

AMA Integrated Physician Practice Section Internal Operating Procedures

I. Name and Mission Statement

- A. Name.** The Integrated Physician Practice Section (IPPS) of the American Medical Association is a delineated section as set forth in AMA Bylaw 7.8.
- B. Mission Statement.** AMA Bylaw 7.0.1 defines the mission of the AMA Sections as follows:
1. **Involvement.** To provide a direct means for membership segments represented in the Sections to participate in the activities, including policy-making, of the AMA.
 2. **Outreach.** To enhance AMA outreach, communication, and interchange with the membership segments represented in the Sections.
 3. **Communication.** To maintain effective communications and working relationships between the AMA and organizational entities that are relevant to the activities of each Section.
 4. **Membership.** To promote AMA membership growth.
 5. **Representation.** To enhance the ability of membership segments represented in the Sections to provide their perspective to the AMA and the House of Delegates.
 6. **Education.** To facilitate the development of information and educational activities on topics of interest to the membership segments represented in the Sections.
- C. Mission specific to the IPPS.** The mission of the IPPS is to advance, through policy and education, the interests of physicians in multispecialty, physician-led, integrated health care delivery organizations, and in groups actively working toward such systems of coordinated care.

II. Membership

- A. Section membership.** Membership shall consist of individual physician members. There are two categories of membership, as defined in the AMA Bylaws:
1. **Associate Members.** Associate Members are members of the AMA who are in physician-led, integrated health care organizations, which coordinate patient care across specialties and among physicians who share common records and clinical care processes. An organization must meet the following characteristics of physician-led, integrated health care organizations in order to qualify its physician members as Associate Members.
 - a. Have physicians in defined leadership roles at high levels in the organization, with meaningful decision authority and/or input regarding strategic, quality and operational issues, as well as a defined

communication channel to the organization's governing body.

- b. Commit to advancing value-based care as a top priority which includes all of the following:
 - i. Coordinate care across multiple conditions, venues, providers, and settings over time
 - ii. Utilize shared, patient centered data (i.e., common or at least shared medical records that follow the patient rather than the doctor)
 - iii. Implement evidence-based clinical care processes using guidelines, pathways, protocols, checklists and related tools
 - iv. Apply performance and outcomes measures for both internal quality improvement and external accountability
 - v. Apply interventions that can improve health outcomes at both the individual patient and population health levels
 - vi. Operate under a payment methodology that considers value over volume

2. Affiliate Members. Affiliate Members are members of the AMA who practice in organizations moving toward physician-led integrated health care that do not yet satisfy the characteristics of organizations eligible to qualify their physicians as Associate Members, but that meet at least one of the Required Characteristics for Associate Members (II.A.1.). Affiliate Members shall be non-voting members of Section.

B. Certification. The Credentials Committee shall review all applications for Associate and Affiliate Membership and make a determination as to whether an applicant's organization meets the criteria for Associate or Affiliate membership.

C. Appeal Process. The IPPS seeks to be inclusive of AMA members and therefore if an organization does not initially meet the criteria for Associate or Affiliate membership as determined by the Credentials Committee, it can make a request for reconsideration by the Governing Council.

III. Officers/Governing Council

A. Designations. The Governing Council of the IPPS shall include up to 9 members:

- Chair
- Vice Chair
- Immediate Past Chair
- Delegate
- Alternate Delegate

Two Members at-Large
Small-Medium Group Representative
Large Group Representative

The Chair, Vice Chair and Immediate Past Chair shall be considered the Officers of the Section.

B. Eligibility. All members of the Governing Council must be Associate Representatives of the IPPS.

1. The Small-Medium Group Representative must be an Associate Representative from an organization with 350 or fewer practicing physicians.
2. The Large Group Representative must be an Associate Representative from an organization with 351 or more practicing physicians.

C. Duties and Privileges. The Governing Council shall direct the programs and activities of the IPPS including the creation of IPPS committees, subject to the approval of such programs and activities, when required, by the Board of Trustees or House of Delegates of the AMA. IPPS Governing Council members are expected to attend the meetings of the IPPS Governing Council and IPPS Assembly and, where appropriate, the House of Delegates.

