



**Association of**  
**TEXAS MIDWIVES**  
**Policies**



# Association of TEXAS MIDWIVES Policies

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## I. MEMBERSHIP

### Categories of Membership

There are three (3) categories of membership available within the organization: Midwife, Student, and Supporting.

Membership renewals are due one year from most recent purchase date.

Members are assigned regions by their location. Members who live out of state may select the region they would like to participate and vote in.

Payment of membership dues does not guarantee the privileges of membership.

The requirements and privileges for each membership category shall be as follows:

#### Midwife Membership

*Requirements for membership for Midwife status:*

- Be currently practicing midwifery - must hold a current Midwifery License for the state in which they are practicing, be a Certified Professional Midwife, or hold a Certified Nurse Midwife License.
- Pay prescribed dues
- Agree to and act in accordance with the ATM Mission Statement, Confidentiality Agreement, ATM Bylaws, ATM Policies, the ATM Code of Ethics and Standards of Care.

*Privileges for Midwife Category:*

- Eligibility to serve on the ATM Board of Directors
- Access to minutes of the ATM Board Meetings (available on the website)
- Eligibility to serve on ATM Committees
- One vote on each issue called before the membership
- One vote for each Regional Representative in your region
- Access to ATM email group(s) and Facebook groups
- Member Discount for Annual Conference
- Discounted ATM CE offerings and HIVE discount
- Access to Board Foundational Documents upon written request

#### Student Membership

*Requirements:*

- Pay prescribed dues
- Maintain a verifiable student status
- Agree to and act in accordance with the ATM Mission Statement, Confidentiality Agreement, ATM Bylaws, ATM Policies, the ATM Code of Ethics and Standards of Care.

*Privileges for Student Membership Category*

- Eligibility to serve as Student Liaison to the Board of Directors
- Access to minutes of the ATM Board Meetings (available on the website)
- Eligibility to serve on ATM Committees
- Access to ATM email group(s) and Facebook groups
- Student Discount for the ATM Conference
- Discounted ATM CE offerings and HIVE discount

#### Supporting Membership

*Requirements:*

- Pay prescribed dues



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- Agree to and act in accordance with the ATM Mission Statement, Confidentiality Agreement, ATM Bylaws, ATM Policies, the ATM Code of Ethics and Standards of Care

### *Privileges for Supporting Membership Category*

- Access to minutes of the ATM Board Meetings (available on the website)
- Eligibility to serve on ATM Committees
- Access to ATM email group(s) and Facebook groups

## Membership Regions

Region 1 - Central Texas

Region 2 - Panhandle

Region 3 - El Paso/Midland/Odessa

Region 4 - Houston

Region 5 - North Texas

Region 6 - San Antonio

Region 7 - East Texas

Region 8 - South Texas

No group memberships or chapters will be established using ATM's name.

## Termination of Membership and reinstatement

If membership is not renewed within 30 days after expiration and notification has been sent by email to the member's email account on file at the ATM office, the membership may be terminated. The midwife may reinstate their membership by paying the required membership dues and agreeing to the ATM Mission Statement, Confidentiality Agreement, ATM Bylaws, ATM Policies, the ATM Code of Ethics and Standards for Care.

## Revocation of Membership and reinstatement

If a midwife's state license is suspended or revoked, or if the Board determines that the conduct of a member is prejudicial to the best interests of ATM or the member is practicing outside of, or taking political or legal action that is in conflict with the ATM Mission Statement, Confidentiality Agreement or ATM Code of Ethics and Standards of Care, their membership may be revoked. For the membership to be reinstated, the applicant shall submit an application, pay the prescribed dues and comply with other requirements for their membership type. The applicant shall agree to and act in accordance with the ATM Mission Statement, Confidentiality Agreement, ATM Bylaws, ATM Policies, the ATM Code of Ethics and Standards of Care. The applicant shall also send a letter of intent for Board approval to the ATM office via email. The Board will review the application, the letter of intent, and any supporting documents, and vote whether to readmit the applicant for Membership.

## Member Confidentiality and Privacy

Members shall not disclose confidential information related to ATM. This includes political, legal, financial, strategic, personnel, or other matters concerning the organization, lobbyists, donors, staff, clients or consumers. Members should not disclose such confidential information to anyone outside of the membership, including any other midwife or student midwife who is not a member.

