

## CHECKLIST

**NOTE TO APPLICANT:** This form must be completed and submitted with the original of your application. Be sure to complete each page of this form. Check the appropriate boxes and provide the information requested. This form should be attached as the last pages of the signed original of the application.

Type of Application: ☒ New ☐ Noncompeting Continuation ☐ Competing Continuation ☐ Supplemental

**PART A: The following checklist is provided to assure that proper signatures, assurances, and certifications have been submitted.**

	Included	NOT Applicable
1. Proper Signature and Date on the SF 424 (FACE PAGE) .....	<input checked="" type="checkbox"/>	
2. If your organization currently has on file with HHS the following assurances, please identify which have been filed by indicating the date of such filing on the line provided. (All four have been consolidated into a single form, HHS 690)		
<input checked="" type="checkbox"/> Civil Rights Assurance (45 CFR 80) .....	03/21/2018	
<input checked="" type="checkbox"/> Assurance Concerning the Handicapped (45 CFR 84) .....	03/21/2018	
<input checked="" type="checkbox"/> Assurance Concerning Sex Discrimination (45 CFR 86) .....	03/21/2018	
<input checked="" type="checkbox"/> Assurance Concerning Age Discrimination (45 CFR 90 & 45 CFR 91) .....	03/21/2018	
3. Human Subjects Certification, when applicable (45 CFR 46) .....	<input type="checkbox"/>	<input checked="" type="checkbox"/>

**PART B: This part is provided to assure that pertinent information has been addressed and included in the application.**

	YES	NOT Applicable
1. Has a Public Health System Impact Statement for the proposed program/project been completed and distributed as required? .....	<input type="checkbox"/>	<input checked="" type="checkbox"/>
2. Has the appropriate box been checked on the SF-424 (FACE PAGE) regarding intergovernmental review under E.O. 12372 ? (45 CFR Part 100) .....	<input checked="" type="checkbox"/>	
3. Has the entire proposed project period been identified on the SF-424 (FACE PAGE)? .....	<input checked="" type="checkbox"/>	
4. Have biographical sketch(es) with job description(s) been provided, when required? .....	<input checked="" type="checkbox"/>	<input type="checkbox"/>
5. Has the "Budget Information" page, SF-424A (Non-Construction Programs) or SF-424C (Construction Programs), been completed and included? .....	<input checked="" type="checkbox"/>	
6. Has the 12 month narrative budget justification been provided? .....	<input checked="" type="checkbox"/>	<input type="checkbox"/>
7. Has the budget for the entire proposed project period with sufficient detail been provided? .....	<input type="checkbox"/>	<input checked="" type="checkbox"/>
8. For a Supplemental application, does the narrative budget justification address only the additional funds requested? .....	<input type="checkbox"/>	<input checked="" type="checkbox"/>
9. For Competing Continuation and Supplemental applications, has a progress report been included? .....	<input type="checkbox"/>	<input checked="" type="checkbox"/>

**PART C: In the spaces provided below, please provide the requested information.**

Business Official to be notified if an award is to be made

Prefix:  First Name:  Hal Middle Name:  C.  
Last Name:  Lawrence Suffix:  M.D.  
Title:  Executive Vice President & CEO  
Organization:  American College of Obstetricians and Gynecologists  
Street1:  409 12th Street SW  
Street2:   
City:  Washington  
State:  DC: District of Columbia ZIP / Postal Code:  20024 ZIP / Postal Code4:   
E-mail Address:  hlawrence@acog.org  
Telephone Number:  202-863-2500 Fax Number:

Program Director/Project Director/Principal Investigator designated to direct the proposed project or program.

Prefix:  First Name:  Sarah Middle Name:   
Last Name:  Carroll Suffix:   
Title:  Director  
Organization:  American College of Obstetricians and Gynecologists  
Street1:  409 12th Street, SW  
Street2:   
City:  Washington  
State:  DC: District of Columbia ZIP / Postal Code:  20024 ZIP / Postal Code4:   
E-mail Address:  scarroll@acog.org  
Telephone Number:  2028632443 Fax Number:

HHS Checklist (08-2007)

**PART D: A private, nonprofit organization must include evidence of its nonprofit status with the application. Any of the following is acceptable evidence. Check the appropriate box or complete the "Previously Filed" section, whichever is applicable.**

- ☐ (a) A reference to the organization's listing in the Internal Revenue Service's (IRS) most recent list of tax-exempt organizations described in section 501(c)(3) of the IRS Code.
- ☒ (b) A copy of a currently valid Internal Revenue Service Tax exemption certificate.
- ☐ (c) A statement from a State taxing body, State Attorney General, or other appropriate State official certifying that the applicant organization has a nonprofit status and that none of the net earnings accrue to any private shareholders or individuals.
- ☐ (d) A certified copy of the organization's certificate of incorporation or similar document if it clearly establishes the nonprofit status of the organization.
- ☐ (e) Any of the above proof for a State or national parent organization, and a statement signed by the parent organization that the applicant organization is a local nonprofit affiliate.

If an applicant has evidence of current nonprofit status on file with an agency of HHS, it will not be necessary to file similar papers again, but the place and date of filing must be indicated.

Previously Filed with: (Agency)

on (Date)



## INVENTIONS

If this is an application for continued support, include: (1) the report of inventions conceived or reduced to practice required by the terms and conditions of the grant; or (2) a list of inventions already reported, or (3) a negative certification.

## EXECUTIVE ORDER 12372

Effective September 30, 1983, Executive Order 12372 (Intergovernmental Review of Federal Programs) directed OMB to abolish OMB Circular A-95 and establish a new process for consulting with State and local elected officials on proposed Federal financial assistance. The Department of Health and Human Services implemented the Executive Order through regulations at 45 CFR Part 100 (Inter-governmental Review of Department of Health and Human Services Programs and Activities). The objectives of the Executive Order are to (1) increase State flexibility to design a consultation process and select the programs it wishes to review, (2) increase the ability of State and local elected officials to influence Federal decisions and (3) compel Federal officials to be responsive to State concerns, or explain the reasons.

The regulations at 45 CFR Part 100 were published in the Federal Register on June 24, 1983, along with a notice identifying the

Department's programs that are subject to the provisions of Executive Order 12372. Information regarding HHS programs subject to Executive Order 12372 is also available from the appropriate awarding office.

