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## **Clinical Quality Committee Charter**

### **PURPOSE**

The purpose of the Clinical Quality Committee (the "Committee") of the Board of Directors (the "Board") of LHC Group, Inc. (the "Company") shall be to assist the Board in the discharge of its responsibilities with respect to maintaining a culture of clinical safety and quality care throughout the Company. The Committee shall provide oversight to the Company's efforts in measuring, disseminating and improving of clinical practices, with the goals of sustaining leadership in, and setting best practices for, the health care industry.

### **COMPOSITION OF THE COMMITTEE**

The Committee shall be comprised of at least three (3) directors and such non-director members as designated by the director members of the Committee. The director members of the Committee shall be appointed by the Board on the recommendation of the Nominating and Corporate Governance Committee and may be removed by the Board in its discretion. Members of the Committee shall each serve for one (1) year. In addition, the Chair of the Committee shall be a director member of the Committee and shall be designated by the Board of Directors. The Committee shall have authority to delegate any of its responsibilities to subcommittees as the Committee may deem appropriate.

### **RESPONSIBILITIES OF THE COMMITTEE**

The Committee shall:

- Advise the Company's clinical leadership of leading edge strategies, including clinical practices to be evaluated for Company adoption;
- Monitor the Company's performance on established internal and external benchmarking regarding clinical performance and outcomes;
- Oversee and evaluate the effectiveness of the Company's performance improvement and quality plans;
- Facilitate the development of industry best-practices based on internal and external data comparisons;
- Foster enhanced awareness of the Company's clinical performance by the Board and appropriate external sources; and
- Establish a long term, strategic clinical vision for the Company;
- Make recommendations to the Board with respect to the Company's overall quality, safety, and performance improvement initiatives;
- Make regular reports to the Board concerning the activities of the Committee;
- Annually report to the Board certain Company statistical information as required by The Joint Commission;
- Annually review and assess the adequacy of this Charter and recommend any proposed changes to the Board for approval;
- Perform an annual performance evaluation of the Committee; and
- Perform any other activities consistent with this Charter, the Company's Certificate of Incorporation and Bylaws and governing law as the Committee or the Board deem appropriate.



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The Committee shall have the resources and authority appropriate to discharge its duties and responsibilities, including the sole authority to select, retain, terminate and approve the fees and other retention terms of special counsel or other experts, consultants, or advisors, as it deems appropriate.

### **COMMITTEE MEETINGS**

The Chair of the Committee will establish the agenda for each Committee meeting. The Committee shall meet as often as its members deem necessary to perform the Committee's responsibilities, but no less frequently than two times per year and such meetings may be by telephone or video conference. The Committee shall keep minutes of each of these meetings and may take action by written consent.