No member of ATM may circulate any document using ATM letterhead or logo without express approval of the Board of Directors. Any violation of this policy will be cause for legal recourse and immediate revocation of membership. No public or written statement may be made on behalf of ATM without prior approval by the Board of Directors.



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Information in the ATM Social Media and email groups may not be shared outside the membership without permission.

## Association of Texas Midwives Website

ATM will maintain a website in accordance with the ATM Mission Statement.

## II. MEETINGS

Minutes will be kept at each meeting. Where action is taken (whether within a Meeting or not), any Board members dissenting or abstaining will be entered in the minutes by name.

### Open Meetings

- The general membership, staff, and guests invited by the Board of Directors are welcome to attend meetings. Other than the board, attendees may not comment without explicit authorization from the Presiding Officer.
- Membership comment is welcome, and shall be limited to two minutes, unless otherwise requested by the Board of Directors. Timing of Membership Comment is up to the discretion of the Board of Directors.

### Regular Meetings

- All Chairs of Committees, other than for the Executive Committee, shall submit a report to the membership.
- Representative(s) for each region shall submit a report to the membership
- A Financial Report shall be submitted to the membership

### Board Meetings

- A Board Meeting is an Open, Regular Meeting
- Notice will be posted at least ten (10) days prior to the meeting

### Annual Membership Meeting

- The combined Annual Membership/Annual Board meeting is an Open, Regular Meeting
- Notice will be posted at least thirty (30) days prior to the meeting
- The Financial Report shall include:
  - A statement of support, revenue and expenses
  - A statement of changes in fund balances
  - A statement of functional expenses
  - A balance sheet for each fund
  - The budget, which may be for the current or the following year, depending upon the timing of the meeting
- Any new Regional Representatives will be announced



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## **Special Meetings of the General Membership**

- Special Meetings of the General Membership are Open Meetings
- These meetings can be called by the President, the Board or by a petition of one third (1/3) of the eligible voting Members. Requests for a special meeting that are not made according to one of these criteria will be considered by the board on an individual basis.
- Notice will be posted as soon as practically possible prior to the Meeting
- When notice is given to the Membership, the reason for calling the meeting will be stated. This notice does not limit the meeting to this topic, however, if other business comes up in the course of the meeting.

## **Special Meetings of the Board**

- Special Meetings of the Board are Open Meetings
- These meetings can be called by a majority vote of the members of the Board
- Notice will be posted as soon as practically possible prior to the Meeting

## **Working Board Meetings**

- Working Board Meetings can be called by any member of the Board
- Attendance by Board members and the Educational Director is strongly encouraged (the latter unless requested not to by the Presiding Officer), but attendance is not required to maintain good standing with the Board

## **Executive Committee Meetings**

- A meeting of the Executive Committee may be called in an emergency, if requested for a specific purpose by a vote of a simple majority of the Board of Directors, or if a simple majority of the Executive Committee votes to do so
- There must be a  $\frac{2}{3}$  quorum of the Executive Committee members present to conduct the meeting

## **Voting**

- Actions requiring a vote must be proposed and seconded by Board members
- A quorum of  $\frac{2}{3}$  of the Board or Executive Committee, as defined in the Bylaws, must vote to the affirmative to pass an action
- If a Director is present at a Meeting, they are presumed to have assented unless they vote to dissent or abstain. In this instance, their vote must be recorded in the minutes of the meeting, stating their name

## **III. BOARD OF DIRECTORS**

### **Composition**

The Organization shall be governed by representation from each region. Each region shall elect up to two (2) Regional Representatives from their region to serve on the Board of Directors. The Board of Directors may under special circumstances create up to two (2) additional seats to assure representation of all midwives in Texas. ATM shall never be governed by fewer than eight (8) or more than twenty (20) members of the Board of Directors.



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## Elections/Vacancy

Elections will be held every two (2) years with each regional representative serving staggered four (4) year terms. Elections for the odd numbered regions will be held in the odd numbered years. And elections for the even numbered regions will be held in the even numbered years.

Elections will be held by electronic means.

Elections shall follow this schedule:

Nominations open:	March 1
Nominations close:	March 14
Voting begins:	March 22
Elections close:	April 5

Members shall vote only for Regional Representatives from their own region. Responsibilities of members of the Board of Directors can be found in the ATM Bylaws and the Policies.