States participating in this program establish State Single Points of Contact (SPOCs) to coordinate and manage the review and comment on proposed Federal financial assistance. Applicants should contact the Governor's office for information regarding the SPOC, programs selected for review, and the consultation (review) process designed by their State.

Applicants are to certify on the face page of the SF-424 (attached) whether the request is for a program covered under Executive Order 12372 and, where appropriate, whether the State has been given an opportunity to comment.

**BY SIGNING THE FACE PAGE OF THIS APPLICATION, THE APPLICANT ORGANIZATION CERTIFIES THAT THE STATEMENTS IN THIS APPLICATION ARE TRUE, COMPLETE, AND ACCURATE TO THE BEST OF THE SIGNER'S KNOWLEDGE, AND THE ORGANIZATION ACCEPTS THE OBLIGATION TO COMPLY WITH U.S. DEPARTMENT OF HEALTH AND HUMAN SERVICES' TERMS AND CONDITIONS IF AN AWARD IS MADE AS A RESULT OF THE APPLICATION. THE SIGNER IS ALSO AWARE THAT ANY FALSE, FICTITIOUS, OR FRAUDULENT STATEMENTS OR CLAIMS MAY SUBJECT THE SIGNER TO CRIMINAL, CIVIL, OR ADMINISTRATIVE PENALTIES.**

**THE FOLLOWING ASSURANCES/CERTIFICATIONS ARE MADE AND VERIFIED BY THE SIGNATURE OF THE OFFICIAL SIGNING FOR THE APPLICANT ORGANIZATION ON THE FACE PAGE OF THE APPLICATION:**

**Civil Rights – Title VI of the Civil Rights Act of 1964 (P.L. 88-352)**, as amended, and all the requirements imposed by or pursuant to the HHS regulation (45 CFR part 80).

**Handicapped Individuals – Section 504 of the Rehabilitation Act of 1973 (P.L. 93-112)**, as amended, and all requirements imposed by or pursuant to the HHS regulation (45 CFR part 84).

**Sex Discrimination – Title IX of the Educational Amendments of 1972 (P.L. 92-318)**, as amended, and all requirements imposed by or pursuant to the HHS regulation (45 CFR part 86).

**Age Discrimination – The Age Discrimination Act of 1975 (P.L. 94-135)**, as amended, and all requirements imposed by or pursuant to the HHS regulation (45 CFR part 91).

**Debarment and Suspension – Title 2 CFR part 376.**

**Certification Regarding Drug-Free Workplace Requirements – Title 45 CFR part 82.**

**Certification Regarding Lobbying – Title 32, United States Code, Section 1352 and all requirements imposed by or pursuant to the HHS regulation (45 CFR part 93).**

**Environmental Tobacco Smoke – Public Law 103-227.**

**Program Fraud Civil Remedies Act (PFCRA)**

000003

**Report on Programmatic, Budgetary, and Commitment Overlap**

This application will not result in programmatic, budgetary, or commitment overlap with any other application or award submitted to another funding source in the same fiscal year.

ORGANIZATION: The American College of Obstetricians and Gynecologist

AGREEMENT DATE: 3/14/2017

### SECTION III: GENERAL

#### A. LIMITATIONS:

The rates in this Agreement are subject to any statutory or administrative limitations and apply to a given grant, contract or other agreement only to the extent that funds are available. Acceptance of the rates is subject to the following conditions: (1) Only costs incurred by the organization were included in its indirect cost pool as finally accepted; such costs are legal obligations of the organization and are allowable under the governing cost principles; (2) The same costs that have been treated as indirect costs are not claimed as direct costs; (3) Similar types of costs have been accorded consistent accounting treatment; and (4) The information provided by the organization which was used to establish the rates is not later found to be materially incomplete or inaccurate by the Federal Government. In such situations the rate(s) would be subject to renegotiation at the discretion of the Federal Government.

#### B. ACCOUNTING CHANGES:

This Agreement is based on the accounting system purported by the organization to be in effect during the Agreement period. Changes to the method of accounting for costs which affect the amount of reimbursement resulting from the use of this Agreement require prior approval of the authorized representative of the cognizant agency. Such changes include, but are not limited to, changes in the charging of a particular type of cost from indirect to direct. Failure to obtain approval may result in cost disallowances.

#### C. FIXED RATES:

If a fixed rate is in this Agreement, it is based on an estimate of the costs for the period covered by the rate. When the actual costs for this period are determined, an adjustment will be made to a rate of a future year(s) to compensate for the difference between the costs used to establish the fixed rate and actual costs.

#### D. USE BY OTHER FEDERAL AGENCIES:

The rates in this Agreement were approved in accordance with the authority in Title 2 of the Code of Federal Regulations, Part 200 (2 CFR 200), and should be applied to grants, contracts and other agreements covered by 2 CFR 200, subject to any limitations in A above. The organization may provide copies of the Agreement to other Federal Agencies to give them early notification of the Agreement.

#### E. OTHER:

If any Federal contract, grant or other agreement is reimbursing indirect costs by a means other than the approved rate(s) in this Agreement, the organization should (1) credit such costs to the affected programs, and (2) apply the approved rate(s) to the appropriate base to identify the proper amount of indirect costs allocable to these programs.

BY THE INSTITUTION:

The American College of Obstetricians and Gynecologist

(INSTITUTION)

(SIGNATURE)

(NAME)

(TITLE)

(DATE)

ON BEHALF OF THE FEDERAL GOVERNMENT:

DEPARTMENT OF HEALTH AND HUMAN SERVICES

(AGENCY)

Darryl W. Mayes -A

Digitally signed by Darryl W. Mayes -A  
DN: cn=Darryl W. Mayes -A, o=U.S. Government, ou=HHS, ou=PSC,  
ou=People, ou=2342.16200.000.100.1.1, +2000131069,  
c=Darryl W. Mayes -A  
Date: 2017.03.17 16:05:27 -0400

(SIGNATURE)

for Arif Karim

(NAME)

Director, Cost Allocation Services

(TITLE)

