

RULES
OF THE MEDICAL AND
CHIRURGICAL FACULTY OF
MARYLAND

As amended by the House of Delegates on September 24, 2016.

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TITLE 5 - PROCEDURES BEFORE THE HOUSE OF DELEGATES

RULE 5.1 PARLIAMENTARY AUTHORITY

The rules contained in the current edition of *The American Institute of Parliamentarians Standard Code of Parliamentary Procedure* shall govern the House of Delegates except to the extent that it is inconsistent with the bylaws of the Medical and Chirurgical Faculty of Maryland and these Rules. In the event an issue is not addressed in the bylaws, these Rules, or *The American Institute of Parliamentarians Standard Code of Parliamentary Procedure*, then *Robert's Rules of Order Newly Revised* shall govern all procedures before the House of Delegates.

5.1.1 Referrals to the Board of Trustees

All referrals to the Board of Trustees shall be by Motion to Refer for Report or Motion to Refer for Decision. If it is desired that a matter be referred to the Board of Trustees, or through the Board to the appropriate Council or Committee, it should be specifically indicated if the report back to the House of Delegates is desired at a definite date or time. Without such directive, the timing of reporting back is up to the body receiving the referral. If a Motion to Refer for Report or for Decision is adopted, all pending or adopted amendments as well as the subject are referred.

When the House of Delegates refers an item of business to the Board of Trustees for decision, the House delegates to the Board the decision as to what action is appropriate. Once the Board determines the appropriate action, whether affirmative or negative, the Board subsequently will inform the House by Report at the next quarterly meeting.

5.1.2 Motion to Reconsider

If a Motion to Reconsider is sustained, the situation of the action that is being reconsidered reverts to the exact position it occupied prior to its previous disposition.

5.1.3 Motion to Recall

A Motion to Recall shall be employed to undo a Motion to Refer which has been adopted by the House at the same session. The Motion to Recall shall require a second, and is debatable, but only as to the reasons for and the propriety of recall, and not on the subject of the referral itself, except as that subject may apply to the appropriateness of the recall.

5.1.4 Motion to Amend Something Already Adopted

As an alternative to the Motion to Reconsider, a Motion to Amend Something Already Adopted may be made if the proposed modification is a simple addition to the action taken in the main motion. When made, a Motion to Amend Something Already Adopted becomes a main motion.

5.1.5 Order of Business

Unless otherwise specified in these Rules, the order of business at meetings of the House of Delegates shall be determined at the discretion of the Speaker or, in his or her absence, the Vice-Speaker.

RULE 5.2 RESOLUTIONS

Business shall be introduced into the House through the presentation of resolutions. Resolutions are required to be sponsored by (a) five members of Med Chi; (b) a Component Society of Med Chi; (c) a Section; (d) a Council; or (e) a Committee of Med Chi. All resolutions shall be filed with the Chief Executive Officer not later than 30 days prior to the next scheduled meeting of the House of Delegates, except that a Component Society or Section may file a resolution no later than seven days prior to the first day of the meeting if the Component or Section has met to consider the resolution within the thirty day period prior to the meeting, and except further that, by a two-thirds vote, the House may agree to consider any resolution without prior notice. Submission of resolutions to the Chief Executive Officer by personal delivery, first class mail or facsimile transmission are acceptable.

Resolutions introducing new business to the House that are presented less than 30 days prior to commencement of the session must be printed and distributed to the Delegates by the sponsors. The sponsors shall provide Med Chi with a copy of the resolution for formatting, numbering and assigning to a Reference Committee prior to distribution. The Speaker may, but need not, convene the Credentials Committee or the appropriate Reference Committee to consider the appropriateness of such a resolution, or to hold hearings on it.

"Late resolutions" presented orally from the floor of the House are out of order, and will not be considered.

5.2.1 Fiscal Note

All resolutions presented to the House of Delegates whose implementation necessitates an expenditure of funds must include a fiscal note. No resolution requiring finances may be considered by the House without the attachment of such fiscal note. The following guidelines will be used in the development of appropriate fiscal information:

(a) Resolutions requiring the expenditure of funds should show a specific dollar amount where possible.

(b) The Chief Operating Officer's office, the Finance Committee, the Comptroller's office, or any other Committee having appropriate jurisdiction may assist sponsors with the development of fiscal information, but requests of this nature should be forwarded at least 30 days in advance of the 30 day deadline for submitting resolutions.

