

Fresenius Medical Care Australia Clinic By Laws

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1. Preface

Fresenius Medical Care Australia Pty Ltd ('**FME**') owns and operates Fresenius Kidney Care Clinics ('**Clinics**').

These By-Laws form the conditions of Accreditation and for entry to Clinics and treatment of Clinic patients.

FME recognises that the primary therapeutic relationship is between the referring Medical Practitioner and the patient and that Clinics share in the responsibility of these standards.

Responsibility for major decisions regarding the management or operation of a Clinic will ultimately rest with FME. Each Clinic will be managed on a day-to-day basis by the Dialysis Clinic Manager.

FME aims to be the acknowledged leader in the provision of quality kidney dialysis clinics.

FME will provide and continually maintain modern and well-equipped facilities to the highest safety standards, enabling its specialist medical practitioners to focus exclusively on their patients.

FME's facilities are recognised by leading industry accreditation bodies.

FME believes that a safe working environment is essential to quality health care and patient well-being.

2. Values of FME

FME's values are:

Collaborative - We team up. We join forces to accomplish more than what is possible individually. We know how to work together for our shared purpose and to achieve our goals as one company. We communicate openly.

Proactive - We get things done. We see opportunities where others don't and challenge the status quo with a no-limits mindset. We take the initiative to make an impact with our work. We ask questions to clearly understand what needs to be done and take ownership of the results.

Reliable - We do what we say. We put patients and partners first and consistently deliver exceptional service. We act with honesty and integrity, never compromising safety, quality, or the health of our patients. We show respect and lead by example. We are a trusted companion to our patients, partners, and colleagues.

Excellent - We exceed expectations. We are results oriented and use best practices. We continuously drive quality and progress to lead the business toward a successful future. We suggest ideas on how to improve and innovate.

The values, where applicable, should be used to guide the application of the By-laws.

Part A – Definitions and introduction

3. Definitions and interpretation

3.1 Definitions

In these By-laws, unless indicated to the contrary:

Accreditation means the process provided in these By-laws by which a person is Accredited.

Accredited means the status conferred on a Medical Practitioner, or Allied Health Professional to provide services within FME after having satisfied the Credentialing and Scope of Practice requirements provided in these By-laws.

Accredited Practitioner means a Medical Practitioner who has been Accredited to provide services within FME.

Adequate Professional Indemnity Insurance means insurance, including run off/tail insurance, to cover all potential liability of the Accredited Practitioner, that is with a reputable insurance company acceptable to FME and is in an amount and on terms that FME considers in its absolute discretion to be sufficient. The insurance must be adequate for Scope of Practice and level of activity.

AHPRA means the Australian Health Practitioner Regulation Agency established under the *Health Practitioner Regulation National Law Act 2009* (as in force in each State and Territory).

Allied Health Privileges means the entitlement to provide treatment and care to Patients as an Allied Health Professional within the areas approved by the Dialysis Clinic Manager in accordance with the provisions of these By-laws.

Allied Health Professional means a person registered by AHPRA as an Allied Health Professional pursuant to the *Health Practitioner Regulation National Law Act 2009* as in force in each State and Territory, or other categories of appropriately qualified health professionals as approved by the Director Kidney Care.

Behavioural Sentinel Event means an episode of inappropriate or problematic behaviour which indicates concerns about an Accredited Practitioner's level of functioning and suggests potential for adversely affecting Patient safety and welfare or organisational outcomes.

Behavioural Standards means the standard of conduct and behaviour expected of an Accredited Practitioner arising from personal interactions, communication and other forms of interaction with other Accredited Practitioners, employees of the Relevant Clinics, Board members, executive of the Relevant Clinics and FME, third party service providers, Patients, family members of Patients and others. The minimum standard required of Accredited Practitioners in order to achieve the Behavioural Standards is compliance with the Code of Conduct for Accredited Practitioners, the expectations set out in the *Good Medical Practice: A Code of Conduct for Doctors* in Australia (as applicable), and the values set out in By-law 2.

Board means the Board of Directors of FME.

By-laws means this By-law which regulate the management policies of the Clinics and which applies to all Accredited Practitioners

Clinical Advisory Committee (CAC) means the Clinical Advisory Committee (or equivalent) of the Relevant Clinic

Clinical Practice means the professional activity undertaken by Accredited Practitioners for the purposes of investigating Patient symptoms and preventing and/or managing illness, together with associated professional activities related to clinical care.

Clinical Research Responsible Person means the main contact person responsible for clinical research projects in Australia.

Code of Conduct for Accredited Practitioners means the relevant Code of Conduct for Accredited Practitioners of FME and/or the Relevant Clinics.

Competence means, in respect of a person who applies for Accreditation or Re-Accreditation, that the person is possessed of the necessary knowledge, skills, training, decision-making ability, judgement, insight, interpersonal communication and Performance necessary for the Scope of Practice for which the person has applied and has the demonstrated ability to provide health services at an expected level of safety and quality.

Confidential Information means information belonging to or in the possession or control of FME or third parties with whom it engages (other than the Accredited Practitioner) which is of a confidential, proprietary, or trade secret nature, including without limitation:

- i. all business information, technological information, intellectual property, software, and other information related to FME's business, technology, products, customers, personnel or finances, that the other Party has access to under these By Laws and that is not readily available to the general public; and
- ii. all information that is by its nature confidential, is specified by FME to be confidential or the Accredited Practitioner knows or ought to know is confidential,

Consultant Medical Director means the individual appointed by FME to perform the role of a Consultant Medical Director in Australia FME.

Clinical Privileges means the specific medical services and clinical services permitted to be undertaken by an Accredited Practitioner at the Relevant Clinic.

Clinics means Fresenius Kidney Care Clinics, owned and operated by FME.

Credentials means, in respect of a person who applies for Accreditation or Re-Accreditation, the identity, education, formal qualifications, equivalency of overseas qualifications, post-graduate degrees / awards / fellowships / certificates, professional training, continuing professional development, professional experience, recency of practice, maintenance of clinical competence, current registration and status, indemnity insurance, and other skills/attributes (for example training and experience in leadership, research, education, communication and teamwork) that contribute to the Competence, Performance, Current Fitness and professional suitability to provide safe, high quality health care services at the Relevant Clinics. This may include (where applicable and relevant) history of and current status with respect to Clinical Practice and outcomes during period previous of Accreditation, disciplinary actions, By-law actions, compensation claims, complaints and concerns – clinical and behavioural, professional registration and professional indemnity insurance.

Credentialing means, in respect of a person who applies for Accreditation or Re-Accreditation, the formal process used to match the Credentials for the purpose of forming a view about their Credentials, Competence, Performance, Current Fitness and professional suitability to provide safe, high quality health care services within specific environments. Credentialing involves obtaining evidence contained in verified documents to delineate the theoretical range of services which an Accredited Practitioner is competent to perform.

Credentialing Committee means a subcommittee of the Clinical Advisory Committee if required by governing jurisdiction to consider and make recommendations relating to Credentialing

Credentialing Officer means the Dialysis Clinic Manager and is responsible for making decisions relating to Credentialing.

Current Fitness is the current fitness required of an applicant for Accreditation or Re-Accreditation to carry out the Scope of Practice sought or currently held, including with the confidence of peers and FME / Relevant Clinic, having regard to any relevant physical or mental impairment, disability, condition or disorder (including due to alcohol, drugs or other substances) which detrimentally affects or there is a reasonably held concern that it may detrimentally affect the person's capacity to provide health services at the expected level of safety and quality having regard to the Scope of Practice sought or currently held.

Dialysis Clinic Manager means the person appointed to the position of Clinic Manager, is the senior clinical nursing consultant at a Clinic, or equivalent position by whatever name, of the Relevant Clinic or any person acting, or delegated to act, in that position.

Director Kidney Care is the senior management officer of Fresenius Kidney Care, Australia and New Zealand or any person acting, or delegated to act, in that position.

Disruptive Behaviour means aberrant behaviour manifested through personal interaction with Medical Practitioners, Clinic personnel, health care professionals, Patients, family members, or others, which interferes with patient care or could reasonably be expected to interfere with the process of delivering quality care or which is inconsistent with the values of FME.

Emergency Accreditation means the process provided in these By-laws whereby a Medical Practitioner or Allied Health Professional is Accredited for a specified short period on short notice in an emergency situation.

External Review means evaluation of the performance of an Accredited Practitioner by an appropriately qualified and experienced professional person(s) external to FME.

FME means Fresenius Medical Care Australia Pty Ltd, which owns and operates Fresenius Kidney Care Clinics.

FME Government Agency means any government or any public, statutory, governmental, semi-governmental, local governmental or judicial body, entity or authority and includes a Minister of the Crown or the Commonwealth of Australia and any person, body, entity or authority exercising a power pursuant to an Act of Parliament.

Internal Review means evaluation of the performance of an Accredited Practitioner by an appropriately qualified and experienced professional person(s) internal to FME.

Modern Slavery means:

- i. 'slavery and human trafficking' as defined in the Modern Slavery Act 2015 (UK);
- ii. 'modern slavery' as defined under the Modern Slavery Act 2018 (Cth);
- iii. 'modern slavery' as defined under the Modern Slavery Act 2018 (NSW); and
- iv. any other analogous conduct or practices

Medical Practitioner means, for the purposes of these By-laws, a person registered as a nephrologist medical practitioner by the Medical Board of Australia governed by the AHPRA pursuant to the *Health Practitioner Regulation National Law Act 2009* as in force in each State and Territory

New Clinical Services means clinical services, treatment, procedures, techniques, technology, instruments or other interventions that are being introduced into the organisational setting of the Relevant Clinic for the first time, or if currently used are planned to be used in a different way, and that depend for some or all of their provision on the professional input of Medical Practitioners.

Organisational Capability means the Relevant Clinics ability to provide the facilities, services, clinical and non-clinical support necessary for the provision of safe, high quality clinical services, procedures or other interventions. Organisational Capability will be determined by consideration of, but not limited to, the availability, limitations and/or restrictions of the services, staffing (including qualifications and skill-mix), facilities, equipment, technology and support services required and by reference to the Relevant Clinics private health licence (where applicable), clinical service capacity, clinical services plan and clinical services capability framework.

Organisational Need means the extent to which the Relevant Clinic considers it necessary to provide a specific clinical service, procedure or other intervention, or elects to provide additional resources to support expansion of an existing clinical service, procedure or other intervention in order to provide a balanced mix of safe, high quality health care services that meet the Relevant Clinics, consumer and community needs and aspirations. Organisational Need will be determined by, but not limited to, allocation of limited resources, clinical service capacity, funding, clinical services, strategic, business and operational plans, and the clinical services capability framework.

Patient means a person admitted to or treated as an outpatient at the Relevant Clinic.

Performance means the extent to which an Accredited Practitioner provides, or has provided, health care services in a manner which is considered consistent with good and current Clinical Practice and results in expected patient benefits and outcomes. When considered as part of the Accreditation process, Performance will include an assessment and examination of the provision of health care services over the prior periods of Accreditation (if any).

Privacy Laws means the Privacy Act 1988 (Cth) and any other applicable law or regulatory instrument which relates to the protection of Personal Information.

Personal Information means information about an individual who is identified or who is reasonably identifiable.

Re-accreditation means the process provided in these By-laws by which a person who already holds Accreditation may apply for and be considered for Accreditation following the probationary period or any subsequent term.

Relevant Clinic means a clinic or facility within the FME network of clinics to which an application for Accreditation is made.

Relevant Clinic Policy means the policy developed and amended from time to time by the Relevant Clinic relating to matters (which include but are not limited to) quality improvement, risk management, compliance with applicable legislation and regulations and best practice standards.

Scope of Practice means the extent of an individual Accredited Practitioner's permitted Clinical Practice within the Relevant Clinic based on the individual's Credentials, Competence, Performance and professional suitability, and the Organisational Capability and Organisational Need of the organisation to support the Accredited Practitioner's scope of clinical practice. Scope of Practice may also be referred to as delineation of Clinical Privileges.