In the event of a tie, a run-off election will be conducted between those Members in the tie. Members in the region will have 5 days to vote in this run-off election. In the event of a continued tie, the Board of Directors shall select a representative at random from those who are in the tie.

New members of the Board of Directors will then be notified. Final results shall be announced and the new members of the Board of Directors shall be seated at the next Board Meeting, or immediately if there was a vacancy.

Upon approval of a new Board member, the individual shall be given access to Bylaws, Policies, and other necessary Board documents and communication.

In the event of a vacancy between elections, the Board shall send a ballot for nominations in that region within 60 days. The nomination period shall be open for 14 days. Voting will then be open for a further 14 days. A Board Member filling such a vacancy shall serve the unexpired portion of the term.

## Responsibilities of Board Members

- Maintain Midwife Membership
- Attend all scheduled meetings in person or via electronic means.
- Be familiar with ATM Bylaws, ATM Policies, and ATM Code of Ethics and Standards of Care, and navigating the ATM Google Drive
- Organize, support and share midwifery related information with regional members.
- Submit Regional Reports to the ATM Secretary one week prior to each scheduled regular meeting. Reports may include: discussion from area meetings, input from regional members, educational, social, fundraising, networking efforts, consumer education, changes in practice or partnerships, backup and consultation issues, or any issues affecting midwifery practice.
- Submit agenda items to the Secretary one week prior to the scheduled meeting. Any proposals with supporting documents shall be submitted one week prior to the scheduled meeting. Exceptions may arise.
- Proposals between meetings shall be submitted to the ATM Board of Directors.
- Respond in a timely fashion to all correspondence from the ATM Board of Directors.
- Reasonable efforts shall be made to attend the Board Meeting that coincides with the Conference, if applicable, in person.
- ATM Board of Directors must sign the Confidentiality Agreement and Conflict of Interest and submit these to the Secretary. ATM Board of Directors must maintain confidentiality as per Confidentiality Agreement
- ATM Board Members are encouraged to attend their local region ATMTP workshops, but this is not required.

Members of the Board of Directors who do not comply with the above stated responsibilities may be asked to resign from the Board of Directors. Failing resignation, said person shall be removed by the Board of Directors.





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## Absences

Absences from quarterly Board of Directors meetings are excused on a case-by-case basis by the Presiding Officer. Notice of absence must be received as soon as possible and no less than 2 hours prior to the scheduled meeting where possible. The following constitutes an excused absence:

- At an active birth
- Illness
- Death of friend or family member
- As determined by the Presiding Officer

If a Director is absent from two (2) consecutive Meetings of the Board for reasons which the Board finds insufficient, the Director's resignation shall be deemed to have been tendered and accepted. Directors may attend called meetings by electronic means.

## Minutes

Minutes shall be taken at all scheduled Board meetings and Executive Committee meetings.

Minutes shall include:

- Name of the Organization
- Date and time of the meeting
- Members of the Board of Directors in attendance, excused and absent
- Whether a  $\frac{2}{3}$  quorum was met
- Reports, documents and proposals introduced. Very brief summary of discussion of each item
- Executive Sessions shall be noted
- Actions taken, including names of any Directors dissenting or abstaining
- Future work items or agenda items, tasks given to members or staff
- Ending time of meeting
- Signature of secretary
- Minutes will be made available to the membership for 7 years

The Secretary shall keep a record of all decisions made outside of scheduled meetings. The record shall be entered into the minutes of the next scheduled Board meeting.

## Board of Director Expenses

ATM Board of Directors may be reimbursed for expenses incurred while conducting ATM business including attending Board meetings.

- The Board of Directors may be reimbursed for actual mileage expenses at the standard IRS rate.
- Board Members who fly may be reimbursed the usual and customary amount and as approved by the Board of Directors.
- Board Members will only be reimbursed for actual expenses
- Accommodation reimbursement shall be reimbursed at the discretion of the Board of Directors.
- All receipts and the proper reimbursement form must be submitted within 30 days to the ATM office. Anything not submitted within 30 days will not be reimbursed.
- A temporary moratorium of reimbursement may be imposed.



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## **ATM Conference Attendance**

ATM Board of Directors may attend the Annual ATM conference for free. Food, pre-conference days and rooms shall be paid for by the members of the Board of Directors. Exceptions for accommodations may be made for the Annual Membership Meeting.

