

REPORTS OF THE COUNCIL ON CONSTITUTION AND BYLAWS

The following reports, 1–2, were presented by Willarda V. Edwards, MD, Chair:

1. ONLINE MEMBER FORUMS AND COMPATIBILITY WITH AMA BYLAWS

Reference committee hearing: see report of [Reference Committee F](#).

HOUSE ACTION: RECOMMENDATION ADOPTED AND REMAINDER OF REPORT FILED

At the 2013 Annual Meeting, the House of Delegates (HOD) adopted Policy G-600.045, “Virtual Reference Committees in the House of Delegates.” One section of the policy asks the Council on Constitution and Bylaws to review the virtual reference committee process to ensure compatibility with the AMA Bylaws and propose amendments if necessary [Policy G-600.045(2)].

This report presents the findings of the Council on Constitution and Bylaws.

PAST AND FUTURE USE OF VIRTUAL REFERENCE COMMITTEES

The Council on Constitution and Bylaws (CCB) has supported the use of virtual reference committees since their inception in 2010, and opined in reference committees that the use of virtual reference committees was not in conflict with the AMA Bylaws. CCB viewed the virtual reference committees as a complement, not a replacement, to the onsite reference committee process.

As far as the preparation and issuance of preliminary reference committee reports with or without recommendations, CCB was comfortable that no conflict with the AMA Bylaws existed, particularly since the virtual reference committees (VRCs) were implemented as pilots. BOT 8-A-13 noted:

Concerns about the authority to employ VRCs under the AMA’s bylaws were initially raised in the whereas clauses of Resolution 605 at the 2012 Annual Meeting. In essence, the propriety of accepting testimony and preparing a report prior to the opening of the House of Delegates was questioned. Neither the AMA’s Office of the General Counsel nor the Council on Constitution and Bylaws thought the process violated the bylaws, particularly in light of the fact that discussion of any item of business in the onsite committees was the norm. The resolution was not adopted, with the reference committee noting that research indicated that ‘the use of virtual reference committees does not violate AMA Bylaws, and this fact was confirmed by onsite testimony provided by the Council on Constitution and Bylaws.’

At the 2013 Annual Meeting, the HOD articulated its desire to retain the virtual reference committee process to accept comments in advance of the meeting, but made it clear that comments submitted to a virtual reference committee should be used to prepare only a summary report that reflected comments received up to that point, and that full, free and complete testimony was to continue to be allowed in the onsite hearings. The HOD also directed the Speakers to experiment with alternative procedures to enhance and improve the overall virtual reference committee process [(Policy G-600.045(1))].

For this and future HOD meetings, the Speakers in concert with the Office of House of Delegates Affairs have rebranded the virtual reference committees as online member forums to solicit more advance comments from grassroots AMA members, not just members of the HOD, and to allay any confusion and misperceptions about the comments’ purpose and usage.

The use of online member forums is not incompatible with AMA Bylaw 2.6171, which states, “Resolutions, reports, extracted opinions and proposals presented to the House of Delegates shall be referred to appropriate reference committees. The reports of reference committees shall be presented to the House of Delegates before final action may be taken on such resolutions, reports and proposals, unless otherwise provided in these Bylaws, or unless otherwise unanimously decided by the House of Delegates.”

The Council maintains that details regarding the specific functioning of the reference committees are more appropriately embodied in the HOD's procedures manual than in the AMA Bylaws. Per Policy G-600.011, our AMA adopts the AMA House of Delegates Reference Manual: Procedures, Policies and Practices as the official method of procedure in handling and conducting the business before the AMA House of Delegates.

The November 2013 AMA House of Delegates Reference Manual: Procedures, Policies and Practices, states: "Most items referred to a reference committee are also posted in an online member forum. Disparate points of view raised in the online forums and in the onsite reference committee hearings are considered by the reference committee as the committee crafts its report with recommendations. Reference committee recommendations are subsequently considered in a more formal manner by all HOD delegates. It is the HOD that ultimately takes action on all items of business."

RECOMMENDATION

In summary, the Council on Constitution and Bylaws, per Policy G-600.045(2), has reviewed the virtual reference committee process to ensure compatibility with the AMA Bylaws and believes no amendments are necessary.