Specialist Medical Practitioner means a Medical Practitioner who has been recognised as a specialist in their nominated category for the purpose of the Health Insurance Act 1973 (Cth) and has received specialist registration from the AHPRA.

Temporary Accreditation means the process provided in By-laws whereby a Medical Practitioner or Allied Health Professional is Accredited for a limited period.

Threshold Credentials means the minimum credentials for each clinical service, procedure or other intervention which applicants for Credentialing, within the Scope of Practice sought, are required to meet before any application will be processed and approved. Threshold credentials are to be approved by the Director Kidney Care and may be incorporated into an Accreditation policy.

Visiting Allied Health Professional means an Allied Health Professional who is not an employee of the Relevant Clinic, and who has been granted Allied Health Accreditation and Scope of Practice pursuant to these By-laws.

Visiting Medical Practitioner means a Medical Practitioner who is not an employee of the Relevant Clinic, who has been granted Accreditation and Scope of Practice pursuant to these By-laws. Visiting Medical Practitioners include visiting Specialist Medical Practitioners.

3.2 Interpretation

Headings in these By-laws are for convenience only and are not to be used as an aid in interpretation.

In these By-laws, unless the context makes it clear the rule of interpretation is not intended to apply, words importing the masculine gender shall also include feminine gender, words importing the singular shall also include the plural, if a word is defined another part of speech has a corresponding meaning, if an example is given the example does not limit the scope, and reference to legislation (including subordinate legislation or regulation) is to that legislation as amended, re-enacted or replaced.

The Director Kidney Care and the Dialysis Clinic Manager may delegate any of the responsibilities conferred upon him/her by the By-laws in his/her complete discretion, but within any delegation parameters approved by the Board.

Any dispute or difference which may arise as to the meaning or interpretation or application of these By-laws or as to the powers of any committee or the validity of proceedings of any meeting shall be determined by the Director Kidney Care. There is no appeal from such a determination by the Director Kidney Care.

3.3 Meetings

Where a reference is made to a meeting, the quorum requirements that will apply are those specified in the terms of reference of the relevant committee.

Committee resolutions and decisions, if not specified in the terms of reference, must be supported by a show of hands or ballot of committee members at the meeting.

Voting, if not specified elsewhere, shall be on a simple majority voting basis and only by those in attendance at the meeting (including attendance by electronic means). There shall be no proxy vote.

In the case of an equality of votes, the chairperson will have the casting vote.

A committee established pursuant to these By-laws may hold any meeting by electronic means or by telephonic communication whereby participants can hear and be heard.

Resolutions may be adopted by means of a circular resolution.

Information provided to any committee or person shall be regarded as confidential and is not to be disclosed to any third party or beyond the purpose for which the information was made available.

Any member of a committee who has a conflict of interest or material personal interest in a matter to be decided or discussed shall inform the chairperson of the committee and take no part in any relevant discussion or resolution with respect to that particular matter.

4. Introduction

4.1 Purpose of this document

- (a) This document sets out the terms and conditions on which Medical Practitioners and Allied Health Professionals may apply to be Accredited within the defined Scope of Practice granted, the basis upon which a successful applicant may admit Patients and/or care and treat Patients at FME Clinics, and the terms and conditions for continued Accreditation.
- (b) The By-laws apply to all FME Clinics.
- (c) Every applicant for Accreditation will review the By-laws and Annexures before making an application. It is an expectation of FME that the By-laws are read in their entirety by the applicant as part of the application process. Ignorance of the By-laws will not be regarded as an acceptable excuse.
- (d) Patient care is provided by Accredited Practitioners who have been granted access to use the Relevant Clinic and its resources in order to provide that care. The By-laws define the relationship and obligations between the Relevant Clinic and its Accredited Practitioners.
- (e) The Relevant Clinic aims to maintain a high standard of Patient care and to continuously improve the safety and quality of its services. The By-laws implement measures aimed at maintenance and improvements in safety and quality.
- (f) Health care in Australia is subject to numerous legislation and standards which may be updated from time to time. The By-laws assist in compliance with certain aspects of this regulation but are not a substitute for review of the current relevant legislation and standards.

Part B – Terms and conditions of Accreditation

5. Compliance with By-laws

- (a) It is a requirement for continued Accreditation that Accredited Practitioners comply with the By-laws at all relevant times when admitting, caring for or treating Patients, or otherwise providing services at FME Clinics.

(b) Any non-compliance with the By-laws may be grounds for suspension, termination or imposition of conditions.

(c) Unless specifically determined otherwise by the Director Kidney Care in writing for a specified Accredited Practitioner, the provisions of these By-laws in their entirety prevail to the extent of any inconsistency with any terms, express or implied, in a contract of employment or engagement that may be entered into.

5.1 Compliance with policies and procedures

Accredited Practitioners must comply with all policies and procedures of the Relevant Clinic and all relevant policies and procedures of FME.

5.2 Compliance with legislation

Accredited Practitioners must comply with all relevant legislation, including but not limited to legislation that relates to health, public health, drugs and poisons, privacy, coroners, criminal law, health practitioner registration, infection control, research, environmental protection, workplace health & safety, occupational health and safety, anti-discrimination, bullying, harassment, industrial relations, care of children, care of persons with a disability, substituted decision making and persons with impaired capacity, mental health, Medicare, health insurance, competition and consumer law, intellectual property, and other relevant legislation regulating the Accredited Practitioner, provision of health care or impacting upon the operation of FME and the Relevant Clinic.

In addition, Accredited Practitioners must ensure compliance with, or assist the Relevant Clinic to comply with, any Commonwealth or State mandated service capability frameworks or minimum standards

5.3 Insurance and registration

Accredited Practitioners must at all times maintain Adequate Professional Indemnity Insurance.

Accredited Practitioners must at all times maintain registration with AHPRA that is sufficient for the Scope of Practice granted.

Accredited Practitioners are required to provide evidence annually, or at other times upon request, of Adequate Professional Indemnity Insurance and registration, and all other relevant licences or registration requirements for the Scope of Practice granted. If further information is requested in relation to insurance or registration, the Accredited Practitioner will assist to obtain that information, or provide permission for the Relevant Clinic to obtain that information directly.

5.4 Standard of conduct

(a) FME expects a high standard of professional and personal conduct from Accredited Practitioners, who must conduct themselves in accordance with:

- (i) the Behavioural Standards;
- (ii) the Code of Ethics of the Australian Medical Association or any other relevant FME code of ethics;
- (iii) the Code of Practice of any specialist college or professional body of which the Accredited Practitioner is a member;
- (iv) the Values of FME;
- (v) the strategic direction of FME and the Relevant Clinic;
- (vi) the limits of their registration or any conditions placed upon Scope of Practice in accordance with these By-laws; and

- (vii) all reasonable requests made with regard to personal conduct in the Relevant Clinic.
- (b) Accredited Practitioners must continuously demonstrate Competence and Current Fitness, must not engage in Disruptive Behaviour, and must observe all reasonable requests with respect to conduct and behaviour.
- (c) Accredited Practitioners must not engage in any conduct that may be perceived as a reprisal against another person for making a report or supplying information relating to the Behavioural Standards.
- (d) Upon request by the Director Kidney Care, the Consultant Medical Director or the Dialysis Clinic Manager the Accredited Practitioner is required to meet with any or all of them to discuss matters in (a) to (c) above, or any other matter arising out of these By-laws.

5.5 Notifications

Accredited Practitioners must immediately advise the Dialysis Clinic Manager, and follow up with written confirmation within 2 days, should:

- (a) an investigation or complaint be commenced in relation to the Accredited Practitioner, or about his/her Patient (irrespective of whether this relates to a Patient of the Relevant Clinic), by AHPRA, the Accredited Practitioner's registration board, disciplinary body, Coroner, a health complaints body, or another statutory authority, State or Government Agency;
- (b) an adverse finding (including but not limited to criticism or adverse comment about the care or services provided by the Accredited Practitioner) be made against the Accredited Practitioner by a civil court, AHPRA, the practitioner's registration board, disciplinary body, Coroner, a health complaints body, or another statutory authority, State or Government Agency, irrespective of whether this relates to a Patient of the Relevant Clinic;
- (c) the Accredited Practitioner's professional registration be revoked or amended, or should conditions be imposed, or should undertakings be agreed, irrespective of whether this relates to a Patient of the Relevant Clinic and irrespective of whether this is noted on the public register or is privately agreed with a registration board;
- (d) professional indemnity membership or insurance be made conditional or not be renewed, or should limitations be placed on insurance or professional indemnity coverage;
- (e) the Accredited Practitioner's appointment, clinical privileges or Scope of Practice at any other Clinic or day procedure centre alter in any way, including if it is withdrawn, suspended, restricted, or made conditional, and irrespective of whether this was done by way of agreement;
- (f) any physical or mental condition or substance abuse problem occur that could affect his or her ability to practise or that would require any special assistance to enable him or her to practise safely and competently;
- (g) the Accredited Practitioner believe that Patient care or safety is being compromised or at risk, or may potentially be compromised or at risk, by another Accredited Practitioner of the Relevant Clinic;
- (h) the Accredited Practitioner make a mandatory notification to a health practitioner registration board in relation to another Accredited Practitioner of the Relevant Clinic; and

- (i) the Accredited Practitioner be charged with having committed or is convicted of a sex, violence or other criminal offence. The Accredited Practitioner must provide the Relevant Clinic with an authority to conduct at any time a criminal history check with the appropriate authorities.

In addition, Accredited Practitioners should inform themselves of their personal obligations in relation to external notifications and ensure compliance with these obligations, including for example as a member of a Clinical Advisory Committee in New South Wales pursuant to the Private Health Facilities Act (NSW) or mandatory reporting to AHPRA. FME expects the Accredited Practitioner to comply with these obligations.

5.6 Continuous disclosure

- (a) The Accredited Practitioner must keep the Dialysis Clinic Manager continuously informed of every fact and circumstances which has, or will likely have, a material bearing upon:
 - (i) the Accreditation of the Accredited Practitioner;
 - (ii) the Scope of Practice of the Accredited Practitioner;
 - (iii) the ability of the Accredited Practitioner to safely deliver health services to his/her Patients within the Scope of Practice, including if the Accredited Practitioner suffers from an illness or disability which may adversely affect his or her Current Fitness;
 - (iv) the Accredited Practitioner's registration or professional indemnity insurance arrangements;
 - (v) the inability of the Accredited Practitioner to satisfy a medical malpractice claim by a Patient;
 - (vi) adverse outcomes, complications, complaints, claims, reportable deaths and coronial investigations in relation to the Accredited Practitioner's Patients (current or former) of the Relevant Clinic;
 - (vii) the reputation of the Accredited Practitioner as it relates to the provision of Clinical Practice; and
 - (viii) the reputation of the Relevant Clinic and FME.
- (b) Subject to restrictions directly relating to or impacting upon legal professional privilege or statutory obligations of confidentiality, every Accredited Practitioner must keep the Dialysis Clinic Manager informed and updated about the commencement, progress and outcome of compensation claims, coronial investigations or inquests, police investigations, Patient complaints, health complaints body complaints or investigations, or other inquires involving Patients of the Accredited Practitioner that were treated at the Relevant Clinic.

5.7 Representations and media

Unless an Accredited Practitioner has the prior written consent of the Director Kidney Care, an Accredited Practitioner may not use FME's, FME's or the Relevant Clinic's name, or letterhead, or in any way suggest that the Accredited Practitioner represents these entities.

The Accredited Practitioner must obtain the approval in writing of the Director Kidney Care before interaction with the media regarding any matter involving the Relevant Clinic, FME or a Patient.

5.8 Committees

The Relevant Clinic requires Accredited Practitioners, as reasonably requested by the Dialysis Clinic Manager, to assist it in achieving its objectives through membership of committees of FME or the Relevant Clinic. This includes committees responsible for developing, implementing and reviewing policies in all clinical areas; participating in medical, nursing and other education programs and attending meetings of Medical Practitioners and/or Allied Health Professionals.

