

REPORT OF BOARD OF TRUSTEES

BOT Report 16 2020

Subject: TMA Disaster Board of Trustees Actions on Behalf of TMA House of Delegates

Presented by: Gary W. Floyd, MD, Chair

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1 The TMA Board of Trustees declared March 29, 2020, that a national disaster, the COVID-19 pandemic,  
2 was occurring and called itself into session as a disaster board according to the TMA Bylaws 4.202:

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4 **4.202 Function as disaster board.** In the event a catastrophe of national proportions such as war  
5 prevents the House of Delegates from acting, the Board of Trustees shall have the authority to  
6 receive and act on the reports of officers, boards, councils, and committees; to legislate; to elect and  
7 install officers; and to approve the president-elect's nominees for council positions in accordance  
8 with regulations applying to the House of Delegates. In case of national catastrophe, the Board of  
9 Trustees shall be considered a disaster board and shall be called into session.

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11 The disaster board voted on April 5 to cancel TexMed 2020 and suspend the TMA House of Delegates  
12 annual meeting, either virtual or in person, until an appropriate time when the COVID-19 crisis has subsided  
13 enough that the house is able to discharge its duties.

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15 During this time, the disaster board took several actions on behalf of the house. This report is a summary of  
16 those actions.

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18 **Election of Uncontested Candidates**

19 On May 2, the disaster board met in person and through teleconference to transition TMA leadership and  
20 allow the organization to move forward appropriately and deliberately. After confirming with the caucus  
21 chairs that there were no more candidates for uncontested races, the board voted to elect by acclamation  
22 uncontested positions, including TMA president-elect, secretary/treasurer, speaker, vice speaker, board of  
23 councilors, and Texas delegates to the American Medical Association. At this time, the board also confirmed  
24 the nominations of new council members.

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26 **Virtual TMA House of Delegates Meeting and Virtual Elections of Contested Candidates**

27 TMA speakers and staff met regularly to consider and prepare for a 2020 meeting of the house using  
28 electronic virtual programs. TMA staff developed a robust, secure system to allow electronic, remote  
29 elections by credentialed delegates. Further, TMA staff explored options to allow an electronic virtual House  
30 of Delegates meeting to conduct limited essential business. On June 28, the disaster board, acting on behalf  
31 of the TMA House of Delegates, approved conducting a limited 2020 House of Delegates meeting using  
32 virtual meeting technology to allow delegates remote access for contested elections and action on essential  
33 house business. The board also closed nominations on contested elected positions.

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35 **Adoption of House Standing Rules and Creation of Formal House Advisory Body**

36 Speaker Report 2 2020, House Standing Rules, previously submitted for the planned House of Delegates  
37 meeting in May 2020, creates basic standing rules as authorized in the TMA Bylaws 3.73.

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39 **3.73 Standing Rules.** The House of Delegates shall have the authority to establish standing rules.  
40 The house shall be guided in its actions by its standing rules and this Constitution and Bylaws. In all  
41 instances not covered by this Constitution and Bylaws or its own standing rules, the American  
42 Institute of Parliamentarians Standard Code of Parliamentary Procedure shall govern.

1 Included in the standing rules in Speaker Report 2 2020 is the allowance for written testimony on business  
2 items for reference committee consideration. Accepting written testimony for a virtual house meeting would  
3 allow more TMA members to take part in the policymaking process by giving them the ability to submit  
4 testimony on their own time. In addition, Speaker Report 2 authorizes a House of Delegates advisory body,  
5 composed of caucus and section chairs, to support house efforts and provide guidance for planning a virtual  
6 meeting. At the June 28 meeting, the board approved the adoption of Speaker Report 2 2020.

### 7 8 **House Standing Rules – Special Circumstances**

9 Since a virtual TMA House of Delegates meeting had not occurred previously, the technology, rules, and  
10 bylaws to support this type of meeting had not been defined. Therefore, on June 28 the disaster board  
11 authorized and adopted the speakers' right to create House Standing Rules – Special Circumstances, to be  
12 developed in conjunction with the House of Delegates advisory body for the 2020 House of Delegates  
13 meeting.

### 14 15 **Limited Essential House Business**

16 Due to the constraints of a virtual meeting and the complex requirements for parliamentary consideration of  
17 business, the speakers recommended limiting 2020 House of Delegates business to essential or consent  
18 items, based upon criteria developed in conjunction with the House of Delegates advisory body. The  
19 speakers recommended that informational reports and reports considered by the speakers and advisory body  
20 as uncontroversial be placed on the reference committee agenda for consideration, and resolutions be tabled  
21 to the 2021 house meeting. On June 28, the disaster board approved limiting 2020 house business to essential  
22 or consent items based upon these criteria.

### 23 24 **First Approval of TMA Constitutional Amendments**

25 Amending TMA's Constitution is a two-year process, requiring approval of the amendment at two sequential  
26 annual sessions. At the first session, the amendment must be approved by a majority vote. At the second  
27 session, the approval must be by two-thirds vote, and the amendment must have been published in Texas  
28 Medicine and mailed to each House of Delegates member and county society prior to the annual meeting,  
29 according to Article XIII of the TMA Constitution:

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31 **Article XIII. Amendments.** The House of Delegates may amend this Constitution by a two-thirds  
32 affirmative vote of its members present and voting at any annual session, provided that the proposed  
33 amendment shall (1) have received majority approval at the preceding annual session, (2) have been  
34 published in Texas Medicine, and (3) have been sent officially to each member of the House of  
35 Delegates and each component county society at least two months before the meeting at which final  
36 action is to be taken.

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38 TMA's 2020 annual session would have addressed two reports relating to constitutional amendments for  
39 three TMA member organizations: The Women Physicians Section, at-large members, and the proposed  
40 LGBTQ Health Section:

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42 • Council on Constitution and Bylaws Report 1 2020, Amendments to the Constitution, Article V.  
43 House of Delegates: recommending amendment of the TMA Constitution to include House of  
44 Delegates representation for the Women Physicians Section and the at-large members.
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46 • Council on Constitution and Bylaws Report 3 2020, Amendments to Bylaws and Constitution  
47 Establishing an LGBTQ Health Section: recommending (1) amendment of the TMA Bylaws to  
48 establish an LGBTQ Health Section, and (2) amendment of the TMA Constitution to include section  
49 representation in the House of Delegates.

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51 On May 17, the disaster board, acting in lieu of the delayed House of Delegates, approved the constitutional  
52 amendments recommended by the Council on Constitution and Bylaws. This initiated the two-year process  
53 to amend the TMA Constitution, which would require a second round of approvals at the 2021 Annual  
54 Session. The disaster board took this action so as not to delay the proposed amendments until 2022,  
55 acknowledging that final approval of these amendments still rests with the full House of Delegates.