

Bylaws

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Article I: Purpose

The purpose of the Washington Medical Commission (Commission or WMC) is to protect the public by assuring the competency and quality of professional health care providers under its jurisdiction, by establishing and enforcing qualifications for licensure and standards of practice, by educating practitioners and the public, and, where appropriate, by disciplining and monitoring practitioners. The WMC exists to maintain and improve the quality of care provided to the patients of Washington. Rules, policies, and procedures developed by the Commission must promote the delivery of quality health care to the residents of the state of Washington.

Article II: Membership

1. Commission Composition:

The 13 physicians, two physician assistants, and six public members of the Commission are appointed by the Governor to serve a four-year term. The WMC makes recommendations to the Governor concerning such appointments for clinical and public member positions. There must be at least one member from each of the congressional districts as specified in [RCW 18.71.015](#). Commissioners may be appointed by the Governor to a second term. When vacancies occur, the Chair of the WMC shall make recommendations to the Governor to assure appropriate specialties are represented. When the workload requires, the WMC may appoint *pro tempore* members from among those qualified to be members of the Commission. Governor appointed members and *pro tempore* members are considered state officers and eligible for full rights and remunerations due under state law. *Pro tempore* members may vote on discipline and licensing deliberations but are not eligible to vote on any other Commission business.

2. Qualification for voting

- a. Only the 21 Governor-appointed members of the Commission are eligible to vote at business meetings of the WMC.
- b. All members of committees, subcommittees, *ad hoc* committees, and workgroups are eligible to vote on questions arising during deliberations within those groups.

3. Compensation and Reimbursement for Expenses:

- a. The WMC will compensate its members for performing the duties of the Commission in accordance with RCW 43.03.265.
- b. The WMC will reimburse its members for travel and other bona fide expenses in accordance with RCW 43.03.050 and 43.03.060
- c. The WMC shall adopt a protocol specifying the procedures for carrying out compensation and reimbursement and update it as necessary.

4. Removal:

A Commissioner may be removed from the WMC by the Governor as outlined in RCW 18.71.015.

5. Staff and Operations

- a. In accordance with [RCW 18.71.430](#) the WMC selects and manages its own Executive Director, whom is exempt from provisions of civil service law.
- b. The Executive Director is responsible for the overall management of WMC staff and operations including but not limited to performing all administrative duties and any other duties as delegated by the WMC.

Article III: Officers

1. Officers:

The officers of the WMC shall consist of the Chair, Vice Chair, Officer-at Large, and the Immediate Past-Chair.

2. Elections/Terms of Office:

- a. The WMC shall elect its officers at its regular meeting immediately preceding the month of July.
- b. The term of office for all WMC officer positions is one year. A second consecutive term is permitted. Service in an officer position is to assure succession planning and leadership continuity.
- c. The new officers begin their terms at the meeting following election. Upon agreement of the Chair and Chair-elect, terms may begin any time after the election of officers.

3. Duties of Officers:

- a. The Chair presides at all meetings of the WMC and has all powers and duties conferred by law, the Bylaws and commonly accepted practice consistent with state statutes. The Chair or a designee shall represent the WMC at official functions. The Chair shall approve and sign correspondence that reflects the position of the WMC on matters that are not purely administrative in nature, including correspondence with the Legislature and other government agencies on matters of policy. The Chair is an ex-officio member of all committees, without vote unless specifically designated a member of the committee.
- b. The Chair-elect (and in order, the Vice Chair, then Immediate Past-Chair) shall act in the capacity of the Chair when the Chair is absent, unavailable, has a conflict of interest, or is otherwise unable to serve.

Vacancies:

If any officer position becomes vacant, the Executive Committee shall fill the vacancy by appointment of a qualified Commissioner, whose appointment, when ratified by the WMC, will be effective until the next election cycle. A qualified Commissioner is a Governor appointee.