5.9 Commercial Confidential Information

(a) Accredited Practitioners:

- (i) may use FME's Confidential Information only for the purposes of treating Patients;
- (ii) must keep confidential all of FME's Confidential Information except for disclosures permitted under these obligations relating to Commercial Confidential Information.

(b) Accredited Practitioners may disclose FME's Confidential Information to officers or employees of the Accredited Practitioner who:

- (i) have a need to know for the purposes of treating patients in the Clinics; (and only to the extent that each has a need to know); and
- (ii) before disclosure, have been directed by the Accredited Practitioner to keep confidential all of FME's Confidential Information.

(c) Accredited Practitioners must:

- (i) ensure that each person to whom it discloses FME's Confidential Information under paragraph (b) complies with its direction; and
- (ii) notify FME of, and take all steps to prevent or stop, any suspected or actual breach of a direction.

(d) If Accredited Practitioners is required by law to disclose any of FME's Confidential Information to a third person (including, but not limited to, government) the Accredited Practitioner must:

- (i) before doing so:
 - 1) notify FME; and
 - 2) give FME a reasonable opportunity to take any steps that FME considers necessary to protect the confidentiality of that information; and
- (ii) notify the third person that the information is confidential information of FME.

(e) If Accredited Practitioners learn or reasonably believe that:

- (i) any unauthorised person has come into possession of any part of FME's Confidential Information;
- (ii) any person has made any improper or unauthorised use of the Confidential Information of FME; or
- (iii) any unauthorised person is doing anything in contravention of rights that attach to and arise from the Confidential Information of FME,

- (iv) the Accredited Practitioner must notify FME as soon as possible, including full particulars of the unauthorised possession, use or action, and must provide to FME all assistance and information FME may reasonably request with respect to the unauthorised possession, use or action.

5.10 Personal Information

- (a) The Accredited Practitioner will:
 - (i) comply with the Privacy Laws; and
 - (ii) not do anything that would cause FME to breach the Privacy Law applicable to it.
 - (iii) will ensure Personal Information is only transmitted to and from a Clinic by encrypted mail server.
- (b) Accredited Practitioners must:
 - (i) ensure that Personal Information:
 - (1) is used only for the purposes of treating Patients or such other purposes which may be approved by FME;
 - (2) in their possession or control in connection with entering the Clinics or treating Clinic patients is protected against loss and unauthorised access, use, modification or disclosure in accordance with applicable Privacy Laws; and
 - (ii) immediately notify FME if they become aware of any unauthorised access to, use of, or disclosure of Personal Information, or a loss of Personal Information, held in connection with the Clinics or treating Clinic patients.
- (c) Accredited Practitioners will manage all matters relating to the confidentiality of information in compliance with the 'Australian Privacy Principles' established by the Privacy Laws relating to privacy and confidentiality, and will not do anything to bring FME in breach of these obligations.
- (d) In addition to statutory or common law exceptions to confidentiality, the confidentiality requirements do not apply in the following circumstances:
 - (i) where disclosure is required to provide continuing care to the Patient;
 - (ii) where disclosure is required by law;
 - (iii) where disclosure is made to a regulatory or registration body in connection with the Accredited Practitioner, another Accredited Practitioner, the Relevant Clinic, or FME;
 - (iv) where the person benefiting from the confidentiality consents to the disclosure or waives the confidentiality; or
 - (v) where disclosure is required in order to perform some requirement of these By-Laws.
- (e) The confidentiality requirements continue with full force and effect after the Accredited Practitioner ceases to be Accredited.
- (f) Accredited Practitioners acknowledges that Patient information may be accessible via the Doctor App and the Accredited Practitioner agrees to accept the terms of use of Euclid as advised by FME.

5.11 Communication within FME

Accredited Practitioners are required to familiarise themselves with the organisational structure of FME.

Accredited Practitioners acknowledge that in order for the organisation to function, effective communication is required, including between the Dialysis Clinic Manager, Committees of the Relevant Clinic and its staff, Regional Managers, the Clinical Governance Team, the Director Kidney Care, the Chief Financial Officer, the Chief Executive Officer, the Consultant Medical Director and other FME staff.

Accredited Practitioners acknowledge and consent to communication between these persons and entities of information, including their own personal information, that may otherwise be restricted by the Privacy Laws. The acknowledgment and consent is given on the proviso that the information will be dealt with in accordance with obligations pursuant to the Privacy Laws and only for proper purposes and functions.

6. Safety and quality

6.1 Admission, availability, communication, & discharge

- (a) Visiting Medical Practitioners, Visiting Allied Health Professionals will admit (if applicable) and treat Patients at the Relevant Clinic on a regular basis and be an active provider of services at the Relevant Clinic.
- (b) Visiting Medical Practitioners who admit Patients to the Relevant Clinic for treatment and care must ensure that they are available to treat and care for those Patients at all times, or failing that, that other arrangements as permitted by the By-laws are put in place to ensure the continuity of treatment and care for those Patients. Visiting Allied Health Professionals who treat Patients must ensure they are available to treat and care for those Patients at all times or ensure continuity for treatment and care.
- (c) Accredited Practitioners must review all Patients as frequently as is required by the clinical circumstances of those Patients and as would be judged appropriate by professional peers. An Accredited Practitioner will be contactable to review the Patient or their nominated substitute approved by FME must be available as requested by nursing staff to review the Patient. Accredited Practitioners must ensure that all reasonable requests by Relevant Clinic staff are responded to in a timely manner and in particular Patients are promptly attended to when reasonably requested by Relevant Clinic staff for clinical reasons.
- (d) If Accredited Practitioners are unable to provide this level of care personally, the Accredited Practitioner will make arrangements with another Accredited Practitioner to assist or will put in place with prior notice appropriate arrangements in order for another Accredited Practitioner to assist, and shall advise the staff of the Relevant Clinic of this arrangement.
- (e) It is the responsibility of the Accredited Practitioner to ensure any changes to contact details are notified promptly to the Dialysis Clinic Manager. Accredited Practitioners must ensure that their communication devices are functional and that appropriate alternative arrangements are in place to contact them if their communication devices need to be turned off for any reason.

- (f) A locum must be approved in accordance with these By-laws and the Accredited Practitioner must ensure that the locum's contact details are made available to the Relevant Clinic and all relevant persons are aware of the locum cover and the dates of locum cover.
- (g) Accredited Practitioners must only treat Patients within the Scope of Practice granted.
- (h) Accredited Practitioners are required to work with and as part of a multi-disciplinary health care team, including effective communication – written and verbal, to ensure the best possible care for Patients. Accredited Practitioners must at all times be aware of the importance of effective communication with other members of the health care team, referring doctors, the Relevant Clinic executive, Patients and the Patient's family or next of kin, and at all times ensure appropriate communication has occurred, adequate information has been provided, and questions or concerns have been adequately responded to.
- (i) The Accredited Practitioner must appropriately supervise the care that is provided by the Relevant Clinic staff and other practitioners. This includes providing adequate instructions to, and supervision of, Relevant Clinic staff to enable staff to understand what care the Accredited Practitioner requires to be delivered.
- (j) Adequate instructions and clinical handover is required to be given to the Relevant Clinic staff and other practitioners (including their on-call and locum cover) to enable them to understand what care the Accredited Practitioner requires to be delivered. The Accredited Practitioner must appropriately supervise the care that is provided by the Relevant Clinic staff and other practitioners.
- (k) If care is transferred to another Accredited Practitioner, this must be noted on the Patient medical record and communicated to the Dialysis Clinic Manager or other responsible nursing staff member.
- (l) Accredited Practitioners must give consideration to their own potential fatigue and that of other staff involved in the provision of patient care.
- (m) Accredited Practitioners must participate in formal on call arrangements as reasonably required by the Relevant Clinic. Persons providing on-call or cover services must be Accredited at the Relevant Clinic.

6.2 Clinic, State Based and National Safety Programs, Initiatives and Standards

Accredited Practitioners acknowledge the importance of ongoing safety and quality initiatives that may be instituted by FME and the Relevant Clinic based upon its own safety and quality program, or safety and quality initiatives, programs or standards of State or Commonwealth health departments, statutory bodies or safety and quality organisations (including for example the national Australian Commission on Safety and Quality in Health Care, a State based division of a Health Department such as the Office of Safety and Quality in Healthcare in Western Australia, or a State based independent statutory body).

Accredited Practitioners will participate in and ensure compliance with these initiatives and programs (including if they are voluntary initiatives that the Relevant Clinic elects to participate in or undertake), whether these apply directly to the Accredited Practitioner or are imposed upon the Relevant Clinic and require assistance from the Accredited Practitioner to ensure compliance, including but not limited to the National Safety and Quality Health Service Standards and Clinical Care Standards of the Australian Commission on Safety and Quality in Health Care.

6.3 Treatment consent

Accredited Medical Practitioners must obtain fully informed consent for treatment (except where it is not practical in cases of emergency) from the Patient or their legal guardian or substituted decision maker in accordance with accepted medical and legal standards and in accordance with the policy and procedures of the Relevant Clinic. For the purposes of this provision, an emergency exists where immediate treatment is necessary in order to save a person's life or to prevent serious injury to a person's health.

The consent will be evidenced in writing and signed by the Medical Practitioner and Patient or their legal guardian or substituted decision maker.

It is expected that fully informed consent will be obtained by the Accredited Medical Practitioner under whom the Patient is admitted or treated, in accordance with the Medical Practitioner's non delegable duty of care. The consent process will ordinarily include an explanation of the Patient's condition and prognosis, treatment and alternatives, inform the Patient of material risks associated with treatment and alternatives, and then obtain the consent to treatment. The consent process must also satisfy the Relevant Clinic's requirements from time to time as set out in its policy and procedures.

6.4 Patient Records

Accredited Practitioners must ensure that:

- (a) Patient records held by the Relevant Clinic are adequately maintained for Patients treated by the Accredited Practitioner;
- (b) Patient records satisfy FME and Relevant Clinic policy requirements, legislative requirements, the content and standard required by the Australian Council on Healthcare Standards, accreditation requirements, and health fund obligations;
- (c) they maintain full, accurate legible and contemporaneous medical records, including in relation to each attendance upon the Patient, with the entries dated, time and signed.
- (d) they comply with all legal requirements and standards in relation to the prescription and administration of medication, and properly document all drugs orders clearly and legibly in the medication chart maintained by the Relevant Clinic;
- (e) Patient records include all relevant information and documents reasonably necessary to allow Relevant Clinic staff and other Accredited Practitioners to care for Patients;

6.5 Financial information and statistics

- (a) Accredited Practitioners must record all information required by the Relevant Clinic to meet health fund obligations, collect revenue and allow compilation of health care statistics.
- (b) Accredited Practitioners must ensure that all Pharmaceutical Benefits Scheme prescription requirements completed in accordance with Relevant Clinic policy and regulatory requirements.

6.6 Quality improvement, risk management and regulatory agencies

- (a) Accredited Practitioners are required to attend and participate in the Relevant Clinic's safety, quality, risk management, education and training activities, including clinical practice review and peer review activities, and as required by relevant legislation, standards and guidelines (including those standards and guidelines set by relevant Commonwealth or State governments, health departments or statutory health organisations charged with monitoring and investigating safety and quality of health care). This includes a requirement to meaningfully participate in clinical review and peer review committee meetings, including review of clinical data and outcomes and respond to requests for information regarding statistical outliers, adverse events and cases flagged in incidents, clinical indicator or key performance indicator reporting.
- (b) Accredited Practitioners will report to the Relevant Clinic incidents, complications, adverse events, deaths and complaints (including in relation to the Accredited Practitioner's Patients) in accordance with the Relevant Clinic policy and procedures and where required by the Dialysis Clinic Manager will assist with incident management, investigation and reviews (including root cause analysis and other systems reviews), complaints management and open disclosure processes.
- (c) Accredited Practitioners will participate in risk management activities and programs, including the implementation by the Relevant Clinic of risk management strategies and recommendations from system reviews, and will maintain and comply with the ongoing minimum competency and continuing professional development requirements of their professional college with respect to the approved Scope of Practice.
- (d) Accredited Practitioners must provide all reasonable and necessary assistance in circumstances where the Relevant Clinic requires assistance from the Accredited Practitioner in order to comply with or respond to a legal request or direction, including for example where that direction is pursuant to a court order, or from a health complaints body, AHPRA, Coroner, Police, State Health Department and its agencies or departments, Private Health Unit, and Commonwealth Government and its agencies or departments.
- (e) Accredited Practitioners shall comply with, and take all reasonable actions to assist the Relevant Clinic to comply with, each of the National Safety and Quality Health Service Standards issued by the Australian Commission on Safety and Quality in Health Care and any associated clinical guidelines.