1. Chair. The Chair shall:
 - a. Preside at all meetings of the Section and meetings of the Governing Council.
 - b. Represent the Section on all matters of policy.
2. Vice Chair. The Vice Chair shall:
 - a. Assist the Chair and preside at meetings in the absence of the Chair or at the Chair's request.
3. Delegate. The Delegate shall:
 - a. Present testimony on IPPS resolutions in the AMA House of Delegates.
 - b. Act as advocate for the IPPS in the AMA House of Delegates.
 - c. Monitor issues not directly commented on by the IPPS Assembly.
4. Alternate Delegate. The Alternate Delegate shall:
 - a. Present testimony on IPPS resolutions in the AMA House of Delegates.
 - b. Act as advocate for the IPPS in the AMA House of Delegates.
 - c. Monitor issues not directly commented on by the IPPS Assembly.
5. Members at-Large and Small-Medium and Large Group Representatives. The Members at-Large and Small-Medium and Large Group Representatives shall:
 - a. Complete special IPPS projects assigned by the Chair or Governing Council.
6. Immediate Past Chair. The Immediate Past Chair shall:
 - a. Provide continuity in the leadership of the Section.

- D. Terms.** Governing Council members shall serve terms of two years, beginning at the conclusion of the AMA House of Delegates meeting following the IPPS business meeting at which they are elected and ending at the conclusion of the second AMA House of Delegates Annual Meeting after their election. The Immediate Past Chair shall serve a one-year term.
- E. Tenure.** The following limitations shall be placed on Governing Council service:
1. No member may serve more than one term each as Chair or Vice Chair.
 2. No member may serve more than two terms each as Delegate or Alternate Delegate.
 3. No member may serve more than two terms in any combination of Member at-Large, Small-Medium Group Representative, or Large Group Representative.
 4. Maximum combined tenure for all Governing Council positions shall be 8 years.
 - a. Service as Immediate Past Chair shall not count against a member's total tenure.
 5. A member elected to serve an unexpired term shall not be regarded as having served a term.
- F. Quorum.** A quorum of the Governing Council exists when more than half of the Governing Council members are present.

IV. Elections

- A. Council Elections.** Except for elections to fill vacancies that may occur, elections shall be conducted in odd-numbered years at the IPPS business meeting convened prior to the Annual Meetings of the House of Delegates.
- B. Vacancies.** Any vacancy occurring on the Governing Council shall be filled by election at the next business meeting of the Section. Upon learning of a vacancy, the Governing Council shall notify the IPPS members of the vacancy and of the process that will be used to fill it.
- C. Nominations.** Thirty days prior to the Annual business meeting, the nomination application for the Governing Council by Associate Representatives, must be received by the IPPS office to be included in the IPPS Handbook. Nominations will also be accepted from the floor at the opening of the IPPS business meeting.

Nominations for the Chair position shall be accepted only from those individuals who have served at least one term on the IPPS Governing Council. If no such individuals are nominated at least 30 days before the meeting, any Associate Representative may stand for election to the Chair position.

- D. Campaign Materials.** Staff will not forward campaign materials on behalf of candidates.