Article IV: Meetings

1. Regular Board Meetings:

- a. The WMC shall meet not less than four times a year, at such times and places as the Commission deems necessary and/or appropriate.
- b. Prior to the beginning of each calendar year the Chair will recommend to the WMC a schedule of dates and locations for regular Commission meetings during the forthcoming year. The WMC may modify the schedule as necessary.
- c. All meetings of the WMC shall be held in the letter and spirit of the Open Public Meetings Act, RCW 42.30. It is the intent of the WMC that all meetings of the WMC, other than executive sessions, licensing panels, case review panels, and other adjudicative deliberations, shall be open and public. All persons shall be permitted to attend any other public meetings of the WMC.

2. Special Board Meetings:

- a. The Chair may call a special meeting of the WMC at any time.
- b. The Commission, by simple majority vote, may call a special meeting at any time.
- c. Special meetings must be properly noticed as required by the Open Public Meetings Act, RCW 42.30, and shall be held in accordance with Article IV, 1.c above.

- d. The notice of a special meeting must specify the nature of the business to be conducted at the meeting. At a special meeting the WMC may not take final action on any item that is not listed in the public notice.

3. Adjournment:

- a. The WMC may postpone a portion of any meeting already in progress and reconvene at another time and/or place by adopting a motion to adjourn. The motion must specify where and when the meeting will resume.
- b. A simple majority of the Commission members at a meeting may approve a motion to adjourn, even if there is not a quorum present. If all members are absent from a meeting, the Chair or Commission staff may adjourn the meeting to a stated time and place.
- c. Whenever the WMC adjourns a meeting temporarily or prior to completing the agenda scheduled for that meeting, a notice of adjournment shall be posted immediately on or near the door of the room where the meeting was being held announcing the postponing of the meeting and stating when and where the meeting will resume.
- d. The WMC must provide notice of when an adjourned meeting is resuming using the same procedure as a special meeting.

4. Rules Hearing Continuances:

- a. Any rules hearing being held at any WMC meeting may be continued to any subsequent meeting if the WMC adopts a motion to continue.
- b. The WMC must inform the public whether it is continuing to take public testimony or if limited to Commission member discussion and possible action is scheduled. The WMC may choose to take additional testimony only at the discretion of the rules hearing Chair or an appropriate designee. Notice shall be given when the WMC adopts the motion to continue, or in a supplemental CR-102.
- c. Any continuance of a WMC rule hearing must be properly noticed in accordance with the Open Public Meetings Act, Chapter 42.30 RCW.

5. Meetings Interrupted by Individuals or Groups of Persons:

- a. If the disorderly conduct of a person or a group of people makes it impractical to continue a WMC meeting, the Commission should first order that the individuals interrupting the meeting leave the room. If that fails to restore order, the WMC may clear the room. It can also adjourn the meeting and reconvene at another place selected by a majority of the Commission members.
- b. If the WMC clears the room or adjourns to another location, it may only take action on matters that have appeared on the meeting agenda.

- c. Representatives of the press or other news media, except those participating in the disturbance, must be allowed to attend if they sufficiently identify themselves as such, even if the room has been cleared or the Commission has reconvened elsewhere.
- d. The WMC shall determine how to re-admit individuals who were not disrupting the meeting.

6. Meetings, Minutes, and Agendas:

- a. The minutes of all WMC business meetings shall be taken by a member of the Commission staff.
- b. The minutes shall accurately capture and record member attendance and the action of the WMC on each question or motion.
- c. All minutes will be produced for WMC review and approval at regular meetings.