(c) Resolutions which call for the institution of legal action, the repeal of legislation, or similar action for which a precise cost estimate cannot be determined should indicate that a substantial commitment of resources may be necessary for implementation.

(d) Resolutions which establish or reaffirm policy and do not require other specific action beyond that which would be covered by Med Chi's routine work will be marked "no significant fiscal impact."

5.2.2 Deferred Resolution

The Speaker may designate a resolution as a "deferred" resolution if the resolution presents a legal problem which is not capable of being remedied prior to the commencement of the session of the House of Delegates. The Credentials Committee, in conjunction with the Legal Office and the sponsor will meet to discuss the resolution, and will recommend that the House either accept or not accept the resolution. A majority vote of the House only is required for acceptance.

5.2.3 Structure of Resolutions

The essential element of a resolution is its portion expressed as one or more "resolved" sections setting forth its specific intent. A resolution may carry with it prefatory statements, or preamble, explaining the rationale of the resolution, as a series of "whereas" statements. It shall not be necessary for a resolution to have such a preamble or "whereas" clauses when the full significance of the "resolved" portion seems apparent. Such introductory "whereas" statements are not to be considered an action item of the resolution, and are solely for the purpose of identification and explanation of the matters to be addressed by the resolution.

In adopting a resolution, the House shall formally adopt only the "resolved" section. It shall therefore be out of order to propose formal amendments to the working of accessory statements, or to the language of the reference committee report in making its recommendations.

The following guidelines shall be applied when preparing resolutions:

- (a) The title of the resolution shall appropriately reflect the action for which it calls.
- (b) Information contained in the resolution shall be checked for accuracy, and inflammatory statements or other language that reflect poorly upon Med Chi or any of its Components will not be permitted.
- (c) The "resolved" clauses shall stand alone and not refer back to the prefatory statement, since the House shall adopt only the "resolved" clauses and the "whereases" do not appear in the Proceedings.
- (d) Fiscal notes shall be added when appropriate and shall set forth the estimated cost, if any, of the policy, program or action proposed by resolution.

5.2.4 Emergency Resolutions

Resolutions of an emergency nature may be presented by a voting delegate after the opening of the House. The Speaker shall refer all such emergency resolutions to the

Credentials Committee, which shall then report to the House as to whether the matter involved is or is not of an emergency nature. If the Credentials Committee reports that the matter is of an emergency nature, it shall be presented to the house without further consideration by a reference committee. Favorable action shall require an affirmative vote of three-quarters of the Delegates present and voting. If the Committee reports that the matter is not of an emergency nature, the Speaker shall defer its introduction until the next meeting of the House of Delegates, where it shall be subject to the filing requirements set forth in Rule 5.2.

5.2.5 Withdrawal of Resolution

At any time prior to the acceptance of a resolution as the business of the House, with referral to a reference committee, the sponsor may withdraw the resolution and it does not become the business of the House. After referral to a reference committee, it is the business of the House. During the reference committee hearings, upon suggestion of the sponsor, the reference committee may recommend to the House in its report on the matter that leave to withdraw be accorded by the House. In this situation, the Speaker, having confirmed approval by the sponsor, places the question on granting leave to withdraw. A majority vote of the House in the affirmative accomplishes withdrawal.

5.2.6 Referral to Reference Committee

All resolutions subject to the filing requirements of Rule 5.2, and all late resolutions with the exception of emergency resolutions, shall be referred to a Reference Committee as provided in Subtitle 5.3 below.

RULE 5.3 REFERENCE COMMITTEES

The Speaker shall select one or more Reference Committees, designated by letter, consisting of groups of at least five Delegates or alternate Delegates, to conduct open hearings on matters of business of the Association. Following discussion on all subjects before it, the Reference Committee shall meet in executive session to draw up a report, with recommendations to the House for disposition of each item of business presented to it.

