-time benefit eligible faculty members of the School of Allied Health Sciences within participating departments, who as part of their faculty responsibilities, generate professional income shall be Members in the Plan, except as authorized by the President of UTHSCSA.

**4.1.2.** Part-time and/or adjunct faculty members of the School of Allied Health Sciences in participating departments who generate professional income as set forth below, choosing to follow the provisions set forth in the practice Plan, may become Members of the Plan upon recommendation of the Department Chair and approval of the Dean. Each faculty member will declare his/her participation or choose a non-Member status.

**4.1.3.** A person who is hired by the department or the Plan to provide professional patient care services under a contract with the Plan that generates revenue for the Plan may be a Member with approval of the Dean.

- 4.1.4.** A faculty member from any of the other academic units at UTHSCSA (Medical School, Dental School, School of Nursing) may participate as a Member in the Plan with approval of their Department Chair and the Dean of SAHS.
- 4.1.5.** A participating department is defined as any department in the School of Allied Health Sciences with faculty members within the department engaged in professional/clinical income activities for that department.
- 4.1.6.** Non-participating departments are defined as any department in the School of Allied Health Sciences that do not have a departmental interest in or generate professional/clinical income. A non-participating department will enter the Plan as that respective department engages in professional/clinical revenue generation with approval of the Dean.
- 4.1.7.** For each Member in each participating department, a written agreement shall be executed annually and the Member will sign a conflict of interest statement and agree to abide by all provisions of the Plan.
- 4.1.8.** A Member leaving the School of Allied Health Sciences faculty terminates membership in the Plan without recourse. The Plan will retain all rights, responsibilities and privileges to seek uncollected payments for services rendered by the Member.
- 4.1.9.** No membership is transferable.
- 4.1.10.** In the event a non-participating department anticipates professional/clinical activities that generate income for that department, the department and its members will become a Participating Department. Departments becoming participating departments in the Plan will do so with the full benefits and responsibilities of the Plan.
- 4.1.11.** All Members shall be entitled to participate in the Plan, all active Members may vote upon all business brought before the Membership of the Plan, and all active Members shall be eligible for any election or appointment to any committee of the Plan.
- 4.1.12.** If a Member fails to qualify for membership as stated in these Bylaws, then the membership shall automatically terminate.

## **4.2 MEETINGS OF THE MEMBERSHIP**

- 4.2.1.** The Membership shall meet in general session annually at a place designated by the Chair of the Board of Directors. Notice of the annual meeting shall be distributed to each Member at least two weeks prior to the meeting.
- 4.2.2.** Special meetings may be called by the Board, the President of the Health Science Center, the Dean, or upon written petition of one-half (1/2) of the Members subject to two weeks notice in writing.
- 4.2.3.** The Chair of the Board of Directors or in his/her absence, the Vice-Chair shall preside. The Secretary of the Board of Directors shall serve as Secretary of the Plan.
- 4.2.4.** One-fourth (1/4) of the Membership shall constitute a quorum.
- 4.2.5.** Each active Member shall have one (1) vote.
- 4.2.6.** Except where otherwise specified within these Bylaws, a simple majority of the Members who are present and voting shall constitute a prevailing vote.

4.2.7. Minutes of each meeting shall be prepared by the Secretary, published and circulated to each Member of the Board of Directors, the Dean and the President of UTHSCSA, and shall be available to each Member upon request.

4.2.8. The rules of order for meetings shall be the current edition of Robert's Rules of Order.

### 4.3 **BOARD OF DIRECTORS**

4.3.1. The Board of Directors will assume its responsibilities annually on September 1.

4.3.2. The number on the Board of Directors of the Plan shall be up to sixteen (16) until changed by amendment to these bylaws. Directors are Members of the Plan and include:

- A. Dean of the School
- B. Chair from each participating department
- C. Three (3) Directors-at-large shall be elected by the Membership from participating departments (To be eligible for election as an Elected Director, the faculty member must be a Member of the Plan.)
- D. Ex Officio Directors:
  - a. University Executive Vice President for Business Affairs or designate (non-voting)
  - b. University Legal Counsel or designate (non-voting)
  - c. Director of the Plan/Assistant to the Dean of the School of Allied Health Sciences (non-voting)
  - d. Other Ex-Officio members, appointed by the Dean (non-voting)

4.3.3. Election and Term of Office: The Directors-at-large will be elected at each annual meeting of Members and serve a term of two (2) years. Initially, two (2) elected directors shall serve for a period of one (1) year and two (2) elected directors will serve for two (2) years. Directors may be elected to consecutive terms. The Dean, Assistant to the Dean and Ex Officio Directors shall hold office so long as they hold the staff positions that entitle them to be directors. (Ex Officio Directors may vote).

