



# Interstate Medical Licensure Compact

## IMLCC – Rules Committee Meeting Summary

**Meeting Date: August 20, 2024**

**Call to Order – 11:02am**

**Members Present** - Commissioner Bohall (AZ), Commissioner Gile (KS), Commissioner DiMaggio (NV), Commissioner Hansen (SD), Commissioner Loucka (OH), Commissioner Jording (WY), Commissioner Ducatel (FL), Patricia Wilton (delegate for Commissioner Johnson, LA), Commissioner Silas (AL) – ex-officio, Commissioner Manahan (MN) – ex-officio

Members of the Public and Other Commissioners – David Finkler, Commissioner Farrelly (MD)

Staff – Marschall Smith, Rick Masters, Dave Clark, Matt Robison

Public – Dale Watts

**Approval of agenda** – Moved by Commissioner Gile (KS), seconded by Commissioner Hansen (SD) to accept the agenda as presented.

The motion passed unanimously.

**Approval of the July 2024 meeting notes** – Moved by Commissioner Bohall (AZ), seconded by Patricia Wilton (for Commissioner Johnson – LA).

The motion passed unanimously

### Discussion Items

1. Non-Committee member comments – David Finkler stated that Maryland submitted responses for discussion for Administrative Procedure 12 and Bylaws 12. Commissioner Bohall acknowledged receipt of both sets of comments.
2. Proposed Bylaws XII – Nominating Committee
  - Discussion Participants:
    - Committee members: Commissioners Bohall, Loucka
    - Staff: Smith, Masters
    - Written comments from Arizona, Maryland (2), Oklahoma, West Virginia

Questions and Discussion:

- Mr. Masters asked if instead of making a separate Bylaw for the Nominating Committee, should this be added under Article VII – Committees.
  - Director Smith noted that since this is a special committee, and not a standing committee, it doesn't fall under the normal definition of a committee, but that the



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final decision rested with the committee.

- Commissioner Bohall asked if it would be easier to suspend or eliminate a separate Bylaw or amend Article VII if this committee is removed.
  - Director Smith reported that the process would be the same for both.

At this time there are three options to take:

- Send the current draft to the public for comments as-is.
- Update the current draft per the commissioner comments received.
- Stop the process

**Motion** – Moved by Commissioner Loucka (OH) to send the current version to the public for comments and consider both commissioner comments and public comments during the September committee meeting. Seconded by Commissioner Hansen (SD).

The motion passed unanimously.

### 3. Proposed Administrative Procedure No. 12 – Administrative Procedures.

- Discussion Participants:
  - Committee members: Commissioners Bohall, Loucka, Hansen
  - Staff: Smith

#### Questions and Discussion:

- Director Smith – Administrative procedures are operational guidance and do not require public comment. There are three options for the Rules committee to handle administrative procedures:
  - Approve the procedure
  - Stop the process
  - Send it to the Executive Committee for their approval and endorsement
- Commissioner Loucka asked how these have been handled in the past.
  - Mr. Smith reported that in the past the admin procedures have been approved using 3 different processes:
    - By the Rules Committee,
    - Approved by the Executive Committee, and
    - Implemented directly by the IMLCC Executive Director.
- Commissioner Bohall asked if this procedure needs more work, or should we stop the process.

**Motion** – Moved by Commissioner Hansen (SD) to gather more Commissioner comments and review during the September committee meeting. Seconded by Commissioner Loucka (OH).

The motion passed unanimously.

### 4. Draft email to new Commissioners and Committee Assignment Request Form

- Discussion Participants:
  - Committee members: Commissioners Bohall, Hansen, Gile
  - Staff: Smith



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## Questions and Discussion:

- Director Smith shared a copy of the email that is sent to new commissioners assigned to the compact, as well as the draft version of the Committee Assignment Request Form which allows the new commissioner to either elect to not serve on a committee, or to select which committee(s) they would like to serve on.
- Commissioner Gile had a minor verbiage change to the email, and asked if each committee can include their scope of work, and meeting schedule as part of the Committee Request form.
- Commissioner Bohall suggested that the Communications Committee review and update the email and form as appropriate.
- Director Smith suggested that each committee work on drafting their own charge and determine how much work/time is required monthly for their committee at the November Committee Day.

**Motion** – Moved by Commissioner Bohall (AZ) to endorse the draft email and form and refer them to the Communications Committee for review and comments. Also, each committee shall create their charge and meeting time and workload for presentation at the November full commission meeting. Seconded by Commissioner Gile (KS).

The motion passed unanimously.

## 5. Other Discussion Items:

- Director Smith asked the committee to consider if this form and email should be sent to current commissioners to provide information to the new chair of the commission during their selection process.
- Internal comment – Should the form include a check box “I am interested in serving as a Committee Chair at the will of the IMLC Chair?”

## 6. Adjourn 11:38am

The next committee meeting will be Tuesday, September 17th at 11:00am eastern time.

**Meeting Date: July 24, 2024**

**Call to Order – 11:02am**

**Members Present** - Commissioner Bohall (AZ), Commissioner DiMaggio (NV), Commissioner Hansen (SD), Commissioner Loucka (OH), Commissioner Osborne (WV), Patricia Wilton (delegate for Commissioner Johnson, LA), Commissioner Silas (AL) – ex-officio, Commissioner Manahan (MN) – ex-officio, Commissioner Spangler (WV) – ex-officio



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Members of the Public and Other Commissioners – David Finkler, Commissioner Farrelly (MD)

Staff – Marschall Smith, Rick Masters, Dave Clark

**Approval of agenda** – Moved by Commissioner DiMaggio (NV), seconded by Commissioner Osborne (WV) to accept the agenda as presented. The motion passed unanimously.

**Approval of the June 2024 meeting notes** – Tabled until the July meeting.

## Discussion Items

1. Non-Committee member comments – none.
2. Proposed Bylaws XII – Nominating Committee
  - Discussion Participants:
  - Committee members: Commissioners Bohall, Loucka
  - Staff: Smith, Masters
  - Comments from Maryland and Arizona

### Questions and discussion:

- Commissioner Bohall clarified that the current past chair of the commission should be the chair of the Nominating Committee.
- Marschall Smith mentioned that previously the commission has required a second from the floor for someone to be nominated for a position, although this not stated in Robert's Rules of Order; confirmed by Rick Masters, and if required a second, it would need to be stated in the Bylaw.