3/14/2017

(DATE) 7971

HHS REPRESENTATIVE: Shon Turner

Telephone: (214) 767-3261























































































## DISCLOSURE OF LOBBYING ACTIVITIES

**Complete this form to disclose lobbying activities pursuant to 31 U.S.C.1352**

Approved by OMB

4040-0013

<b>1. * Type of Federal Action:</b> <input type="checkbox"/> a. contract <input checked="" type="checkbox"/> b. grant <input type="checkbox"/> c. cooperative agreement <input type="checkbox"/> d. loan <input type="checkbox"/> e. loan guarantee <input type="checkbox"/> f. loan insurance	<b>2. * Status of Federal Action:</b> <input type="checkbox"/> a. bid/offer/application <input checked="" type="checkbox"/> b. initial award <input type="checkbox"/> c. post-award	<b>3. * Report Type:</b> <input checked="" type="checkbox"/> a. initial filing <input type="checkbox"/> b. material change
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**4. Name and Address of Reporting Entity:**  
☒ Prime    ☐ SubAwardee  
 \* Name   
 \* Street 1     Street 2   
 \* City     State     Zip   
 Congressional District, if known:

**5. If Reporting Entity in No.4 is Subawardee, Enter Name and Address of Prime:**

<b>6. * Federal Department/Agency:</b> <input style="width: 95%;" type="text" value="Centers for Disease Control and Preventi"/>	<b>7. * Federal Program Name/Description:</b> <input style="width: 95%;" type="text" value="Strengthening Public Health Systems and Services through National Partnerships to Improve and Protect the Nation?s Healt"/> CFDA Number, if applicable: <input style="width: 100px;" type="text" value="93.421"/>
<b>8. Federal Action Number, if known:</b> <input style="width: 95%;" type="text"/>	<b>9. Award Amount, if known:</b> \$ <input style="width: 150px;" type="text"/>

**10. a. Name and Address of Lobbying Registrant:**  
 Prefix     \* First Name     Middle Name   
 \* Last Name     Suffix   
 \* Street 1     Street 2   
 \* City     State     Zip

**b. Individual Performing Services** (including address if different from No. 10a)  
 Prefix     \* First Name     Middle Name   
 \* Last Name     Suffix   
 \* Street 1     Street 2   
 \* City     State     Zip

**11.** Information requested through this form is authorized by title 31 U.S.C. section 1352. This disclosure of lobbying activities is a material representation of fact upon which reliance was placed by the tier above when the transaction was made or entered into. This disclosure is required pursuant to 31 U.S.C. 1352. This information will be reported to the Congress semi-annually and will be available for public inspection. Any person who fails to file the required disclosure shall be subject to a civil penalty of not less than \$10,000 and not more than \$100,000 for each such failure.

<b>* Signature:</b> <input style="width: 90%;" type="text" value="Sarah Carroll"/>	<b>* Name:</b> Prefix <input style="width: 80px;" type="text"/> * First Name <input style="width: 150px;" type="text" value="Sarah"/> Middle Name <input style="width: 150px;" type="text"/> * Last Name <input style="width: 200px;" type="text" value="Carroll"/> Suffix <input style="width: 80px;" type="text"/>
<b>Title:</b> <input style="width: 90%;" type="text" value="Director"/>	<b>Telephone No.:</b> <input style="width: 150px;" type="text" value="(202) 863-2443"/> <b>Date:</b> <input style="width: 150px;" type="text" value="03/27/2018"/>



The American College of  
Obstetricians and Gynecologists  
WOMEN'S HEALTH CARE PHYSICIANS

## STRATEGIC PLAN

### OPERATIONAL MISSION STATEMENT

The American College of Obstetricians and Gynecologists is a membership organization dedicated to the advancement of women's health care and the professional and socioeconomic interests of its members through continuing medical education, practice, research and advocacy.

### VISION STATEMENT

The College, as the premier organization for obstetricians and gynecologists and providers of women's health care, will provide the highest quality education worldwide, continuously improve health care for women through practice and research, lead advocacy for women's health care issues nationally and internationally, and provide excellent organizational support and services for our members.

### CORE VALUES

As an organization dedicated to the advancement of women's health care and the betterment of our membership, we value:

- **Access for all women to high quality safe health care**
- **Professionalism of our membership** as manifested in high ethical standards, collegiality, communication, mentoring, leadership development, diversity and life-long learning
- **Scholarship in medical science** through health care research and education
- **Advocacy for women** and our members in our role as the authority on the specialty and on women's health information for patients, providers, organizations and governments

### GOALS

#### ▪ Goal: Education

**To provide evidence-based knowledge in women's health to our membership and to the women we serve, we will:**

- Use broad-based communication approaches, educational models and meeting formats to address educational needs of our membership
- Encourage the advancement of women's health research and its integration into practice

#### ▪ Goal: Practice

**To promote quality, safety, efficiency and stability for the delivery of women's health care services, we will:**

- Provide and maintain guidelines for quality of care and encourage the use of these guidelines by all providers of women's health care
- Promote patient safety in all aspects of health care for women



- Address issues related to the economic environment and its impact on obstetrics and gynecology practice, in order to facilitate the creation of safe and efficient practice models
- Assist in the development of a qualified workforce, appropriate for the local environment and workforce demographics
- **Goal: Advocacy**
  - To advocate for evolving issues in the specialty of obstetrics and gynecology and for the overall improvement of women's health, we will:**
  - Enhance rapid, easy, accurate and multidirectional communication methods between the College and women, government, media and health care organizations
  - Identify barriers to access to women's health care and assist in the development of solutions
  - Communicate and educate in collaboration with other national and international qualified professional organizations on issues affecting women's health care and safety
  - Advocate for funding for women's health research
- **Goal: Membership and Organizational Structure**
  - To continuously improve and maintain an organizational structure that will support and sustain our membership and fulfill our organizational mission and vision, we will:**
  - Evaluate and improve the College governance structure
  - Maintain high qualifications for College membership
  - Promote involvement of our membership at all levels of the organization

Approved by the Executive Board: July 2009  
Revised for name change: January 2018



AMERICAN COLLEGE OF  
OBSTETRICIANS AND GYNECOLOGISTS

Bylaws

Amended January 2018

**AMERICAN COLLEGE OF  
OBSTETRICIANS AND GYNECOLOGISTS  
BYLAWS  
Amended January 2018**

**ARTICLE I**

**Name**

The name of the corporation is the “American College of Obstetricians and Gynecologists,” hereinafter sometimes referred to as “the College.” The American College of Obstetricians and Gynecologists was formally known as The American Congress of Obstetricians and Gynecologists.