The Council on Constitution and Bylaws recommends that Policy G-600.045(2) be rescinded as the review has been accomplished and the results reported to the House and that the remainder of this report be filed.

2. AMA WOMEN PHYSICIANS SECTION - ADDITIONAL BYLAWS

Reference committee hearing: see report of [Reference Committee on Amendments to Constitution and Bylaws](#).

HOUSE ACTION: RECOMMENDATIONS ADOPTED AND REMAINDER OF REPORT FILED

See Bylaws, [§7.100](#)

The House of Delegates adopted Council on Constitution and Bylaws Report 3-A-13, which presented bylaw language to establish the Women Physicians Section (WPS).

Consistent with Bylaw 7.07, "all rules, regulations and procedures adopted by each Section shall be subject to the approval of the Board of Trustees," the AMA Board of Trustees (BOT) approved the Women Physicians Section's Internal Operating Procedures (WPS-IOP) at its September 2013 meeting. The newly approved WPS-IOP sets forth the composition, titles, duties, term and tenure of its Governing Council, election procedures, frequency and duration of WPS meetings, and rules of procedure for conducting the business meeting.

DISCUSSION

Three provisions in the Board-approved IOP require corresponding bylaws. These are:

- A virtual election of the Governing Council by the entire WPS membership;
- Election of the Chair and Vice Chair by the elected Governing Council; and
- A "grace period" for governing council members from the Medical Student, Resident and Fellow and Young Physician sections who cease to meet the eligibility requirement for membership in their respective section within 90 days of the annual WPS meeting.

AMA Bylaw 7.032 states that "Members of each Section Governing Council shall be elected by the voting members of the Section present at the business meeting of the Section, unless otherwise provided...." The Board of Trustees approved the WPS-IOP provision that allows the entire Women Physicians Section membership to participate in electing the WPS Governing Council via electronic balloting, with members taking office at the WPS business meeting. This is consistent with the practices of several other AMA sections, and is consistent with past practice of the Women Physicians Congress, predecessor to the WPS.

Similarly, AMA Bylaw 7.042 states that "Officers of each Section shall be elected by the voting members of the Section, unless otherwise provided...." The Board approved the WPS-IOP provision that allows the Governing

Council to elect its Chair and Vice Chair from among the Governing Council members. The Governing Council is elected by the entire WPS membership.

The Board also approved the provision to allow elected representatives who serve on the WPS Governing Council as representatives of the Medical Student Section (MSS), the Resident and Fellow Section (RFS), and the Young Physicians Section (YPS) to continue their Governing Council service if within 90 days prior to an annual meeting, they no longer meet the criteria for membership in the respective section. This too is consistent with past practices.

The Council on Constitution and Bylaws has developed additional bylaw language to address these WPS-IOP provisions.

RECOMMENDATIONS

The Council on Constitution and Bylaws recommends that the following amendments to the AMA Bylaws be adopted, and that the balance of the report be filed. Adoption requires the affirmative vote of two-thirds of the members of the House of Delegates present and voting.

7.100 Women Physicians Section. The Women Physicians Section is a delineated Section.

7.101 Membership. All female physicians and medical students who are active members of the AMA shall be eligible to be members of the Women Physicians Section.

7.1011 Other active members of the AMA who express an interest in women's issues shall be eligible to join the section.

7.102 Elections. Membership on the Governing Council shall be determined through election by members of the Women Physicians Section. All members of the Women Physicians Section shall be entitled to vote in elections of Governing Council members. Ballot distribution and the voting process shall be conducted pursuant to election procedures adopted by the Governing Council and approved by the Board of Trustees.

7.1021 Election of Officers. The Governing Council shall elect its Chair and Vice Chair from among the Governing Council members.

7.1023 Cessation of Membership. If an officer or Governing Council member ceases to be an active member of the AMA prior to the expiration of the term for which elected, the term of such officer or member shall terminate and the position shall be declared vacant.

7.1031 Section Representatives on the Governing Council. If a representative of the Medical Student Section, Resident and Fellow Section or Young Physicians Section ceases to meet the criteria for membership in the section from which elected within 90 days prior to the Annual Meeting, such member shall be permitted to serve in office until the conclusion of the Annual Meeting in the calendar year in which she or he ceases to meet the membership requirement of the respective section.