**Motion** – Moved by Commissioner Loucka (OH) to accept Arizona's changes and correct the voting member to the past chair of the commissioner. Seconded by Commissioner DiMaggio (NV). The motion passed unanimously.

- Marschall Smith will publish a draft for public comment and comments will be addressed at the August meeting. If approved, it will be sent out to Commissioner comments and reviewed at the September meeting.

### 3. Discussion items from the Executive Committee:

- Should each Commissioner be assigned to a committee?
  - Discussion participants:
  - Committee members: Commissioners Loucka, Hansen, Bohall, Wilton.
  - Staff: Smith

### Questions and discussion:

- Serving on a committee should be an option for commissioners and this will help with providing better attendance for committee meetings.
- Should we create a committee interest form where new commissioners can list their top 3 committee choices which will assist the Chair in assigning them to committees?



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- Should an Engagement committee be created to assist with getting commissioners to participate in committees and compact activities? They could also assist with drafting the Commissioner Handbook.

Marschall will draft a preliminary administrative procedure and commissioner participation form for discussion at the August meeting.

#### 4. Should Committee Chairs be allowed to select a Vice Chair to assist with running their committees?

- Discussion participants:
- Committee members: Commissioners Bohall, Loucka, Wilton, Hansen, Spangler.
- Staff: Smith

Questions and discussion:

- There is a known need for Committee Chairs to have a Vice Chair who can run meetings and participate in Executive Committee meetings if the Chair is unavailable.
- Should a Vice Chair be allowed to only provide committee updates in Executive Committee meetings, or should they be allowed to vote for the committee by proxy?
- Concern about whether or not the Vice Chair is truly representing the will of the committee when it comes to voting.
- Let the option of having a Vice Chair be at the discretion of the Committee Chair.

Marschall will draft a preliminary administrative procedure for discussion at the August meeting.

#### 5. Should there be a process in place to remove non-participating members from a committee?

- Discussion participants:
- Committee members: Commissioners Bohall, Wilton
- Staff: Smith, Masters

Questions and discussion:

- Marschall reported that we have had commissioners report that they are no longer serving as commissioners for the compact, but the state still recognizes them as active commissioners. Rick Masters mentioned that we have the responsibility to verify that commissioners are truly members of the commission and they have the authority to vote for their state.
- What is the difference between appointed commissioners who fail to attend meetings vs. states who don't appoint commissioners? Quorums are based on the number of assigned commissioners assigned to committees or the full commission.
- Should criteria be developed to remove a commissioner from a committee due to lack of participation?

Marschall will draft a preliminary administrative procedure for discussion at the August meeting.

#### 6. Should the following committees be created:

- Hospitality & Annual Meeting Committee, comprised of



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Commissioners from the host state.

Commissioners from the prior host state (only if the inclusion is helpful)

The Executive Director

Current Chair or a past Chair of the commission

- Engagement & Participation Committee, charged with:
  - Finding ways to improve Commissioner participation
  - Filling unassigned Commissioner slots;
  - Assist the Executive Director in the onboarding process for new Commissioners
  - Reviewing and updating the New Commissioner Handbook and New Commissioner Special Information document in consultation with the Communications Committee.
- Discussion participants:
- Committee members: Commissioners Hansen, Loucka, DiMaggio, Silas
- Staff: Smith, Masters

Questions and discussion:

- For planning purposes, based on the growing size of the commission, the cost of the annual meetings, and the potential to partner with AIM, annual events should be planned out several years in advance.
- Marschall agreed that this would be helpful since it takes a lot of time to put these events together, and assistance from the committees would be appreciated.
- If created would these committees become part of the Executive Committee, or would they be subcommittees of another committee such as the Communications Committee? Both options were viewed positively, and no decision was made on a recommendation.
- Rick Masters said that under Bylaw VII section 2 the Commission may create committees as deemed necessary, but the full commissioner would need to approve the creation of the new committees.

## 7. Proposed Administrative Procedure #12 – IMLCC Transparency

- Discussion participants:
- Committee members: Commissioner Bohall
- Staff: Smith

Questions and discussion:

- Does this address the concerns?

**Motion** – Moved by Commissioner Bohall (AZ) to modify the administrative memo and address at the August meeting. Seconded by Commissioner Wilton (LA). The motion passed unanimously.

- ❖ Commissioner Loucka had to leave the meeting which resulted in no longer having a quorum for this vote.

Marschall will make the changes for discussion at the August meeting.

**Adjournment** – Moved by Commissioner Hansen (SD), seconded by Commissioner DiMaggio (NV). The motion passed unanimously.



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The next committee meeting will be Tuesday, August 20th at 11:00am eastern time.

**Meeting Date: June 17, 2024 - Draft**

**Call to Order – 1:00pm**

**Members Present** - Commissioner Bohall (AZ), Commissioner Hansen (SD), Commissioner Gile (KS), Commissioner Loucka (OH), Commissioner DiMaggio (NV), Sandra Harrison (delegate for Commissioner Kelsey, OK), Commissioner Osborne (WV), Emily Trudeau (delegate for Commissioner Layman, VT), Commissioner Silas (AL) – ex-officio, Commissioner Manahan (MN) – ex-officio, Commissioner Spangler (WV) – ex-officio

Members of the Public and Other Commissioners – David Finkler, Commissioner Farrelly (MD), Commissioner Cleveland (MS)

Staff – Marschall Smith, Rick Masters, Dave Clark

**Approval of agenda** – Moved by Commissioner Loucka (OH), seconded by Commissioner DiMaggio (NV) to accept the agenda as presented. The motion passed unanimously.

**Approval of the April and May 2024 meeting notes** – Moved by Commissioner DiMaggio (NV), seconded by Commissioner Gile (KS). The motion passed unanimously.