## **IV. COMMITTEES**

Committees may be appointed by the Board of Directors for meeting the ongoing needs of ATM.

The Committee Chair will be responsible for reporting committee activities and giving meeting reports to the ATM Board of Directors.

- Committee Chairs must be current members of the Board of Directors.
- Reports shall be submitted to the Secretary no later than one week prior to the next scheduled Board meeting. Committee Chairs will bring committee policy changes, major issues and other pertinent items to the Board of Directors for approval.
- Committee Chairs are responsible for being familiar with committee policies and for following said policies.
- The Education Committee shall submit minutes from all meetings to the Secretary for archiving.
- Committee Chairs are appointed and removed by a 2/3 quorum vote of the Board of Directors.

ATM staff and contractors may participate in committee meetings.

## **Committee Member Attendance at Board Meetings**

Attendance of Committee Members at ATM Board meetings is encouraged but not required.

## **Expenses**

Each Committee Member is responsible for the payment of any personal expenses incurred while working on the committee. Any expenses which a Committee Member feels are reimbursable must be submitted to the Board of Directors for approval within 30 days. Expenses greater than \$100 shall require pre-approval for reimbursement. A temporary moratorium may be imposed by the Board of Directors.

## **Budgets**

Education, Conference and Legislative Committees shall each submit an annual budget to the Treasurer as needed; all budgets must be submitted to the Treasurer no later than September 30 of each calendar year. These budgets will be used to prepare an Annual Budget for the next fiscal year. Budgets will be used to define expenditures for these committees. Any deviation from the budget must be specifically approved by the ATM Board of Directors.

## **Executive Committee**

The Officers of the Board which make up the standing Executive Committee are the President, Vice President, Secretary, Treasurer, Legislative Chair and Education Chair. The Officers are elected at the Annual Meeting by the Board of Directors, with Vice President and Legislative Chair to be elected in 2024, Treasurer and Education Chair to be elected in 2025, and President and Secretary to be elected in 2026. Vacancies mid-term may be filled by the Board of Directors at any time. The terms of each Office shall be three years, with a maximum of two terms. When a position on the Executive Committee is vacated and filled in the middle of a term, the incoming member will complete



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the unfinished term of the previous member, and be eligible for election to two full terms after that. The President, upon election, steps down as Regional Representative of their area of the state.

## Education Committee

The Education Committee shall be chaired by the Education Chair, who is responsible for making all reasonable attempts at filling the Education Committee. The Education Committee reports directly to the Board of Directors. The Education Committee shall conduct all meetings as closed to the membership due to the sensitive content of meetings. The Education Committee meetings are open to the Board of Directors, who should be notified at least 10 days in advance of the date, time and location of a meeting. The Committee shall meet at least quarterly to evaluate and plan all educational business. All decisions will be reached through the voting process. The Education Chair will compose the Committee report to be presented at the Annual Meeting.

Qualifications for the Education Chair are:

- Experience in Midwifery Education
- ATM member
- ATMMTP Preceptor
- Be in agreement with and act in accordance with the ATM Mission Statement, Confidentiality Agreement, the ATM Code of Ethics and Standards of Care.
- The Education Chair may step down as Regional Representative

## Scholarships

The Education Committee shall offer one (1) ATM course Scholarship per year for course fees based on need. The policies/criteria for selecting the scholarship recipient and rules of eligibility will be outlined in the Education Committee Policies.

Funds must be maintained for the Midwives Memorial Fund, the ATM Annual Scholarship and Afua Hassan Student of Color Scholarship.

## Legislative Committee

Responsibilities of the Legislative Committee include monitoring any state legislative activities that may affect the practice of midwifery and informing the Board of Directors of said activity when deemed appropriate. The Legislative Committee reports directly to the Board of Directors. The Legislative Chair shall preside over all Legislative Committee meetings. The Legislative Chair is a liaison between ATM and the Regulatory Authority, the Legislature, the Lobbyist(s) and performs general legislative activities.

The qualifications for Legislative Chair are:

- ATM Member
- Be in agreement with and act in accordance with the ATM Mission Statement, Confidentiality Agreement, the ATM Code of Ethics and Standards of Care.
- Experience with and understanding of the Legislative Process
- The Legislative Chair may step down as a Regional Representative

The Legislative Chair shall prepare the Legislative Committee Reports for each meeting of the Board of Directors.