4.3.4. The Board of Directors may create standing or ad hoc committees from the Directors of the active Members to make recommendations upon specific matters when necessary. Committees may also be appointed by the Board of Directors at the request of the active Members by vote. Appointment to these committees shall be noted in the Minutes of the Board of Directors. At the request of the Committee members, committee appointments may include people who are not members of the Plan. The Minutes shall be kept of all committee meetings and recommendations shall be submitted to the Board in writing. Committees of the Board of Directors will include the following:

- A. Budget and Finance Committee
- B. Quality Assurance and Compliance Committee
- C. Credentialing Committee

4.3.5. The Board of Directors shall report its activities to the Membership at the annual meeting.

4.3.6. The Board shall meet at least quarterly on call of the Chairman of the Board, the President of the University or on the written petition of two-thirds (2/3) of the Members of the Board.

4.3.7. The presence in person or by proxy of two-thirds (2/3) of the voting Members at any meeting shall constitute a quorum for the transaction of business by the Board.

4.3.8. Except where otherwise specified within these Bylaws, a simple majority vote, including proxies shall prevail.

- 4.3.9. If a vacancy occurs on the Board, the Dean of the School of Allied Health Sciences shall appoint a Member to fill the remainder of the unexpired term.

**4.4. OFFICERS OF THE BOARD**

- 4.4.1. The Officers of the Board are Chair, Vice-Chair, and Secretary
- 4.4.2. The Dean of the School of Allied Health Sciences will serve as Chair of the Board.
- 4.4.3. The Vice-Chair and Secretary will serve a term of two years. They may serve no more than two consecutive terms.
- 4.4.4. Except for the Chair of the Board, officers are nominated by and elected by the Board of Directors.

**4.5. BUSINESS OPERATIONS**

- 4.5.1. A Business Office at the Principal Office shall be maintained for the Plan.
- 4.5.2. The Assistant to the Dean serves as the Director of the Plan. The Director and staff shall be under the direction and supervision of the Dean or designate.
- 4.5.3. An annual operating budget for all income and expenditures of the Plan shall be prepared and approved by the Board of Directors in accordance with the Budget Rules and Procedures of the Board of Regents of The University of Texas System.
- 4.5.4. Financial reports for the Plan shall be prepared by the Director of the Plan and submitted to the Chair of the Board for review and submission to the Board of Directors at each regular meeting. A copy shall be submitted to the President of UTHSCSA, Office of the Chancellor and the University Executive Vice President for Business Affairs.
- 4.5.5. The Chair of the Board shall provide to the President annually an audited financial report and report on the performance of the Practice Plan, to include a report on the budget and finances of the Plan, and compliance and audit activities at the conclusions of the fiscal year.
- 4.5.6. Detailed accounting records of all revenue under the Plan shall be maintained by the Director of the Plan/Assistant to the Dean.
- 4.5.7. The cost of business operations and other expenses incurred in the generation of income shall be paid from income to the Allied Health Trust Fund.
- 4.5.8. Professional fees shall be centrally billed and collected by the business office for the Plan, or its designated agents in accordance with procedures developed by the Dean and/or Director of the Plan in consultation with the Board and approved by the UTHSCSA Executive Vice President for Business Affairs and the President. All collections will be deposited in the Allied Health Trust Fund.

ARTICLE V  
ALLIED HEALTH TRUST FUND

**5.1. COMPOSITION**

- 5.1.1. An Allied Health Trust Fund shall be established for the receipt and disbursement of Plan income.
- 5.1.2. The following funds shall be established to receive disbursements of Plan income.

- A. Business Operation Fund
- B. Institutional Development Fund
- C. Institutional Fringe Benefit Fund
- D. Department Fund

5.1.3. The Allied Health Trust Fund and the component sections shall be audited in accordance with regulations of The University of Texas System. The cost of said audit should be paid for from the Business Operation Fund.