## Discussion Items

### 1. Non-Committee member comments:

- David Finkler [delegate for Commissioner Farrelly (MD)] provided an overview of the original versions of the three policy and two bylaws that Commissioner Farrelly had originally sent to the committee asking that these original drafts be considered:
  - Policy #1 – Policy on Policies
  - Policy #12 – Policy on Procurement
  - Policy #13 – Policy on Transparency
  - Bylaws – Article VII
  - Bylaws – Article III

### 2. Policy #1 – Policy on Policies

Discussion Participants:

- Committee members: Commissioners Loucka, Bohall, DiMaggio

Questions and discussion:

- The committee requested the Chair to provide his comments on the proposed changes to policy 1.
  - Commissioner Bohall believes that the changes are accurate and reflect the statutes and Robert's Rules of Order. He believes that it is ok to review each policy every 3 years, and that that there should not be an independent 3<sup>rd</sup> party review of the policies. He has no concerns regarding the changes to Policy #1.



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- The charge of the Executive Committee has be effective immediately. There was a concern that should be a vote at the next full Commission meeting to either endorse or strike the Executive Committee’s decision may have a negative effect on the process in that it was not clear when a policy was truly effective if it was subject to endorsement or rejection.

**Motion** – Moved by Commissioner Loucka (OH) to approve policy #1 based on the changes discussed. Seconded by Commissioner DiMaggio (NV). The motion passed unanimously.

### 3. Policy #12 – Policy on Procurement

- Discussion Participants:
- Committee members: Commissioners Bohall, Loucka, Gile, DiMaggio, Spangler
- Staff: Smith

Questions and discussion:

- Commissioner Bohall expressed concern of having the full commission voting on the bidding process and getting the full commission together due to the timing of the bid process, and he recommended to modify the phrase of “full commission”.
- Question – is there a concern about the dollar amount of the proposal and should the Technology Committee be involved if appropriate.
  - Commissioner Silas advised that the Technology Committee chair sits on the Executive committee, so the Technology Committee will be providing feedback regarding the proposals.

Amendment recommendation by Commissioner Bohall (AZ) to approve policy #12 with an amendment to section 8 to read:

“Should the Executive Committee reject the vendor, they may consider other vendors from the current RFP process”

- The Executive Committee reviews all bids, and for the last RFP, there were three vendors selected to provide a demonstration of their product, and then the vendor was selected by the Executive Committee.
- I was also mentioned that vendor’s proprietary information in bids need to be protected.

Amendment recommendation – Include section 10 to the policy to include any RFP over \$1 million should be done in consultation with both the Budget and Technology committees as appropriate.

Amendment recommendation by Commissioner DiMaggio to section 7 – The Executive Director shall submit a report to the Executive Committee recommending the proposed vendor to the full Commission.

**Motion** – Moved by Commissioner Bohall (AZ) to approve policy #12 with amendments to section 7 and 8 and add section 10. Seconded by Commissioner Loucka (OH). The motion passed unanimously.





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## 4. Policy #13 – Policy on Transparency

- Discussion participants:
- Committee members: Commissioners Bohall, Gile, Loucka, Kelsey (delegate Sandra Harrison), Silas, Spangler
- Staff: Smith
- Other Commissioners: Farrelly (delegate David Finkler)

### Questions and discussion:

- Commissioner Bohall – Per Roberts Rules of Order, only members of the specific meeting/committee shall be included in an executive session, unless a specially invited guest is allowed to attend the session, which is stated in Section V (G)(a) of the proposed policy.
- Concern expressed by Mr. Finkler that the Executive Committee is making decisions on behalf of the full commission.
  - Response that the Executive Committee is acting on behalf of the commission under the authority of the commission, and closed sessions are necessary to protect confidentiality concerns of the commission.
- Question to Marschall Smith – is there any concern about this at the staff level?
  - The job of the compact staff is to provide information to commissioners to do their jobs. Prior committee chairs had discretion to take roll, take meeting summaries, invite others to meetings, etc. The staff will do what is charged to them by the commissioners.
- Committee meetings are currently added to the website, and it doesn't appear that there is any additional participation as a result.

**Motion** – Moved by Sandra Harrison (delegate for Commissioner Kelsey, OK) to take no action on policy #13 and recommend this as an administrative procedure. Seconded by Commissioner Gile (KS). The motion passed unanimously.

## 5. Bylaws III – Officers

- Discussion participants:
- Committee members: Commissioners Loucka, Gile, Silas, Spangler
- Staff: Smith, Masters

### Questions and discussion:

- Question to Rick Masters – does the inclusion of a commissioner's preference in committee assignment create a problem?
  - Rick Masters indicated that it does not create a problem.
- Commissioner Silas indicated that there are several considerations to take into account when placing someone on a committee, and the Commission Chair should not just be held to only the commissioner's preference of a committee.
- Commissioner Loucka recommended an amendment to include the commissioner's preference, but the Chair is not limited to only the commissioner's preference of which committee they wish to serve on.



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**Motion** – Moved by Commissioner Gile (KS) to approve Article III and include that the Chair can take into account the commissioner's preference, but is not required to place a commissioner on a committee only based on preference.

Seconded by Commissioner DiMaggio (NV). The motion passed unanimously.

Marschall Smith indicated that since this is approved, it will go the Executive Committee in August or September, and if approved will be sent out to public comments and rulemaking at the November commission meeting.

## 6. Bylaws VII – Committees

- Discussion participants:
- Committee members: Commissioners Bohall, Gile, Loucka, Harrison (delegate for Kelsey), DiMaggio
- Staff: Smith, Masters
- Other Commissioners: Cleveland, Finkler (delegate for Farrelly)

### Questions and discussion:

- If there is no quorum, can a meeting still take place?
  - Commissioner Bohall stated that in accordance with current IMLC rules, a committee is still able to function without a quorum.
  - Finkler stated that a committee must have a quorum, or at least an established minimum number of participants to continue.
    - Commissioner Cleveland stated that there has been no study to determine how many commissioners must be present to be effective. Otherwise picking an arbitrary number is problematic.
- Commissioner Loucka – this should be an administrative procedure, but it is difficult to get people to commit to meetings when their primary jobs take precedence, but the committee work needs to be done.
- Sandra Harrison for Commissioner Kelsey – could the lack of participation be a more of a problem of engagement?
- Director Smith stated that in the past, when no quorum was established, it was up to the committee chair to determine how to proceed.