6.7 Clinical speciality committees

FME or the Dialysis Clinic Manager may establish clinical speciality committees for the purpose of reviewing and advising FME or the Dialysis Clinic Manager on performance of the clinical speciality by reference to the Relevant Clinic's clinical services, Organisational Capability and Organisational Need. These committees may include but are not limited to peer review and quality activities.

Each clinical speciality committee, in consultation with the Dialysis Clinic Manager, will establish terms of reference for the committee and will report annually, or as required by the Dialysis Clinic Manager, on its activities to the Clinical Advisory Committee, and make recommendations to the Clinical Advisory Committee on issues relevant to the clinical speciality.

6.8 Participation in clinical teaching activities

Accredited Practitioners, if requested, are required to reasonably participate in the Relevant Clinic's clinical teaching program.

6.9 Research

- (a) All proposals for research and / or quality improvement projects, which involve access to patient and / or clinic relevant data will need to be submitted to the Clinical Research Responsible Person and approved as necessary by the FME Asia Pacific Clinical Research Committee.
- (b) The Relevant Clinic, participates, in principle, in the conduct of research (including a clinical trial) as determined by the Dialysis Clinic Manager of the Relevant Clinic, following consultation with the Clinical Research Responsible Person.
- (c) The activities to be undertaken in the research must fall within the Scope of Practice of the Accredited Practitioner. The Accredited Practitioner, and the organisation she / he represents, must comply with FME's Onboarding policies .
- (d) For aspects of the research falling outside an indemnity from a third party (including the exceptions listed in the indemnity), the Accredited Practitioner must have in place adequate insurance with a reputable insurer to cover the medical research.
- (e) Research will be conducted in accordance with National Health and Medical Research Council requirements, current National Statement on Ethical Conduct in Human Research (as amended and updated from time to time), relevant FME research policies and other applicable legislation.
- (f) An Accredited Practitioner has no power to bind FME to a research project (including a clinical trial) by executing a research agreement. FME will only enter into a research project subject to compliance with its internal requirements.
- (g) There is no right of appeal from a decision to reject an application for research.

6.10 Obtain written approval for New Clinical Services

- (a) Before treating patients with New Clinical Services, an Accredited Practitioner is required to obtain the prior written approval of the Dialysis Clinic Manager and what is proposed must fall within the Accredited Practitioner's Scope of Practice or an amendment to the Scope of Practice has been obtained.
- (b) The Accredited Practitioner must provide evidence of Adequate Professional Indemnity Insurance to cover the New Clinical Service, and if requested, evidence that private health funds will adequately fund the New Clinical Services.
- (c) If research is involved, then the By-law dealing with research must be complied with.
- (d) The Dialysis Clinic Manager's decision is final and there shall be no right of appeal from denial of requests for New Clinical Services.

6.11 Utilisation

Accredited Practitioners will be advised upon Accreditation or Re-Accreditation, or at other times as determined by the Dialysis Clinic Manager, of the expectations in relation to exercising Accreditation and utilisation of the clinic. Absent special circumstances, the Accredited Practitioner must exercise Accreditation or utilise the clinic in accordance with the specified expectations.

Part C – Accreditation of Medical Practitioners

7. Credentialing and scope of practice

7.1 Eligibility for Accreditation as Medical Practitioners

Accreditation as Medical Practitioners will only be granted if Medical Practitioners demonstrate adequate Credentials, are professionally Competent, satisfy the requirements of the By-laws, and are prepared to comply with the By-laws, and FME and Relevant Clinic policies, and provide written acknowledgment of such preparedness.

7.2 Entitlement to treat patients at the Relevant Clinic

- (a) Medical Practitioners who have received Accreditation pursuant to the By-laws are entitled to make a request for access to facilities for the treatment and care of their Patients within the limits of the defined Scope of Practice attached to such Accreditation at the Relevant Clinic and to utilise facilities provided by the Relevant Clinic for that purpose, subject to the provisions of the By-laws, FME and Relevant Clinic policies, resource limitations, and in accordance with Organisational Need and Organisational Capability.
- (b) The decision to grant access to clinics for the treatment and care of a Medical Practitioner's Patients is on each occasion within the sole discretion of the Dialysis Clinic Manager and the grant of Accreditation contains no conferral of a general expectation of or 'right of access'.
- (c) A Medical Practitioner's use of the Relevant Clinic's facilities for the treatment and care of Patients is limited to the Scope of Practice granted by the Dialysis Clinic Manager and subject to the conditions upon which the Scope of Practice is granted, resource limitations, and Organisational Need and Organisational Capability. Accredited Practitioners acknowledge that admission or treatment of a particular Patient is subject always to bed/chair availability, the availability or adequacy of nursing or allied health staff or facilities given the treatment or clinical care proposed.

7.3 Responsibility and basis for Accreditation and granting of scope of practice

The Credentialing Officer will determine the outcome of applications for Accreditation as Medical Practitioners and defined Scope of Practice for each applicant. In making any determination, the Credentialing Officer will make independent and informed decisions and in so doing will have regard to the matters set out in these By-laws and will have regard to the recommendations of the Clinical Advisory Committee and the Consultant Medical Director. The Credentialing Officer may, at his/her discretion, consider other matters as relevant to the application when making his/her determination.

7.4 Clinical Advisory Committee

The Dialysis Clinic Manager shall convene a Clinical Advisory Committee (**CAC**) in accordance with the terms of reference established for the CAC.

The CAC members, including the chairperson, will be appointed by the Dialysis Clinic Manager for such period as determined by the Dialysis Clinic Manager and may be removed from membership of the committee by the Dialysis Clinic Manager.

If the jurisdiction in which the Relevant Clinic is located requires a separate Credentialing Committee to consider and make recommendations relating to Credentialing, but the role is performed by the CAC, the terms of reference for the Credentialing Committee will include a process that provides for closing the CAC meeting and reconvening it as a Credentialing Committee meeting, including recording of separate minutes.

In addition to the terms of reference established for the CAC or Credentialing Committee, the Committees must be constituted according to and the members of the Committees must conduct themselves in accordance with any legislative obligations, including standards that have mandatory application to the Facility and Committee members. For example, the obligations imposed pursuant to the Private Health Facilities Act (NSW).

The Director Kidney Care, Clinical Governance Manager and Dialysis Clinic Manager will be entitled to attend meetings of the CAC as ex-officio members, such that they will not have an entitlement to vote in relation to decisions or recommendations of the CAC and Credentialing Committee.

8. The process for appointment and re-appointment

8.1 Applications for Initial Accreditation and Re-Accreditation as Medical Practitioners

- (a) Applications for Initial Accreditation (where the applicant does not currently hold Accreditation at the Relevant Clinic) and Re-Accreditation (where the applicant currently holds Accreditation at the Relevant Clinic) as Medical Practitioners must be made on the prescribed eForm. All questions on the prescribed eForm must be fully completed and all required information and documents supplied before an application will be considered. Applications should be completed and forwarded to the credentialing delegate at least six weeks prior to the Medical Practitioner seeking to commence at the Relevant Clinic or such shorter time permitted by the Dialysis Clinic Manager due to Organisational Need or patient needs. Temporary Accreditation or Emergency Accreditation will be considered at the discretion of the Dialysis Clinic Manager.
- (b) Applications must include a declaration signed by the Medical Practitioner to the effect that the information provided by the Medical Practitioner is true and correct, that the Medical Practitioner will comply in every respect with the By-laws in the event that the Medical Practitioner's application for Accreditation is approved.
- (c) The Credentialing Officer or the credentialing delegate may interview and/or request further information from applicants as they consider to be appropriate.
- (d) The Credentialing Officer will ensure that applications are complete and requests for further information complied with, and upon being satisfied will refer applications, together with notes from any interview conducted, to the Clinical Advisory Committee for consideration.
- (e) A Medical Practitioner credentialled by the public health service which has a service agreement with FME does not need individual credentialing through FME. The public health

service must supply evidence of their credentialing for that Medical Practitioner. The Medical Practitioner must sign an acknowledgement to comply with these FME By-laws.

8.2 Consideration by the Clinical Advisory Committee

- (a) The Clinical Advisory Committee will consider all applications for Accreditation and Re-Accreditation referred to it by the Credentialing Officer.
- (b) Consideration by the Clinical Advisory Committee will include but not be limited to information relevant to Credentials, Competence, Current Fitness, Organisational Capability and Organisational Need.
- (c) The Clinical Advisory Committee will make recommendations to the Credentialing Officer as to whether the applications should be approved and if so, on what terms, including the Scope of Practice to be granted.
- (d) The Clinical Advisory Committee will act and make recommendations in accordance with its terms of reference and any Relevant Clinic Policy, as amended from time to time, including in relation to the consideration of applications for Accreditation and Re-Accreditation.
- (e) In instances where the Clinical Advisory Committee has doubts about a Medical Practitioner's ability to perform the services, procedures or other interventions which may have been requested for inclusion in the Scope of Practice, they may recommend to the Credentialing Officer to:
 - (i) initiate an Internal Review;
 - (ii) initiate an External Review;
 - (iii) grant Scope of Practice for a limited period of time followed by review;
 - (iv) apply conditions or limitations to Scope of Practice requested; and/or
 - (v) apply requirements for relevant clinical services, procedures or other interventions to be performed under supervision or monitoring.
- (f) If the Medical Practitioner's Credentials and assessed Competence and performance do not meet the Threshold Credentials (if any) established for the requested Scope of Practice (if any), the Clinical Advisory Committee may recommend refusal of the application.

8.3 Consideration of applications for Initial Accreditation by the Credentialing Officer

- (a) The Credentialing Officer will consider applications for Initial Accreditation as Medical Practitioners referred by the Clinical Advisory Committee and will decide whether the applications should be rejected or approved and, if approved, whether any conditions should apply.
- (b) In considering applications, the Credentialing Officer will give due consideration to any other information relevant to the application as determined by the Credentialing Officer, but the final decision is that of the Credentialing Officer who will not be bound by the recommendation of the Clinical Advisory Committee. In addition to considering the recommendations of the Clinical Advisory Committee, including Organisational Capability and Organisational Need, the Credentialing Officer may consider any matter assessed as relevant to making the determination in the circumstances of a particular case.

- (c) The Credentialing Officer may adjourn consideration of an application in order to obtain further information from the Clinical Advisory Committee, the Medical Practitioner or any other person or organisation.
- (d) If the Credentialing Officer requires further information from the Medical Practitioner before making a determination, they will forward a letter to the Medical Practitioner:
 - (i) informing the Medical Practitioner that the Credentialing Officer requires further information from the Medical Practitioner before deciding the application;
 - (ii) identifying the information required. This may include, but is not limited to, information from third parties such as other Clinics relating to current or past Accreditation, Scope of Practice and other issues relating to or impacting upon the Accreditation with that other Clinic; and
 - (iii) requesting that the Medical Practitioner provide the information in writing or consent to contacting a third party for information or documents, together with any further information the Medical Practitioner considers relevant within fourteen (14) days from the date of receipt of the letter.
- (e) In the event that the information or documents requested by the Credentialing Officer is not supplied in the time set out in the letter, the Credentialing Officer may, at their discretion, reject the application or proceed to consider the application without such additional information.
- (f) The Credentialing Officer will forward a letter to the Medical Practitioner advising the Medical Practitioner whether the application has been approved or rejected. If the application has been approved, the letter will also contain details of the Scope of Practice granted.
- (g) There is no right of appeal from a decision to reject an initial application for Accreditation, or any terms or conditions that may be attached to approval of an application for initial Accreditation.

