

## 2021 RESOLUTIONS

*An AAOS Resolution is an official statement of policy, adopted by majority vote of the AAOS Fellowship casting ballots and binding on AAOS and its Board of Directors. An AAOS Resolution is not a product of a systematic review, but rather Open Hearings and the opinions of AAOS Fellows.*

### Newly Adopted Resolutions

#### Policy for Removal of a Member of the AAOS Board of Directors

##### AAOS – R2021A

Adopted 2021

- A. **Resolved**, that the AAOS President shall appoint a Board Project Team consisting of At-Large Board Members, BOC Board Members and BOS Board Members and chaired by the First Vice President who shall develop a clear, succinct, written policy detailing causes and due process for a removal of a Board Member; and
- B. **Resolved**, that the AAOS Committee on Professionalism will be charged to adjudicate the process per detailed policy and recommend to the Fellowship removal of a Board Member if needed; and
- C. **Resolved**, that consistent with the Association Bylaws, Sections 6.3 and 10.6, a 2/3<sup>rd</sup> vote of Fellows present and voting at a duly called special meeting will be required to remove a member of the Board for cause; and
- D. **Resolved**, that the Policy that is developed by the Board Project Team as per Resolved #1 must be reviewed by the Board of Councilors and Board of Specialty Societies and their comments are to be presented to the Board of Directors before the Board of Directors vote on adoption of said Policy; and
- E. **Resolved**, that the Board of Directors shall have completed Resolves #1 and #4 no later than December 2021.

## Board Transparency

### AAOS – R2021B

Adopted 2021

- A. **Resolved**, that Governance Practices be transparent and that AAOS Board decisions be made available to the membership; and
- B. **Resolved**, that Board Members are not obligated to keep their individual vote confidential, but they are obligated to fully support Board decisions, without regard to their individual vote; and
- C. **Resolved**, that under no circumstances may a Board Member divulge other board member's votes; and
- D. **Resolved**, that under no circumstances may a Board Member divulge the actual vote tally on an individual matter; and
- E. **Resolved**, that the Board of Directors meeting minutes will be posted to the AAOS website upon Board approval of the minutes; and
- F. **Resolved**, that the Weekly Presidential Line calls are to be used to prepare for Board Meetings along with other housekeeping activities as needed and will not serve as a substitute for the role of the Executive Committee as detailed in the AAOS Bylaws, Article X, Section 10.15; and
- G. **Resolved**, that the AAOS will continue to follow its bylaws with respect to the governance responsibilities of the Executive Committee and the Board, and, should Board action be required between meetings of the full Board, that the Executive Committee will act in accordance with the Bylaws as noted above; and
- H. **Resolved**, that the Executive Committee of the Board will meet at least quarterly or more often as determined by the President; and
- I. **Resolved**, that the minutes of Executive Committee meetings will be made available to members of the Board of Directors and the Fellowship within two weeks of the meeting.

## Slotted BOC/BOS Board Seats

### AAOS – R2021C

Adopted 2021

- A. **Resolved**, that the BOC shall continue to independently represent the state orthopaedic societies, regions, territories, Canada and branches of the military; and
- B. **Resolved**, that the BOS shall continue to independently represent the orthopaedic specialty societies; and
- C. **Resolved**, that the BOC shall continue to have representation on the Board of Directors and shall be able to choose and change their representatives at their sole discretion as provided in the Bylaws; and
- D. **Resolved**, that the BOC leadership on the Board of Directors shall represent the BOC while upholding their fiduciary responsibility to the AAOS; and
- E. **Resolved**, that the BOS shall continue to have representation on the Board of Directors and shall choose their representatives at their sole discretion as provided in the Bylaws; and
- F. **Resolved**, that the BOS leadership on the Board of Directors shall represent the BOS while upholding their fiduciary responsibility to the AAOS.