## 5.2 **SOURCES OF INCOME**

5.2.1. Pursuant to the Member's contract with the University for Participation in the Plan, each Member shall assign his professional income to the Allied Health Trust Fund.

5.2.2. Income can be accepted from voluntary and part-time faculty who are not Members of the Plan, at the discretion of the individual, upon recommendation of the Department Chair and approval of the Dean, School of Allied Health Sciences.

## 5.3 **ITEMS INCLUDED IN PROFESSIONAL INCOME**

5.3.1. Professional fees generated for all patient care services rendered by Members regardless of where rendered unless otherwise specified in the annual written agreement and assignment of duties by the Department Chair and approved by the Dean and the UTHSCSA President.

5.3.2. Fees for all court appearances, depositions, or legal consultations.

5.3.3. All other professional income with the exception of the following:

- A. Honoraria, royalties, nonprofessional retainers
- B. Honoraria from continuing education programs
- C. Payment for editing scientific publications
- D. Non allied health professional consultation fees (honoraria)

5.3.4. Members from UTHSCSA schools other than the School of Allied Health Sciences shall deposit patient care fees rendered through the Plan in the Allied Health Trust Fund. Otherwise, funds will be deposited according to a contract designed between the Member's Department and the Dean.

5.3.5. Other income not specifically described above shall be reported in writing to the Dean of the School of Allied Health Sciences who shall determine whether said income would be considered professional income.

## 5.4 **DETERMINATION OF PROFESSIONAL FEES**

5.4.1. Each Department Chair, in consultation with Member faculty, will prepare fee schedules which shall be used for billing purposes, subject to approval by the Board of Directors. The Board of Directors must approve substantive changes in the fee schedule. The Fee schedule will be reviewed annually. Changes may be made annually or more frequently as circumstances dictate.

5.4.2. Guidelines for discounting fees will be developed by the Board of Directors. Individual Members may alter or extinguish any charge for professional services at any time prior to billing for such services, or after billing and prior to collection, where the initial charge resulted from an incorrect financial classification of patient.

## 5.5 **BUSINESS OPERATION FUND**

- 5.5.1. The Business Operation Fund shall be expended for the conduct of general administrative and business affairs of the Plan.
- 5.5.2. A percentage of the gross income from the Allied Health Trust Fund, as needed to fund the approved budget of the business office of the Plan, shall be deposited each month into the Business Operation Fund.
- 5.5.3. Expenditures from the Business Operation Fund shall be subject to the same budget rules and procedures applicable to other funds within the Allied Health Trust Fund.

#### **5.6. INSTITUTIONAL DEVELOPMENT FUND**

- 5.6.1. The Institutional Development Fund shall be expended to enhance the support programs of the Institution as a whole.
- 5.6.2. Additions to the Institutional Development Fund shall result from a distribution of net cash collections as determined by the President on an annual basis, after consultation with the Dean of the School of Allied Health Sciences.
- 5.6.3. Expenditures from the Institutional Development Fund shall be at the discretion of the President. Such expenditures shall also be subject to the same budget rules and procedures applicable to other funds within the Institutional Trust Fund.

#### **5.7 INSTITUTIONAL FRINGE BENEFIT FUND**

- 5.7.1. The Institutional Fringe Benefit Fund shall be expended for basic fringe benefits and may include supplemental retirement benefits for faculty members of the School.
- 5.7.2. Additions to the Institutional Fringe Benefit Fund shall result from a distribution of the net cash collections deposited in the Institutional Trust Fund. Such distribution shall be in such amount as may be necessary to cover the basic Fringe Benefit Program plus appropriate reserves.
- 5.7.3. Expenditures from the Institutional Fringe Benefit Fund shall be made at the recommendation of the Board of Directors subject to approval of the Dean of the School of Allied Health Sciences and the President. Such expenditures shall also be subject to the same budget rules and procedures applicable to other funds within the Allied Health Trust Fund and detailed are in Appendix A of the Plan.