There are only two committees that act on behalf of the entire commission on a limited basis:

  - The Communications Committee produces the annual report
  - The Budget Committee establishes the annual budget (which is later voted on by the full commission)
- Regarding executive sessions, Smith pointed out that decisions and votes are not made during an executive session, and minutes and notes are not kept during the session since the session is under the purview of the commission's attorney. However, there is documentation that an executive session has occurred.
- Finkler recommended that removing the changes in paragraphs 1 and 3 would be appropriate.



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**Motion** – Moved by Commissioner DiMaggio (NV) to take no action on Article VII and to address these concerns in an administrative procedure.

Seconded by Commissioner Loucka (OH). The motion passed unanimously.

7. Future committee meeting dates:

Currently the committee meets on the 3<sup>rd</sup> Tuesday of each month at 11am eastern time. Is this still a good time to meet?

- Committee meetings will continue to be held on the 3<sup>rd</sup> Tuesday of each month at 11am eastern.

8. Future in person meetings:

It was recommended that the Rules Committee meet in person twice per year, once during the Annual Commission Meeting in November, and again in either May, June, or July, preferably in conjunction with an FSMB meeting, or something else.

- It was agreed to continue to look into this possibility.

**Adjournment** – Moved by Sandra Harrison for Commissioner Kelsey (OK), seconded by Commissioner Gile (KS). The motion passed unanimously.

The next committee meeting will be Tuesday, July 16<sup>th</sup> at 11:00am eastern time.

**Meeting Date: May 21, 2024**

**Call to Order – 11:00am**

**Members Present** - Commissioner Bohall (AZ), Commissioner Hansen (SD), Commissioner Gile (KS), Commissioner Loucka (OH), Commissioner Kelsey (OK), Emily Trudeau (delegate for Commissioner Layman, VT), Commissioner Silas (AL) – ex-officio, Commissioner Manahan (MN) – ex-officio

Members of the Public and Other Commissioners – David Finkler (delegate for Commissioner Farrelly, MD)

Staff – Marschall Smith, Rick Masters, Dave Clark

**Approval of agenda** – Moved by Commissioner Loucka (OH), seconded by Commissioner Gile (KS) to accept the agenda as presented. The motion passed unanimously.

**Approval of the April meeting notes** – Tabled to next meeting.

## **Discussion Items**

1. Non-Committee member comments:

- Mr. Finkler provided an overview of the three policy and two bylaws redline documents that Commissioner Farrelly had sent to Chair Bohall on Friday, April 19<sup>th</sup> with her proposed revisions:
  - Policy #1 – Policy on Policies



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- Policy #12 – Policy on Procurement
- Policy #13 – Policy on Transparency
- Bylaws – Article VII
- Bylaws – Article III

2. June Committee meeting – The next Committee meeting will be held in person on Monday, June 17<sup>th</sup> from 1pm to 5pm at the Mayflower Hotel in Washington DC; this is in conjunction with the FSMB Alternative Pathways to Licensing Symposium. There will be an online component for all commissioners who are unable to attend in person.

3. Policy #1 – Policy on Policies

Discussion Participants:

- Committee members: Commissioners Hansen, Loucka, Gile
- Staff: Smith, Masters

Questions raised:

- Is this policy more appropriate as a rule?
- Is there a need to include an emergency policy provision in a policy?
- Does a policy compliance audit by an outside firm necessary? It would be time consuming, expensive, and take focus off of other work that needs to be done.

**Motion** – Moved by Commissioner Loucka (OH) to create a new draft of policy #1 prepared by the chair in order to review at the June 17<sup>th</sup> meeting. Seconded by Commissioner Hansen (SD). The motion passed unanimously, and the Chair will work with Director Smith to draft a new version of Policy #1 incorporating the information from today's discussion for the committee to review at the June Meeting.

4. Policy #12 – Policy on Procurement

- Discussion Participants:
- Committee members: Commissioners Loucka, Gile, Hansen
- Staff: Smith

There is concern about Section 7 from the proposed change that appears to indicate that all commissioners must approve a proposed vendor as opposed to a simple majority of the commissioners must approve the vendor.

Mr. Finkler agreed that the intent was for a majority of commissioners to approve, not all commissioners.

**Motion** – Moved by Commissioner Gile (KS) to create a new draft of policy #12, to include the verbiage that only a majority of the commissioners must approve, prepared by the chair in order to review at the June 17<sup>th</sup> meeting. Seconded by Commissioner Hansen (SD). The motion passed unanimously, and the Chair will work with Director Smith to draft a new version of Policy #12 incorporating the information from today's discussion for the committee to review at the June Meeting.

5. Policy #13 – Policy on Transparency

**Motion** – Moved by Commissioner Gile (KS) to create a new draft of policy #13, taking into



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consideration the Commission's formatting/style and prepared by the chair in order to review at the June 17<sup>th</sup> meeting. Seconded by Commissioner Loucka (OH). The motion passed unanimously, and the Chair will work with Director Smith to draft a new version of Policy #13 incorporating the information from today's discussion for the committee to review at the June Meeting.

## 6. Bylaws III and VII

**Motion** – Moved by Commissioner Loucka (OH) to continue the rulemaking process by sending the same version of IMLC Bylaws III and VII sent for Commissioner comments for public comment. The Commissioner and public comments are to be reviewed together at the June 17<sup>th</sup> meeting. Seconded by Commissioner Kelsey (OK). The motion passed unanimously, and Director Smith will send IMLC Bylaws III and VII out for public comment.

**Adjournment** – Moved by Commissioner Gile (KS), seconded by Commissioner Loucka (OH). The motion passed unanimously.

The next committee meeting will be Monday, June 17<sup>th</sup> from 1pm – 5pm eastern time at the Mayflower Hotel in Washington DC. There will be an online component for anyone who is unable to attend in person.