5.3.1 Hearings

Reference Committee hearings shall be held prior to the business session of the House, at a time set by the Speaker, or in his or her absence, the Vice-speaker. Hearings are open to members of Med Chi, guests, official observers, and interested outsiders. Any member of Med Chi is privileged to speak on the resolution or report under consideration. Non-members may, upon recognition by the Chair, be permitted to speak, and the Chair is privileged to call upon anyone attending the hearing if, in his or her opinion, the individual called upon may have information which would be helpful to the Reference Committee. Committee members may ask questions of any person speaking before the Committee. The Committee, through its Chair, may establish its own rules on the presentation of testimony with respect to limitations of time, repetitive statements, and the like. The Chair also has jurisdiction over such matters as photography, television filming, the presence of the press, and the introduction of recording devices. It is the responsibility of the Committee to listen carefully and evaluate all opinions presented so that it may provide

the voting body with carefully considered recommendations. The Speaker, Vice Speaker or Chair of each Reference Committee may designate members of the Staff of Med Chi, or others, to attend hearings and executive sessions of each Reference Committee to provide appropriate technical assistance to the Reference Committees.

5.3.2. Executive Session

Following its open hearings, a Reference Committee will go into Executive Session for deliberation and construction of its report. It may call into such Executive Session anyone whom it may wish to hear or question.

5.3.3 Reference Committee Reports

Reference Committees shall have wide latitude in their efforts to facilitate expression of the will of the majority on the matters before them and to give credence to the testimony that they hear. They may amend resolutions, consolidate kindred resolutions by constructing substitutes, and they may recommend the usual parliamentary procedure for disposition of the business before them, such as adoption, rejection, amendment, referral and the like. Minority reports from Reference Committees are in order. In the event that a resolution, presented to the Reference Committee, has been amended or consolidated with a related item of business, or in the event that a substitution has been proposed by the Reference Committee, the recommendation of the Reference Committee in this respect will be the matter before the House for discussion.

Each item referred to a Reference Committee shall be reported to the House as follows:

- (a) a resolution shall be identified by number and title, and reports by letter and name of the Council or Board of Trustees;
- (b) the Report shall state concisely the Committee's recommendation;
- (c) the Reference Committee Chair, as appropriate, shall comment to the House on the testimony presented at the hearings;
- (d) evidence supporting the recommendations of the Committee shall be incorporated in the Report, as appropriate; and
- (e) if appropriate, there shall be a Consent Calendar (see Rule 5.3.4 below).

5.3.4 Consent Calendar

Those items referred to the Reference Committee which are of a non-controversial or informational nature, or which generate little or no debate during the hearings, may be placed on the Consent Calendar. These items shall be listed at the end of the Reference Committee report with the Committee's recommendation for adoption, referral or rejection. At the time of presentation of the Consent Calendar, a request may be made for removal of any item for debate or individual action, which removal shall be automatic. Items dealing with amendments to the Bylaws shall not be placed on the Consent Calendar.

5.3.5 Reference Committee Reports--Direct Motion

The Reference Committee Report should be in the form of a recommendation, and should not contain a direct motion.

5.3.6 Action by House on Reference Committee Reports

The House may take the following action on Reference Committee Reports:

(a) When the House wishes to acknowledge that a report has been received and considered, but that no action upon it is either necessary or desirable, the appropriate proposal for the action is that the Report be FILED. Filing a report does not have the effect of placing Med Chi on record as approving or accepting responsibility for any of the material in the report.

(b) If a report offers recommendations for action, these recommendations may be ADOPTED, APPROVED or ACCEPTED, each of which has the effect of making Med Chi responsible for the matter.

(c) If the House does not wish to assume responsibility for the recommendation of a report in its existing form, it may refer the report back to the Reference Committee, or refer the report elsewhere, reject the report in its entirety or in specific part, or adopt the report as amended.

(d) Where the recommendation of the Reference Committee is "no action," the Chair of the Reference Committee may place such a resolution on the Consent Calendar in a category designated "no action." Such a position, if adopted, is the equivalent of a motion to postpone indefinitely, and results in suppression of the resolution for the current meeting and, in effect, quashes it.

(e) If the Reference Committee reports on a resolution which calls for a policy position contrary to or at variance with existing policy, the Reference Committee may recommend reaffirmation of existing policy as an amendment by substitution in lieu of the original resolution, or rejection of a resolution that is contrary to existing policy, or the Reference Committee may recommend adoption, approval or acceptance of a resolution that is contrary to existing policy, provided that the House of Delegates should have the benefit of a thorough review of existing policy before adopting such a resolution.