7. Meeting procedures

a. Rules of Procedure:

- 1) The procedures used to conduct WMC business will be determined by these Bylaws, the Administrative Procedures Act, the Open Public Meetings Act, the Commission's authorizing statute, RCW 18.71 and Article XX of the Washington State Constitution.
- 2) If a procedural issue arises that is not covered by these Bylaws and applicable state statutes, and the Commission cannot reach consensus on how to proceed, the WMC will follow the procedures contained in the most current version of *Robert's Rules of Order*.

b. Quorum:

- 1) A simple majority of the WMC shall constitute a quorum for the transaction of business at meetings. If there are vacancies on the WMC, a majority of existing Governor appointed members shall constitute a quorum.
- 2) The WMC may discuss issues and deal with administrative matters in the absence of a quorum, but it may not adopt any resolution, rule, regulation, order, or directive during a meeting unless a quorum first has been established.
- 3) Any Governor appointed Commissioner participating in the meeting may call for a roll call at any time after a quorum has been established. If WMC staff wish to call for a roll call, such a request must be presented by the Executive Director or appropriate designee in the chain of command.
- 4) If a quorum is not present at the time of the roll call, no further actions can be taken, unless additional members enter the room and re-establish a quorum.

c. **Order of Business:**

The order of business shall be determined by the posted agenda unless the agenda is altered by the Chair in an open meeting with the concurrence of the WMC.

d. **Public Comment:**

The Chair may solicit public comment on any or all agenda items during regular meetings and all agendas shall include a public comment item. All public comments regarding cases before the WMC or active litigation will be interrupted and overruled by the Chair or presiding officer for reasons of due process and legal risk management.

e. **Motions, Resolutions, and Regulations:**

- 1) All proposals for actions or decisions of the WMC shall be by motion and/or resolution.
- 2) A motion or resolution will be deemed “passed” only if it receives the affirmative votes of a simple majority of the members present eligible to vote.
- 3) No Commission member or employee may use the name, branding, or indicia of the WMC for any reason other than official, Commission sanctioned operations.
- 4) The Commission and its members/employees may not lobby in support or opposition to legislative proposals. However, in accordance to [RCW 18.71.460](#) and in addition to the authority provided in [RCW 42.52.804](#), Commissioners or staff as directed by the Commission, may communicate, present information requested, volunteer information, testify before legislative committees, and educate the legislature, as the Commission may from time to time see fit. A Commission member/employee may lobby support or opposition to legislative proposals only as a private citizen and only without reference to the WMC or their position with the WMC.

f. **Manner of Voting:**

The voting on elections, motions, and resolutions shall be conducted by voice vote unless a roll call is requested in accordance with section 7 b. 3) of these Bylaws. Proxy voting is not permitted.

Article V: Committees, Subcommittees, Panels, and Workgroups

1. General provisions

- a. The WMC may establish standing committees, subcommittees, *ad hoc* committees, panels, and workgroups to assist in executing its work plan.
 - 1) Standing committees are of an enduring nature to deal with matters of long-term ongoing interest and concern to the Commission.

- 2) Subcommittees are established under the jurisdiction of standing committees for specific purposes, and render their reports to the full Commission through the parent committee. Subcommittees disband at the direction of the parent committee.
 - 3) *Ad hoc* committees are established to study and deal with highly specific issues, and disband upon completion of the assignment or the direction of the Chair.
 - 4) Panels are established to conduct case and licensing application reviews or other Commission business that may be delegated to the panel. Panels function for as long as the assigned task remains. The quorum of a panel is a simple majority of panel members. For standard of care and complex licensing decisions, at least half of the members must be clinicians. Decisions are made by majority vote. Panels should be rotated on a regular basis.
 - 5) Workgroups are composed of Commissioners and non-commissioners possessing particular expertise and/or interest in a particular subject of interest to the Commission, to render recommendations to the WMC regarding possible action about that subject. Workgroups disband upon reporting completion of their assignment.
- b. The officers, at the first Executive Committee meeting after election, should choose which standing committees to activate and designate the duties thereof for the ensuing year. The Chair should appoint committee chairs at the first Commission meeting after the election. Commission members shall be given ample opportunity to volunteer to serve on the various committees.
 - c. Standing committees, subcommittees, *ad hoc* committees, panels and workgroups are composed of commissioners appointed by the Commission Chair, and may include others (such as pro-tem members or non-Commission members) as designated by the Chair. The Executive Committee and the Nominating Committee are exceptions to this process.
 - d. Chairs of standing committees, subcommittees, *ad hoc* committees, panels and workgroups will be designated by the Commission chair.
 - e. Appropriate staff shall be identified by the Executive Director to support and advise all standing committees, subcommittees, *ad hoc* committees, panels and workgroups
 - f. Each standing committee, subcommittee, *ad hoc* committee, panel and workgroup will function under a written charter, signed by the Commission Chair or Policy Chair, designating the group's composition, purpose, inception and termination date and expectations regarding provision and routing of reports and recommendations. Staff shall create written charters under the approval of the Executive Director or their designee with standard termination date of one year.
 - g. The termination date of a standing committee, subcommittee, *ad hoc* committee, panel or workgroup can be extended at the discretion of the Commission Chair or by vote of the full Commission.
 - h. Standing committees, subcommittees, *ad hoc* committees, panels and workgroups are subject to review by the full Commission and may be modified or disbanded by majority vote.