## Conference Committee

Responsibilities of the Conference Committee include but are not limited to planning and implementing the Annual ATM Conference.



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Members of the Conference Committee include Conference Chair, Local Conference Coordinator, Website Manager, Registration Chair, Vendors/Sponsors/Advertisers Coordinator, Donations, Raffles, and Auction Coordinator, ATM Continuing Education Coordinator, and Volunteer Coordinator. All documents, receipts, spreadsheets, planning, preliminary and final budgets should be uploaded to Google Drive in a Conference folder labeled with the correct year.

The Conference Committee Chair shall submit a report for each meeting of the Board of Directors.

## **V. PROCEDURE FOR CHANGING ATM POLICIES**

ATM's policies will be reviewed annually by the Board of Directors.

Other than during the annual review, any proposed amendments to these Policies must be made available as a proposal to the Board of Directors. These items will be added to the minutes of the next board meeting.

Policies shall only be changed by the voting process. Consideration of any policy changes should take into account Boards' previous policy decisions. Policy changes shall be noted as such in the minutes and updated in the ATM Policy Manual. Said changes shall be inserted in the Manual by the Secretary and given to the Board of Directors prior to the next scheduled Board meeting. The updated Policy will be posted on the ATM website.

## **VI. GUIDELINES FOR VOLUNTEERS**

Volunteers are accountable to the Board of Directors and Committee Chairs. The Board of Directors or committee chair will give guidance and direction to volunteers in performance of their tasks.

## **VII. COLLABORATION**

On occasion ATM may join with other groups to support midwifery. Decisions regarding group association will be made by the ATM Board of Directors.

Upon approval of the Board of Directors, ATM may engage in activities which are specifically related to midwifery, including, but not limited to, midwifery care, nutrition, breast/chest-feeding, natural childbirth, education and evidence-based maternity care.

## **VIII. OPERATIONS**

### **Finances**

The fiscal year will follow the calendar year.

Signatories for the checking account will include the President, Treasurer, and any other member of the Board of Directors, as assigned by the Board of Directors.



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The Treasurer shall ensure that a financial review, compilation or an audit is performed no less frequently than every three years.

A \$35 fee shall be charged on all returned checks to ATM.

## Equipment

An inventory of all ATM Equipment shall be kept by the ATM Board of Directors, which includes the location of the equipment and who has it in their possession.

## Membership List

The ATM membership list will not be loaned or sold to any organization for commercial purposes. Other than for commercial purposes, specific petition for a Membership list must be made to the Board of Directors.

## Promotion

All promotion of ATM functions will be approved by the Board of Directors.

ATM will not publish any material that discriminates on the basis of age, race, color, sexual orientation, gender identity, veteran status, marital status, religion, medical condition, national origin, disability, socioeconomic status, or membership in any protected category under federal, state and local laws.

At the discretion of the Board of Directors any publication may be circulated for promotion of ATM's purposes.

## Continuing Education

ATM may approve Continuing Education units for midwives and students. All continuing education events sponsored by ATM must be approved through the CEU coordinator (if one exists), the Board of Directors, or through another accrediting Board of Directors. The CEU Coordinator or Board of Directors shall be responsible for overseeing the approval of CEU opportunities, maintaining pertinent documents related to the process, forwarding any monies collected for the process, and any other necessary duties to comply with TDLR Midwifery Program Rules relating to continuing education. A master list of approved education opportunities shall be maintained. To reduce fraud, all CEU certificates shall be marked with a numbering system and maintained by the CEU Coordinator or the Board of Directors.

## IX. ANTI-BULLYING AND -HARASSMENT POLICY

### Introduction

The Association of Texas Midwives recognizes the negative impacts of bullying and harassment on the practice and profession of midwifery in Texas. ATM does not tolerate violence, manipulation, or coercion of any kind by any source.

The Board may not prohibit Members from expressing their ideas, including ideas that may offend the sensibilities of others, or from engaging in civil debate. However, the Board does not condone and will take action in response to conduct that interferes with student, Member, or Board member opportunity to learn or dialogue, or interferes with the ATM Mission Statement.



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## Prohibited Behavior

- The following behaviors are prohibited:
  - Bullying;
  - Cyberbullying;
  - Harassment and Sexual Harassment;
  - Retaliation against those reporting such defined behaviors; and
  - Making knowingly false accusations of bullying behavior.