5.3.7 Sunset Policy

Policy (adopted resolutions) calling for legislative action (and not accomplished) shall be reviewed every year at the fall House of Delegates meeting, and policy (adopted resolutions) not dealing with legislative action shall be reviewed every five years at the spring House of Delegates meeting, to determine if policy should continue. The legislative Sunset Review shall normally be accomplished by the presentation of a dedicated legislative report containing existing legislative action policies and the

recommendations of the Legislative Council as to continued action on these items. The recommendations of the report shall be considered pursuant to these rules; however, amendments to the report shall be limited to existing legislative action policies and shall not encompass new material.

RULE 5.4 CREDENTIALS COMMITTEE

The Speaker shall appoint a Credentials Committee, composed of as many members as the Speaker shall see fit to designate, the duties of which shall include (a) consideration of deferred and emergency resolutions as described in Rules 5.2.2 and 5.2.4 of these Rules; (b) examination of the credentials of the delegates and certification of the delegates to the Speaker, as discussed in *The American Institute of Parliamentarians Standard Code of Parliamentary Procedure*; (c) certification that a quorum of properly certified delegates is present, both at the beginning of the session of the House and at any subsequent time when the continuing existence of a quorum is called into question; and (d) such other and further duties as shall otherwise be set forth in these Rules or in *The American Institute of Parliamentarians Standard Code of Parliamentary Procedure*.

RULE 5.5 BYLAWS.

Proposed amendments to the Bylaws of Med Chi shall be submitted to the Council on Bylaws no later than four weeks prior to notice of the meeting at which the proposed amendment is to be considered by the House of Delegates. Proposed amendments will be forwarded by the Council on Bylaws to the Bylaws, Rules & Regulations Committee. Recommendations of the Bylaws, Rules and Regulations Committee will be sent to all delegates with the notice of the meeting of the House of Delegates during which the proposed Bylaws amendment will be considered.

5.5.1 Entities Authorized to Submit Bylaws Amendments.

Bylaws Amendments may be submitted as prescribed in these Rules, by component societies of Med Chi, Councils, the House of Delegates at a previous meeting, or the Board of Trustees. In addition, the Council on Bylaws, through the Bylaws, Rules and Regulations Committee, may recommend such changes to the Bylaws as it deems appropriate.

5.5.2 Referral to Reference Committee

The Bylaws, Rules and Regulations Committee of the Council on Bylaws may recommend adoption, amendment or rejection of proposed Bylaws amendments submitted to it. Bylaws amendments submitted to the Bylaws, Rules and Regulations Committee of the Council on Bylaws shall be referred to a Reference Committee in the same manner as resolutions for consideration by the House of Delegates. The Reference Committee shall issue a report to the House of Delegates recommending adoption, amendment or rejection of the Bylaws amendments under consideration before it.

5.5.3 Consideration of Bylaw Amendments by House of Delegates

Recommendations of the Reference Committee pertaining to Bylaws amendments shall be submitted to the House of Delegates and approved by two-thirds vote of those present and voting. Amendments of the first and second degree to proposed Bylaws amendments may be offered on the floor of the House only if such amendments do not increase the modification of the Bylaws provision proposed to be amended. If in order in this respect, amendments offered from the floor of the House may be approved by a majority of delegates present and voting, and the Bylaws amendment, as amended, requires a two-thirds vote of those present and voting for approval.

RULE 5.6 REPORTS.

Reports shall be received as business of the House of Delegates when they come from the Board of Trustees, Councils of Med Chi, Committees of the Councils, Special Committees, Staff, or other components or subsidiaries of Med Chi. These reports submitted to the House of Delegates for review and/or action become the property of the House of Delegates upon receipt. If appropriate, such reports will be submitted to appropriate reference committees so that hearings may be held on the substance thereof. Reports exceeding seven pages must be accompanied by a one-page or less executive summary. Informational reports may be filed on a consent calendar during the opening session of each meeting of the House. Any delegate may request that a report be extracted and referred to the appropriate reference committee. The Speaker may request acceptance of a report by unanimous consent or by a vote without referral, but a motion to refer is always in order.

Fiscal note: All reports introduced in the House of Delegates whose implementation necessitates an expenditure of funds must include a fiscal note supplied by the entity submitting the report. No report requiring finances may be considered by the House without the attachment of a fiscal note.