8.4 Initial Accreditation tenure

- (a) Initial Accreditation as a Medical Practitioner at the Relevant Clinic may, at the election of the Credentialing Officer, be for a probationary period of one year.
- (b) Prior to the end of any probationary period established pursuant to By-law 8.4(a), a review of the Medical Practitioner's level of Competence, Current Fitness, Performance, compatibility with Organisational Capability and Organisational Need, and confidence in the Medical Practitioner will be undertaken by the Credentialing Officer. The Credentialing Officer may seek assistance with the review from the relevant Clinical Advisory Committee or Speciality Committee where established. The Credentialing Officer may initiate the review at any time during the probationary period where concerns arise about Performance, Competence, Current Fitness of, or confidence in the Medical Practitioner, or there is evidence of Behavioural Sentinel Events exhibited by the Medical Practitioner.
- (c) In circumstances where, in respect of a Medical Practitioner:
 - (i) a review conducted by the Credentialing Officer at the end of the probationary period, or
 - (ii) a review conducted by the Credentialing Officer at any time during the probationary period, causes the Credentialing Officer to consider:

- (iii) the Medical Practitioner's Scope of Practice should be amended, or
- (iv) the probationary period should be terminated, or
- (v) the probationary period should be extended, or
- (vi) the Medical Practitioner should not be offered Re-accreditation,
the Medical Practitioner will be:
 - (i) notified of the circumstances which have given rise to the relevant concerns, and
 - (ii) be given an opportunity to be heard and present his/her case.
- (d) Should the Medical Practitioner have an acceptable probationary Accreditation review outcome, or in circumstances where Initial Accreditation is granted without a probationary period, the Credentialing Officer, in consultation with the Clinical Advisory Committee, may grant an Accreditation period of up to three years, on receipt of a signed declaration from the Medical Practitioner describing any specific changes, if any, to the initial information provided and ongoing compliance with all requirements as per the By-laws.
- (e) Should the probationary Accreditation review outcome be unacceptable to the Credentialing Officer, they may, in consultation with the Clinical Advisory Committee:
 - (i) amend the Scope of Practice granted; or
 - (ii) decide that Accreditation will not be granted.
- (f) The Credentialing Officer will make a final determination on Accreditation for all Medical Practitioners, including at the end of the probationary period. There will be no right of appeal at the end of the probationary period for a determination that Accreditation will not be granted following conclusion of the probationary period, or to any terms or conditions that may be attached to the grant of any Accreditation following the probationary period. All Medical Practitioners shall agree with this as a condition of Initial Accreditation.

8.5 Re-Accreditation

- (a) The Credentialing Officer will, at least three months prior to the expiration of any term of Accreditation of each Medical Practitioner (other than a probationary period), provide to that Medical Practitioner an application form to be used in applying for Re-Accreditation.
- (b) Any Medical Practitioner wishing to be Re-Accredited must send the completed application form to the credentialing delegate at least two months prior to the expiration date of the Medical Practitioner's current term of Accreditation.
- (c) The Credentialing Officer and Clinical Advisory Committee will deal with applications for Re-Accreditation in the same manner in which they are required to deal with applications for Initial Accreditation as Medical Practitioners.
- (d) The rights of appeal conferred upon Medical Practitioners who apply for Re-Accreditation as Medical Practitioners are set out in these By-Laws.

8.6 Re-Accreditation tenure

Granting of Accreditation and Scope of Practice subsequent to any probationary period will be for a term of up to three years, as determined by the Credentialing Officer.

8.7 Accreditation at multiple FME Clinics

If a Medical Practitioner intends seeking initial Accreditation at a FME Clinic in circumstances where the Medical Practitioner already holds Accreditation at another FME Clinic, prior to submitting an application the Medical Practitioner shall notify the credentialing delegate that they intend to make application for initial Accreditation and identify the FME Relevant Clinic at which that Medical Practitioner already holds Accreditation.

The credentialing delegate will obtain all relevant documents and information from that other FME Clinic in relation to the Medical Practitioner's Accreditation.

Following receipt of the documents and information, the credentialing delegate will notify the applicant about what further documents and information may be required in order for the application for Accreditation to be progressed.

The process for Accreditation in these circumstances is in the complete discretion of the Credentialing Officer and they may require in the circumstances of a particular case that all requirements for Accreditation are still to be completed.

Applicants must be aware that Scope of Practice may differ between facilities depending on the Organisational Need and Organisational Capability of the Relevant Clinic.

8.8 Nature of appointment of Visiting Medical Practitioners

- (a) Accreditation does not itself constitute an employment contract nor does it establish a contractual relationship between the Medical Practitioner and the Relevant Clinic or a Medical Practitioner and FME.
- (b) Accreditation is personal and cannot be transferred to, or exercised by, any other person.
- (c) It is a condition of accepting Accreditation, and of ongoing Accreditation, that the Accredited Practitioner understands and agrees that these By-laws are the full extent of processes and procedures available to the Accredited Practitioner with respect to all matters relating to and impacting upon Accreditation, and no additional procedural fairness or natural justice principles will be incorporated or implied, other than processes and procedures that have been explicitly set out in these By-laws;
- (d) Accredited Practitioners acknowledge and agree as a condition of the granting of, and ongoing Accreditation, that the granting of Accreditation establishes only that the Accredited Practitioner is a person able to provide services at the Relevant Clinic, as well as the obligations and expectations with respect to the Accredited Practitioner while providing services for the period of Accreditation, the granting of Accreditation creates no rights or legitimate expectation with respect to access to the Relevant Clinic or its resources, and while representatives of FME and the Relevant Clinic will generally conduct themselves in accordance with these By-laws they are not legally bound to do so and there are no legal consequences for not doing so.

9. Extraordinary Accreditation

9.1 Temporary Accreditation

- (a) The Credentialing Officer may grant Medical Practitioners Temporary Accreditation and Scope of Practice on terms and conditions considered appropriate by the Credentialing Officer. Temporary Accreditation will only be granted on the basis of Patient need, Organisational Capability and Organisational Need. The Credentialing Officer may consider Emergency Accreditation for short notice requests.
- (b) Applications for Temporary Accreditation as Medical Practitioners must be made in writing on the prescribed form as for initial applications. All questions on the prescribed form must be fully completed and required information and documents submitted before an application will be considered.
- (c) Temporary Accreditation may be terminated by the Credentialing Officer for failure by the Medical Practitioner to comply with the requirements of the By-laws or following provisions of Temporary Accreditation requirements.
- (d) Temporary Accreditation will automatically cease upon a determination by the Credentialing Officer of the Medical Practitioner's application for Accreditation or at such other time following such determination as the Credentialing Officer decides. The period of Temporary Accreditation shall be determined by the Dialysis Clinic Manager, which will be for a period of no longer than three (3) months.
- (e) There can be no expectation that a grant of Temporary Accreditation will mean that there is be a subsequent granting of Accreditation;
- (f) The Clinical Advisory Committee will be informed of all Temporary Accreditation granted.
- (g) There will be no right of appeal from decisions relating to the granting of Temporary Accreditation or termination of Temporary Accreditation.

9.2 Emergency Accreditation

- (a) In the case of an emergency, any Medical Practitioner, to the extent permitted by the terms of the Medical Practitioner's registration, may request Emergency Accreditation and granting of Scope of Practice in order to continue the provision of treatment and care to Patients. Emergency Accreditation may be considered by the Credentialing Officer for short notice requests, to ensure continuity and safety of care for Patients and/or to meet Organisational Need.
- (b) As a minimum, the following is required:
 - (i) verification of identity through inspection of relevant documents (e.g. driver's licence with photograph);
 - (ii) immediate contact with a member of senior management of an organisation nominated by the Medical Practitioner as their most recent place of Accreditation to verify employment or appointment history;
 - (iii) verification of professional registration and insurance as soon as practicable;
 - (iv) confirmation of at least one professional referee of the Medical Practitioner's Competence and good standing;

- (v) verification will be undertaken by the Credentialing Officer and will be fully documented.
- (c) Emergency Accreditation will be followed as soon as practicable with Temporary Accreditation or Initial Accreditation application processes if required.
- (d) Emergency Accreditation will be approved for a limited period as identified by the Credentialing Officer and Director Kidney Care, for the safety of Patients involved, and will automatically terminate at the expiry of that period or as otherwise determined by the Credentialing Officer.
- (e) The Clinical Advisory Committee will be informed of all Emergency Accreditations.
- (f) There will be no right of appeal from decisions on granting, or termination, of Emergency Accreditation.

9.3 Locum Tenens

Locums must be approved by the Credentialing Officer before they are permitted to arrange the admission of and/or to treat Patients on behalf of Visiting Medical Practitioners.

Temporary Accreditation requirements must be met before approval of locums is granted.

There will be no right of appeal from decisions in relation to locum appointments.

10. Anti-Bribery and Anti-Corruption Compliance

- (a) As stated in FME's Code of Ethics and Business Conduct, FME upholds the values of integrity and lawful conduct, especially with regard to anti-bribery and anti-corruption. FME upholds these values in its own operations, as well as in its relationships with business partners. FME's continued success and reputation depends on a common commitment to act accordingly. Together with FME, the Accredited Practitioner is committed to uphold these fundamental values by adherence to Applicable Laws (meaning anti-bribery and anti-corruption laws in the jurisdiction of the Clinic and as applicable to FME). The Accredited Practitioner agrees that it will not undertake any activities which will result in a violation of any Applicable Laws and applicable industry and professional codes, including but not limited to applicable local and extraterritorial anti-bribery and anti-corruption laws such as the U.S. Foreign Corrupt Practices Act (collectively "**Prohibited Conduct**") in connection with the Clinics and or treating Clinic patients.
- (b) In particular, the Accredited Practitioner agrees:
 - (i) not to make any offer, payment, or promise to pay money or anything of value to a Government Official or any other individual and/or legal entity whether directly or indirectly, for the purpose of improperly influencing any act and/or decision of, and/or for securing any improper advantage;
 - (ii) not to accept, receive, agree to accept and/or receive a payment and/or anything of value from any individual for undue favourable treatment in obtaining, retaining, and/or directing business for, and/or to obtain any undue special concession on behalf of the Accredited Practitioner and/or FME; and

- (iii) not to facilitate any improper payments to any Government Official to expedite a routine government action and/or other official act.
- (c) In this clause the term “**Government Official**” shall be read broadly and includes individuals acting:
 - (i) on behalf of governments on a national, regional and local level (such as elected officials, customs officials, tax officials, etc.);
 - (ii) on behalf of government-owned or government-controlled enterprises (such as doctors and staff of public hospitals and universities, etc.);
 - (iii) for political parties or as or on behalf of candidates for public office; and
 - (iv) on behalf of public international organisations (such as the World Bank or the OECD, etc.).
- (d) As a condition of appointment as an Accredited Practitioner and in order to maintain ongoing Accreditation, the Accredited Practitioner agrees that if it becomes aware or has reason to suspect that any person or legal entity acting on the Accredited Practitioner's and/or FME's behalf has engaged directly or indirectly in any activities which will result in a violation of any Applicable Laws, such as local and extraterritorial anti-bribery and anti-corruption laws, regulations, and applicable industry and professional codes, then, subject to the internal policies of the Accredited Practitioner, the Accredited Practitioner will immediately report such knowledge or suspicion via the following email address: complianceactionline@FME-ag.com.
- (e) As a condition of appointment as an Accredited Practitioner and in order to maintain ongoing Accreditation, the Accredited Practitioner represents that it has read the FME Code of Ethics and Business Conduct (Code of Conduct) and the Business Partner Compliance Brochure (Business Partner Compliance Brochure) available on the FME website. The Accredited Practitioner confirms that it understands and agrees to adhere with the principles contained therein.
- (f) As a condition of appointment as an Accredited Practitioner and in order to maintain ongoing Accreditation, the Accredited Practitioner confirms that it has read the FME Service Provider Code of Conduct (Service Provider Code of Conduct) available on the FME website. The Accredited Practitioner confirms that it understands and agrees to adhere with the principles contained therein.
- (g) Further, if required by FME, the Accredited Practitioner will complete a certification form in relation to the content of this clause on an annual basis and will use best endeavours to ensure that its representatives, management, personnel and subcontractors (if the Accredited Practitioner uses subcontractors in order to fulfil a part of its engagement with FME) participate and complete the compliance trainings provided by FME periodically.
- (h) The Accredited Practitioner agrees to provide reasonable cooperation in any audit that maybe conducted by or on behalf of FME. Upon notice of an intended audit, the Accredited Practitioner will, in a reasonable time, grant to FME, or to a third party engaged by FME, access to:
 - (i) the relevant persons; and
 - (ii) relevant documents, books and records, and data (including, but not limited to, invoices and requests for expense reimbursement, supporting receipts and substantiation, and original entry records for charges and payments).