- i. Any Commission member may attend any standing committee, subcommittee, *ad hoc* committee, panels or workgroup meeting, but only designated committee members may vote on committee deliberations.

2. Executive Committee

- a. The Executive Committee shall be a standing committee of the Commission. Its purpose is to provide clear and direct communication to executive staff, assist in carrying out the administrative direction of the WMC, and act as a resource to executive staff and the Chair of the WMC.
- b. The Executive Committee members are the Commission Chair, Vice Chair, Officer-at Large, and the immediate past Chair (if that person remains an eligible member of the Commission) and the Chair of the Policy Committee. At least one member of the Executive Committee must be a public member of the Commission; if one of the named positions is not filled by a public member, a public member shall be elected as an additional member of the Executive Committee.
- c. Ex-officio members are the Chairs of Panel A and B.
- d. Staff of the Executive Committee as ex-officio are the Executive Director, the Deputy Executive Director, and the advising Assistant Attorney General assigned to the WMC.
- e. The Executive Committee functions to provide administrative oversight for the WMC in the intervals between regular meetings and to advise the Executive Director regarding administrative matters and ongoing or urgent/emergent Commission business as necessary.
- f. The Executive Committee reports to the full Commission. Any action recommended by the Executive Committee must be approved by the full commission. It cannot take action on its own that would require full Commission concurrence.

3. Policy Committee

- a. The Policy Committee is a standing committee of the Commission.
- b. Policy Committee consists of a maximum of 10 Commissioners, designated by the Commission Chair.
- c. The Policy Committee is the principal clearinghouse for all matters being considered by the WMC regarding policy, development of procedures, establishment of guidelines, rulemaking, legislative recommendations and support.
- d. The Policy Committee reports to the full Commission on a regular basis.

4. Nominating Committee.

- a. The Nominating Committee functions to assure effective leadership, diverse representation, and robust succession planning for the WMC.
- b. The Chair shall appoint the Nominating Committee a minimum of two regular meetings prior to the scheduled election meeting date.
- c. The Nominating Committee shall have a minimum of three members. If still a full member of the WMC, the Immediate Past Chair shall serve on the Nominating Committee.
- d. The Nominating Committee reports its recommended slate of candidates for consideration by the full Commission two regular meeting prior to the election. At the election meeting, nominations may be made from the floor providing that the nominee has given prior consent to the nominator
- e. In the event of a contested election, each candidate for office shall be present to state their case for office to the full Commission during open session on the day of the election. Candidates unable or unwilling to state their case for office shall not be considered for election.
- f. Candidates for office shall depart the room during deliberations and voting associated with their election.

Article VI: Amendments to the Bylaws

Amendments to the Bylaws may be proposed from the floor at a Commission meeting or by the Executive Committee itself. Proposed amendments shall be circulated to the entire Commission between meetings and voted upon by attendees at the next meeting. A simple majority of those present constituting a quorum is required for approval. Unless otherwise specified, amendments take effect upon adoption.

John Maldon, Chair
Washington Medical Commission
Adopted Date: July 15, 2022