The Board of Regents is proposing the establishment of a third standing committee, the "Health System Committee." This will require an amendment to Regents' Bylaw 1.07 and adoption of a committee charter to describe the work of this committee.

The board is also proposing a revision to Regents' Bylaw 6.02: "Degree Program Definitions." This revision is unrelated to establishment of the Health System Committee.

Per the Procedure for Revision Regents' Bylaws, the proposed committee charter and bylaws revisions are being posted for review and comment by the University community. Submit comments by May 21 to public.comments@umich.edu.

Regents Bylaw 1.07: Committees
C. Standing Committees
There will be five standing committees of the Board of Regents, each composed of less than a quorum of the members of the board, appointed by the chair. These committees will advise the Board of Regents on matters pertaining to their subject areas and will present periodic reports and recommendations, but will not have the power to bind the Board of Regents on any matter. These committees will determine the frequency, time and place of their meetings, in consultation with other members of the board.

The Finance, Audit and Investment Committee: This committee will provide assistance to the board in fulfilling its responsibilities relating to the adequacy and effectiveness of the University's internal controls and financial reporting and investment policies and practices. This committee will review, at its discretion, matters that may include the annual audit, financial statements and reporting, investments, and compliance with applicable laws and regulations.

The Personnel, Compensation and Governance Committee: This committee will assist the board in performing the evaluation of and determining the compensation for the president. It will advise the president on the performance of and compensation for the executive officers, and will, from time to time, review compensation-related data in order to maintain and enhance the University's competitive position in the higher education market. The committee will review the University leadership's progress on diversity. It will be responsible for matters related to governance and board performance, and will advise the board on University wide conflict of interest policies.

The Health System Committee: This committee will review, at its discretion, the board in providing oversight of the University of Michigan, Hospitals and Health Centers (UMHHC), as outlined in Bylaw 11.44.

Proposed Revisions to Regents’ Bylaw 6.02
Sec. 6.02. Degree Program Definitions (revised September 2009)
Undergraduate degree programs are offered by the schools and colleges of the University of Michigan, as indicated below.

The University of Michigan-Ann Arbor
School of Art and Design
School of Business
School of Law
School of Music, Theatre & Dance

The University of Michigan-Dearborn
School of Business and Technology
School of Education
School of Engineering
School of Social Work

The University of Michigan-Flint
College of Arts and Sciences
Graduate Programs
Graduate Studies
The School of Education
The School of Public Health

The University of Michigan-Flint, School of Management

Proposed Health System Committee Charter
I. Purpose
The Health System Committee (HSC) reviews and reports to the Board of Regents (Board) on matters concerning the University of Michigan Hospitals and Health Centers (UMHHC) in order to best support the Board in the fulfillment of its responsibilities with respect to the UMHHC. These responsibilities include (i) establishing the mission, goals, and objectives of the UMHHC; (ii) the quality of medical services provided; (iii) approval of all major programs and operating budgets; (iv) approval of capital and facility plans; and (v) appointment of the chief executive officer of the UMHHC, as outlined in Bylaw 11.44.

II. Composition and Meetings
The HSC is composed of less than a quorum of the membership of the Board, and the members are appointed by the chair of the Board. The chair of the Board will appoint the chair of the HSC. The HSC may meet as often as necessary but not less than four times in a calendar year.

III. Health System Committee Responsibilities
The HSC will review, and provide recommendations to the Board on UMHHC operations and strategic planning, including issues related to the quality, safety, and efficiency of health care provided by UMHHC and its research activities. The HSC will receive reports and recommendations regarding relevant financial, clinical, research, strategic, regulatory, personnel and compliance matters as it shall require from time to time. The HSC will present regular and complete reports to the Board.

IV. Resources and Authority
The Health System Committee may investigate or review any matter brought to its attention, and will have full access to all books, records, facilities, and personnel of the UMHHC and the University. The Health System Committee may recommend that the Board engage independent counsel and other advisors at University expense, as it determines necessary to carry out its duties.

V. Adoption of Charter
The Board of Regents has adopted this charter on [Date].