RULE 5.7 AMENDMENTS TO RULES

Amendments to Title 5 of these Rules shall be approved by the Council on Bylaws and submitted directly to the House of Delegates by the Council on Bylaws, provided that all such proposed amendments shall be delivered to the delegate with the Call to the session. Proposed amendments to Title 5 of these Rules shall be approved by a simple majority of those voting in the House.

RULE 5.8 MED CHI-APPROVED SPECIALTY SOCIETIES

By May 1 each year, each specialty society shall submit to the Chief Operating Officer a roster of its membership to ascertain whether the specialty society meets the criteria for delegate representation to Med Chi's House of Delegates.

RULE 5.9 RESOLUTIONS TO BE SUBMITTED TO AMA'S HOUSE OF DELEGATES

5.9.1 Research by Sponsor

All resolutions should be researched by the sponsor prior to submission to Med Chi to include reviewing AMA's policy compendium. (Developing Resolutions to the House of Delegates, Suggested Guidelines, April 1993.)

5.9.2 House of Delegates Approval

The House of Delegates must approve the resolution prior to submission to the Maryland AMA Delegation to begin working on finding a mechanism for getting the resolution passed.

5.9.3 Submission to the AMA

The resolution must be submitted to the AMA in a timely manner.

5.9.4 Urgent Resolutions

Resolutions of an urgent nature should be so marked by the sponsor and indicate immediate referral to the Maryland AMA Delegation for immediate action and forwarding to the AMA.

5.9.5 Late Resolutions

Late resolutions, which are to be supported by the Maryland AMA Delegation and do not have the opportunity to go through Med Chi's House of Delegates, should be submitted to the Board of Trustees for decision about submission and support for the resolution.

TITLE 8 - PROCEDURES GOVERNING NOMINATIONS AND ELECTIONS

RULE 8.1 CRITERIA

The following shall be the criteria for eligibility to serve as an officer of MedChi or as a member of MedChi's Board of Trustees:

- (A) Current active MedChi member, as well as having been either an active, student, or resident member, or combination thereof, for at least the preceding five years; and
- (B) Attendance of at least six meetings as a member of the House of Delegates or service as an officer of a component society or MedChi recognized specialty society; and
- (C) Be of sound moral and professional character -- not currently under any sanction by any federal, state or professional organization or licensing body.

Any or all of the above criteria may be set aside for a given nominee by a 2/3 vote of the House of Delegates.

RULE 8.2 DOCUMENTATION

- (A) All recommendations for nominees must include a Curriculum Vitae no longer than 5 pages typed and suitable for copying.
- (B) Candidates may submit a one page position statement regarding their candidacy for inclusion in the call for the fall meeting. Such statement must be received by staff at least six weeks before the fall meeting.

RULE 8.3 CAMPAIGNING

- (A) The following activities are permitted for nominated candidates and their supporters:
 - 1. Distribution of campaign buttons
 - 2. Distribution of written materials, brochures, letters, and/or position papers.
 - a. If by mail, MedChi will provide one set of labels, upon request, at no charge to the candidate.
 - b. If by email, MedChi will do one emailing at no charge to the candidate
 - c. Candidates are permitted to make presentations to caucuses
 - 3. The following activities are prohibited
 - a. Campaigning by candidates whose nominations have not been filed with MedChi
 - b. Distribution of campaign materials other than brochures or position papers on the floor of the House of Delegates
 - c. Commercial sponsorship to help defray the costs of campaigning

RULE 8.4 CANDIDATES' FORUM

- (A) A candidates' forum will be held in the event of a contested election(s) exclusively for

candidates in that election(s)

(B) Procedure

1. Each candidate in a contested election will have a maximum of five minutes to make a presentation.
2. Delegates and alternates will have an opportunity to present written questions to the moderator.
3. The moderator is charged with assuring that all candidates will have an equal opportunity to answer all questions. The moderator is empowered to set such time limits on the answers as appropriate to give all candidates time to give an answer.
4. Additional questions may be raised from the floor.

