

1 **ASP Guiding Principles**
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3 **1. Name**

4 The name of the group shall be known as the Association of Specialty Professors (hereinafter
5 referred to as “ASP”).
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7 **2. Purpose**

8 ASP exists to promote and support the specialties of internal medicine as a career discipline
9 and to facilitate cooperation with, and among, other organizations within internal medicine.
10 The purposes of ASP are to benefit and aid the education, research, and patient care missions
11 of academically-oriented internal medicine specialty programs and physicians in the United
12 States and abroad by holding forums and meetings as well as publishing appropriate
13 educational and public policy material. ASP also exists to support new initiatives in
14 education, biomedical research, and patient care for the benefit of its specialty programs and
15 specialty physicians as they discharge their academic and professional responsibilities.
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17 ASP is a founding member of the Alliance for Academic Internal Medicine, Inc. (hereinafter
18 referred to as “AAIM” or the “Alliance”). AAIM was originally created as a consortium of
19 five academically focused specialty associations representing departments of internal
20 medicine at medical schools and teaching hospitals in the United States and Canada. In
21 addition to ASP, the founding members of AAIM are the Association of Professors of
22 Medicine, the Association of Program Directors in Internal Medicine, the Clerkship Directors
23 in Internal Medicine, and the Administrators of Internal Medicine. As the central financial,
24 legal, and regulatory entity, AAIM’s bylaws establish the structure of ASP and supersede any
25 article in these Guiding Principles where there is a conflict.
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27 **3. Mission**

28 ASP represents internal medicine specialty programs in matters regarding academic internal
29 medicine specifically in education, research, career development, and advocacy of academic
30 internal medicine specialists in support of AAIM’s key strategic areas (advocacy, education,
31 membership, and research).

32 ASP, through its officers and Council interact with accreditors, certifying bodies, federal and
33 regulatory agencies, and other professional societies as a means to promote excellence in
34 leadership and facilitation of internal medicine specialties in departments of internal
35 medicine.
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37 **4. Membership**

38 The AAIM bylaws authorize each founding member in the Alliance to define its own
39 membership criteria.

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41 Membership in ASP is offered to individual physicians from qualifying institutions with a
42 leadership role in a division of internal medicine or fellowship training program. Leadership
43 roles may include, but are not limited to, division chief, section chief, or fellowship program
44 director.

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46 Qualifying institutions are:

- 47 • Liaison Committee on Medical Education (LCME)- or Committee on Accreditation of
48 Canadian Medical Schools (CACMS)-accredited medical schools with a department of
49 internal medicine.
- 50 • Community teaching hospitals with an Accreditation Council for Graduate Medical
51 Education (ACGME)- or Royal College of Physicians and Surgeons of Canada (RCPS)-
52 accredited internal medicine training program housed in a department of internal
53 medicine.
- 54 • Institutions outside of the US and Canada with an internal medicine residency
55 program. Whenever possible, international programs should be approved by an
56 accrediting body. The ASP Council will review, and approve or reject, all requests for
57 membership from international institutions.

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59 Physicians may become a member of ASP via their department and will receive benefits and
60 services from the Alliance.

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62 Internal medicine specialty societies can be involved with ASP and AAIM through the
63 societal partners program.

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65 **5. Meetings**

66 Educational programs, workshops, seminars, and virtual programs will be developed through
67 support of the ASP Council as a benefit to members.

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69 **6. Governance**

70 ASP shall be overseen by a council (ASP Council). The ASP Council reports to and is
71 delegated its authority by the AAIM Board of Directors. Duly elected officers and
72 councilors shall constitute the ASP Council. The affairs of ASP shall be managed by the
73 council as outlined in the AAIM bylaws. The officers of the council shall consist of the
74 President, President-Elect, Past President, and Treasurer. There will be at least sixteen
75 councilors and not be fewer than 20 total council members (officers and councilors). No
76 council member may hold more than one office at any one time. The council will meet at
77 least quarterly, either in person or by conference call.

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A. Officers and their duties

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President. The President will serve a term of one year and shall have charge of the general direction and promotion of ASP. The President shall preside over the meetings of the Council, shall be assisted by the other councilors and may seek aid, as needed, from other individuals. The President may, during the absence of any councilor, and with the exception of voting rights, delegate said councilor's duties to any other councilor on an interim basis.