#### **5.8 DEPARTMENT FUND**

- 5.8.1. An individual department fund shall be established for each department in the Plan. Department Funds shall be expended in support of faculty compensation, approved fringe benefits, Professional Liability Insurance, and functions related to teaching, research, patient-care activities, and faculty education and development.
- 5.8.2. Additions to the Department Fund shall result from a distribution of net cash collected and deposited in the Allied Health Trust Fund. Such distribution shall be the remaining balance of said net income after the distributions to the Development Fund and the Fringe Benefit Fund, and after the operating expenses of the Plan and the business office have been met.
- 5.8.3. Expenditures from the Department Fund shall be under the direction of the department chair with approval of the Dean of the School of Allied Health Sciences in accordance with those items allowable. Such expenditures shall also be subject to the same budget rules and procedures applicable to other funds within the Allied Health Trust Fund.

- 5.8.4. Expenditures allowable from the Clinical Department Fund are detailed in Appendix B of the Plan.
- 5.8.5. Benefits which are determined by the Office of the Chancellor to be taxable to the individual Member shall be subject to withholding and reported pursuant to the rules and regulations of the Internal Revenue Service.
- 5.8.6. The fringe benefits provided to each Member shall be designated by the President from among those authorized by the Office of the Chancellor upon recommendation by the Dean of the School of Allied Health Sciences. Members shall not have the authority to determine which fringe benefits they shall receive.

## ARTICLE VI GENERAL PROVISIONS

### 6.1 ETHICS AND COMPLIANCE

- 6.1.1. The principles of ethics of the various Allied Health Professions and ethical guidelines of UTHSCSA are accepted as the governing code of ethics by the Members of the Plan.
- 6.1.2. Should the principles of ethics described in 6.1.1 be found to be in conflict with the constitution of laws of the State of Texas or United States of America, they shall not apply to the extent of the conflict.
- 6.1.3. The board shall appoint a Compliance Officer and develop a compliance plan. The University's Compliance Officer or designate shall serve as the compliance officer for the Plan. The Compliance Plan shall provide a means to inform, educate, and train Members and personnel and staff employed in the Business Office and Compliance Office regarding these Bylaws, billing requirements and applicable rules and regulations. The Board shall insure that the Compliance Officer has sufficient access to staff support, independent of the Business Office of the Plan, to enable him/her to discharge his/her responsibility to the Plan.
- 6.1.4. Compliance with provisions of federal, state and local rules and regulations is the responsibility of each Member.
- 6.1.5. Each Member of the Plan must acknowledge and sign an annual agreement recognizing the requirements of applicable compliance plans and Bylaws of the Plan.

### 6.2 AMENDMENTS

- 6.2.1. These Bylaws have been developed consistent with the standard format for Medical Service, Research, and Development Plans approved by the Board of Regents on June 14, 1984. Amendments may be made only as they affect discretionary provisions within that standard format.
- 6.2.2. These Bylaws may be amended by a two-thirds (2/3) vote of the Members at any regular meeting of the Plan, provided that the proposed amendment shall have been offered at the previous meeting or by written notice to the Board of Directors and the Members not less than thirty (30) days prior to the meeting at which the amendment is brought to a vote.
- 6.2.3. Notice of proposed amendment(s) should include the complete text of the proposed amendment(s).
- 6.2.4. Amendments shall become effective upon vote of the Members as described in 6.2.2 and approval by the Dean, the President of University and the Office of the Chancellor.

**6.3. CONTRACT**

- 6.3.1.** A contract prescribed by the Office of the Chancellor of The University of Texas System shall be executed between each Member and The University of Texas Health Science Center at San Antonio.
- 6.3.2.** Execution of the Contract by the Member is a condition for membership and participation in the Plan, notwithstanding any other provision in these Bylaws.

**6.4 DISSOLUTION**

- 6.4.1.** The Dean of the School of Allied Health Sciences and the President may dissolve the Plan. All monies residual in the Trust Fund shall be utilized to discharge obligations of the Plan with the balance to become the property of The University of Texas Health Science Center at San Antonio.