TITLE 9 - PROCEDURES REGARDING INDEMNIFICATION

RULE 9.1 PARLIAMENTARY AUTHORITY

The rules contained in the current edition of *The American Institute of Parliamentarians Standard Code of Parliamentary Procedure* shall govern all indemnification hearings except to the extent that it is inconsistent with the general requirements, standards and procedures set forth in the Maryland Annotated Code Corporations and Associations Article ' 2-418, the Bylaws of MedChi, and these Rules. In the event an issue is not addressed in the Maryland Annotated Code Corporations and Associations Article ' 2-418, the Bylaws, these Rules or *The American Institute of Parliamentarians Standard Code of Parliamentary Procedure*, then *Roberts Rules of Order Newly Revised* shall govern.

RULE 9.2 GENERAL POLICY

A request by a member of the Board of Trustees or officer of MedChi for indemnification shall be made to a Committee composed of chairs or other representatives of the Council on Ethical and Judicial Affairs. If the individual requesting indemnification is a member of the Committee composed of chairs or other representatives of the Council on Ethical and Judicial Affairs, he or she shall take no part in the deliberations of the Committee.

RULE 9.3 INDEMNIFICATION FOR DEFENSE

An individual who has defended any action as a member of the Board of Trustees or Officer of MedChi may submit a request for indemnification detailing all reasonable expenses incurred in that defense.

RULE 9.4 INDEMNIFICATION IN ADVANCE OF DISPOSITION

An individual who is defending any action as a member of the Board of Trustees or Officer of MedChi may submit a request for indemnification in advance of the final disposition of the proceeding detailing all reasonable expenses incurred or expected to be incurred in that defense. A written affirmation by the Trustee or Officer of his or her good faith belief that the Standard of Conduct set forth in the MedChi Bylaws 9.30 has been met and a written undertaking by or on behalf of the Trustee or Officer to repay the amount if it shall ultimately be determined that the Standard has not been met shall be submitted at the same time.

RULE 9.5 PROCEDURE

If the Committee composed of chairs or other representatives of the Council on Ethical and Judicial Affairs determines that a hearing on the indemnification should be held, the Trustee or Officer shall be informed of the date, hour and place of the hearing, which shall not be less than ten days from the date of notification.

THE COMMITTEE SHALL DETERMINE:

- a. In the case of an unsuccessful defense was the act or omission of the Trustee or Officer
 - A) material to the matter giving rise to the proceeding and committed in bad faith or was the result of active and deliberate dishonesty;
 - B) did the Trustee or Officer actually receive

- an improper personal benefit; or C) in a criminal proceeding, should the Trustee or Officer have had reasonable cause to believe the act or omission was unlawful.
- b. If the expenses, for which indemnification is being requested, are reasonable.

RULE 9.6 REPRESENTATION

All parties to the hearing may be represented by legal counsel.

RULE 9.7 APPEAL

The individual applying for indemnification shall have the right to appeal the decision of the Committee composed of chairs or other representatives of the Council on Ethical and Judicial Affairs to the House of Delegates, which shall affirm, reverse or modify the decision of the Committee composed of chairs and representatives of the Council on Ethical and Judicial Affairs. The House of Delegates shall consider the appeal in Executive Session. The matter shall not be considered in Reference Committee or any other open venue of the House.

TITLE 10 - PROCEDURES GOVERNING COMMITTEE FUNCTION

RULE 10.1 PARLIAMENTARY AUTHORITY

The rules contained in the current edition of *The American Institute of Parliamentarians Standard Code of Parliamentary Procedure* shall govern all Council and Committee meetings except to the extent that it is inconsistent with the Bylaws of MedChi and these Rules. In the event an issue is not addressed in the Bylaws, these Rules, or *The American Institute of Parliamentarians Standard Code of Parliamentary Procedure* then *Roberts Rules of Order Newly Revised* shall govern.

RULE 10.2 MEMBERSHIP

Except as may be provided in the Bylaws, Council and Committee Chairs will be appointed by the President and ratified by the Board of Trustees. All physicians and medical students serving as council and committee members must be MedChi members and appointed by the President.

RULE 10.3 TERM

Council and Committee members shall serve for a one year term. There shall be no limit to the number of terms a member may serve.

RULE 10.4 COMMITTEE CREATION

A Chartered Committee shall be created by resolution of the Board of Trustees and shall continue in existence until a contrary resolution is passed by the Board of Trustees. The creating resolution shall designate the Council to which the Committee shall report.