E. Method of Election.

1. **Uncontested Elections.** At the opening of the IPPS business meeting, the Chair, or Chair's designee, shall call for nominations from the floor for Governing Council positions. If after the call for nominations there is only one nominee for a specific position, that election shall be considered uncontested, and the nominee shall be elected by acclamation.
2. **Contested Elections.** If after the call for nominations from the floor there is more than one nominee for a position, that election shall be considered contested, and the following method shall be used to elect:
 - a. **Speeches.** Each nominee shall be permitted to address the Assembly for two minutes during the opening of the business meeting.
 - b. **Contested elections shall occur prior to the closing of the business meeting.**
 - c. **Nominees shall be listed alphabetically on separate ballots for each position to be elected.**
 - i. **First Ballot.** Each elector shall have as many votes as the number of open positions to be elected, and each vote must be cast for a different nominee. No ballot shall be counted if it contains fewer or more votes than the number of positions to be elected, or if the ballot contains more than one vote for any nominee. A nominee shall be elected if he or she has received a vote on a majority of the legal ballots cast and is one of the nominees receiving the largest number of votes within the number of positions to be elected.
 - ii. **Runoff Ballot.** A runoff election shall be held to fill any vacancy not filled because of a tie vote.
 - iii. **Subsequent Ballots.** If all vacancies for positions are not filled on the first ballot, the number of nominees on subsequent ballots shall be reduced to twice the number of remaining vacancies. The nominees on subsequent ballots shall be determined by retaining those who received the greater number of votes on the preceding ballot and eliminating the nominee(s) who received the fewest votes on the preceding ballot, except where there is a tie. In any subsequent ballot the electors shall cast as many votes as there are positions yet to be elected, and must cast each vote for different nominees. This procedure shall be repeated until all vacancies have been filled.
 - d. **The Tellers Committee shall oversee the election process, assuring that all voters have an official badge and credentialing ribbon and ballots are appropriately distributed, collected, and tallied. The Chair of the Tellers Committee will verify and transmit election results, including run-off**

results, to the Chair of the Governing Council, who shall immediately announce the results to the Assembly.

V. Business Meeting

A. AMA Bylaw 7.0.6 provides for a Business Meeting of each Section on a day prior to each Annual and Interim Meeting of the House of Delegates.

B. AMA Bylaw 7.0.6.1 specifies the purpose of the Business Meeting as follows:

1. Hear such reports as may be appropriate.
2. Consider other business and vote upon such matters as may properly come before the meeting.
3. Adopt resolutions for submission by the Section to the House of Delegates.
4. Hold elections.

C. Meeting Procedure. AMA Bylaw 7.0.6.2 sets forth the general Meeting Procedure for the Sections.

D. Representatives to the Assembly.

1. **Associate Representatives.**

a. Associate members' organizations shall be eligible to designate one or more voting Representatives to the business meeting based on the number of total AMA members in the organization. The apportionment formula is as follows:

Fewer than 100 physician members	1 Representative
100-249 physician members	2 Representatives
250-449 physician members	3 Representatives
450-699 physician members	4 Representatives
700-999 physician members	5 Representatives
1000 or more physician members	6 Representatives

b. One additional voting Representative is awarded for any organization with 75% or higher AMA membership.

c. The maximum number of voting Representatives for any Associate organization is seven.

d. Designated Associate Representatives can introduce business, introduce an amendment, make a motion, hold office and vote.

e. Associate members who are not serving in a designated voting Representative capacity, can speak and debate on the floor of the

Assembly, but do not have the right to introduce business, introduce an amendment, make a motion, hold office or vote.

2. Affiliate Representatives.

- a. Affiliate members' organizations shall be eligible to designate Representatives to the business meeting based on the number of total AMA members in the organization. The apportionment formula is as follows:

Fewer than 100 physician members	1 Representative
100 or more physician members	2 Representatives

- b. The maximum number of Affiliate Representatives for any Affiliate organization is two.
- c. Designated Affiliate Representatives can speak and debate on the floor of the Assembly, but do not have the right to introduce business, introduce an amendment, make a motion, hold office or vote.
- d. Affiliate members who are not serving in a designated Representative capacity, can speak and debate on the floor of the Assembly, but do not have the right to introduce business, introduce an amendment, make a motion, hold office or vote.

3. Guests.

- a. Any AMA member, non-member physician, or non-physician may attend the business meeting as a guest.
- b. Guests to the business meeting should notify IPPS staff in advance of the business meeting of their intention to attend.
- c. Guests have the right to speak on the floor of the IPPS business meeting with the Chair's permission. Guests do not have the right to introduce business, introduce an amendment, make a motion, hold office or vote.

E. Registration/Credentialing Process.

- 1. Before being seated at any business meeting, a Representative must be duly credentialed as the Representative for their organization in order to vote at the meeting.
- 2. A credentialed Representative may transfer their credentials to an alternate IPPS member from the same organization by notifying the Credentials Committee that the individual meets the criteria for serving as a Representative. Upon approval of the Credentials Committee, the credentialed Representative shall transfer the official badge with the credentialing ribbon and label to the alternate IPPS member.