**ARTICLE II**

**Objectives, Powers, and Transition**

Section 1. Objectives. The objectives of the College shall be to foster and stimulate improvements in all aspects of the health care of women; to establish and maintain the highest standards of practice; to promote high ethical standards; to establish and promote policy positions on issues affecting the specialty of obstetrics and gynecology; and to promote, represent, and advance the professional and socioeconomic interests of its members.

Section 2. Powers. The College shall have all the powers of a not-for-profit corporation as are now or shall hereafter be conferred by the statutes of the State of Illinois.

**ARTICLE III**

**Membership**

Section 1. Membership. Effective January 1, 2018, all Fellows, Life Fellows, Junior Fellows, and members in other categories of the College shall automatically be members in the same category of the ACOG Foundation (formally known as The American College of Obstetricians and Gynecologists) and Honorary Fellows in the ACOG Foundation shall automatically be Honorary Fellows in the College.

Section 3. Fellows and Members in All Categories. Fellows, Life Fellows, Junior Fellows, Honorary Fellows, and members in other categories shall be elected in accordance with the bylaws of the College and the policies and procedures of the Executive Board.

## ARTICLE IV

### **Fellows, Their Qualifications, Privileges, and Obligation**

Section 1. Qualifications. A Fellow in the College shall have an unrestricted medical license in each jurisdiction where the Fellow is licensed, shall be certified by the American Board of Obstetrics and Gynecology, Inc., (“ABOG”) or any other organization recognized by the College as a certifying entity, and shall meet all other qualifications for Fellow status as established by the Executive Board. A Fellow who fails to maintain these qualifications may be disciplined in accordance with policies and procedures of the Executive Board.

Section 2. Immediate Loss of Membership. A Fellow’s membership shall immediately end upon death or as defined in the policies and procedures of the Executive Board.

Section 3. Privileges. A Fellow shall have the right to vote and hold office in the College. No Fellow may serve simultaneously in more than one elected office of the College, including national, district, and section levels.

Section 4. Obligation. A Fellow shall immediately notify the College if there has been any adverse action taken against the Fellow’s medical license in any jurisdiction or if the Fellow is no longer certified by ABOG or any other organization recognized by the College as a certifying entity.

## ARTICLE V

### **Life Fellows, Their Qualifications, Privileges, and Obligation**

Section 1. Qualifications. A Life Fellow in the College shall meet the qualifications for Life Fellows as established by the Executive Board.

Section 2. Immediate Loss of Membership. A Life Fellow’s membership shall immediately end upon death or as defined in the policies and procedures of the Executive Board.

Section 3. Privileges. Life Fellows shall be eligible to vote; however, they shall not hold office or serve on the Committee on Nominations.

Section 4. Obligation. A Life Fellow shall immediately notify the College if there has been any adverse action taken against the Life Fellow’s medical license in any jurisdiction.

## ARTICLE VI

### **Junior Fellows, Their Qualifications, Privileges, and Obligation**

Section 1. Qualifications. A Junior Fellow in the College shall meet the qualifications for Junior Fellows as established by the Executive Board.

Section 2. Immediate Loss of Membership as a Junior Fellow. A Junior Fellow's membership as a Junior Fellow shall immediately end:

- a. Upon election as a Fellow in the College.
- b. Upon failure of the Junior Fellow to submit an application to be a Fellow in the College within one year after the Junior Fellow becomes eligible to apply to be a Fellow, or within 14 years after starting graduate training in obstetrics and gynecology, whichever occurs first. Exception may be made according to policies and procedures established by the Executive Board.
- c. Upon death or as defined in the policies and procedures of the Executive Board.

Section 3. Privileges. Junior Fellows shall not be eligible to vote or hold office, but shall have the right to vote and hold office as related to Junior Fellow activities. Junior Fellows also may vote when authorized by the Executive Board.

Section 4. Obligation. A Junior Fellow shall immediately notify the College if there has been any adverse action taken against the Junior Fellow's medical license in any jurisdiction.

Section 5. Organization of Junior Fellows. Junior Fellows shall be organized according to guidelines established by the Executive Board, and shall not adopt bylaws but may adopt policies and procedures that do not conflict with College bylaws or policies.

## ARTICLE VII

### **Members in Other Categories, Their Qualifications, Termination, and Privileges**

Section 1. Qualifications. In addition to Fellow, Life Fellow, and Junior Fellow, other categories of members, including Honorary Fellows may be established by the Executive Board. Members in these other categories shall meet the qualifications as established by the Executive Board.

Section 2. Termination. Members in these other categories as defined herein may be terminated in the event of resignation, delinquency, death, or other cause deemed sufficient by the Executive Board, without prior notice or hearing.

Section 3. Privileges. Members in these other categories shall not be eligible to vote or hold office but may vote when authorized by the Executive Board.

## ARTICLE VIII

### **Reciprocity, Discipline, and Termination of Fellows, Life Fellows, and Junior Fellows**

Section 1. Reciprocity. The College and the Fellows, Life Fellows, and Junior Fellows acknowledge and agree that any disciplinary actions, including warning, censure, suspension, and expulsion, and any grievance-related process or notification taken by the ACOG Foundation prior to January 1, 2010 shall have the same effect in the same manner on the status of the individual's membership in the College effective as of January 1, 2010. The College and the Fellows, Life Fellows, and Junior Fellows acknowledge and agree that any complaints or investigations that were pending before the ACOG Foundation Grievance Committee, Appeals Panel Committee or the Executive Board prior to January 1, 2010, shall continue to be assigned to the appropriate committee of the College or the Executive Board of the College. The College and the Fellows, Life Fellows, and Junior Fellows acknowledge and agree that any disciplinary actions, including warning, censure, suspension, and expulsion and any disciplinary-related process or notification taken by the College shall have the same effect in the same manner on the status of the individual's membership in the ACOG Foundation.

Immediate loss of membership for any reason in the College shall result in immediate loss of membership in the ACOG Foundation.

Section 2. Disciplinary Actions. A Fellow, Life Fellow, or Junior Fellow may be issued a warning, censured, suspended for a stated period of time, or expelled for failure to maintain the requirements for such category of membership, for violations of the *Code of Professional Ethics* adopted by the College, for conduct inconsistent with the College bylaws, for an adverse action against a medical license held by the Fellow, Life Fellow, or Junior Fellow, or for any other conduct detrimental to and inconsistent with the purposes of the College. A Fellow or Junior Fellow may be issued a warning, censured, suspended for a stated period of time, or expelled for loss of certification by ABOG or any other organization recognized by the College as a certifying entity. Disciplinary actions shall be decided according to policies and procedures established by the Executive Board.