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President-Elect. The President-Elect will serve a term of one year and at the end of one year assume the role of president. The President-Elect shall in the absence or incapacity of the President, perform the duties of the President. The President-Elect shall perform other such duties as may be delegated from time to time by the President; and shall otherwise function as a member of the council.

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Past President. The Past President will serve a term of one year and shall in the absence or incapacity of the President and President-Elect, perform the duties of the President and shall perform other such duties as may be delegated to the Past President from time to time by the President and shall otherwise function as a member of the Council.

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Treasurer. The Treasurer will serve a term of three years and shall serve as council representative to the AAIM Finance Committee. The Treasurer's primary roles are to monitor the financial health of AAIM, and advocate for fiscally responsible decision-making for AAIM. The Treasurer presents and advocates for the ASP initiatives as recommended by the council. The Treasurer will provide regular reports to the council on the work of the AAIM Finance Committee and the fiscal status of AAIM. The Treasurer will perform other duties as outlined in the Council Treasurer Job Description (Appendix 1).

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Other Conditions

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Should the current President or President-Elect cease to be an individual who has a role in a specialty division in a department of internal medicine, but remains in an academic medicine position, he/she is eligible to complete his/her elected term through Past President, subject to the approval of the council. In such case, the individual is afforded the full rights and privileges of an active member through the duration of his/her elected term.

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Vacancies in any office arising from any cause may be filled by the council by a two-thirds (2/3) vote of the Council. Alternatively, the council may remove any officer at any time by an affirmative vote of the members at a duly called meeting of the membership. The council may remove any councilor at any time by an affirmative vote of (2/3) of the Council.

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B. Councilors

ASP Councilors will be specialty faculty who are current and active members of ASP as outlined in Section Four. When possible, councilors should also belong to an internal medicine specialty society. Preference will be given to division chief or program director experience as well as individuals nominated by a specialty society. There will be at least one councilor from each of the following internal medicine specialties: allergy and immunology, cardiology, endocrinology, gastroenterology, general internal medicine, geriatrics, hematology, hospice and palliative care medicine, hospital medicine, infectious diseases, nephrology, oncology, pulmonary and critical care, and rheumatology. Additionally, two members should be designated as at-large councilors. Each councilor will serve a term of three years.

If an active member serving on the council in any capacity other than President-Elect, President, or Past President ceases to be an individual who has a role in a specialty division in a department of internal medicine, but remains in an academic medicine position, he/she is eligible to complete their term, subject to the approval of the council. In such case, the individual is afforded the full rights and privileges of an active member.

Councilor Selection

An election is held annually for the President-Elect and the open council positions. An election is held every third year for Treasurer. Each term is scheduled to begin the first day of the new fiscal year (July 1) following the election.

C. Committees

a) **Nominating Committee and Elections.** A six (6) person Nominating Committee will be comprised of the President, President-Elect, Past President, Treasurer, and two councilors that are appointed by the President to serve on the committee for two years. The immediate Past President will serve as Chair of the Nominating Committee.

The Nominating Committee will review nominations for president-elect, treasurer, and councilors. Only individuals who have served on ASP Council are eligible for the positions of president-elect or treasurer. The committee will recommend a slate of candidates for approval.

b) **General Committee Participation.** Membership on committees shall be open to all current members. The President, with the advice of the Council, may appoint a series of standing and *ad hoc* committees to address issues important to academic internal medicine and related to the mission of ASP.

168 The President, with the advice of the officers, will also appoint the chairs of the
169 committees. Terms for committee chairs and members will also be decided by the
170 President. The President and Council have the option to renew membership on a
171 committee following the completion of a term.

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173 All committees must operate in accordance with the “Categorization and Guidelines
174 for AAIM Committees.”
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176 **7. Finances**

177 ASP is a founding member of AAIM. On an annual basis, a budget will be developed and
178 submitted for approval by the AAIM Board of Directors. All requests for funds for ASP
179 initiatives must be submitted to the AAIM Finance Committee for consideration. The AAIM
180 Finance Committee will submit appropriate requests to the AAIM Board of Directors for
181 approval. The ASP representative to the AAIM Finance Committee is the current ASP
182 Treasurer.

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184 On an annual basis the financial records of AAIM are subject to audit. The audit is overseen
185 by the AAIM Finance Committee.