## **Meeting Date: April 23, 2024**

Call to Order – 11:01am

Members Present - Commissioner Bohall (AZ), Commissioner Hansen (SD), Commissioner Jording (WY), Commissioner Gile (KS), Commissioner Loucka (OH), Commissioner DiMaggio (NV), Patricia Wilton (delegate or Commissioner Johnson, LA), Emily Trudeau (delegate for Commissioner Layman, VT) – ex-officio, Commissioner Silas (AL) – ex-officio, Commissioner Manahan (MN) – ex-officio, Commissioner Spangler (WV) – ex-officio.

Other Commissioners – Commissioner Farrelly (MD)

Staff – Marschall Smith, Rick Masters, Dave Clark

**Approval of agenda** – Moved by Commissioner Gile (KS), seconded by Commissioner Hansen (SD) to accept the agenda as present. The motion passed unanimously.

**Approval of the March meeting notes** – Moved by Commissioner Loucka (OH), seconded by Commissioner Gile (KS) to accept the notes as presented. The motion passed unanimously.

## **Discussion Items**

1. Non-Committee member comments
  - Commissioner Farrelly provided an overview of the three policy redline documents that she sent to Chair Bohall on Friday, April 19<sup>th</sup> with her proposed revisions:
    - Policy #1 – Policy on Policies
    - Policy #12 – Policy on Procurement
    - Policy #13 – Policy on Transparency
2. Due to the FSMB conference and travel on April 19<sup>th</sup>, the information was not shared with the



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committee prior to this meeting.

3. The June 18<sup>th</sup> Rules Committee meeting is scheduled at the same time as the FSMB Symposium on alternative pathways to licensure. Chair Bohall has asked if the Rules Committee meeting could be moved to either June 11<sup>th</sup> or June 25<sup>th</sup> to accommodate anyone attending the symposium.

**Motion** – Change the meeting to June 25<sup>th</sup> - Moved by Commissioner Gile (KS) and seconded by Commissioner Hansen (SD). The motion passed unanimously.

4. Policy #1 – Policy on Policies

Discussion Participants:

- Committee members: Commissioners Gile, Loucka, Hansen and Bohall
- Staff: Smith, Masters

Since the committee has not been able to review the most recent draft of the three policies provided by the Maryland board, it is recommended that discussion be tabled for all three policy drafts until the May meeting so all committee members can review the new drafts.

**Motion** – Moved by Commissioner Loucka (OH) to hold off on discussion of draft policies 1, 12, and 13 until the May meeting. Seconded by Commissioner Hansen (SD). The motion passed unanimously. The new draft policies will be reviewed at the May 21<sup>st</sup> Rules Committee meeting.

5. Marschall Smith advised that the May meeting will include the review of draft policies 1, 12, and 13, and the review of Commissioner comments for By-Laws Articles 3 and 7.

**Adjournment** – Moved by Commissioner Hansen (SD), seconded by Commissioner Loucka (OH). The motion passed unanimously.

The next Committee meeting will be Tuesday, May 21<sup>st</sup> at 11:00 am eastern time.

**Meeting Date: March 26, 2024**

Call to Order – 11:00am

Members Present – Commissioner Bohall (AZ), Commissioner DiMaggio (NV), Commissioner Hansen (SD), Commissioner Jording (WY), Commissioner Gile (KS), Commissioner Marx (UT), Commissioner Silas (AL) – ex-officio, Commissioner Manahan (MN) – ex-officio, Commissioner Spangler (WV) – ex-officio.

Other commissioners – Commissioner Farrelly (MD)

Public Members – David Finkler

Staff – Marschall Smith, Rick Masters, Dave Clark



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**Approval of agenda** – Moved by Commissioner Hansen (SD), seconded by Commissioner Gile (KS) to accept the agenda as presented. The motion passed unanimously.

**Approval of the February meeting notes** – Moved by Commissioner Gile (KS), seconded by Commissioner Marx (UT) to accept the notes as presented. The motion passed unanimously.

## Discussion Items

1. Executive Director update – Historical context – Marschall Smith  
The full commission used to meet on a quarterly basis, and this created a regular problem of establishing a quorum and getting things done. The meeting frequency was changed to meeting twice per year and became more of a committee driven organization. The committees do the bulk of the work for the commission, with the exception of rulemaking. Most committees are charged with tasks relevant to their scope to perform on behalf of the commission. Compact staff is here to support the commissioners and do the work of the commission, but the direction on how the business is done is provided by the commissioners and the committees.
2. Non-committee member comments  
Mr. Finkler, on behalf of the Commissioner from Maryland, provided a summary of the comments previously provided by the Maryland Commissioner on policies 1, 2, & 13. They also provided new comments that were not previously provided to the committee on policy #4 and 13.
  - Policy #2 - Policy on Conflicts of Interest
  - Policy #4 - Policy on Annual Report
  - Proposed Policy #13 – Policy on Transparency
  - Policy #1 - Policy on Policies
3. Policy #2 – Policy on Conflict of Interest

### Discussion Participants:

- Committee members: Commissioners Bohall, Gile and Jording
  - Staff: None
- a. Review of the full Policy on Conflict of Interest
  - b. Section III Definitions – *Conflict of Interest* - Add a period at the end of the definition of Conflict of Interest.
  - c. Section III Definitions – *Gift* – Remove the verbiage “without the expectation of compensation to the contributor.”
  - d. Should this be a Rule rather than a Policy?

**Motion** - Moved by Commissioner Gile (KS) to make changes as stated in b. and c. Seconded by Commissioner Jording (WY).

The motion passed unanimously and will be referred to the Executive Committee for consideration.

4. Policy #4 – Policy on Annual Report



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Mr. Finkler, on behalf of the Commissioners from Maryland made the following comments on Policy #4:

- Suggested removal of the 2<sup>nd</sup> and 3<sup>rd</sup> sentence in B, which are no longer needed.
- Suggested adding new paragraphs 2 and 3 under section V:
  - Failure to meet the deadline established by this policy or to include the information required by this policy shall be reported to the legislatures and governors of the member states in a supplemental document to the report.
  - Failure to meet the deadlines established by this policy or to include the information required by this policy shall be reported to the personnel committee for inclusion in the file of the Executive Director.