Section 3. Expulsion. Upon expulsion of a Fellow, Life Fellow, or Junior Fellow in any category, all rights and privileges of that category of membership in the College shall be forfeited and terminated. Any Fellow, Life Fellow, or Junior Fellow who has been expelled may reapply to the College according to policies and procedures established by the Executive Board.

Section 4. Delinquency. Fellows and Junior Fellows shall pay all dues and assessments required by the College, including national, district, and section dues. A Fellow or Junior Fellow who fails to pay national, district, or section dues or assessments within 90 days



after they become due shall be given notice of the delinquency and shall be terminated from membership in the College and the ACOG Foundation. Any Fellow or Junior Fellow who has been terminated from membership for reasons of delinquency may be reinstated according to policies and procedures established by the Executive Board.

Section 5. Resignation. A Fellow, Life Fellow, or Junior Fellow may resign by providing written notice to the College. A Fellow, Life Fellow, or Junior Fellow who resigns from membership in the College automatically resigns from the ACOG Foundation. Resignation from the College shall not relieve an individual of the obligation to pay outstanding dues or assessments.

Section 6. Notifications. All notifications of disciplinary actions and resignations or terminations prior to the conclusion of the grievance process or other disciplinary process shall be in accordance with policies and procedures established by the Executive Board.

## **ARTICLE IX**

### **National Officers, Fellows-at-Large and Young Physicians-at-Large**

Section 1. National Officers. The national officers of the College shall consist of the following:

President	Secretary
President Elect	Assistant Secretary
Immediate Past President	Treasurer
Executive Vice President and Chief Executive Officer	

Section 2. Duties of National Officers.

- a. President. The President shall preside at all meetings of the College and of the Executive Board and shall perform all other duties usually associated with the office of President, including the appointment and direction of all College committees authorized by the Executive Board, except the Committee on Nominations. The President shall deliver a presidential address at the Inauguration and Convocation. The President shall be an ex officio member of all committees except the Committee on Nominations, Compensation Committee, the Grievance Committee, and the Appeals Panel Committee. If the President's position becomes vacant, the President Elect shall serve as the Acting President and shall serve out the remainder of the President's term. After serving as Acting President, the President Elect shall serve his or her own term as President.

- b. President Elect. The President Elect shall assist and cooperate with the President. The President Elect shall name College committee appointees to serve during his or her term of office as President, except for the Committee on Nominations. These appointees will begin to function upon adjournment of the Annual Business Meeting. If the President Elect position becomes vacant, except under the circumstance when the President Elect become the Acting President, the Executive Board shall elect a successor from one or more nominee(s) submitted by the Committee on Nominations in accordance with policies and procedures established by the Executive Board. If the President Elect becomes Acting President, then this position will remain vacant until the next election cycle.
- c. Immediate Past President. The Immediate Past President shall be a member of the Grievance Committee, and shall carry out other duties as assigned by the President. When the President Elect becomes Acting President, the Immediate Past President shall serve for another term. If the Immediate Past President position is vacated, the most recent available past president shall serve as the replacement for the remainder of the term of office.
- d. Treasurer. The Treasurer shall be responsible for collecting all monies, for making all authorized disbursements, for rendering an account thereof, at the Annual Business Meeting, and for arranging an annual audit of College accounts. The Treasurer shall be under bond upon such terms, conditions, and for such amounts as shall be affirmed by the Executive Board. If the Treasurer position is vacated, the Executive Board shall appoint a successor to serve for the remainder of the term of office.
- e. Secretary. The Secretary shall be responsible for the records of all meetings of the College and of the Executive Board, and for the correspondence of the College, and shall perform all the ordinary duties of the office. The Secretary shall be an ex officio member of all committees, except the Committee on Nominations, Compensation Committee, Grievance Committee, and the Appeals Panel Committee. When for any reason the Secretary is unable to serve as Secretary, the Assistant Secretary shall assume the duties of the Secretary. If the Secretary position is vacated, the Assistant Secretary becomes Secretary for the remainder of the term of office.
- f. Assistant Secretary. The Assistant Secretary shall assist the Secretary and shall serve as chair of the Committee on Credentials and serve on the Grievance Committee. The Assistant Secretary shall assume the duties of the Secretary when for any reason the Secretary is unable to serve. If the Secretary position is vacated, the Assistant Secretary becomes Secretary for

the remainder of the term of office. If the Assistant Secretary position is vacated, the Executive Board shall appoint a successor to serve the remainder of the term of office.

- g. Executive Vice President and Chief Executive Officer. The Executive Vice President and Chief Executive Officer shall be responsible for overall management of the College under policies of the Executive Board. The Executive Vice President and Chief Executive Officer is appointed by the Executive Board of the College in accordance with policies and procedures established by the Executive Board. The Executive Vice President and Chief Executive Officer shall not have the right to vote on any matter presented to the Executive Board or the Executive Committee for a vote. The Executive Vice President and Chief Executive Officer has the right to attend and participate at all meetings and executive sessions of the Executive Board and the Executive Committee, except for executive sessions when the Executive Vice President and Chief Executive Officer's performance is being discussed.

Section 3. Fellows-at-Large. There are two Fellow-at-Large positions on the Executive Board. A Fellow-at-Large shall have been a Fellow for more than eight years as of the deadline for submission of nomination materials for the office. If a Fellow-at-Large position is vacated, the Executive Board shall appoint a successor to serve the remainder of the term of office.

Section 4. Young Physicians-at-Large. There are three Young Physician-at-Large positions on the Executive Board and effective upon adjournment of the 2018 Annual Business Meeting, there will be two Young Physician-at-Large positions. A Young Physician-at-Large shall have been a Fellow for eight or fewer years as of the deadline for submission of nomination materials for the office. If a Young Physician-at-Large position is vacated, the Executive Board shall appoint a successor to serve the remainder of the term of office.

## **ARTICLE X**

### **Committee on Nominations**

Section 1. Composition. The Committee on Nominations is composed according to policies and procedures established by the Executive Board, which includes the following:

- a. The three past presidents most recently retired from the Executive Board who are available shall serve on the committee, and one of them shall serve as chair.



