



To: MCMS Board of Directors
From: Theresa Barrett, PhD, CMP, CAE
Date: May 12, 2023
Re: Bylaws Amendment

At the May 11, 2023, Board Meeting, the following language on the proposed code of conduct amendment to the bylaws was approved by a vote of 4 to 2.

Code of Conduct

This code of conduct is applicable to all members of the MCMS Board of Directors and allows for disciplinary action to be taken against any board member who engages in behavior deemed detrimental to MCMS as determined by the Board.

Disciplinary actions would include, but not be limited to 1) censure [still a board member, only permitted to listen, but not to speak]; 2) dismissal from the board; 3) exclusion from the county medical society.

For disciplinary action to be undertaken, all four criteria must be met:

1. All questions regarding the code of conduct must first be referred to the Grievance Committee
2. If the Grievance Committee recommends disciplinary action, at least three-quarters of voting board members must accept the recommendations.
3. There must be at least eight board members voting for the action
4. The board member in question must be present for the vote to be taken unless there have been at least three consecutive meetings where the board member has not been in attendance

Disciplinary actions taken will remain in effect until rescinded by a simple majority vote of the Board of Directors.