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187 Members of the Council or ASP will not be compensated beyond the reimbursement of
188 reasonable expenses for related travel or other business, as outlined in the AAIM Expense
189 Reimbursement Policy, or otherwise gain financially from service in ASP or AAIM.
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191 **8. Voting**

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193 A. All issues requiring a vote of the membership will be conducted by an electronic ballot.
194 The total number of votes received shall constitute a quorum. Nominees who receive a
195 simple majority of votes will be offered a position on the ASP Council. For a vote taken
196 on any other matter, except as otherwise provided in the Guiding Principles, the matter
197 shall be acted upon affirmatively according to the largest number of votes cast.

198 B. At all meetings of the Council and committees, a simple majority of the Council or
199 committees shall constitute a quorum. If a vote is taken on any matter during a meeting,
200 except as otherwise stipulated in the Guiding Principles, the matter shall be acted on
201 affirmatively following a favorable vote by a simple majority of voting Council or
202 committee members.
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204 **9. Amendments to Guiding Principles**

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206 Amendments to the Guiding Principles may be made in accordance with the following
207 procedures:
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209 A. Proposed amendments may be offered by any ASP Council member.

210 B. ASP Council will review proposed amendments and vote to make recommendation to
211 the AAIM Board of Directors.

212 C. Proposed amendments will be submitted to the AAIM Board of Directors for review and
213 approval.

214 D. The proposed amendment(s) will be adopted upon the affirmative vote of the AAIM
215 Board of Directors.

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Changes presented to ASP Council:	July 17, 2014
Changes approved by ASP Council:	July 17, 2014
Approved by AAIM Board of Directors:	August 15, 2014
Effective date:	August 15, 2014

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Council Treasurer Job Description

Position Title: Council Treasurer

The Council Treasurer (Treasurer) is elected for a three (3)-year term, or until a successor is elected and qualified. The Treasurer is elected by a majority of members polled by ballot each spring. Actual service may be less than three (3) years if the Treasurer is elected to another position on Council or resigns,

Requirements:

1. Financial management training, experience, or aptitude sufficient to fulfill the responsibilities.
2. Ability and willingness to devote the time necessary to learn and train in order to perform the necessary responsibilities.
3. General understanding of financial accounting for nonprofit organizations, specifically associations.
4. Ability to review materials provided in a timely manner.
5. A willingness to ask questions, even if this challenges staff or financial advisors.

Responsibilities:

1. Submit requests for financial resources to fund Council supported initiatives in accordance with the instructions of the Council in a timely manner.
2. Regularly report to the Council on the work of the AAIM Finance Committee and the financial health of AAIM.
3. Monitor the financial health of AAIM and advocate for fiscally responsible decision-making for AAIM.
4. Support the Executive Vice President and Chief Financial Officer in preparing the annual AAIM budget which the AAIM Finance Committee shall submit to the AAIM Board of Directors for approval.
5. Work with the AAIM Treasurer to develop fiscal policies and financial strategies for recommendation to the AAIM Board of Directors to ensure the financial integrity and sustainability of AAIM.
6. Actively participate in conference calls hosted at defined intervals with the other Council Treasurers to conduct the business of the AAIM Finance Committee.
7. Meet in person once per year with the other Council Treasurers to review and develop an AAIM Finance Committee recommended operating budget for approval by the AAIM Board of Directors.

261 **Duties:**

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263 The primary purpose of the Treasurer is to serve as liaison to the AAIM Finance committee in
264 addition to advocating for the initiatives supported by Council members. A treasurer has several
265 important duties, including:

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- 267 ▪ Bank and investment account maintenance – Overseeing the selection of bank(s) and
268 investment of excess funds.
- 269 ▪ Financial transaction oversight – Is knowledgeable about who has access to the AAIM
270 funds, and any outstanding bills or debts owed, as well as monitoring systems for keeping
271 cash flow manageable.
- 272 ▪ Budget development and monitoring.
 - 273 ○ Working with other leaders to develop the annual budget and fiscal philosophy;
 - 274 ○ Throughout the year, comparing actual revenues and expenses to what was
275 budgeted.
- 276 ▪ Financial policies – Ensuring the development, maintenance, and timely review of the
277 organization's financial policies
- 278 ▪ Reports.
 - 279 ○ Working with the Executive Vice President and the Chief Financial Officer to
280 ensure that appropriate financial reports are made available to the Council on a
281 regular basis.
 - 282 ○ Providing regular updates to the Council regarding key financial events, trends,
283 concerns, and assessment of fiscal health.

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285 These duties are executed with the support and assistance of the Executive Vice President and
286 the financial staff.

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