



American College of Medical Informatics The College of Elected Fellows of AMIA Governance Manual

ACMI became the College of Elected Fellows of AMIA through a letter of agreement in 1988. The agreement governs the purposes and the activities of the College within AMIA, establishes ACMI as a component of AMIA, and gives ACMI Fellows the free and unrestricted rights to the use of the name and acronyms (ACMI and FACMI). ACMI agrees to abide by the AMIA bylaws, handbooks, procedures and manuals.

ACMI is overseen by an Executive Committee which is comprised of elected ACMI fellows. The ACMI Executive Committee is responsible to the AMIA Executive Committee and ultimately to the AMIA Board of Directors. The AMIA staff is responsible for maintaining handbooks, procedures and manuals that detail functions of the volunteer structure which includes ACMI.

Purpose

The purpose of ACMI is to advance the public interest by making available and enhancing the expertise and experience of the Fellows of the College in support of AMIA's strategic goals. Election to fellowship recognizes the contribution of individuals in the science and application of biomedical and health informatics.

Qualifications of Fellows

Individuals that have demonstrated major contributions in biomedical and health informatics, have achieved national recognition in the field, and are committed to advancing the charitable, scientific, literary and educational purposes of ACMI are eligible for membership as a fellow. Each year, new fellows are elected by the voting members of ACMI. Fellows are elected for life and upon election are named Fellows of ACMI and may use the designation "FACMI".

Election of Fellows

The Elections and Nominations Committee maintains policies and timelines for fellowship elections. Changes in fellowship election procedures will be submitted to the Executive Committee for approval in advance of the next election. The committee is responsible for encouraging nominations, reviewing and ranking nominee materials for the ballot, and reporting on election results.

Each year, the Elections and Nominations Committee reviews the fellows represented in ACMI reviewing backgrounds and specialties and may recommend to the Executive Committee up to two areas for emphasis in the upcoming election cycle. When applicable, the call for nominations may include the emphasis areas.

Members of the Election and Nominations Committee may not nominate or second Fellow nominations. Committee members rate each nominee and discuss the nominees in a Committee meeting. Nominees must meet the criterion of at least 10 years of sustained contribution and be rated as 3 (minimally qualified for ACMI Fellowship) by at least half of the Committee members to be on the ballot. Nominators of those who do not make the ballot are notified prior to the election.

Based upon the distribution of scores, the Committee recommends to the ACMI Executive Committee the maximum number of votes that voting ACMI Fellows can cast in the election. This is accompanied by a ranked de-identified list of the nominee scores. The ACMI Executive Committee makes the final decision on maximum number of votes that can be cast.

A ranked ballot is prepared. When rankings are tied among nominees, the group of nominees are presented in random order.

Voting is conducted via electronic ballot. All eligible voters will receive an electronic notice of the election at his/her preferred email address. The notice will contain directions for casting a vote using the electronic balloting process as well as information on an alternative balloting procedure. The notice will provide the voter's identification number which will be required for voting. AMIA will maintain an online election site that ensures the secrecy of each ballot and the protection of ballot results so that once a ballot is cast, it cannot be altered or traced to the voter.

A minimum of 50% of voting fellows must cast votes in order for a fellowship election to be valid.

Following the vote, the Elections and Nominations Committee makes a recommendation about the number of Fellows to be elected based upon the proportion of votes received. This number can be equal to or less than the number of maximum votes that can be cast. This is accompanied by a de-identified ranked list of nominees that includes the proportion of votes received. The ACMI Executive Committee makes the final decision about number of Fellows elected. Subsequently, the ACMI Executive Committee is notified of the names of the Fellows that were elected. The newly elected Fellows are notified via email. The nominators of those not elected are also notified via email. Release of the class of Fellows is sent to the ACMI Fellowship one day in advance of press release.

Retention of election materials shall be set forth in AMIA manuals, handbooks, and in resolutions adopted by the AMIA Board of Directors.

Categories of Fellows

There are two categories of fellows:

- Voting fellows. Fellows who are dues-paying, regular or retired members of AMIA. All ACMI fellowship benefits apply. There is no age limit.
- Inactive Fellows. Fellows who pay no dues. These fellows receive no benefits *and will only* receive *occasional* mailings unless they ask to be removed from *the* mailing lists

Other fellowship categories may be determined by the ACMI Executive Committee. Eligibility, obligations, voting rights, and privileges of all categories are determined by the ACMI Executive Committee and are detailed in this manual and on the ACMI website.

Resignation and Removal of Fellows

An elected fellow may resign upon presenting his/her written resignation to the ACMI President. The resignation becomes effective immediately.