F. Rules of Order.

1. The business meeting shall be conducted pursuant to the established rules of procedure presented by the IPPS Chair and adopted by the Assembly. These rules stem from AMA Bylaws, IPPS Internal Operating Procedures approved by the Board of Trustees, decreed by its presiding officer and generally pursuant to the prevailing parliamentary authority of our AMA. These include the following procedures.
 - a. The Chair shall preside over the business meeting.
 - b. Representatives must wear their official badge with a credentialing ribbon at all times.
 - c. A Representative of the Assembly wishing to obtain the floor shall approach the nearest microphone, wait to be recognized, address the Chair, and give their name and organization before speaking on the issue, and disclose any conflict of interest. An IPPS Representative who has a personal interest or a substantial financial interest in a commercial enterprise which may be affected by a matter before the Assembly, including any pending litigation, must publicly disclose that conflict of interest before speaking.
 - d. No Representative, IPPS member, or recognized guest shall speak more than once on any issue or separate motion until all who wish to speak have been heard, nor more than twice, without permission of the Chair or upon approval by a majority of the Assembly.
 - e. Debate shall be limited based on the recommendation of the Chair and the approval of the Assembly.
 - f. Reference committee reports, the order of business for consideration of reference committee reports, and IPPS amendment forms shall be available at a specific time designated by the Chair.
 - g. Individual IPPS Associate Representatives intending to introduce amendments during the business session shall print or clearly write their amendment(s) on the IPPS amendment form. The completed amendment form shall be submitted to the IPPS staff as soon as possible, but at least one hour before the Assembly convenes. Amendments shall be accepted after this time; however, IPPS Associate Representatives shall be encouraged to submit their amendments by the designated time.
 - h. To facilitate the IPPS business meeting, substantive amendments to reference committee reports shall be typed and projected. Amendments that are not substantive shall be written on the IPPS amendment form and presented to IPPS staff before they are placed on the floor for discussion and action.

- i. Voting shall be by voice, that is the “ayes” and “nays,” except where the Chair or an Associate Representative calls for a division of the Assembly, in which case a standing vote will be taken.

- G. Parliamentarian.** A parliamentarian may be selected by the Chair prior to each meeting.

- H. Quorum.** Fifty percent (50%) of the credentialed, registered Associate Representatives at any business meeting of the IPPS shall constitute a quorum for the conduct of business at that meeting.

- I. Resolutions.**
 - 1. Resolutions may be submitted only by Associate Representatives of the IPPS.
 - 2. Resolutions must be submitted to the AMA IPPS office no later than 40 days prior to commencement of the live reference committee.
 - 3. Late resolutions are those submitted 39 days prior to the business meeting, and up to 4:00 p.m. the day before the Assembly convenes. Late resolutions shall be submitted to the Committee on Late Resolutions.
 - 4. An emergency resolution may be introduced after 4:00 p.m. on the day before the Assembly convenes and until the Assembly adjourns. The Chair and Vice Chair shall report to the Assembly as to whether the matter involved is or is not of an emergency nature. If the Chair and Vice Chair rule that the matter is of an emergency nature, it shall be presented to the Assembly and shall require a three-fourths affirmative vote by the Assembly for acceptance as emergency business. The author shall have the right to appeal the Chair’s ruling, but a three-fourths affirmative vote of the Assembly shall be required to overrule the Chair. If time permits, the emergency resolution shall be assigned to a reference committee, otherwise it shall be presented directly to the Assembly. If the emergency resolution fails to receive a three-fourths affirmative vote, the resolution will not be accepted.
 - 5. Resolutions must be submitted in official format and emailed to IPPS staff. Authors are encouraged to call the IPPS office to confirm receipt of their resolution.
 - 6. Resolutions that meet the deadline date shall be included in the virtual reference committee, and shall be considered as items of business for the Assembly.
 - 7. Late resolutions accepted as official business of the Assembly shall be distributed to the Assembly and introduced by the Chair of the Committee on Late Resolutions.
 - 8. Resolutions that appear to reaffirm AMA policy shall be reviewed by the Committee on Late Resolutions. Information supporting reaffirmation shall be provided to both the Committee and the author. If the Committee determines that the resolution reaffirms policy, it shall be placed on the Reaffirmation Consent Calendar. Resolutions reaffirming policy shall be cited in the Report of the

Committee on Late Resolutions. An IPPS Associate Representative shall have the ability to extract a resolution from the Reaffirmation Calendar.

