

4.3 Appointment and Activities of Department Chairs.

4.3.1. Appointment & Evaluation. Academic chairs/department chairs will be recruited by a search committee appointed by the Chancellor with the approval of the President/Chief Executive Officer of UMass Memorial (CEO) and will be appointed by the Chancellor with the advice and consent of the CEO. The search committees will be comprised of individuals who will be representative of both the Academic and Clinical Systems. The Chancellor and the CEO will jointly agree upon the recruitment package to be offered to any candidate for the position of academic chair/department chair. The search committee will include participants from the PAB or their nominees.

4.3.2. The Chancellor and the CEO will jointly undertake an annual performance review of the academic chairs/department chairs of each department and provide a written assessment of this performance review to the chair. The Chancellor and CEO will agree upon the annual compensation package for chairs.

Every five years (or at such other time as may be requested by the Chancellor or the CEO) an outside review shall be conducted of the performance of the Department to assure academic, clinical and administrative excellence. Such review shall be conducted by a panel of three individuals with one selected by the Chancellor, one selected by the CEO and one selected by the Chair. In establishing a cycle of reviews, the Chancellor and CEO shall divide the clinical departments so that the reviews are initially spread out over a five year period.

The Chancellor and CEO will, if practicable, endeavor to remediate any problems uncovered in an individual annual evaluation or a department five year review if in their view, such remediation is in the best interest of the Department and institutions.

4.3.3. Probation, Suspension and Termination. Academic chairs/department chairs serve at the pleasure of the Chancellor and the CEO.

Memorial appointed by its Chairman of the Board. At such meeting, the Chancellor and the CEO will each explain their reasons why the Chair should or should not be removed. The participants in the meeting shall make every effort to come to an agreement on the issue of the removal of the Chair. If the decision, agreed to by both the Chancellor and the CEO is that the Chair should be removed, they will so inform the Chair in writing as provided in the preceding paragraph.

If after the trustees' meeting the Chancellor and the CEO continue to disagree as to the termination then the Chancellor and CEO shall jointly inform the Chair in question that he shall be on probation for one year and explain the terms of the probation, including but not limited to any required remedial meetings and reports.

In the event that the Chancellor and CEO continue to be in disagreement after the probationary year, either may initiate the removal of the Chair for cause by delivering to the Chair by hand or certified mail a written notice proposing termination together with the reasons for such termination. The Chair may submit a written notice to the CEO and the Chancellor contesting the termination. If such a written notice is not received within ten days after the Chair was provided with the written termination notice, the proposed termination shall be implemented as provided for above as if both the Chancellor and CEO had been in agreement.

If the Chair contests the termination, the process shall proceed by the appointment of a panel to evaluate the proposed termination. The initiating (Chancellor or CEO) party and the Chair shall each select an individual from outside the institutions to sit on such a visiting panel to review whether or not cause exists for the termination. These two visiting panel members shall jointly select a third member to join the visiting panel. The visiting panel shall meet with the Chancellor, the CEO and the Chair and such other individuals as the panel shall request, and review such materials as the Chancellor, the CEO and the Chair may choose to submit or that the panel shall request. The visiting panel shall deliberate and determine whether or not reasonable cause exists to terminate the Chair. The decision of the visiting panel shall be binding on all parties.

The termination process above applies only to the administrative position of Academic chair/department chair. In the event the Academic chair/department chair is an employee of UMass Memorial Medical Group, any action taken by the CEO, after an individual is no longer in the position of chair, to terminate the employment of the former Academic chair/department chair shall be governed by the terms of the former chair's employment contract. Any action taken by the Chancellor to terminate the employment of, or remove tenure of, the former Academic chair/department chair shall be governed by the applicable Medical School policies and procedures, and former chair's employment contract.

4.3.4. Appointment of Interim. After an academic chair/department chair has been removed in accordance with the process set forth above, the Chancellor and CEO may jointly appoint an interim department chair. In the event the CEO and the Chancellor shall fail to agree upon the appointment of an interim department chair, then a four (4) member subcommittee of the Board of Trustees of UMass Memorial shall appoint the interim department chair. The Chancellor and the CEO shall each designate two (2) trustees to serve on such subcommittee.