## Changes to the Governance Principles of the AAOS

### AAOS – R2021D

Adopted 2021

- A. **Resolved**, that all proposed changes to the Governance Principles of the AAOS, shall continuously be presented in a transparent and unbiased manner to the full Board of Councilors and Board of Specialty Societies through their respective Board representatives for discussion and comment *prior to* a final vote by the AAOS Board of Directors.

## **Fellowship Responsive Nominating Committee**

### **AAOS – R2021E**

Adopted 2021

- A. **Resolved**, that the AAOS Nominating Committee shall continue to consist of members who are elected, by the membership or appointed by the membership's duly elected representatives, and chaired by member appointed by the Board of Directors; and
- B. **Resolved**, that the AAOS Nominating Committee shall continue to be a committee of the membership reporting directly to the membership; and
- C. **Resolved**, that the AAOS Nominating Committee's selections shall continue to be binding pending membership approval and not be changed by the Board of Directors or any other entity except the AAOS membership; and
- D. **Resolved**, that the AAOS Board of Directors does not select Board Members but shall provide guidance to the Nominating Committee on the qualifications desirable for the positions selected by the Nominating Committee for service on the Board of Directors; and
- E. **Resolved**, that the AAOS Board of Directors shall also provide guidance to the Fellowship concordant with Goal #3 of the Strategic Plan to promote diverse representation on the Nominating Committee; and
- F. **Resolved**, that the AAOS Nominating Committee's selections require membership approval as provided in the AAOS Bylaws.

## **Unity of the AAOS and Specialty Societies**

### **AAOS – R2021F**

Adopted 2021

- A. **Resolved**, that all relationships between the AAOS and specialty societies shall always be made transparent to the BOS; and
- B. **Resolved**, that the BOS Officers represent the interests of the orthopaedic specialty societies on the AAOS Board of Directors; and
- C. **Resolved**, that the BOS Officers may serve as non-voting guests on each of the orthopaedic specialty society advocacy and education committees; and

- D. **Resolved**, that the BOS Officers will continue to have representation on the AAOS Education Council, Quality and Research Council, Advocacy Council, the Political Action Committee of the AAOS and the Annual Meeting Committee.

## **AAOS Finance Committee Transparency**

### **AAOS – R2021G**

Adopted 2021

- A. **Resolved**, that the Finance Committee of the AAOS shall continue to be transparent in its deliberations; and
- B. **Resolved**, that the agenda of each Finance Committee meeting shall continue to be distributed to all Board members and relevant Council Chair at least one week in advance of the Finance Committee meeting; and
- C. **Resolved**, that the minutes of the Finance Committee meeting shall continue to be distributed to all Board Members and relevant Council Chairs at least one week prior to AAOS Board meetings at which Finance Committee recommendations will be considered; and
- D. **Resolved**, that Board Members and/or Council Chair stakeholders of programs that are on the Finance Committee's agenda shall continue to be invited to listen and participate in Finance Committee meetings to ensure that the deliberations of the Finance Committee are open and transparent.

## **Review of Previously Adopted Resolutions**

### **Billing Codes for Evaluation and Management of Physician Services Association – R2001C**

Adopted 2001; modified and retained 2006 and 2011; retained 2016, 2021

- A. **Resolved**, that the American Association of Orthopaedic Surgeons shall oppose by appropriate means the misuse of the Evaluation and Management codes (E&M codes) by the government, private payers and others; and be it further
- B. **Resolved**, that the American Association of Orthopaedic Surgeons shall support the modification of the E&M and ICD codes to make them more user friendly.

## **Prompt Payment and Uniform Claims**

### **Association – R2001D**

Adopted 2001; modified and retained 2006 and 2011; retained 2016, 2021

- A. **Resolved**, that the American Association of Orthopaedic Surgeons shall support legislation and policies that mandate the prompt payment of physician claims at the federal, state and private insurer levels; and be it further
- B. **Resolved**, that the American Association of Orthopaedic Surgeons shall continue to monitor prompt payment legislation and policies, and shall develop specific recommendations about which legislation or policies are most effective from an orthopaedic surgeon's point of view, and be it further
- C. **Resolved**, that the American Association of Orthopaedic Surgeons shall seek and support legislation that would require insurance companies to provide all fee schedules and edits upon request to prospective or existing contracted physicians; and be it further
- D. **Resolved**, that the American Association of Orthopaedic Surgeons shall support legislation and policies that permit the acceptance of electronic physician claims at the federal, state and private insurers levels.