9. When a resolution presents a potential legal problem, IPPS staff shall contact the author/sponsor and discuss the problem with the resolution as prepared. If the author/sponsor is able to remedy the situation, then the resolution shall be included in the virtual or live reference committee. If the legal problem cannot be resolved, the Chair shall designate it a "deferred" resolution, it shall not be included in the virtual and/or live reference committee but rather referred to the Governing Council for consideration.

J. Reports.

1. The Governing Council shall issue reports in response to referred resolutions or directives stemming from adopted resolutions, or it may initiate reports on topics of interest to the Section.
 - a. The Governing Council also has the ability to issue a report discussing the disposition of IPPS resolutions that have been referred by the House of Delegates to the Board of Trustees or appropriate Council. The report shall be an item of business to allow the Assembly to fully participate in the policy-making process and to inform them of the outcome of the IPPS resolution.
 - b. Reports shall be referred to the virtual reference committees and subject to online discussion. After hearing online testimony, the reference committee shall make recommendations to adopt, amend, not adopt, file, or refer back to the Governing Council for further consideration. Reports of an informational nature with no specific proposal for action may be filed.

VI. Committees

A. Credentials Committee.

1. The Credentials Committee is composed of the Chair and Vice Chair of the Governing Council, plus at least 1 but no more than 3 Associate Representatives, selected by the Chair, who are not members of the Governing Council.
2. The Credentials Committee is responsible for consideration of all matters related to registration and credentialing of all Representatives at Business Meetings. In addition, the Credentials Committee shall review all applications for Associate and Affiliate Membership and make a determination as to whether an applicant's organization meets the established criteria for Associate or Affiliate membership.

B. Committee on Late Resolutions.

1. The Committee on Late Resolutions is composed of 3 or more Associate Representatives selected by the Chair to meet with authors of late resolutions prior to the opening of the Assembly.

2. To consider the urgent nature of a late resolution, the Committee provides the sponsor an opportunity to explain the reasons for submitting it. The Committee does not hold an open hearing.
3. The Committee then submits its recommendation to the Assembly. The Assembly votes on the acceptance of each late resolution. A two-thirds affirmative vote is required for acceptance of any item as official business of the Assembly.
4. The Committee also reviews resolutions that may be reaffirmation of AMA policy. The Committee provides a reaffirmation calendar to the Assembly. An Associate Representative can extract a resolution from a reaffirmation calendar for referral to a reference committee. The Committee shall cite the current policy which the new resolution reaffirms in its report to the Assembly.

C. Reference Committee. The IPPS may implement a virtual Reference Committee to provide an electronic venue to discuss items of interest to the IPPS. The virtual Reference Committee may be in lieu of or in addition to an onsite Reference Committee.

1. Live reference committee hearings shall be open to all IPPS members, AMA members and guests. However, during online reference committee hearings only AMA members and IPPS members can participate.
2. The Reference Committee of three or more Associate Representatives shall be selected by the Chair. Reference Committee members shall be free to ask questions of those providing testimony for clarification or understanding of a statement. They also shall have the ability to answer questions if a member seeks clarification on an issue, but never shall engage in a debate or express opinions during the hearing. It shall be the charge of the committee to carefully review and evaluate all testimony presented so that the recommendations in the reference committee report reflect thoughtful consideration.
3. After the virtual or live hearing, the Reference Committee shall meet to deliberate and prepare a report with recommendations on the disposition of all referred items of business. The Committee shall have the ability to invite into the meeting anyone it wishes to hear from or question.
4. The Reference Committee shall have latitude in its efforts to facilitate the will of the participants on the matters before them. They shall be able to amend resolutions and consolidate similar resolutions by constructing substitutes. They also shall be able to recommend the usual parliamentary procedure for disposition of the business before them, such as adopt, not adopt, amend and refer. Resolutions and reports, that are grouped together, shall be reviewed to verify that they are similar. All Reference Committee members shall review and sign the final report.
5. The entire report of the Reference Committee shall be presented on a Consent Calendar at the Section business meeting, with the items of business grouped together according to the Committee's recommended course of action. When the Chair moves adoption of the consent calendar, he/she shall ask if any member of the Assembly wishes to extract any item from it to be considered separately. Upon