Any person who engages in any of these prohibited behaviors shall be subject to appropriate disciplinary action under this policy.
- In this section, bullying is defined as:
  - deliberate, purposeful, and repeated health-harming mistreatment that takes the form of verbal, written, or electronic abuse;
  - conduct, or behaviors that are threatening, intimidating, or humiliating;
  - sabotage that prevents work from getting done; or
  - some combination of the three above.
- Examples of conduct that may constitute bullying include, but are not limited to:
  - Repeated or pervasive taunting, name-calling, belittling, mocking, put-downs, or demeaning humor;
  - Behavior that is likely to harm someone by damaging or manipulating his or her relationships with others, including but not limited to gossip, spreading rumors, and social exclusion;
  - Non-verbal threats and/or intimidations such as use of aggressive, menacing, or disrespectful gestures;
  - Threats of harm to a person, to their possessions, or to other individuals, whether transmitted verbally or in writing;
  - Blackmail, extortion, demands for protection money, or involuntary loans or donations;
  - Stalking; or
  - Physical contact or injury to another person or their property.
- “Cyberbullying” means bullying through the use of technology or any electronic communication, including, but not limited to, a transfer of signs, signals, writing, images, sounds, data or intelligence of any nature transmitted by the use of any electronic device, including, but not limited to, a computer, telephone, cellular telephone, text messaging device and personal digital assistant.
- Distinguishing Bullying From Conflict  
Bullying is different from conflict. Conflict is a disagreement or argument in which both sides express their views. Bullying is a negative behavior directed by someone exerting power and control over another person. Bullying is done with a goal to hurt, harm, humiliate, or control. With bullying, there is often a power imbalance between those involved, with power defined as elevated social status, being physically larger, or as part of a group against an individual.

## Reporting Bullying

- Allegations of bullying or harassment by a Board Member or a Member against another Board Member or Member shall be reported in writing via email to the ATM Office email address.
- ATM employees, board members, and module instructors are required to report alleged incidents of bullying to the ATM office email.
- Student members enrolled in the ATMMTP shall report alleged incidents of bullying according to the policy outlined in the Student Handbook
- Student members enrolled in a different school or undertaking the PEP process may file reports under this section.



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## Retaliation

Acts of reprisal or retaliation against any person who reports an alleged incident of bullying are prohibited. Any person who is determined to have knowingly falsely accused another of bullying shall be subject to disciplinary consequences including immediate revocation of Membership or termination of Board Membership.

## Responding to a Bullying Allegation

Upon receipt of an email containing allegations of bullying, the Board shall:

- Promptly contact all parties to inform them of the allegations and the plan to investigate and respond to allegations of bullying behavior;
- The Board shall investigate the matter and shall invite each party to present evidence to support their position. The Board shall aim to complete the investigation no later than 30 days after receiving the evidence.
- Keep written documentation for a minimum of 7 years of all allegations of bullying and outcomes of the investigations;
- Inform all parties involved of the findings of the investigation and actions to be taken under this ATM Policy and Bylaws

## Disciplinary Action

If the Board determines that bullying occurred, the Board may impose disciplinary action that includes: warnings, re-education, termination of Membership, or loss of Board Membership.

## X. GRIEVANCE PROCEDURE

### Written Complaint

A complainant shall file a complaint in writing via email to the ATM Office email address.

#### Complaints Against a Board Member

If a complaint is filed against a Board Member, the Board Member shall be given 30 days to submit a reply to the Board. A complaint against a Board Member shall go on the written agenda 10 days before the next Board Meeting. If a meeting is not scheduled within 2 months of the receipt of the complaint, a Special Meeting of the Board will be called. The Board shall review the complaint and the Board Member's reply. The complainant and the Board Member shall be given the chance to appear before the Board. The Board Member will recuse themselves from discussion prior to voting and from voting pertaining to the complaint. The Board shall review complaints on a case-by-case basis.

### Disciplinary Actions

If the Board finds in favor of the complainant, the Board may impose disciplinary action that includes: warnings, re-education, revocation of Membership, or loss of Board Membership.



## **XI. CONFLICT OF INTEREST**

### **Purpose**

The purpose of this Conflict of Interest and Compensation Policy is to protect the Organization's interests when it is considering taking an action or entering into a transaction that might benefit the private interests of a Board Member, result in the payment of excessive compensation to a Board Member or otherwise violate state and federal laws governing conflicts of interest applicable to nonprofit, charitable organizations.