Discussion Participants:

- Committee members: Commissioners Bohall, Spangler, Silas, Gile and Marx
  - Staff: Marschall Smith
- a. Section IV (B) references the 2017 Annual Report as a transition from the calendar year reporting cycle to the current fiscal year reporting cycle. Is it necessary to keep this verbiage in the policy?
  - b. Based on the due date of the report, is keeping the Annual report on a fiscal year still workable? Per Director Smith, yes, it is workable. 2023 was an anomaly due to additional activities, including the office move. The Communications Committee also needs to start work on the report earlier.
  - c. In regard to the proposed new paragraphs, the committee expressed concern that additional reports to legislators would cause issues and did not appear to benefit the commissioners or the compact. Additionally, the delay on the annual report in 2023 appears to be a unique and explainable situation that should not be considered a problem unless it keeps occurring. If that is the case, the Rules, Executive, and Communications committee should discuss the proposed deadline to ensure that the deadline is still reasonable due to the growing complexity of the compact. Currently, there are several layers of responsibility to this report, including the Executive Committee and the Communications Committee in addition to the Executive Director. It should be made clear that **if** {emphasis added} the responsibility for the Annual Report is solely delegated to the Executive Director, then that should be stated in the policy.

**Motion** – Moved by Commissioner Gile (KS) to remove the 2<sup>nd</sup> and 3<sup>rd</sup> sentences in section B. Seconded by Commissioner Marx (UT).

The motion passed unanimously and will be referred to the Executive Committee for consideration.

## 5. Proposed Policy #13 – Policy on Transparency





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Mr. Finkler, on behalf of the Commissioner from Maryland proposed the following recommendations for Policy #13:

- No commission member shall be excluded from closed session unless there is a documented recusal or conflict of interest.
- All Commission, Executive Committee, and other Committee meetings shall be recorded and kept for a minimum of one year. This included both open and closed-session meeting.  
\*\* This recommendation has been withdrawn.
- Commission members are entitled to attend and participate in all established committees. Commission members are not entitled to make motions or vote on matters before a committee they are not a member of.
- Meeting date, time, link to remote meetings, agendas, any documents that are anticipated to be considered at the meeting shall be posted on the Compact's website at least seven days before the meeting.
- All Committees shall keep minutes and post them on the website.
- All reports from *ad hoc* committees shall be shared with the full commission.
- The IMLCC Executive director shall provide information to commissioners free of charge within ten business days. Commissioners shall be provided materials from open or closed sessions, including minutes, recordings of meetings, materials considered at meetings, or any other documents requested unless the commission member has a conflict of interest as defined in Policy 2.

Discussion Participants:

Committee Members: Commissioners Marx, Spangler, Hansen, Silas, Gile, Bohall

Public members – David Finkler

The committee's preliminary discussion on policy #13 focused on the following:

- a. There is a concern about lack of confidentiality of Executive Sessions which could create liabilities and could be cumbersome if many commissioners join the Executive Session. Not all commissioners need to be part of every Executive Session. Additionally, Roberts Rules of Order dictates that only members of the body that is meeting should be included in the Executive Session.
- b. Ten business days to provide documentation is not practical.
- c. This needs verbiage work and should be drafted into a formal policy document to be considered at the next Rules Committee meeting.  
Marschall Smith will prepare this as a policy document and send it out prior to the next meeting for discussion.

The Chair directed this item to be placed on the next agenda for discussion.

## 6. Policy #1 – Policy on Policies

Mr. Finkler, on behalf of the Commissioners from Maryland proposed the following recommendations for Policy #1:

- **Policy approval** – Commissioners, IMLC Commission committees, or the executive committee are authorized to recommend policy actions. The full voting membership of the



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Commission shall review any proposed policy and choose to vote to approve, rescind, reject, or ratify the proposed policy. A policy shall not be effective until it is adopted by a majority vote of the full voting membership of the IMLC commission.

- **Emergency policy approval** - Upon determination that a bona fide emergency exists, the IMLC Commission, through the executive committee or executive director, may promulgate an emergency policy action that shall become effective immediately upon adoption. An emergency policy is one that must be made effective immediately in order to:
  1. Meet an imminent threat to public health, safety, or welfare.
  2. Prevent a loss of federal or state funds.
  3. Meet a deadline for the promulgation of an administrative rule that is established by federal law or rule.

An emergency policy is subject to the policy approval process within ninety days of the effective date. If the full voting membership does not approve or ratify the emergency policy, it expires on the ninety-first day after its effective date.

- **Policy, Rule and Bylaws review** – Change review period from every five years to every three years.
- **Policy compliance audit** - The IMLC Commission shall contract with a vendor to audit the compact to assure that the IMLC is complying with the IMLC policies, bylaws, rules, and statute every three years starting in 2025.

Discussion Participants:

Committee Members: Commissioners Spangler, Hansen, Bohall, Marx

Staff – Rick Masters

Public members – David Finkler

- a. There were several comments that this would be better served as a rule instead of a policy and it was agreed that this will be on the agenda at the next Committee meeting as the committee needs further time to review the proposed changes.

The Chair directed this item to be placed on the next agenda for discussion.

The next meeting will be April 16<sup>th</sup> at 11am eastern time.

## **Meeting Date: February 20, 2024**

Call to Order – 11:12am

Members present – Commissioner Bohall (AZ), Patricia Wilton for Commissioner Johnson (LA), Commissioner Hansen (SD), Commissioner Gile (KS), Commissioner DiMaggio (NV), Commissioner Loucka (OH), Commissioner Layman (VT), Commissioner Silas (AL) – ex-officio, Commissioner Manahan (MN) – ex-officio

Other commissioners – Commissioner Farrelly (MD)

Public members: David Finkler

Staff: Dave Clark, Rick Masters, Marschall Smith



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**Approval of agenda** - Moved by Commissioner Hansen (SD), seconded by Commissioner Loucka (OH) to accept the agenda as presented. The motion passed unanimously.

**Approval of the January meeting notes** – motion – Moved by Commissioner Gile (KS), seconded by Commissioner Loucka (OH).