- b. Each district shall have one representative as a member of the committee and two alternates to be selected in the following manner:
  - 1. The district chairs who have most recently retired from the Executive Board during the calendar year preceding the first meeting of the committee who are available shall serve as the representatives of their districts on the committee for that year.
  - 2. A representative for each of the remaining districts shall be elected by his or her district advisory council at the time of the annual district meeting or at the last district advisory council meeting of the calendar year.
  - 3. Two alternate representatives shall be elected in order of preference by each district advisory council at the time of the annual district meeting or at the last district advisory council meeting of the calendar year.
- c. Two additional members of the Committee on Nominations shall be young physicians from two different districts who have been a Fellow for twelve or fewer years, selected according to policies and procedures established by the Executive Board. Neither young physician shall be from the same district as any past president who is a member of the Committee on Nominations.
- d. No member of the Executive Board or salaried employee of the College or the ACOG Foundation shall serve on the Committee on Nominations.

Section 2. Duties. The duties of the Committee on Nominations shall be to prepare a slate of nominees, one nominee for each vacant national officer, Fellow-at-Large, and Young Physician-at-Large position, from among the names submitted to the committee according to policies and procedures established by the Executive Board; that is President Elect, Treasurer, Secretary, Assistant Secretary, Fellow-at-Large, and Young Physician-at-Large on the Executive Board, in that order.

Section 3. Candidates for Nomination.

- a. Each district advisory council shall encourage appropriate candidates from within the district to submit their materials for candidacy for vacant national officer, Fellow-at-Large or Young Physician-at-Large positions.

- b. Candidates for nomination must declare the office or offices for which they are candidates according to policies and procedures established by the Executive Board. Candidates for a Fellow-at-Large position shall have been a Fellow for more than eight years as of the deadline date for submission of nomination materials. Candidates for Young Physician-at-Large positions shall be a Fellow for eight or fewer years as of the deadline date for submission of nomination materials.
- c. No Fellow shall be eligible to be a candidate for nomination for the same national officer position, a Fellow-at-Large position or a Young Physician-at-Large position more than four times.
- d. No salaried employee of the College or the ACOG Foundation shall be eligible for nomination.

Section 4. Election. The election process shall be conducted in accordance with policies and procedures established by the Executive Board. The slate of nominees for all elective offices shall be made available to all voting Fellows at least thirty days before the Annual Business Meeting. The election of all nominees shall be by majority vote of all Fellows, in person or by proxy, voting at the Annual Business Meeting. Nominations will not be accepted from the floor during the Annual Business Meeting.

Section 5. Term of Office. The terms of office for the President, President Elect and Immediate Past President shall be one year. The terms of office shall expire upon adjournment of the Annual Business Meeting the following year. At the expiration of their terms, the President Elect shall automatically become President and the President shall automatically become Immediate Past President. The term of office for Treasurer shall be three years, however, effective with the May 2018 election the Treasurer's term of office shall be two years. The term of office for the Secretary shall be three years, however, effective with the May 2019 election the Secretary's term of office shall be two years. The expiration of these terms of office shall occur upon adjournment of the Annual Business Meeting. The term of office for the Assistant Secretary shall be two years. The term of office shall expire upon adjournment of the Annual Business Meeting two years following the election. The terms of office for Fellows-at-Large shall be two years. The terms of office shall expire at the adjournment of the Annual Business Meeting two years following their election. The terms of office for Young Physicians-at-Large shall be three years, however, the term of office shall be two years for the Young Physicians-at-Large elected beginning with the 2019 election. The expiration of these terms of office shall occur upon adjournment of the Annual Business Meeting.

Section 6. Re-election. The presidential officers, Treasurer, Secretary, Assistant Secretary, Fellows-at-Large and Young Physicians-at-Large shall not be eligible for re-election.

Section 7. Removal of Officers and Directors. No officer or director may be removed from office, except in accordance with Illinois law.

## **ARTICLE XI**

### **Executive Board**

Section 1. Members. The Executive Board shall consist of the President, President Elect, Immediate Past President, Treasurer, Secretary, Assistant Secretary, Public Member, Executive Vice President and Chief Executive Officer, chair and vice chair of the Junior Fellow College Advisory Council, the district chairs, two Fellows-at-Large, three Young Physicians-at-Large until adjournment of the 2018 Annual Business Meeting, when the number will be reduced to two Young Physicians-at-Large, one subspecialty representative from each of the subspecialties of obstetrics and/or gynecology recognized by the Accreditation Council for Graduate Medical Education (ACGME), and a representative from ABOG. The total number of Executive Board members shall not exceed 32 individuals.

Section 2. Powers and Duties. The general management of the College shall be vested in the Executive Board, whose powers and duties shall be those ordinarily held and performed by the board of directors of a corporation. It shall:

- a. Transact all business required to carry out the objectives of the organization arising in the interim between Annual Business Meetings.
- b. Manage, control, and conserve the property interests of the College.
- c. Establish policies and procedures for the election or appointment of Fellows, Junior Fellows, Life Fellows, and members.
- d. Fix initiation fees, national dues, and special assessments of all categories of membership.
- e. Approve district and section dues.
- f. Fix boundaries of districts and sections and create new districts and sections when necessary, according to policies and procedures established by the Executive Board.
- g. Call special meetings of the College.
- h. Create standing and temporary committees.

- i. Act as the nominating committee for the position of Public Member.
- j. Resolve disputes between the section, district, and national levels of the organization, including an appropriate process of appeal.
- k. Transact all business, not otherwise provided for, that may pertain to the College.

Section 3. Time and Place of Meetings. The President shall set the time and place of the meetings of the Executive Board. At least 15 business days' notice of such meetings shall be given by the Secretary.

Section 4. Quorum and Manner of Acting.

- a. Fifty percent of the voting members of the Executive Board shall constitute a quorum for the transaction of business.
- b. The act of a majority of the voting members of the Executive Board present at a duly called meeting at which a quorum is present shall be considered an action of the Executive Board, unless a greater number of voting Executive Board members is required by law, the Articles of Incorporation, contract, or these bylaws.
- c. The Executive Board may conduct any meeting of the Executive Board through the use of a conference telephone or other communications equipment by means of which all persons participating in the meeting can communicate with each other. All members of the Executive Board are expected to be present for all standing, scheduled meetings; if a board member must be physically absent from an Executive Board meeting for illness or other compelling reason, that member may participate and act at that Executive Board meeting by telephone or other communications equipment with the prior approval of the President.
- d. Any action to be taken at a meeting of the Executive Board may be taken without a meeting if a consent in writing, setting forth the action taken, is signed by all of the Executive Board members entitled to vote.

