

AMERICAN MEDICAL ASSOCIATION HOUSE OF DELEGATES

Resolution: 005
(A-24)

Introduced by: Mississippi

Subject: AMA Executive Vice President

Referred to: Reference Committee on Amendments to Constitution and Bylaws

1 Whereas, our American Medical Association (AMA) is the most powerful voice for physicians in
2 the nation; and
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4 Whereas, the Executive Vice President (EVP) of the AMA is thus a position of extreme
5 importance to the physician community; and
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7 Whereas, the tradition of our AMA has been to have a physician EVP; and
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9 Whereas, our AMA should select the most qualified physician leader possible for the EVP
10 position; and
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12 Whereas, at any given time that best physician leader may be serving or have recently served in
13 the AMA physician leadership; and
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15 Whereas, physician leaders who are serving or recently served in AMA leadership are
16 sometimes the most knowledgeable and experienced in addressing the current issues facing
17 the House of Medicine; and
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19 Whereas, many physician leaders serving in the AMA would be extremely qualified candidates
20 for the AMA EVP based on their AMA leadership experience and their own medical practice and
21 medical administration leadership experiences; and
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23 Whereas, the Mississippi State Medical Association (MSMA) had a similar situation and was
24 able to hire a physician and past President and Chair of the Board of our MSMA as our
25 Executive Director during a difficult time for our organization; and
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27 Whereas, the MSMA board wanted the ability to hire the best qualified candidate as Executive
28 Director without the restriction even if they had served or were currently serving in a leadership
29 role at MSMA; and
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31 Whereas, physicians who may be serving or have recently served in the AMA physician
32 leadership as an officer or trustee are currently ineligible for consideration for the AMA EVP
33 position under AMA Code Section B-5.3.6.4 until three years after their AMA service; and
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35 Whereas, no comparable physician or health care organization has such a strict limitation on
36 who can be considered for their EVP position; therefore be it
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38 RESOLVED, that our American Medical Association delete the AMA Board of Trustees Duties
39 and Privileges Code B-5.3.6.4 as follows:

- 1 ~~No individual who has served as an AMA officer or trustee shall be selected or serve as~~
- 2 ~~Executive Vice President until three years following completion of the term of the AMA office.”~~
- 3 (Modify Bylaws)

Fiscal Note: Minimal - less than \$1,000

Received: 4/23/2024

RELEVANT AMA POLICY

Board of Trustees Duties and Privileges. B-5.3

In addition to the rights and duties conferred or imposed upon the Board of Trustees by law and custom and elsewhere in the Constitution and Bylaws, the Board of Trustees shall:

5.3.1 Management. Manage or direct the management of the property and conduct the affairs, work and activities of the AMA consistent with the policy actions and directives adopted by the House of Delegates, except as may be otherwise provided in the Constitution or these Bylaws.

5.3.1.1 The Board is the principal governing body of the AMA and it exercises broad oversight and guidance for the AMA with respect to the management systems and risk management program of the AMA through its oversight of the AMA's Executive Vice President.

5.3.1.2 Board of Trustee actions should be based on policies and directives approved by the House of Delegates. In the absence of specifically applicable House policies or directives and to the extent feasible, the Board shall determine AMA positions based on the tenor of past policy and other actions that may be related in subject matter.

5.3.2 Planning. Serve as the principal planning agent for the AMA.

5.3.2.1 Planning focuses on the AMA's goals and objectives and involves decision-making over allocation of resources and strategy development. Planning is a collaborative process involving all of the AMA's Councils, Sections, and other appropriate AMA components.

5.3.2.2 The House of Delegates and the Council on Long Range Planning and Development have key roles in identifying and making recommendations to the Board regarding important strategic issues and directions related to the AMA's vision, goals, and priorities.

5.3.3 Fulfillment of House of Delegates Charge. Review all resolutions and recommendations adopted by the House of Delegates to determine how to fulfill the charge from the House. Resolutions and recommendations pertaining to the expenditure of funds also shall be reviewed. If it is decided that the expenditure is inadvisable, the Board shall report, at its earliest convenience, to the House the reasons for its decisions.

5.3.3.1 In determining expenditure advisability, the Board will consider the scope of the proposed expenditure and whether it is consistent with the AMA's vision, goals, and priorities. Where the Board recommends that a proposed expenditure is not prudent and is inadvisable, the Board will present alternative actions, if feasible, in its report to the House.

5.3.4 Publication. Within the policies adopted by the House of Delegates, provide for the publication of The Journal of the American Medical Association and such specialty journals, periodicals, and other publications and electronic media information as it may deem to be desirable in the best interests of the public and the medical profession.

5.3.5 Election of Secretary. Select a Secretary from one of its members annually.

5.3.6 Selection of Executive Vice President. Select and evaluate an Executive Vice President.

5.3.6.1 The Executive Vice President is the chief executive officer of the AMA and as such is responsible for AMA management and performance in accordance with the vision, goals, and priorities of the AMA. The Executive Vice President is both a key leader for the organization and the bridge between AMA management and the Board of Trustees.

5.3.6.2 The Executive Vice President shall manage and direct the day-to-day duties of the AMA, including advocacy activities, and perform the duties commonly required of the chief executive officer of a corporation.

5.3.6.3 The Executive Vice President shall ensure that there is an active and effective risk management program.

5.3.6.4 No individual who has served as an AMA Officer or Trustee shall be selected or serve as Executive Vice President until 3 years following completion of the term of the AMA office.

5.3.7 Finances. Maintain the financial health of the AMA. The Board shall:

5.3.7.1 Oversee the development and approve the annual budget for the AMA, consistent with the AMA's vision, goals, and priorities.

5.3.7.2 Ensure that the AMA's resource allocations are aligned with the AMA's plan and budget.

5.3.7.3 Evaluate membership dues levels and make related recommendations to the House of Delegates.

5.3.7.4 Review and approve financial and business decisions that significantly affect the AMA's revenues and expenses.

5.3.7.5 Have the accounts of the AMA audited at least annually.

5.3.8 Financial Reporting. Make proper financial reports concerning AMA affairs to the House of Delegates at its Annual Meeting.

5.3.9 Appointment of Committees. Appoint such committees as necessary to carry out the purposes of the AMA.

5.3.9.1 An advisory committee will be constituted for purposes of education and advocacy.

5.3.9.1.1 It will have a governing council and a direct reporting relationship to the Board.

5.3.9.1.2 An advisory committee will not have representation in the House of Delegates.

5.3.9.1.3 An advisory committee will operate under a charter that will be subject to review and renewal by the Board at least every four years.

5.3.9.2 An ad hoc committee will be constituted as a special committee, workgroup or taskforce.

5.3.9.2.1 It will operate for a specific purpose and for a prescribed period of time.

5.3.10 Committee Vacancies. Fill vacancies in any committee where such authority is not delegated elsewhere by these Bylaws.

5.3.11 Litigation. Initiate, defend, settle, or otherwise dispose of litigation involving the interests of the AMA.