request of any Associate Representative, the item shall be withdrawn from the calendar and shall be considered as a separate item after the remainder of the consent calendar is acted upon.

6. The Chair shall open for discussion each item extracted from the Consent Calendar. The effect is to permit full consideration of the business at hand, unrestricted to any specific motion for its disposal. The reference committee report shall not contain a direct motion, and any appropriate motion shall be made from the floor. If the reference committee recommendation is to refer to the Governing Council, opportunity will be given prior to the discussion for referral for an alternative motion. In the absence of such a motion, the Chair shall state the question in accordance with the recommendation of the Reference Committee.

D. Tellers Committee.

1. The Tellers Committee, selected by the Chair, is composed of two or more designated voting Associate Representatives, one of whom serves as committee Chair.
2. Members of the Tellers Committee are responsible for taking a count of votes in a designated section of the Assembly during the business meeting.
3. The Committee is also responsible for distributing, collecting, and counting ballots during the elections.

E. Candidate Interview Committee.

1. The Candidate Interview Committee shall be composed of two or more designated voting Associate Representatives selected by the Chair.
2. Members of the IPPS Candidate Interview Committee shall interview those candidates for the AMA Board of Trustees, including Speaker and Vice Speaker, and for AMA President-Elect who choose to participate in the interview process established by the Speaker of the AMA House of Delegates or the Section. No interviews will be conducted outside of this formal structure or for candidates for other offices. No other candidate interviews will be conducted.
3. Although the Committee will share information with the Assembly about its candidate interviews, the IPPS shall not officially endorse any candidate for any office.
4. No candidate for any office shall be permitted to address the IPPS Assembly during the business meeting or associated activities, unless such communication is part of the interview process established by the Speaker of the AMA House of Delegates or the Section.

VII. Miscellaneous

- A. Testimony at House of Delegates (HOD) Reference Committee Hearings.** Any member of the AMA has a right to testify before a HOD reference committee and share

their views on any item of business. However, since the AMA Bylaws provide only for a Delegate and Alternate Delegate to represent the IPPS in the HOD and to minimize confusion at the HOD reference committee hearings, an IPPS Representative shall not introduce himself/herself as an IPPS Representative or representing the Section unless the IPPS Delegate or Alternate Delegate has asked the Representative to present testimony on behalf of the IPPS.

- B.** All material/information to be distributed to the Assembly must be cleared through the IPPS office. Material relating to business of the IPPS shall be made available for the business meeting. The Chair shall advise Representatives and participants of this material.

VIII. Amendments

- A. Amendments to IPPS Internal Operating Procedures.** Amendments shall be offered in the form of an item of business, either a report or a resolution, to the IPPS Assembly at an Assembly business Meeting. The Assembly will hold a vote to ratify the proposed amendment(s). Upon ratification by a two-thirds majority vote by the Representatives present and voting, the Governing Council shall submit the amendment(s) to the Council on Constitution and Bylaws for review and the Board of Trustees for approval.
- B. IPPS Requirements.** These Internal Operating Procedures may be amended by the approval of two-thirds of Representatives voting and present.
- C. Other Requirements.** Per AMA Bylaw 7.0.7, all rules, regulations, and procedures adopted by the IPPS are subject to the approval of the Board of Trustees. Amendments to the Internal Operating Procedures may also be contingent upon corresponding changes to the AMA Bylaws, which require approval of two-thirds of the members of the AMA House of Delegates.