Section 5. Public Member. The Public Member shall be nominated by the Executive Board, and the name submitted in writing to all voting Fellows at least 30 days before the Annual Business Meeting. The election shall be by majority vote of all Fellows, in person or by proxy, voting at the Annual Business Meeting. The term of office shall be two years, expiring at the adjournment of the Annual Business Meeting two years following the election. The Public Member shall serve no more than two terms.

Section 6. Subspecialty Representatives. The subspecialty representatives shall be Fellows of the College who are certified in ACGME-recognized subspecialties, one from each ACGME-recognized subspecialty, and nominated by the subspecialty organizations selected according to policies and procedures established by the Executive Board. The term of office for each representative shall be three years, however, the term of office shall be two years for a Subspecialty Representative in accordance with the schedule established by the Executive Board. The expiration of these terms of office shall occur at the adjournment of the Annual Business Meeting. A subspecialty representative shall not serve more than one term.

Section 7. American Board of Obstetrics and Gynecology, Inc. The ABOG Executive Director shall be a Fellow of the College and shall be an ex officio member to the Executive Board. The ABOG Representative shall not have the right to vote on any matter presented to the Executive Board for a vote. The ABOG Representative has the right to attend and participate at all meetings and executive sessions of the Executive Board.

Section 8. Executive Committee. The Executive Committee shall consist of the President, President Elect, Immediate Past President, Secretary, Treasurer, Assistant Secretary, Chair of the Council of District Chairs, and the Executive Vice President and Chief Executive Officer. It shall transact business arising in the interim between Executive Board meetings, and shall have such other powers and duties as authorized by the Executive Board. A majority of the voting members of the Executive Committee shall constitute a quorum for the transaction of business and an act of a majority of the voting members of the committee at a meeting at which a quorum is present shall be the act of the committee.

## **ARTICLE XII**

### **Annual and Special Meetings**

Section 1. Annual Business Meeting. A meeting of the College, to be known as the Annual Business Meeting, shall be held each year.

Section 2. Time and Place of the Annual Business Meeting. The time and place of the Annual Business Meeting shall be designated by the Executive Board. The Secretary shall give notice thereof to each Fellow not less than five nor more than 60 days before the date of the meeting.

Section 3. Transaction of Business. Election of officers, certification of replacements for the Executive Board, and transaction of other business shall be conducted at the Annual Business Meeting.

Section 4. Special Meetings. Special meetings of the College may be called by the Executive Board at such time and place as it may designate provided notice thereof shall

have been given to each Fellow not less than five nor more than 60 days before the date of the meeting, which notice shall state the purpose or purposes for which the meeting is called.

Section 5. Quorum and Manner of Acting. Five percent of the Fellows of the College, in person or by proxy, shall constitute a quorum for the transaction of business at the Annual Business Meeting or any specially called meeting of the College. An act of the majority of the Fellows voting in person or by proxy shall be the act of the Fellows.

## **ARTICLE XIII**

### **Districts**

Section 1. Membership. The membership of each district shall consist of Fellows, Life Fellows, and Junior Fellows, whose official address is within the district, except as otherwise provided by the Executive Board.

Section 2. District Officers. The district officers shall consist of a chair, a vice chair, secretary, treasurer, and such other officers as may be required by the districts or by the Executive Board. To be eligible for election or appointment to, or continued service in, a district officer position, a Fellow's principal place of business must be in the district he or she represents.

- a. Term of Office. The district chair and vice chair shall serve in their respective offices for a term of three years, except district chairs and vice chairs shall begin serving a two-year term in accordance with the schedule established by the Executive Board. The district chair and vice chair may not succeed themselves. A Fellow may serve only one term as district vice chair and one term as district chair. The secretary and treasurer shall serve in their respective offices for a term of three years, except district secretaries and treasurers shall begin serving a two-year term in accordance with the schedule established by the Executive Board. The secretary and treasurer may serve up to two terms in their position. These officers shall assume office at the next annual district business meeting or at the last district advisory council meeting of the calendar year following their election.
- b. Method of Election. A district Nominating Committee shall be formed to prepare a list of nominees to replace the chair, vice chair, secretary, and treasurer according to the policies and procedures established by the Executive Board. The list adopted shall be sent to all Fellows of the district for balloting according to policies and procedures established by the Executive Board.



- c. Replacement. Whenever, in the opinion of the district advisory council and subject to Executive Board guidelines, a district officer, other than the district chair, has vacated, or has failed or is unable to fulfill the duties of the office, the district advisory council shall appoint a replacement to complete the unexpired term. If the district chair has vacated, or has failed or is unable to fulfill the duties of the office, the district vice chair shall complete the unexpired term.

### Section 3. Duties of the District Chair.

- a. To serve on the Executive Board and submit reports and recommendations to the Executive Board.
- b. To consider issues arising in the district and act upon them.
- c. To call and preside at the district annual business meeting and at other meetings of the district.
- d. To call and preside at the meetings of the district advisory council.
- e. To direct and coordinate the activities of the section chairs in the district.
- f. To encourage recruitment and other activities of Junior Fellows in the district.
- g. To appoint members of district standing and ad hoc committees.
- h. To evaluate the qualifications of applicants for Fellows and Junior Fellows in accordance with policies and procedures of the Executive Board.

Section 4. Duties of District Vice Chair. The district vice chair shall assist the district chair. When, for any reason, the district chair is unable to serve in the capacity as district chair, the district vice chair shall assume the position.

### Section 5. District Advisory Council.

- a. The district advisory council shall consist of the district officers, section chairs, and such other representatives as selected by the council. District and section officers shall be the only voting members of the district advisory council, except Junior Fellow district chairs and vice chairs may vote as part of the district advisory council if provided in the district's policies and procedures.