## APPENDIX A

SCHOOL OF ALLIED HEALTH SCIENCES  
 UT Allied Health Partners Plan  
 Authorized Fringe Benefits

Effective 1-6-04

<u>Authorized Benefit</u>	<u>Maximum</u>
1. Supplemental Retirement Payments	In accordance with U.T. System policy. Tax sheltered SRA's only through salary reduction Agreements.
2. Parking Fees	At U.T. Institution(s) and teaching hospital(s). Actual expense not to exceed IRS Section 132 limitation.
3. Incentive Plan	Only members may receive additional remuneration to motivate generation of professional fees. Must be approved by the Executive Vice Chancellor for Health Affairs and Office of General Counsel prior to implementation. Payments to members must have prior approval of the Executive Vice Chancellor for Health Affairs. Payments under this provision shall not be eligible for additional state or UT Allied Health Partners Plan fringe benefits; however, to the extent permitted by law, deductions may be made for retirement programs.
4.	No Plan fund may be expended for the benefit of any single individual person or member except as herein approved unless the Board of Regents has approved specific exception.
5.	Classified plan employees may receive only the basic state-approved benefits paid from Plan Funds.
6.	Benefits specifically <u>not</u> approved include: <ul style="list-style-type: none"> <li>• Personal liability insurance</li> <li>• Medical and dental insurance</li> <li>• life insurance</li> <li>• educational allowance</li> <li>• estate planning</li> <li>• tax service</li> <li>• accounting service</li> </ul>
7.	Authorized fringe benefits may not exceed thirty (30) percent of total salary.
8.	This list of authorized fringe benefits and yearly limits may be periodically amended by action of the Executive Chancellor for Health Affairs. Additionally, the Board of Regents may make exceptions for Presidents.

## APPENDIX B

SCHOOL OF ALLIED HEALTH SCIENCES  
 UT Allied Health Partners Plan  
 AUTHORIZED PROFESSIONAL  
 BUSINESS EXPENDITURES

Effective 1-6-04

<u>Authorized Business Expense</u>	<u>Maximum</u>
1. Malpractice Insurance	U.T. Self-insurance rates
2. Official travel, including registration Fees (see No 17, Official Institutional Functions and Official Entertainment)	In accordance with policy and limits, established by U.T. System and institution not to exceed actual expense.
3. Faculty Development Leave	In accordance with the Regents' <u>Rules and Regulations</u> and institutional policy.
4. Uniforms or Lab Coat	Through institutional purchasing
5. Membership Dues in Professional Scientific Organizations, Faculty Clubs, Medical center clubs or equivalent.	In accordance with institutional policy Faculty Clubs, Medical Center clubs, or Equivalent with President's approval.
6. Texas State Clinical License Fee including Board of Medical Examiners	Annual fee; reimbursement expenditure only
7. Medically-Related Educational Aids	In accordance with institutional policy
8. Salary, Salary Augmentation and/or Incentive Augmentation Plans	In accordance with U.T. System policy
9. Purchase, maintenance and operation of equipment and maintenance and operation of U.T. System facilities	In accordance with institutional policy
10. Ordinary and necessary business expenses incurred by the member in earning the professional fees charged by said member, excluding entertainment (see No. 17, Official Institutional Functions and Official Entertainment)	In accordance with institutional policy
11. Registration fees and tuition incident to attendance at meeting and courses as requested or approved by institution.	In accordance with institutional policy
12. Consultant fees and expenses including guest speakers at official institutionally sponsored or approved meetings.	In accordance with institutional policy

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| 13. | Expenses incident to faculty or staff recruitment (See No. 17, Official Institutional Functions and Official Entertainment)   | In accordance with institutional policy  |
| 14. | Establishment or endowment of Programs, professorships or chairs  | In accordance with U.T. System policy  |
| 15. | Support of academic programs and projects involving education, research or patient care   | In accordance with institutional policy  |
| 16. | Institutional participation in community, organization or events  | In accordance with institutional policy  |
| 17. | Official Institutional Functions and Official Entertainment. Official entertainment is defined as business-related events or expenditures which are of documented benefit to the Institution or the University of Texas System. | Prior presidential approval required for any expenditures greater than \$2,500. a quarterly report of all expenditures approved in this category shall be filed with the Executive Vice Chancellor for Health Affairs. |
- No Plan funds may be expended for the benefit of any single individual person or member except as herein approved.
  - All requests for reimbursement must contain adequate documentation and must be signed by the person seeking reimbursement.
  - All expenditures are subject to the Rules and Regulations of the Board of Regents of the The University of Texas System and applicable institutional regulations and procedures. This list of authorized expenditures may be periodically amended by action of the Executive Vice Chancellor for Health Affairs.