- (i) During the term of Accreditation and not more than once per year (unless circumstances warrant additional audits as described below), FME may audit the Accredited Practitioner's policies, procedures, books and records that relate to the performance of the Accredited Practitioner entering the Clinics and or treating Clinic patients, ensure compliance with these By Laws upon at least 10 Business Days' notice. Notwithstanding the foregoing, the Parties agree that FME may conduct an audit at any time, in the event that:
 - (i) an audit is required by any Government Agency;
 - (ii) there are any actual or threatened investigations and/or allegations of claims of misappropriation, fraud, or business irregularities of a potentially criminal nature; or
 - (iii) FME reasonably believes that an audit is necessary to address a material operational problem or issue that poses a threat to FME's business and/or reputation.
- (j) The Accredited Practitioner hereby represents, warrants and covenants to FME that, as of the date hereof and as a condition of appointment of Accreditation and during the period of Accreditation, the operations of the Accredited Practitioner and its subsidiaries are, have been and will be conducted at all times in compliance with the applicable financial recordkeeping and reporting requirements of the money laundering statutes of all applicable jurisdictions, the rules and regulations thereunder and any related or similar rules, regulations or guidelines issued, administered or enforced by any Government Agency (collectively, the "**Money Laundering Laws**") in all material respects and no action, suit or proceeding by or before any court or governmental agency, authority or body or any arbitrator involving the Accredited Practitioner or any of their subsidiaries with respect to the Money Laundering Laws is pending or, to the best knowledge of the Accredited Practitioner, threatened.
- (k) Notwithstanding anything else in these By Laws or any other right FME may have, a breach of any of the provisions included in this clause by the Accredited Practitioner shall give FME the right to immediately terminate his or her Accreditation. There is no appeal available pursuant to these By-Laws from such termination of Accreditation.

11. Modern Slavery

- (a) The Accredited Practitioner represents and warrants to FME that, at the date of agreeing to these By Laws, and as a condition of appointment as an Accredited Practitioner and during the period of Accreditation, the Accredited Practitioner:
 - (i) has not been convicted of any offence involving Modern Slavery and, to the best of the Accredited Practitioner's knowledge having made reasonable enquiries, neither its Affiliates nor Representatives have been convicted of any offence involving Modern Slavery;
 - (ii) does not engage in any conduct or omission which would amount to an offence involving Modern Slavery and, to the best of the Accredited Practitioner's knowledge having made reasonable enquiries, neither its Affiliates nor Representatives engage in any conduct or omission which would amount to an offence involving Modern Slavery;
 - (iii) to the best of the Accredited Practitioner's knowledge having made reasonable enquiries, is not and has not been, and its Affiliates and Representatives are not or have not been, the subject of any investigation, inquiry or enforcement proceedings

- by any governmental, administrative or regulatory body regarding any offence or alleged offence involving Modern Slavery;
- (iv) has no knowledge of any Modern Slavery currently occurring within its operations and supply chain; and
 - (v) takes and will continue to take reasonable steps to identify the risk of, and reduce or prevent the occurrence of, Modern Slavery within its operations or supply chains.
- (b) The Accredited Practitioner must, in connection with performing its obligations under the By-Laws and as a condition of Accreditation:
- (i) comply, and ensure that its Representatives comply, with FME's corporate policies relating to Modern Slavery; and
 - (ii) not, and ensure that its Representatives do not, engage in any conduct or omission which would amount to an offence involving Modern Slavery.
- (c) The Accredited Practitioner must promptly notify FME upon becoming aware of any potential, suspected or actual Modern Slavery within its operations or supply chain and of any other information that would make the representations and warranties given under paragraph (a), if repeated, false.
- (d) If requested by FME, the Accredited Practitioner must, subject to any existing confidentiality requirements and any relevant law, provide FME with any information, reports or documents in relation to any Modern Slavery or any risk of Modern Slavery within the Accredited Practitioner's operations or supply chain.

12. Variation of Accreditation or scope of practice

12.1 Practitioner may request amendment of Accreditation or scope of practice

- (a) An Accredited Medical Practitioner may apply for an amendment or variation of their existing Scope of Practice or any term or condition of their Accreditation, other than in relation to the general terms and conditions applying to all Accredited Practitioners as provided in these By-laws.
- (b) The process for amendment or variation is the same for an application for Re-Accreditation, except the Medical Practitioner will be required to complete a Request for Amendment of Accreditation or Scope of Practice form and provide relevant documentation and references in support of the amendment or variation.
- (c) The process to adopt in consideration of the application for amendment or variation will be as set out in By-Laws 8.1 to 8.3.
- (d) The rights of appeal conferred upon Medical Practitioners who apply for amendment or variation are set out in these By-Laws, except an appeal is not available for an application made during a probationary period, or in relation to Temporary Accreditation, Emergency Accreditation, or a Locum Tenens.

13. Review of Accreditation or scope of practice

13.1 Authorised Person may initiate review of Accreditation or scope of practice

- (a) The Dialysis Clinic Manager may at any time initiate a review of a Medical Practitioner's Accreditation or Scope of Practice where concerns or an allegation are raised about any of the following:
 - (i) Patient health or safety could potentially be compromised;
 - (ii) the rights or interests of a Patient, staff or someone engaged in or at the Relevant Clinic has been adversely affected or could be infringed upon;
 - (iii) non-compliance with the Behavioural Standards;
 - (iv) the Medical Practitioner's level of Competence;
 - (v) the Medical Practitioner's Current Fitness;
 - (vi) the Medical Practitioner's Performance;
 - (vii) compatibility with Organisational Capability and Organisational Need;
 - (viii) the current Scope of Practice granted does not support the care or treatment sought to be undertaken by the Medical Practitioner;
 - (ix) confidence in the Medical Practitioner;
 - (x) compliance with these By-laws, including terms and conditions;
 - (xi) a possible ground for suspension or termination of Accreditation may have occurred;
 - (xii) the efficient operation of the Relevant Clinic could be threatened or disrupted, the potential loss of the Relevant Clinic's licence or accreditation, or the potential to bring the Relevant Clinic into disrepute;
 - (xiii) a breach of a legislative or legal obligation of FME or the Relevant Clinic or imposed upon the Accredited Practitioner may have occurred; or
 - (xiv) as elsewhere defined in these By-laws.
- (b) The Dialysis Clinic Manager, in consultation with the Director Kidney Care, will determine whether the process to be followed is an;
 - (i) Internal Review; or
 - (ii) External Review.
- (c) Prior to determining whether an Internal Review or External Review will be conducted, the Dialysis Clinic Manager may in his or her absolute discretion meet with the Medical Practitioner, along with any other persons the Dialysis Clinic Manager considers appropriate, advise of the concern or allegation raised, and invite a preliminary response from the Medical Practitioner (in writing or orally as determined by the Dialysis Clinic Manager) before the Dialysis Clinic Manager, in consultation with the Director Kidney Care, makes a determination whether a review will proceed, and if so, the type of review.
- (d) The review may have wider terms of reference than a review of the Medical Practitioner's Accreditation or Scope of Practice.

- (e) The Dialysis Clinic Manager must make a determination whether to impose an interim suspension or conditions upon the Accreditation of the Medical Practitioner pending the outcome of the review and, if imposed, there is no right of appeal from this interim decision pursuant to the By-laws.
- (f) In addition or as an alternative to conducting an internal or external review, the Dialysis Clinic Manager, in consultation with the Director Kidney Care will notify the Medical Practitioner's registration board and/or other professional body responsible for the Medical Practitioner of details of the concerns raised if required by legislation, otherwise the Dialysis Clinic Manager may notify if the Dialysis Clinic Manager considers it is in the interests of Patient care or safety to do so, it is in the interests of protection of the Public (including patients at other facilities) to do so, or it is considered that the registration board or professional body is more appropriate to investigate and take necessary action. Following the outcome of any action taken by the registration board and/or other professional body the Dialysis Clinic Manager may elect to take action, or further action, under these By-laws.

13.2 Internal Review of Accreditation and scope of practice

- (a) The Dialysis Clinic Manager, in consultation with the Director Kidney Care will establish the terms of reference of the Internal Review and may seek assistance of the Clinical Advisory Committee or co-opted Medical Practitioners or personnel from within FME who bring specific expertise to the Internal Review as determined by the Dialysis Clinic Manager.
- (b) The terms of reference, process, and reviewers will be as determined by the Dialysis Clinic Manager in consultation with the Director Kidney Care. The process will ordinarily include the opportunity for submissions from the Medical Practitioner, which may be written and/or oral.
- (c) The Dialysis Clinic Manager will notify the Medical Practitioner in writing of the review, the terms of reference, process and reviewers.
- (d) A detailed report on the findings of the review in accordance with the terms of reference will be provided by the reviewers to the Dialysis Clinic Manager.
- (e) Following consideration of the report, the Dialysis Clinic Manager, in consultation with the Director Kidney Care, is required to make a determination of whether or not to continue (including with conditions), amend, suspend or terminate a Medical Practitioner's Accreditation in accordance with these By-laws.
- (f) The Dialysis Clinic Manager must notify the Medical Practitioner in writing of the determination made in relation to the Accreditation, the reasons for it, and advise of the right of appeal, the appeal process and the timeframe for an appeal.
- (g) The Medical Practitioner shall have the rights of appeal established by these By-laws in relation to the final determination made by the Dialysis Clinic Manager if a decision is made to amend, suspend, terminate or impose conditions on the Medical Practitioner's Accreditation.
- (h) In addition or as an alternative to taking action in relation to the Accreditation follow receipt of the report, the Dialysis Clinic Manager will notify the Medical Practitioner's registration board and/or other professional body responsible for the Medical Practitioner of details of the concerns raised and outcome of the review if required by legislation, otherwise the Dialysis Clinic Manager may notify if the Dialysis Clinic Manager considers it is in the interests of Patient care or safety to do so, it is in the interests of protection of the Public (including patients at other facilities) to do so, it is considered appropriate that the registration board or

professional body consider the matter, or it should be done to protect the interests of the Relevant Clinic or FME.