## 1. Review of Proposed Bylaws changes:

### a. Article III (amended November 2020)

Proposed change to section 3 (Duties) a (Chairperson):

Add: ... “shall make appointments to all committees of the Commission ***taking into account the Commissioner’s preference and size of the respective committees...***”

Discussion participants:

- Committee members: Commissioners Layman, Loucka, Hansen, Gile, DiMaggio, and, Manahan.
- Other commissioners: Commissioner Farrelly
- Staff: Rick Masters

Discussion points:

- The suggested changes are an attempt to clarify considerations of the IMLC Chair when appointing commissioners to committees.
- Originally, commissioners volunteered for committee assignments according to their strengths and preferences. Each committee selected their own chair. In 2020 the Bylaws were changed to reflect the growing commission, with the IMLCC Chair empowered to appoint commissioners to the committees and to select the chair of each committee.
- The need to match each commissioner’s preference and skillset with the size of the committee has always been an informal part of the process.
- Question – is the chair required to put someone on the committee that they want to be on?
  - Rick Masters – The Chairperson has discretion to appoint based on the preference of the commissioner and the requirement to maintain balance among the committees.
  - Preference is not mandatory compliance to the request.
- **Motion** – Moved by Commissioner Loucka (OH) to send proposed changes to the full Commission, seconded by Commissioner Hansen (SD).
- **Vote** – motion passed. The proposed changes will now go through the Bylaw adoption process, see below.

### b. Article VII Section 1

Proposed changes to Section 1. Executive Committee:

1. Add: “The Commission shall establish an executive committee which shall be empowered to act on behalf of the Commission during the interim between Commission meetings, except for ***policymaking,***”
2. Add: “***Policies approved by the executive committee shall be ratified by the full Commission at the next Commission meeting before becoming effective.***”



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3. Add: ***“The executive committee shall provide notice of the date, time, and, if electronic, the link to all meetings. The executive committee may enter executive session but may not exclude commissioners from executive session. The executive committee shall keep minutes for both public and executive session meetings. Reports and other documents presented to the Executive Committee shall be posted on the Compact website before the meeting. ~~Regular meeting minutes shall be posted on the Compact website. All meetings shall be recorded, and the recording shall be retained for a period of one year.” [These sentences removed as part of the approval motion]~~***

#### Discussion Participants:

- Committee: Commissioners Layman, Loucka, Gile, DiMaggio, Hansen, and Wilton
- Other commissioners: Commissioner Farrelly
- Public: David Finkler
- Staff: Rick Masters and Marschall Smith

#### Discussion points:

- The suggested changes are an attempt to limit the Executive Committee’s authority regarding policy creation and adoption. And to clarify how closed/executive sessions are to be conducted.
- Recording of meetings, including closed sessions.
  - Historically, the voice of the commission is the approved meeting minutes.
  - The individual committee chairs have determined how a committee meeting is run, including whether to keep formal meeting minutes or informal meeting summaries. Some chairs elected to have no record of the meeting. The same was true regarding the establishment of a quorum.
  - If all meetings are recorded, then there will need to be a policy for someone to be able to object to the meeting based on the recordings, how to store the recordings and how to provide the recordings if requested.
  - There were comments that recording meetings create a new set of problems regarding storage of the recordings and how to handle recording technical problems.
  - Per Rick Masters recording meetings can result in legal issues between what was said vs. what is in the minutes, especially concerning legal issues that are discussed during the meetings. Meeting transcripts can be very expensive, and recordings do not necessarily equate to transparency.
  - As long as the minutes are accurate and public, then recordings are not necessary.
- There are concerns that the procurement policy was made by the Executive Committee without consulting the full commission and that all policy changes should be voted on by the full commission.
- **Motion** – Moved by Commissioner Loucka (OH) to send proposed changes, as amended, to the full commission, seconded by Commissioner Hansen (SD).

**Vote** – motion passed. Commissioner DiMaggio voted against the motion. The proposed changes will



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now go through the Bylaw adoption process, see below.

c. Article VII section 2

Proposed changes to Section 2. Committees:

1. ~~Add: The chairperson may not remove a member from a committee without cause.~~ ***[This change was removed as part of the approval motion]***
2. Add: The chairperson, vice-chairperson, and executive director of the commission shall be considered ex-officio members of each established committee, **but shall not have a vote or make motions.**
3. Add: **Committees are authorized to create reports containing recommendations for the full Commission; however, committees have no authority to act themselves without a vote of the Commission. A majority of appointed Commissioners for a committee shall constitute a quorum of the committee. The presence of a quorum must be established before a committee can adopt a report or take any authorized action, unless the decision was agreed to by every committee member. *[This portion removed as part of the approval motion]* Committees shall provide notice of the date, time, and if electronic, the link to all meetings on the Compact website. Committees shall keep minutes. Regular meeting minutes shall be posted on the Compact website. Committees shall not exclude any commissioner from their meetings. Committees may enter into executive session, but may not exclude commissioners from such executive session. ~~All committee meetings shall be recorded and retained for a period of one year.~~ ***[This sentence removed as part of the approval motion]*****

Discussion participants:

- Committee: Commissioners Gile, Layman, and Wilton.
- Other Commissioners: Commissioner Farrelly
- Public: David Finkler
- Staff: Rick Masters and Marschall Smith

Discussion points:

- The suggested changes are an attempt to clarify the role of ex-officio members in the functioning of a committee and how the business of a committee is done.
- In the first change, how is 'cause' defined? Suggested to remove 'without cause' or clarify what 'cause' means.
- Current IMLCC Bylaws do not require a quorum for a committee to act.
- Is the IMLCC bound by an open meetings requirement? Rick Masters – case law for interstate commissions state that we are not subject to any one particular state's requirements.
- **Motion** – Moved by Commissioner Layman (VT) to send the proposed changes as amended, to the full Commission, seconded by Commissioner Loucka (OH)
- **Vote** – motion passed as amended. Commissioner DiMaggio voted against the motion. The proposed changes will now go through the Bylaw adoption process, see below.