## **Physician Practice with Managed Care Organizations; Physician Practice as an Employee of a Hospital or a Foundation closely affiliated with a Hospital**

### **Association – R1996B**

Adopted 1996; modified and retained 2001; retained 2006; modified and retained 2011; retained 2016, 2021

- A. **Resolved**, that it shall be a policy of the American Association of Orthopaedic Surgeons to support and endorse legislation that would:
  - 1. Prohibit the dismissal of physicians who are members of managed care organization panels or a foundation closely affiliated with a hospital or physicians who are hospital or foundation employees without due process;
  - 2. Prohibit financial incentives by a managed care organization or a foundation closely affiliated with a hospital or financial incentives provided to physicians who are hospital or foundation employees which would deny or interfere with the provision of appropriate medical care; and
  - 3. Prohibit any policies, loyalty oaths or gag clauses of a managed care organization or a foundation closely affiliated with a hospital, or covering physicians who are hospital or foundation employees which would impede or interfere with the physician-patient relationship; and be it further
- B. **Resolved**, that the American Association of Orthopaedic Surgeons shall continue to monitor the issues of open panels in managed care and the employment of physicians

by hospitals and foundations closely affiliated with a hospital for the purpose of measuring their effect upon patients, physicians, business, and the government.

## **Medicare Reimbursement; Advocacy; Friend of the Court Briefs Association – R1991B**

Adopted 1991; retained 1996, modified and retained 2001; retained 2006; modified and retained in 2011; retained in 2016, 2021

- A. **Resolved**, that the American Association of Orthopaedic Surgeons shall take appropriate steps, including ongoing consideration of legal action when appropriate, to challenge reductions in Medicare reimbursement for orthopaedic procedures and ancillary services provided by orthopaedic surgeons.
- B. **Resolved**, that the American Association of Orthopaedic Surgeons shall demonstrate that continued reductions in Medicare payments to physicians ultimately will jeopardize the availability of orthopaedic and other health care services and cause major disruptions of services; and that this concern be forcefully communicated to Congressional leaders, government agencies, national medical associations, and others as appropriate.
- C. **Resolved**, that the American Academy of Orthopaedic Surgeons and the American Association of Orthopaedic Surgeons shall submit “friend of the court” briefs or otherwise participate in litigation affecting orthopaedic surgeons and their patients.

## **Maintenance of Certification**

### **Academy – 2001A**

Adopted 2001; modified and retained 2006 and 2011; retained 2016, 2021

- A. **Resolved**, that the Board of Directors of the American Academy of Orthopaedic Surgeons (Academy) shall continue to communicate with the American Board of Orthopaedic Surgery (ABOS) about the current maintenance of certification process.

## **FDA Regulation of Orthopaedic Devices, Biological Products and Pharmaceuticals**

### **Academy – R1990B**

Adopted 1990; retained 1996; modified and retained 2001, 2006, 2011; retained 2016, 2021

- A. **Resolved**, that the American Academy of Orthopaedic Surgeons shall encourage the timely and efficient development, introduction and ongoing surveillance of orthopaedic devices, biological products, and pharmaceuticals in order to facilitate the safety, monitoring and availability of those products.

## **Residency Review Committee**

### **Academy – R1989B**

Adopted 1989; modified and retained 1990, 1994, 1996, 2001, and 2006; retained 2011; modified and retained 2016, 2021

- A. **Resolved**, that the American Academy of Orthopaedic Surgeons shall continue to support the work of the Residency Review Committee on Orthopaedic Surgery in its role of accrediting residency programs in an efficient and effective manner.