Upon recommendation by the ACMI President, the Executive Committee may at any meeting, by a two-thirds vote of those present, remove fellowship status from any ACMI fellow for any reason which it deems adequate, including specific reference to convicted felonies and violations of the *AMIA Conflict of Interest Policy*. Before such removal, the fellow will receive written notification from the Executive Committee and will be granted an opportunity to be heard at a meeting of the Executive Committee.

Meetings of Fellows

Regular meetings of ACMI fellows are held at times and places selected by the Executive Committee. The College typically meets in the fall (typically programmed as an annual business meeting) and also hosts a winter (early in the calendar year) symposium. Fellows will be notified of all meetings as early in the planning process as possible. There is not a quorum requirement for holding a face to face meeting of the fellows since voting is conducted via electronic ballot.

Roles and Responsibilities of the Executive Committee

The ACMI Executive Committee has general oversight of ACMI and is the governing body of ACMI. Committee members have fiduciary obligations that require members to make decisions in good faith, are in the best interest of ACMI and AMIA, and are financially responsible. All committee members will be dues paying fellows of ACMI in good standing. The basic roles and responsibilities of the committee are to:

- Govern ACMI by adopting broad policies and objectives in conjunction with AMIA Board of Directors and AMIA staff.
- Establish committees to ensure a volunteer community of ACMI members.
- Establish the annual dues fees.
- Ensure effective program planning and priority setting.
- Prepare and present an annual budget to the AMIA Board of Directors for approval.
- Ensure adequate resources and manage resources effectively.
- Enhance ACMI's and AMIA's public image.

In the event that AMIA's Board of Directors votes to dissolve AMIA, ACMI's Executive Committee may choose to establish a new legal entity using the ACMI name.

Composition of the Executive Committee

The committee consists of five officers and four at-large elected fellows.

The five officers are:

- President
- President-elect

- Immediate Past President
- Secretary
- Treasurer

President

The ACMI President is responsible for communicating the views of and representing the voice of ACMI's fellows. ACMI fellows expect the President to hold other officers responsible for fulfilling their duties, supporting the organization, actively participating in meetings and events of the organization, ensuring financial stability, and representing ACMI's mission and fellows well at all times. The President will:

- Preside at all meetings of the Executive Committee and fellows.
- Serve as a member, ex-officio without vote of the AMIA Board of Directors.
- Appoint committee members and oversee the work of committees.

The President takes office as a result of their previous two year service as President-elect. The President's term is two years. The President takes office on the first day of the calendar year following completion of their two year term as President-elect. If a vacancy occurs for any reason, the President-elect will succeed to the office of President.

President-elect

The ACMI President-elect is expected to assist the President in his/her duties. The President-elect will perform the duties of the Chair during absence or disability of the Chair. In cases where the vacancy is permanent, the President-elect will succeed to the office of President.

The President-elect is elected for a two year term by ACMI's voting members. The election for President-elect is held in the fall of even numbered years (2016, 2018, 2020, etc.). The President-elect's term is two years. The President-elect takes office on the first day of the calendar year following his/her election. If a vacancy occurs for any reason, a special election will be held to fill the vacancy.

Immediate Past President

The ACMI Immediate Past President is expected to remain an active participant of the Executive Committee and to advise the President in his/her duties. The Past President takes office as a result of his/her previous two years of service as President. The Past President's term is two years and takes office on the first day of the calendar year following completion of his/her term as President. If a vacancy occurs for any reason, the Executive Committee will appoint a member of the committee with the exception of the President to serve the remaining term. The Immediate Past President is also the Chair of the Elections and Nominations Committee.

Secretary

The ACMI Secretary is expected to record minutes of the Executive Committee and fellowship meetings. If the Secretary is not able to perform his/her duties during a meeting, an Acting Secretary will be appointed by the President to fulfill the Secretary's duties during that specific meeting.

The Secretary is elected for a two year term by ACMI's voting members. The election for Secretary is held in the fall of even numbered years (2016, 2018, 2020, etc.). The Secretary's term is two years and is limited to two consecutive terms. The Secretary takes office on the first day of the calendar year following his/her election.

Treasurer

The ACMI Treasurer is expected to provide financial leadership. Financial leadership requires a combination of skills and characteristics which include:

- Thorough understanding of financial reports.
- Ability to translate financial information and financial concepts for the Executive Committee.
- Maintaining a partnership with AMIA staff to develop a budget for ACMI to be approved by the AMIA Board of Directors.
- Bringing financial leadership to the Executive Committee by combining strategic thinking, long-term planning, and leadership skills to connect ACMI's finances and its mission.