The Bylaw adoption process:



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1. The proposed changes will be sent to all Commissioners for changes/comments.
2. All comments received will be returned to the Rules committee for consideration.
3. Any changes accepted by the Rules committee to the proposed changes will then be sent to the public for comments.
4. All comments received from the public will be returned to the Rules committee for consideration.
5. Any changes accepted by the Rules committee to the proposed changes will be finalized in as draft changes to be posted for public comment and the notice of a rulemaking hearing will be posted so that the full commission can considered the changes at the November 2024 meeting.

Consideration of the other items on the agenda were tabled until the next meeting.

Adjournment – Motion to adjourn by Commissioner Gile (KS), seconded by Commissioner Layman (VT).

The next meeting will be March 19<sup>th</sup> at 11am eastern time.

## **Meeting Date: January 23, 2024**

Call to Order – 11:04am

Members present – Commissioner Bohall (AZ), Patricia Wilton for Commissioner Johnson (LA), Commissioner Jording (WY), Commissioner Hansen (SD), Commissioner Marx (UT), Commissioner Gile (KS), Commissioner DiMaggio (NV), Commissioner Loucka (OH), Emily Trudeau for Commissioner Layman (VT) Commissioner Silas (AL) – ex-officio, Commissioner Manahan (MN) – ex-officio.

Other –Marschall Smith, Rick Masters, Dave Clark

### **1. Review of the Proposed schedule for the committee**

#### **February 20, 2024**

##### **1. Review of Proposed changes to Bylaws:**

- a. Bylaws - Article III – Officers – Feb Meeting
- b. Bylaws - Article VII – Committees – Feb Meeting

##### **2. Review of Policies**

- a. Policy #2 – Policy on Conflicts of Interest
- b. Policy #4 – Policy on Annual Report

#### **March 19, 2024**

##### **1. Review of new proposed Policy:**

- a. New proposed Policy #13 - Policy on Transparency

##### **2. Review of Policies**

- a. Review of proposed changes to Policy #1 - Policy on Policies



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- b. Policy #1 - Policy on Policies
- c. Policy #5 – Policy on IMLCC Reserve Funds

**April 16, 2024**

## **1. Review of Policies**

- a. Review of proposed changes from the most recent Audit
- b. Review of proposed changes to Policy #12 - Policy of Procurement
- c. Policy #6 - Policy on Records and Information Requests
- d. Policy #7 – Policy on Changes to the IMLCC webpage
- e. Policy #8 - Policy on Capital Assets

**May 21, 2024**

## **1. Review of Policies**

- a. Policy #9 - Policy on Investment Strategies
- b. Policy #10 – Policy on Reimbursement of Staff Travel and Official Functions
- c. Policy #11 - Policy on Ex-officio Members
- d. Policy #12 - Policy on Procurement

- The committee agreed on the schedule of review.
- Marschall Smith asked any committee member to contact himself or Dave Clark if there are any questions on how we administratively handle any of these issues.

## **2. Discussion on a report to the full commission for the Full Commission Meeting on May 14, 2024, regarding the Rules Committee responses to the above Bylaws and Policy review changes.**

- The topic was presented that the committee has completed a lot of detailed work in the process of reviewing the rules and policies. It was discussed that the information is not captured as part of the existing process of our minutes as they do not reflect a detailed dialog of the actual back and forth of the committee's discussion. The committee discussed how best to track and report the actions of the committee to the full commission. The committee plans to present a full detailed report for the full commission of all rules, policies, and bylaws reviewed by the committee for the May commission meeting.
- It was recommended to include more detail from discussion in the meeting notes, not just the final discussion results and highlights. This will be implemented.

## **3. Discussion on holding a virtual public and commissioner comment meeting to be published on the IMLCC website and known interested parties to be invited to attend.**

- The committee discussed the existing procedure of all committees in that committee meetings are open to the public, but the information is not published. Any commissioner or member of the public can request to attend the meeting and listen to the meeting. IMLCC staff is responsible for providing the information of the meeting upon request. Staff notes that requests should be made about 1 week prior to the committee meeting and standing requests cannot be accommodated.
  - It was discussed on the need for additional meetings for public participation. Several agreed that there are currently enough meetings that any additional meetings are not needed at this time. It was discussed that the public, and other commissioners have an opportunity to comment on proposed rules and changes during the comment periods as part of the rule making process. It was discussed to recommend to the Communications Committee and to IMLCC staff to provide a written reminder either on the website or in the annual report that requests for rules to be reviewed, comments or suggestions should be sent to Director Smith or Operations Manager Clark.



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It was discussed that there are only three committees (Rules, Technology, and Communications) that meet on a regular basis, the other two committees (Budget and Personnel) only meet on an Ad Hoc basis.

- The established procedure of non-committee members and the public attendance and participation was further discussed.
  - It was recommended that a clear policy about public participation and attendance of committee meetings as compared to participation of non-committee member commissioners and their attendance and participation. Additionally, the policy should address closed sessions in adherence with compact law.

## 4. Participation of Ex-officio members in committee meetings

- The committee discussed the policy on Ex-officio members. There are four ex-officio members of the compact: The Compact Chair, Vice Chair, Past Chair, and the IMLCC Executive Director. Per Policy #11 – Policy on Ex-officio Members – ex-officio members are entitled to attend and participate in the discussion of each committee meeting, but they cannot make motions or vote on matters before the committee. The purpose of this is to allow these members to share their experience and guidance with the committee, but ultimately it is up to the committee members themselves to make decisions for the committee.
- The question was raised whether preventing ex-officio members from making motions or voting agrees with Robert's Rules of Order and suggested that the committee take a deeper look into whether this policy is in alignment with Robert's Rules. It was discussed that Robert's Rules is not clear on whether a non-voting member can attend a committee meeting.
- An issue was brought up that the past Chair only serves for one year as an ex-officio member, but with the change that allows the Chair to serve two consecutive terms, the Past Chair does not serve during the new Chair's 2<sup>nd</sup> term. There was a discussion on what should that be addressed. The committee agreed to review the bylaw at a future meeting.
- The committee discussed that now that the compact has grown large enough that the policies and bylaws related to committee assignment and voting should be reviewed to ensure that states are equally represented and provide an unfair advantage.

The next call will be February 20<sup>th</sup> at 11am eastern time.