REPORT OF THE HOUSE OF DELEGATES COMMITTEE ON THE COMPENSATION OF THE OFFICERS

The following reports were presented by Jessica Krant, MD, Chair:

1. REPORT OF THE HOUSE OF DELEGATES COMMITTEE ON THE COMPENSATION OF THE OFFICERS

Reference committee hearing: see report of Reference Committee F.

HOUSE ACTION: RECOMMENDATIONS ADOPTED
REMAINDER OF REPORT FILED
See Policy D-605.990

At the 1998 Interim Meeting, the House of Delegates (HOD) established a House Committee on Trustee Compensation, currently named the Committee on Compensation of the Officers, (the "Committee"). The Officers are defined in the American Medical Association's (AMA) Constitution and Bylaws. (Note: under changes to the Constitution previously approved by the HOD, Article V refers simply to "Officer," which includes all 21 members of the Board among whom are President, President-Elect, Immediate Past President, Secretary, Speaker and Vice Speaker of the HOD, collectively referred to in this report as Officers.) The composition, appointment, tenure, vacancy process and reporting requirements for the Committee are covered under the AMA Bylaws. Bylaws 2.13.4.5 provides:

> The Committee shall present an annual report to the House of Delegates recommending the level of total compensation for the Officers for the following year. The recommendations of the report may be adopted, not adopted, or referred back to the Committee, and may be amended for clarification only with the concurrence of the Committee.

At A-00, the Committee and the Board jointly adopted the American Compensation Association's definition of total compensation which was added to the Glossary of the AMA Constitution and Bylaws. Total compensation is defined as the complete reward/recognition package awarded to an individual for work performance, including: (a) all forms of money or cash compensation; (b) benefits; (c) perquisites; (d) services; and (e) in-kind payments.

Since the inception of this Committee, its reports document the process the Committee follows to ensure that current or recommended Officer compensation is based on sound, fair, cost-effective compensation practices derived from research and use of independent external consultants, expert in Board compensation. Reports beginning in December 2002 documented the principles the Committee followed in creating its recommendations for Officer compensation.

METHODOLOGY

The Committee considered elements of Officer compensation that have not been updated recently to reflect increases in costs or changing expectations of specific Board Leadership roles. Two areas were identified for further research and discussion by the Committee: secretarial reimbursement maximums and allowances for airfare upgrades.
To support this review, the Committee recently commissioned Willis Towers Watson (WTW), a major compensation consulting firm with expertise in board compensation, to review the market practices for reimbursement of board members' secretarial expenses. The Committee also reviewed historical adjustments to both secretarial reimbursement maximums and travel upgrade allowances and considered any changes to the secretarial needs and travel requirements for Board Leadership.

FINDINGS

Secretarial Expenses
WTW provided updated data regarding market practices for reimbursement of Board members' secretarial expenses from the 2025 PRM Not-for-Profit Survey, indicating the following:

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Secretarial expense reimbursement for Board members in not-for-profit organizations is a minority practice. WTW stated, as previously established, that the time commitment of AMA board members is significantly higher than other not-for-profit boards. Given the work of AMA board members and the time commitment, the secretarial needs of the AMA board members are different than a traditional not-for-profit board, supporting the need for reimbursement of secretarial expenses for AMA board members.

When reimbursement is provided, practices are split between the benefit being capped and uncapped. Uncapped is more common. For example, the benefit is uncapped by 73 percent of organizations for the President and 71 percent of organizations for the President-elect. This represents a higher prevalence than reported in 2024.

The AMA maximum annual secretarial reimbursement is $15,000 for the Board President and $5,000 for the President-Elect, Chair, Chair-Elect, and Immediate Past President. These reimbursement maximums have not been updated since before the HOD Compensation Committee was established in 1999. Effective January 1, 2025, the secretarial reimbursement for all other Officers increased from $750 to $1,125.

The Committee also considered the increasing secretarial needs of the Speaker and Vice Speaker to determine if these positions should be moved to the $5,000 secretarial reimbursement maximum.

Travel Upgrade Allowance

The Committee considered the travel requirements of all Officers. Effective July 1, 2022, the annual travel upgrade allowance for the President, Immediate Past President and President Elect is $5,000 and the upgrade allowance for all other Officers is $2,500. The allowance can be used for airfare upgrades at the discretion of the Officer.

The Committee considered the increased travel requirements and travel costs for all Officers following the most recent increase in 2022 (post-COVID). The Committee also considered the increasing travel requirements of the Board Chair to determine if this position should be moved to the higher travel upgrade allowance for Board Presidents.

RECOMMENDATIONS

The Committee on Compensation of the Officers recommends the following changes to Officer compensation be adopted effective July 1, 2026, and the remainder of this report be filed:

1. That the maximum annual secretarial reimbursement for the Speaker and Vice Speaker is increased from $2,500 to $5,000 to reflect the increasing secretarial needs of these positions.

2. That the maximum annual secretarial reimbursement for non-leadership Officers is increased from $1,125 to $1,200 to reflect a modest cost-of-living adjustment.

3. That the travel upgrade allowance for the Presidents (President, Immediate Past President and President Elect) is increased from $5,000 to $6,000.

4. That the Board Chair is moved to the same travel upgrade allowance as Presidents.

5. That the travel upgrade allowance for all other Officers is increased from $2,500 to $3,000.

6. That the definition of the Secretarial Expenses be revised as follows:

   The AMA will provide a stipend of $15,000 to provide secretarial support at a designated location, other than the AMA, for the President during the Presidential year. Secretarial expenses are paid for the President-Elect, Chair, Chair-Elect, ~~and~~ Immediate Past President, Speaker and Vice Speaker to a maximum of $5,000 per officer. If the officer holds office for only one-half of the calendar year (January-June or June-December), expense reimbursement will be a maximum of $2,500 per officer. Secretarial expenses incurred by other officers in connection with their official duties are paid up to ~~$1125~~ $1,200 per year per general officer.

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7. That the definition of Transportation be revised as follows:

   Air: AMA policy on reimbursement for domestic air travel for members of the Board is that the AMA will reimburse for coach fare only. The Presidents (President, Immediate Past President and President Elect) and Chair will each have access to an individual ~~$5,000~~ $6,000 term allowance (July 1 to June 30) and all other Officers will each have access to ~~$2,500~~ an individual $3,000 term allowance (July 1 to June 30) to use for upgrades as each deems appropriate, typically when traveling on an airline with non-preferred status. The unused portion of the allowance is not subject to carry forward or use by any other Officer and remains the property of the AMA.

   In rare instances it is recognized that short notice assignments may require up to first class travel because of the lack of availability of coach seating, and this will be authorized, when necessary, by the Board Chair, prior to travel. Business Class airfare is authorized for foreign travel on AMA business. (Also see Rule IV—Invitations, B–Foreign, for policy on foreign travel).

8. That the remainder of the report be filed.

Fiscal Note: $23,350 additional expense on an annual basis

APPENDIX

Board Leadership Compensation

POSITION	GOVERNANCE HONORARIUM
President	$298,865
Immediate Past President	$290,659
President-Elect	$290,659
Chair	$285,886
Chair-Elect	$211,630
Speaker	$125,000
Vice Speaker	$115,000

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