### **Definition of Conflict of Interest**

A potential conflict of interest arises when a Board Member or the Board Member's relative or business

- stands to gain a financial benefit from an action the Organization takes or a transaction into which the Organization enters; or
- has another interest that impairs, or could be seen to impair, the independence or objectivity of the Board Member in discharging the Board Member's duties to the Organization.

### **Disclosing Potential Conflicts of Interest**

- A Board Member shall disclose all potential conflicts of interest as soon as the Member becomes aware of them and always before any actions involving the potential conflict are taken.
- The Board Member shall submit a signed, written statement disclosing all the material facts to the Board of Directors.

### **Annual Statement**

Each Board Member must file an annual disclosure statement disclosing any potential conflict of interest. This must be filed by May 1st every year.

### **Determining Whether a Conflict of Interest Exists**

After a Board Member has disclosed a potential conflict of interest, the Board of Directors shall gather any relevant information and shall determine whether there is a conflict of interest. The Board Member shall not be present for deliberation or vote on the matter and must not attempt to improperly influence the determination of whether a conflict of interest exists. The Board shall consider whether the potential conflict of interest would cause a transaction entered into by the Organization to raise questions of bias, inappropriate use of the Organization's assets, or any other impropriety.

### **Actions Taken after Determination of Conflict of Interest**

If the Board determines that a conflict of interest exists, the Board may authorize the transaction if the Board determines that the transaction is fair, reasonable and in the Organization's best interest at the time of such determination. The Board must contemporaneously document in writing the basis for its approval, including its consideration of any alternative transactions. The Board member(s) with the conflict shall recuse themselves from the vote.





## **Minutes and Documentation**

The minutes of any board meeting at which a matter involving a conflict of interest or potential conflict of interest was discussed or voted upon shall include:

- the name of the interested party and the nature of the interest;
- the decision as to whether the interest presented a conflict of interest;
- any alternatives to a proposed contract or transaction considered by the board; and
- if the transaction was approved, the basis for the approval.

## **XII. ATM CODE OF ETHICS AND STANDARDS OF CARE**

### **Ethics**

Members of the Association of Texas Midwives agree to and act in accordance with the ethical principles as laid out in the 2010 MANA Statement of Values and Ethics, namely seeking to respond to situations with:

- Beneficence, acting so as to benefit others
- Nonmaleficence, avoiding causing harm
- Confidentiality, honoring others' privacy
- Justice, treating people respectfully and equitably
- Autonomy, respecting an individual's right to self-determination
- Moral integrity, acting honestly in the aforementioned ways

Members aim to define their values, respond to the families, midwives and cultures in which they find themselves, act in accordance with their values to the best of their abilities, and engage in ongoing self-examination, evaluation, peer review and professional growth.

### **Standards of Care**

Members of the Association of Texas Midwives agree to and act in accordance with the standards of care as laid out in the 2005 MANA Standards and Qualifications for the Art and Practice of Midwifery whenever acting in the role of midwife or student midwife, if applicable, namely:

- Skills: Providing continuity of care during at least the antepartal, intrapartal, postpartal and newborn periods, using judgment, skill and intuition. In order to achieve this, the midwife must maintain proficiency in life-saving measures and be able to deal with emergency situations appropriately.
- Equipment and treatment: Carrying the equipment needed to assess and provide care.
- Records: Keeping accurate records of care that reflect current standards and that are held confidential.
- Data collection: The prospective collection of data for the practice is recommended.
- Compliance: Informing and assisting parents regarding public health requirements.
- Medical consultation, collaboration and referral: Making reasonable attempts to ensure clients have access to the aforementioned when indicated.
- Screening: Refusing or discontinuing services in situations where the midwife deems this appropriate.
- Informed choice: Presenting accurate self-information, as laid out in the MANA standards and by the state(s) in which the midwife is practicing. The midwife respects the client's right to decline treatment or procedures, documenting this and when choices fall outside the midwife's practice guidelines.
- Continuing Education: Regularly updating skills and knowledge.
- Peer review: On-going case review with peers.
- Practice guidelines: Developing practice guidelines in agreement with the aforementioned MANA standards and statement, and in keeping with their level of expertise.



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- Expanded scope of practice: Incorporating new procedures that improve care consistent with the midwifery model of care, reflecting knowledge of the new procedure.