The Treasurer is elected for a two year term by ACMI's voting members. The election for Treasurer is held in the fall of even numbered years (2016, 2018, 2020, etc.). The Treasurer's term is two years and is limited to two consecutive terms. The Treasurer takes office on the first day of the calendar year following his/her election.

Elected At-large Fellows of the Executive Committee

Four additional at-large fellows serve on the ACMI Executive Committee. Fellows serve a two year term and may be elected to serve two consecutive terms. Two at-large fellows are elected each year. The fellows take office on the first day of the calendar year following his/her election.

Election of Executive Committee Members and Elections and Nominations Committee Members

Ninety (90) calendar days prior to each annual business meeting, the Elections and Nominations Committee shall submit to the Executive Committee a slate of candidates for election. The slate will have at least two (2) persons for each elective committee position including the two positions for the Elections and Nominations Committee when applicable.

Additional nominations may be received by petition of 25 voting members at the AMIA office not less than sixty (60) calendar days prior to the annual business meeting.

All eligible voters will receive an electronic notice of the election at his/her preferred email address. The notice will contain directions for casting a vote using the electronic balloting process as well as information on an alternative balloting procedure. The notice will provide the voter's identification number which will be required for voting. AMIA will maintain an online election site that ensures the secrecy of each ballot and the protection of ballot results so that once a ballot is cast, it cannot be altered or traced to the voter.

Retention of election materials are maintained by AMIA in AMIA manuals, handbooks, and in resolutions adopted by the AMIA Board of Directors as do the voting rules for ACMI Executive Committee elections, which is a simple majority of those ballots cast.

Resignation, Removal and Vacancies in the Executive Committee

An Executive Committee Member may resign upon presenting his/her written resignation to the President. The resignation becomes effective immediately.

Upon recommendation by the ACMI President or two other members of the Executive Committee, the Executive Committee may at any meeting, by a two-thirds vote of those present, remove from office any elected or appointed committee member for any reason which it deems adequate, including specific reference to convicted felonies, violations of the *AMIA Conflict of Interest Policy* or excessive absences from committee meetings. Before such removal, the member concerned will receive written notification from the committee and will be granted an opportunity to be heard at a meeting of the committee.

Unless otherwise noted in this manual, if any other vacancy in the Executive Committee occurs, the President with concurrence of the Executive Committee will appoint a replacement to serve for the remainder of the unexpired term.

Meetings of the Executive Committee

A quorum for conducting official business at a meeting of the Executive Committee will be a majority of its members. The Executive Committee will hold at least two regular meetings per year. Meetings will be at such dates, times, and places as the committee determines. The rules contained in *Roberts' Rules of Order Newly Revised* shall govern all meetings in all cases in which they are not inconsistent or in conflict with these guidelines or AMIA's guidelines.

Any or all officers or at-large elected members may participate in a meeting of the Executive Committee or a standing or ad hoc committee by means of conference telephone or by any means of communication by which all persons participating in the meeting are able to hear one another, and such participation will constitute presence at the meeting.

Special Meetings and Rules of Order of the Executive Committee

Any action required to be taken at an Executive Committee meeting may be taken without a regular meeting with a special notice from the President. These special meetings may take place via email using the process outlined below. Each special meeting will be set in motion to address one issue only. If additional issues need to be addressed, a special meeting will be called for each issue.

ACMI follows the following process for special meetings:

- Special meetings will be chaired by the President. The President designates a meeting secretary to assist in the process.
- An email is sent to fellows detailing the proposed action and requesting a response. If a motion to table is received from an executive committee member within 24 hours of the email being sent, the motion will be tabled until the next scheduled committee meeting.
- An email reply is received from each voting member with his/her vote.
- If all voting members vote unanimously, the action is taken. If less than unanimous vote is received, the executive committee may ratify the action at a committee meeting.
- A written record of the vote will be recorded in the next scheduled committee meeting minutes.

Committees

ACMI committee members are expected to be voting fellows of ACMI. Committee members have the overall responsibility for supporting the ACMI Executive Committee and carrying out the committee charges as set forth by the Executive Committee. Specific composition, terms, roles and responsibilities are maintained in this manual.

Committee members are expected to:

- Support the ACMI mission
- Participate in committee meetings (frequency varies by group)
- Keep committee materials and conversations confidential
- Respond timely to organizational requests
- Support the majority decision
- Be familiar with *AMIA's Conflict of Interest Policy*

Committees are charged with specific tasks as directed by the Executive Committee. ACMI has three standing committees—Executive Committee, Elections and Nominations Committee, and Awards Committee. Other ad hoc committees are established to examine a specific program or issue considered to be of significant importance and are created and dissolved accordingly. The President establishes committees with approval of the Executive Committee.