13.3 External Review of Accreditation and scope of practice

- (a) The Dialysis Clinic Manager, in consultation with the Director Kidney Care will make a determination about whether an External Review will be undertaken.
- (b) An External Review will be undertaken by a person(s) external to FME, the Relevant Clinic and of the Accredited Medical Practitioner in question and such person(s) will be nominated by the Dialysis Clinic Manager at his/her discretion.
- (c) The terms of reference, process, and reviewers will be as determined by the Dialysis Clinic Manager, in consultation with the Director Kidney Care. The process will ordinarily include the opportunity for submissions from the Medical Practitioner, which may be written and/or oral.
- (d) The Dialysis Clinic Manager will notify the Medical Practitioner in writing of the review, the terms of reference, process and reviewers.
- (e) The external reviewer is required to provide a detailed report on the findings of the review in accordance with the terms of reference to the Dialysis Clinic Manager.
- (f) The Dialysis Clinic Manager, in consultation with the Director Kidney Care will review the report from the External Review and make a determination of whether to continue (including with conditions), amend, suspend or terminate the Medical Practitioner's Accreditation or Scope of Practice in accordance with these By-laws.
- (g) The Dialysis Clinic Manager must notify the Medical Practitioner in writing of the determination made in relation to the Accreditation, the reasons for it, and advise of the right of appeal, the appeal process and the timeframe for an appeal.
- (h) The Medical Practitioner shall have the rights of appeal established by these By-laws in relation to the final determination made by the Dialysis Clinic Manager if a decision is made to amend, suspend, terminate or impose conditions on the Medical Practitioner's Accreditation.
- (i) In addition or as an alternative to taking action in relation to the Accreditation follow receipt of the report, the Dialysis Clinic Manager will notify the Medical Practitioner's registration board and/or other professional body responsible for the Medical Practitioner of details of the concerns raised and outcome of the review if required by legislation, otherwise the Dialysis Clinic Manager may notify if the Dialysis Clinic Manager considers it is in the interests of Patient care or safety to do so, it is in the interests of protection of the Public (including patients at other facilities) to do so, it is considered appropriate that the registration board or professional body consider the matter, or it should be done to protect the interests of the Relevant Clinic or FME.

14. Suspension, termination, imposition of conditions, resignation and expiry of Accreditation

14.1 Suspension

- (a) The Dialysis Clinic Manager may, following consultation with the Director Kidney Care where practicable, immediately suspend a Medical Practitioner's Accreditation should the Dialysis Clinic Manager believe, or have a sufficient concern:
 - (i) it is in the interests of Patient care or safety. This can be based upon an investigation by an external agency including a registration board, disciplinary body, Coroner or health complaints body, and may be related to a patient or patients at another facility not operated by FME;
 - (ii) the continuance of the current Scope of Practice raises a significant concern about the safety and quality of health care to be provided by the Medical Practitioner;
 - (iii) it is in the interests of staff welfare or safety;
 - (iv) serious and unresolved allegations have been made in relation to the Medical Practitioner. This may be related to a patient or patients of another facility not operated by FME, including if these are the subject of review by an external agency including a registration board, disciplinary body, Coroner or a health complaints body;
 - (v) the Medical Practitioner fails to observe the terms and conditions of his/her Accreditation;
 - (vi) the behaviour or conduct is in breach of a direction or an undertaking, or the Relevant Clinic or FME By-Laws, policies and procedures;
 - (vii) the behaviour or conduct is such that it is unduly hindering the efficient operation of the Relevant Clinic at any time, is bringing the Relevant Clinic or FME into disrepute, does not comply with the Behaviour Standards, is consider disruptive or a Behavioural Sentinel Event or is inconsistent with the values of FME;
 - (viii) the Medical Practitioner has been suspended by their registration board;
 - (ix) there is a finding of professional misconduct, unprofessional conduct, unsatisfactory professional conduct or some other adverse professional finding (however described) by a registration board or other relevant disciplinary body or professional standards organisation for the Medical Practitioner;
 - (x) the Medical Practitioner's professional registration is amended, or conditions imposed, or undertakings agreed, irrespective of whether this relates to a current or former Patient of the Relevant Clinic;
 - (xi) the Medical Practitioner has made a false declaration or provided false or inaccurate information to the Relevant Clinic, either through omission of important information or inclusion of false or inaccurate information;
 - (xii) the Medical Practitioner fails to make the required notifications required to be given pursuant to these By-laws or based upon the information contained in a notification suspension is considered appropriate;

- (xiii) the Accreditation, clinical privileges or Scope of Practice of the Medical Practitioner has been suspended, terminated, restricted or made conditional by another health care organisation;
 - (xiv) the Medical Practitioner is the subject of a criminal investigation about a serious matter (for example a drug related matter, or an allegation of a crime against a person such as a sex or violence offence) which, if established, could affect his or her ability to exercise his or her Scope of Practice safely and competently and with the confidence of the Relevant Clinic and the broader community.
 - (xv) the Medical Practitioner has been convicted of a crime which could affect his or her ability to exercise his or her Scope of Practice safely and competently and with the confidence of the Relevant Clinic and the broader community.
 - (xvi) based upon a finalised Internal Review or External Review pursuant to these By-laws any of the above criteria for suspension are considered to apply;
 - (xvii) an Internal Review or External Review has been initiated pursuant to these By-laws and the Dialysis Clinic Manager considers that an interim suspension is appropriate pending the outcome of the review;
 - (xviii) there are other unresolved issues or other concerns in respect of the Medical Practitioner that is considered to be a ground for suspension.
 - (xix) where the Dialysis Clinic Manager otherwise decides on reasonable grounds, exercising sole and reasonable discretion, that suspension is appropriate.
- (b) The Dialysis Clinic Manager shall notify the Medical Practitioner of:
- (i) the fact of the suspension;
 - (ii) the period of suspension;
 - (iii) the reasons for the suspension;
 - (iv) if the Dialysis Clinic Manager considers it applicable and appropriate in the circumstances, invite a written response from the Medical Practitioner, including a response why the Medical Practitioner may consider the suspension should be lifted;
 - (v) if Dialysis Clinic Manager considers it applicable and appropriate in the circumstances, any actions that must be performed for the suspension to be lifted and the period within which those actions must be completed; and
 - (vi) the right of appeal, the appeal process and the time frame for an appeal.
- (c) As an alternative to an immediate suspension, the Dialysis Clinic Manager may elect to deliver a show cause notice to the Medical Practitioner advising of:
- (i) the facts and circumstances forming the basis for possible suspension;
 - (ii) the grounds under the By-Laws upon which suspension may occur;
 - (iii) invite a written response from the Medical Practitioner, including a response why the Medical Practitioner may consider suspension is not appropriate;
 - (iv) if applicable and appropriate in the circumstances, any actions that must be performed for the suspension not to occur and the period within which those actions must be completed; and

- (v) a timeframe in which a response is required from the Medical Practitioner to the show cause notice;

Following receipt of the response the Dialysis Clinic Manager will determine whether the Accreditation will be suspended. If suspension is to occur notification will be sent in accordance with paragraph (b). Otherwise, the Medical Practitioner will be advised that suspension will not occur, however this will not prevent the Dialysis Clinic Manager from taking other action at this time, including imposition of conditions, and will not prevent the Dialysis Clinic Manager from relying upon these matters as a ground for suspension or termination in the future.

- (d) The suspension is ended either by terminating the Accreditation or lifting the suspension. This will occur by written notification by the Dialysis Clinic Manager.
- (e) The affected Medical Practitioner shall have the rights of appeal established by these By-laws.
- (f) The Dialysis Clinic Manager will notify the Director Kidney Care of any suspension of Accreditation.
- (g) If there is held, in good faith, a belief that the matters forming the grounds for suspension give rise to a significant concern about the safety and quality of health care provided by the Medical Practitioner including but not limited to patients outside of FME, it is in the interests of Patient care or safety to do so, it is in the interests of protection of the Public (including patients at other facilities) to do so, it is required by legislation, or for other reasonable grounds, the Dialysis Clinic Manager will notify the Medical Practitioner's registration board and/or other relevant regulatory agency of the suspension and the reasons for it.
- (h) Accredited Practitioners accept and agree that, as part of the acceptance of Accreditation, a suspension of Accreditation carried out in accordance with these By-laws is a safety and protective process rather than a punitive process, and as such it does not result in an entitlement to any compensation, including for economic loss or reputational damage.

14.2 Termination of Accreditation

- (a) Accreditation shall be immediately terminated by the Dialysis Clinic Manager if the following has occurred, or if it appears based upon the information available to the Dialysis Clinic Manager the following has occurred:
 - (i) the Medical Practitioner ceases to be registered with their relevant registration board;
 - (ii) the Medical Practitioner ceases to maintain Adequate Professional Indemnity Insurance covering the Scope of Practice;
 - (iii) a term or condition that attaches to an approval of Accreditation is breached, not satisfied, or according to that term or condition results in the Accreditation concluding; or
 - (iv) a contract of employment or to provide services is terminated or ends, and is not renewed.
- (b) Accreditation may be terminated by the Dialysis Clinic Manager, following consultation with the Director Kidney Care where practicable, if the following has occurred, or if it appears based upon the information available to the Dialysis Clinic Manager the following has occurred:

- (i) based upon any of the matters in By-Law 14.1(a) and it is considered suspension is an insufficient response in the circumstances;
 - (ii) based upon a finalised Internal Review or External Review pursuant to these By-laws and termination of Accreditation is considered appropriate in the circumstances or in circumstances where the Dialysis Clinic Manager does not have confidence in the continued appointment of the Medical Practitioner;
 - (iii) the Medical Practitioner is not regarded by the Dialysis Clinic Manager as having the appropriate Current Fitness to retain Accreditation or the Scope of Practice, or the Dialysis Clinic Manager does not have confidence in the continued appointment of the Medical Practitioner;
 - (iv) conditions have been imposed by the Medical Practitioner's registration board on clinical practice that restricts practice and the Relevant Clinic elects not to accommodate the conditions imposed;
 - (v) the Medical Practitioner has not exercised Accreditation or utilised the facilities at the Relevant Clinic for a continuous period of 12 months, or at a level or frequency as otherwise specified to the Medical Practitioner by the Dialysis Clinic Manager;
 - (vi) the Scope of Practice is no longer supported by Organisational Capability or Organisational Need;
 - (vii) the Medical Practitioner becomes permanently incapable of performing his/her duties which shall for the purposes of these By-laws be a continuous period of six months' incapacity; or
 - (viii) there are other unresolved issues or other concerns in respect of the Medical Practitioner that is considered to be a ground for termination.
- (c) The Dialysis Clinic Manager shall notify the Medical Practitioner of:
- (i) the fact of the termination;
 - (ii) the reasons for the termination;
 - (iii) if the Dialysis Clinic Manager considers it applicable and appropriate in the circumstances, invite a written response from the Medical Practitioner why they may consider a termination should not have occurred; and
 - (iv) if a right of appeal is available in the circumstances, the right of appeal, the appeal process and the time frame for an appeal.
- (d) As an alternative to an immediate termination, the Dialysis Clinic Manager may elect to deliver a show cause notice to the Medical Practitioner advising of:
- (i) the facts and circumstances forming the basis for possible termination;
 - (ii) the grounds under the By-Laws upon which termination may occur;
 - (iii) invite a written response from the Medical Practitioner, including a response why the Medical Practitioner may consider termination is not appropriate;
 - (iv) if applicable and appropriate in the circumstances, any actions that must be performed for the termination not to occur and the period within which those actions must be completed; and

- (v) a timeframe in which a response is required from the Medical Practitioner to the show cause notice;

Following receipt of the response the Dialysis Clinic Manager will determine whether the Accreditation will be terminated. If termination is to occur notification will be sent in accordance with paragraph (d). Otherwise the Medical Practitioner will be advised that termination will not occur, however this will not prevent the Dialysis Clinic Manager from taking other action at this time, including imposition of conditions, and will not prevent the Dialysis Clinic Manager from relying upon these matters as a ground for suspension or termination in the future.

- (e) All terminations must be notified to the Director Kidney Care.
- (f) For a termination of Accreditation pursuant to By-law 14.2(a), there shall be no right of appeal.
- (g) For a termination of Accreditation pursuant to By-law 14.2(b), the Medical Practitioner shall have the rights of appeal established by these By-laws.
- (h) Unless it is determined not appropriate in the particular circumstances, the fact and details of the termination will be notified by the Dialysis Clinic Manager to the Medical Practitioner's registration board and/or other relevant regulatory agency.
- (i) Accredited Practitioners accept and agree, as part of the acceptance of Accreditation, that a termination of Accreditation carried out in accordance with these By-laws is a safety and protective process rather than a punitive process, and as such it does not result in an entitlement to any compensation, including for economic loss or reputational damage.

As a separate right and despite anything set out above in By-law 14.2, the Director Kidney Care may terminate the Accreditation of an Accredited Practitioner without being required to provide reasons, by ordinarily providing no less than three (3) months written notice, or such other shorter or longer period as the Director Kidney Care considers reasonable in the circumstances. There will be no right of appeal pursuant to these By-laws from such a decision of the Director Kidney Care.

