



ABEM Code of Conduct

BACKGROUND

As part of an ongoing review of policies and practices, ABEM developed a Code of Conduct in recognition of best practices in nonprofit administration and to provide a set of principles and practices to guide and direct director conduct and decision making.

POLICY

Directors will uphold the mission and values of ABEM, will conduct themselves with integrity and accountability, and will hold themselves to the highest legal, ethical, and moral standards. The primary role and most important duty of a Board is to act as the guardian of the mission. Directors are fiduciaries of the organization, and as such, are stewards of the organization responsible for the effective oversight of the organization that they serve. Directors are held to three legal standards: the duty of care, the duty of loyalty, and the duty of obedience.

Duty of Care

A duty of care involves decision making that can be expected of all prudent individuals under similar circumstances. Directors will exercise reasonable care when they make a decision as stewards of ABEM. Each director is to be reasonably informed about ABEM's activities, act in good faith, and actively participate in governance.

Duty of Loyalty

A duty of loyalty is a standard of faithfulness to ABEM's priorities. Directors must put the interests of ABEM ahead of their own professional or personal interests as well as those of another, and they speak with one voice in their decision-making capacity. Directors must give undivided allegiance when making decisions affecting ABEM.

Duty of Obedience

A duty of obedience is a standard of faithfulness to ABEM's mission and purpose, which requires that directors comply with applicable federal, state, and local laws; adhere to ABEM's bylaws and policies; and remain the guardians of the organization. Directors are not permitted to act in a way that is inconsistent with ABEM's standards and goals.

Director Responsibilities

These duties are enacted through a set of director responsibilities that include the following:

1. Attend Board and committee meetings prepared to participate and engage in these meetings.
2. Be informed and understand ABEM's mission, priorities, policies, and programs.
3. Serve on committees, task forces, and other working groups when requested and as needed.
4. Serve as a volunteer in capacities such as examination editors, oral examiners, and item writers.
5. Represent ABEM and advocate for ABEM initiatives and priorities at AAEM, ABMS, ACEP, ACGME, AMA, CORD, EMRA, RSA, SAEM, and other medical society and specialty organizations as needed and appropriate.
6. Support Board decisions after votes are taken and speak with one voice once a decision is made.

7. Adhere to conflict of interest and confidentiality policies.
8. Engage with one another in an open, collegial manner, and respect all voices and opinions.

PROCEDURES

Upon initial election to the ABEM Board of Directors and upon reelection to the Board, directors will acknowledge and agree to this Code of Conduct.

EXCEPTION

None

Reviewed February 2020