Committee members are appointed by the President and serve a two year term that coincides with the term of the President. Committee members may be reappointed. All committees are required to submit an annual written report to the Executive Committee.

A quorum for conducting official business at a committee meeting will be a majority of its members. Meetings will be at such dates, times, and places as the committee determines. The rules contained in *Roberts' Rules of Order Newly Revised* shall govern all meetings in all cases in which they are not inconsistent or in conflict with these guidelines or AMIA's guidelines.

Elections and Nominations Committee

The Elections and Nominations Committee will consist of at least five fellows. The number of committee members may increase depending on the number of expected nominees. The committee chair is the Immediate Past President. Two members will be elected each year to serve on the elections and nominations committee for a two-year term. The election will be held at the same time as the Executive Committee election and terms will begin the year following the election. The committee chair will work with the President to appoint at least two other committee members and they will balance the appointments of members to be representative in size, constituency and expected group of nominees to balance the workload of individual committee members. Committee members are appointed with concurrence of the Executive Committee. The Elections and Nominations Committee's primary function is to ensure effective and appropriate involvement of ACMI fellows through the annual fellowship and Executive Committee election process. The committee establishes and administers procedures for the election of new fellows. Changes in fellowship election procedures will be submitted to the Executive Committee for approval in advance of the next election. The committee reports to the Executive

Committee with the exception that changes to the election procedure for ACMI Executive Committee require the approval of the AMIA Board of Directors.

Awards Committee

The Awards Committee is responsible for assisting with nominations for awards including the Morris F. Collen Award of Excellence. The committee reviews nominations and selects an individual to present to the Executive Committee for approval.

Other Ad Hoc Committees

The ACMI Winter Symposium Program Committee. The committee is responsible for the scientific content of the meeting with additional roles played by the AMIA staff. The *AMIA Meetings Manual* describes the guidelines for meetings to ensure efficient and effective coordination among the volunteers and staff.

Resignation and Removal of Committee Members

Any committee or task force member may resign upon presenting his/her written resignation to the group's chair. The resignation becomes effective immediately.

Upon recommendation by the group's chair or the Executive Committee, the President may remove a committee member for any reason which it deems adequate, including specific reference to convicted felonies, violations of the *AMIA Conflict of Interest Policy* or excessive absences from meetings. Before such removal, the committee member concerned will receive written notification from the President and will be granted an opportunity to be heard at a meeting of the Executive Committee.

Conflict of Interest

In their capacity as leaders in ACMI, fellows have an obligation to make decisions and conduct affairs of the organization based upon the desire to promote ACMI and its mission. *AMIA's Conflict of Interest Policy* aims to educate leaders on what constitutes a conflict of interest or the appearance of a conflict of interest, to set standards for full disclosure of professional and relevant personal activities and relationships that created a conflict of interest or the appearance of a conflict of interest, to remedy and resolve conflicts of interest per AMIA's conflict of management options, and to encourage leaders to remain aware of and take initiative to manage, disclose, and resolve conflicts of interest appropriately.

In order to proactively address any potential conflicts of interest, each committee member is required to annually complete and submit a disclosure form in January. Disclosures and agreed to methods of management are summarized yearly on the internal AMIA website allowing all AMIA members to review the COI disclosures of leaders, including ACMI fellows.

Relationship to AMIA

As a component of AMIA, ACMI receives programmatic administrative and management support from AMIA. AMIA is governed by a Board of Directors, all of whom are highly respected, nationally prominent informatics leaders who guide AMIA's policies and objectives. The Board is the principal policy making body of AMIA as set forth in the AMIA bylaws and articles of incorporation. The Board delegates various

duties and responsibilities to officers, committees, task forces and employees. These delegations are reflected in bylaws, manuals and handbooks, and in resolutions adopted by the Board.

The AMIA staff is led by a President and CEO that is responsible for overseeing the programmatic, administrative, and management activities of AMIA. The ACMI Executive Committee is not authorized to enter into any contract or execute and deliver any instrument in the name of ACMI or AMIA without the written consent of the AMIA Board of Directors.

All funds of ACMI will be deposited in AMIA accounts that are specifically noted as ACMI. AMIA maintains a chart of account for ACMI revenue and expense. The ACMI Executive Committee does not have signature authority to open bank accounts or sign checks. The ACMI Executive Committee may accept any contribution, gift, bequest, or devise for the general purposes or for any special purpose of established ACMI's awards or programs. The fiscal year of ACMI is AMIA's fiscal year which is the calendar year.