14.3 Imposition of conditions

- (a) At the conclusion of or pending finalisation of a review or in lieu of a suspension or in lieu of a termination the Dialysis Clinic Manager, following consultation with the Director Kidney Care where practicable, may elect to impose conditions on the Accreditation or Scope of Practice.
- (b) The Dialysis Clinic Manager must notify the Medical Practitioner in writing of the imposition of conditions, the reasons for it, the consequences if the conditions are breached, and advise of the right of appeal, the appeal process and the timeframe for an appeal.
- (c) If the Dialysis Clinic Manager considers it applicable and appropriate in the circumstances, they may also invite a written response from the Medical Practitioner as to why the Medical Practitioner may consider the conditions should not be imposed.
- (d) If the conditions are breached, then suspension or termination of Accreditation may occur, as determined by the Dialysis Clinic Manager.
- (e) The affected Medical Practitioner shall have the rights of appeal established by these By-laws.
- (f) If there is held, in good faith, a belief that the continuation of the unconditional right to practise in any other organisation would raise a significant concern about the safety and quality of

health care for patients and the public, the Dialysis Clinic Manager will notify the Medical Practitioner's registration board and/or other relevant regulatory agency of the imposition of the conditions and the reasons the conditions were imposed.

- (g) Accredited Practitioners accept and agree, as part of the acceptance of Accreditation, that an imposition of conditions carried out in accordance with these By-laws is a safety and protective process rather than a punitive process, and as such it does not result in an entitlement to any compensation, including for economic loss or reputational damage.

14.4 Notification to other FME facilities

- (a) The decision to suspend Accreditation and any other relevant information will be notified by the Director Kidney Care to the other FME facilities where the Medical Practitioner is Accredited, as well as notification subsequently whether an appeal has been lodged. The Dialysis Clinic Manager of that other FME Clinic may, based upon this information and in consultation with the Director Kidney Care elect to immediately suspend Accreditation or may elect to ask the Medical Practitioner to show cause why a suspension or other action should not occur at their Clinic.
- (b) The decision to terminate Accreditation and any other relevant information will be notified by the Director Kidney Care to the other FME facilities where the Medical Practitioner is Accredited, as well as notification whether an appeal has been lodged (if an appeal is available in the circumstances). Unless the Director Kidney Care decides otherwise in the circumstances of a particular case, the termination of Accreditation at one FME Clinic will result in automatic termination of Accreditation at all other FME facilities where the Medical Practitioner holds Accreditation. If an automatic termination of Accreditation has not occurred as determined by the Director Kidney Care the Dialysis Clinic Manager of that other FME Clinic may elect, based upon this information and in consultation with the Director Kidney Care to ask the Medical Practitioner to show cause why a termination or other action should not occur at their Clinic.
- (c) The decision to impose conditions and any other relevant information will be notified by the Director Kidney Care to the other FME facilities where the Medical Practitioner is Accredited, as well as notification subsequently whether an appeal has been lodged. The Dialysis Clinic Manager of the other FME Clinic may, based upon this information and in consultation with the Director Kidney Care elect to immediately impose the same conditions or may elect to ask the Medical Practitioner to show cause why the imposition of conditions or other action should not occur at their Clinic.

14.5 Resignation and expiry of Accreditation

A Medical Practitioner may resign his/her Accreditation by giving one month's notice of the intention to do so to the Dialysis Clinic Manager, unless a shorter notice period is otherwise agreed by the Dialysis Clinic Manager.

A Medical Practitioner who intends ceasing treating Patients either indefinitely or for an extended period must notify his/her intention to the Dialysis Clinic Manager, and Accreditation will be taken to be withdrawn one month from the date of notification unless the Dialysis Clinic Manager decides a shorter notice period is appropriate in the circumstances.

If an application for Re-Accreditation is not received within the timeframe provided for in these By-laws, unless determined otherwise by the Dialysis Clinic Manager, the Accreditation will expire at the conclusion of its term. If the Medical Practitioner wishes to admit or treat Patients at the Relevant Clinic after the expiration of Accreditation, an application for Accreditation must be made as an application for Initial Accreditation.

If the Medical Practitioner's Scope of Practice is no longer supported by Organisational Capability or Organisational Need, if the Medical Practitioner will no longer be able to meet the terms and conditions of Accreditation, or where admission of Patients or utilisation of services at the Relevant Clinic is regarded by the Dialysis Clinic Manager to be insufficient, the Dialysis Clinic Manager will raise these matters in writing with the Accredited Practitioner and invite a meeting to discuss, following which the Dialysis Clinic Manager and Accredited Practitioner may agree that Accreditation will expire and they will agree on the date for expiration of Accreditation. Following the date of expiration, if the Medical Practitioner wishes to admit or treat Patients at the Relevant Clinic, an application for Accreditation must be made as an application for Initial Accreditation.

The provisions in relation to resignation and expiration of Accreditation in no way limit the ability of the Dialysis Clinic Manager to take action pursuant to other provisions of these By-laws, including by way of suspension or termination of Accreditation.

15. Appeal rights and procedure

15.1 Rights of appeal against decisions affecting Accreditation

- (a) There shall be no right of appeal against a decision to not approve initial Accreditation, Temporary Accreditation, Emergency Accreditation or locum Accreditation, continued Accreditation at the end of a probationary period or with respect to the period of Temporary Accreditation, Emergency Accreditation or locum Accreditation.
- (b) Subject to paragraph a) above, a Medical Practitioner shall have the rights of appeal as set out in these By-laws.

15.2 Appeal process

- (a) A Medical Practitioner shall have fourteen (14) days from the date of notification of a decision to which there is a right of appeal in these By-laws to lodge an appeal against the decision.
- (b) An appeal must be in writing to the Dialysis Clinic Manager and received by the Dialysis Clinic Manager within the fourteen (14) day appeal period or else the right to appeal is lost.
- (c) Unless decided otherwise by the Director Kidney Care in the circumstances of the particular case, which will only be in exceptional circumstances, lodgement of an appeal does not result in a stay of the decision under appeal and the decision will stand and be actioned accordingly.
- (d) Upon receipt of an appeal notice the Dialysis Clinic Manager will immediately forward the appeal request to the Director Kidney Care.
- (e) The Director Kidney Care will nominate an Appeal Committee to hear the appeal, establish terms of reference, and submit all relevant material to the chairperson of the Appeal Committee.
- (f) The Appeal Committee shall comprise at least three (3) persons and will include:

- (i) a nominee of the Director Kidney Care who may be an Accredited Practitioner, who must be independent of the decision under appeal regarding the Medical Practitioner, and who will be the chairperson of the Appeal Committee;
 - (ii) a nominee of the Dialysis Clinic Manager of the Relevant Clinic, who may be an Accredited Practitioner, and who must be independent of the decision under appeal regarding the Medical Practitioner;
 - (iii) any other member or members who bring specific expertise to the decision under appeal, as determined by the Director Kidney Care who must be independent of the decision under appeal regarding the Medical Practitioner, and who may be an Accredited Practitioner. The Director Kidney Care in their complete discretion may invite the appellant to make suggestions or comments on the proposed additional members of the Appeal Committee (other than the nominees in (i) and (ii) above), but is not bound to follow the suggestions or comments.
- (g) Before accepting the appointment, the nominees will confirm that they do not have a known conflict of interest with the appellant and will sign a confidentiality agreement. Once all members of the Appeal Committee have accepted the appointment, the Director Kidney Care will notify the appellant of the members of the Appeal Committee.
- (h) Unless a shorter timeframe is agreed by the appellant and the Appeal Committee, the appellant shall be provided with at least 14 days' notice of the date for determination of the appeal by the Appeal Committee. The notice from the Appeal Committee will ordinarily set out the date for determination of the appeal, the members of the Appeal Committee, the process that will be adopted, and will invite the appellant to make a submission about the decision under appeal. Subject to an agreement to confidentiality from the appellant, the chairperson may provide the appellant with copies of material to be relied upon by the Appeal Committee.
- (i) The appellant will be given the opportunity to make a submission to the Appeal Committee. The Appeal Committee shall determine whether the submission by the appellant may be in writing or in person or both.
- (j) If the appellant elects to provide written submissions to the Appeal Committee, following such a request from the Appeal Committee for a written submission, unless a longer time frame is agreed between the appellant and Appeal Committee the written submission will be provided within 7 days of the request.
- (k) The Dialysis Clinic Manager of the Relevant Clinic (or nominee) may present to the Appeals Committee in order to support the decision under appeal.
- (l) If the appellant attends before the Appeal Committee to answer questions and to make submissions, the appellant is not entitled to have formal legal representation at the meeting of the Appeal Committee. The appellant is entitled to be accompanied by a support person, who may be a lawyer, but that support person is not entitled to address the Appeal Committee.
- (m) The appellant shall not be present during Appeal Committee deliberations except when invited to be heard in respect of his/her appeal.
- (n) The chairperson of the Appeal Committee shall determine any question of procedure for the Appeal Committee, with questions of procedure entirely within the discretion of the chairperson of the Appeal Committee.

- (o) The Appeal Committee will make a written recommendation regarding the appeal to the Director Kidney Care including provision of reasons for the recommendation. The recommendation may be made by a majority of the members of the Appeal Committee and if an even number of Appeal Committee members then the chairperson has the deciding vote. A copy of the recommendation will be provided to the appellant.
- (p) The Director Kidney Care will consider the recommendation of the Appeal Committee and make a decision about the appeal.
- (q) The decision of the Director Kidney Care will be notified in writing to the appellant.
- (r) The decision of the Director Kidney Care is final and binding, and there is no further appeal allowed under these By-Laws from this decision.
- (s) The decision of the Director Kidney Care in relation to the appeal will be notified to other FME facilities where the Medical Practitioner holds Accreditation.
- (t) If a notification has already been given to an external agency, such as a registration Board, then the Director Kidney Care will notify that external agency of the appeal decision. If a notification has not already been given, the Director Kidney Care will make a determination whether notification should now occur based upon the relevant considerations for notification to an external agency as set out in these By-laws relating to the decision under appeal.

Part C— Accreditation of Visiting Allied Health Professionals

16. Accreditation and scope of practice of Visiting Allied Health Professionals

By-laws 7 to 15 are hereby repeated in full substituting where applicable Visiting Allied Health Professional for Visiting Medical Practitioner and Allied Health Professional for Medical Practitioner.

Applications for Initial Accreditation and Re-Accreditation should be submitted on the relevant form to the Credentialing Officer.

Part D – Amending By-laws, annexures, and associated policies and procedures

17. Amendments to, and instruments created pursuant to, the By-laws

- (a) Amendments to these By-laws can only be made by approval of the Board.
- (b) All Accredited Medical Practitioners and Allied Health Professionals will be bound by amendments to the By-laws from the date of approval of the amendments by the Board, even if Accreditation was obtained prior to the amendments being made. If amendments are to have retrospective application, this must be specifically stated by the Board.
- (c) The Director Kidney Care may approve any annexures that accompany these By-laws, and amendments that may be made from time to time to those annexures, and the annexures once approved by the Director Kidney Care are integrated with and form part of the By-laws. The documents contained in the annexures must be utilised and are intended to create consistency in the application of the processes for Accreditation and granting of Scope of Practice.
- (d) The Director Kidney Care may approve forms, terms of reference and policies and procedures that are created pursuant to these By-laws or to provide greater detail and guidance in relation to implementation of aspects of these By-laws.

18. Audit and Compliance

The Dialysis Clinic Manager will establish a regular audit process, at intervals determined to be appropriate by the Dialysis Clinic Manager or as may be required by a regulatory authority, to ensure compliance with and improve the effectiveness of the processes set out in these By-laws relating to Credentialing and Accreditation, and any associated policies and procedures, including adherence by Accredited Practitioners to approved Scope of Practice.

The audit process will include identification of opportunities for quality improvement in the Credentialing and Accreditation processes that will be reported to the Director Kidney Care.