- b. The advisory council shall not adopt bylaws but may adopt policies and procedures, provided such policies and procedures are not in conflict with College bylaws or policies and procedures.
- b. Each district advisory council, through its district chair, shall be responsible to the Executive Board for the management of the affairs of the College within its district. Its duties shall include the following:
  - 1. To meet at least once annually.
  - 2. To transact all district business arising in the interim between the district annual business meetings, as is necessary to carry out the objectives of the College within the district.
  - 3. To manage, control, and conserve the property interests of the district.
  - 4. To fix district and section dues of Fellows, subject to the approval of the Executive Board.
  - 5. To define the duties of district officers.
  - 6. To create standing and ad hoc committees of the district and to provide any necessary definition of committee duties.
  - 7. To manage the affairs of a section when both section chair and section vice chair are unable to act.
  - 8. To replace a section officer, other than the section chair, who, in the opinion of the council and subject to Executive Board guidelines, has vacated or has failed or is unable to fulfill the duties of the office. If the section chair has vacated, or has failed or is unable to fulfill the duties of the office, the section vice chair shall complete the unexpired term.
  - 9. To review, for approval or disapproval, a proposal by a section to adopt section policies and procedures.
  - 10. To receive the proposed list of section officers as determined by the section Nominating Committee.



Section 6. Internal Regulations.

- a. The district's activities and policies and procedures shall not conflict with College bylaws or policies.
- b. The district and section officers may not obligate the College in any manner unless specifically authorized by the Executive Board.

## ARTICLE XIV

### Council of District Chairs

Section 1. Members. The Council of District Chairs (CDC) shall consist of the chairs of each district in the College, and the CDC shall elect from its members a Chair of the CDC.

Section 2. Powers and Duties. The CDC shall act only as a forum for discussion in areas that solely pertain to the districts and sections, make recommendations to the Executive Board, as needed on those issues, and serve as the Awards Committee for district and section awards as required by the policies and procedures of the Executive Board.

Section 3. Time and Place of Meetings. The CDC may meet at the time and place of the Executive Board meeting but shall meet no more than four times a year. The CDC also may have an annual retreat; the time and place of the retreat shall be set by the Chair of the CDC. The Chair of the CDC shall give the members of the CDC at least fifteen business days' notice of such meetings.

Section 4. Quorum. Fifty percent of the members of the CDC shall constitute a quorum.

## ARTICLE XV

### Sections

Section 1. Membership.

- a. General. The membership of each section shall consist of Fellows, Life Fellows, and Junior Fellows, whose official address is within the section, except as otherwise provided by the Executive Board.
- b. Adjunct Section Members. In those sections where other obstetric and gynecologic societies exist, any member of such societies, who is not eligible to be and has not been a Fellow in the College, may be elected to nonvoting membership in that section, such nonvoting member to be designated as an adjunct member of the section. Such election shall be

carried out according to procedures and subject to restrictions and conditions established by the Executive Board. Adjunct members of the section shall not be members of the district or the national organization of the College, and they shall not be eligible to hold office in the section. They may take part in section activities not in conflict with the foregoing definition of the status of adjunct members.

Section 2. Section Officers. The section officers shall consist of a chair, a vice chair, and such other officers as may be required by the sections. To be eligible for election or appointment to, or continued service in, a section officer position, a Fellow's principal place of business must be in the section he or she represents.

- a. Term of Office. The section chair and vice chair shall serve in their respective offices for a term of three years, except section chairs and vice chairs shall begin serving a two-year term in accordance with the schedule established by the Executive Board. The section chair and vice chair may not succeed themselves. They shall assume office at the next annual district business meeting or at the last district advisory council meeting of the calendar year following their election. A Fellow may not serve more than one term as section vice chair and one term as section chair without written approval of the Executive Board upon recommendation of the district advisory council.
- b. Method of Election. A section Nominating Committee shall be formed to prepare a list of nominees to replace the retiring section officers according to policies and procedures established by the Executive Board. The list adopted shall be sent to all Fellows of the section for balloting according to policies and procedures established by the Executive Board.
- c. Dues. Section dues may be proposed to the district advisory council by the section officers or existing section advisory council.
- d. Policies and Procedures. Sections shall not have bylaws but may adopt policies and procedures by approval of the section officers or existing section advisory council, subject to approval by the district advisory council.

Section 3. Duties of Section Chair.

- a. To serve as a member of the district advisory council.
- b. To keep informed about the purposes and policies of the College and the conditions in the section relating to these policies.

- c. To consider issues in the section and to submit reports and recommendations to the district chair and the district advisory council.
- d. To coordinate the activities of the Fellows and Junior Fellows so that the section exerts a strong influence to improve the health care of women at the local level.
- e. To stimulate interest in the specialty of obstetrics and gynecology and in the College among medical students, residents, nurses, and other health care personnel in the section.
- f. To evaluate the qualifications of applicants for Fellow from the section and to make recommendations to the district chair.
- g. To appoint section committees as necessary.
- h. To preside at meetings of the section advisory council when such council is authorized by section policies and procedures. When a section advisory council is authorized, section officers shall be the only voting members of the section advisory council, except Junior Fellow section chairs and vice chairs may vote as part of the section advisory council if provided in the section's policies and procedures.

#### Section 4. Duties of Section Vice Chair.

- a. To assist the section chair.
- b. When, for any reason, the section chair is unable to serve in the capacity as section chair, the section vice chair shall assume the position.

Section 5. Internal Regulations. The section activities, policies, and procedures shall not conflict with district or with College bylaws or policies.

## ARTICLE XVI

### Political Action Committee

Section 1. Separate Segregated Fund. The College may establish a separate segregated fund from which contributions to and expenditures on behalf of federal candidates will be made. The separate segregated fund shall register with the Federal Election Commission as a federal political action committee. All contributions to and from as well as all expenditures from the separate segregated fund shall be in compliance with the Federal Election

Campaign Act, as amended, and the corresponding federal election regulations. The separate segregated fund shall also register with any/all federal agencies with registration and reporting requirements for political action committees.

Section 2. Governance. The separate segregated fund shall be governed by a committee that will make all decisions regarding federal candidates on whose behalf the separate segregated fund should make contributions or expenditures. The separate segregated fund shall be governed by policies and procedures as established by the Executive Board.

## **ARTICLE XVII**

### **Parliamentary Authority**

The most recent edition of the American Institute of Parliamentarians' *Standard Code of Parliamentary Procedure* shall apply to the proceedings of the College, except in such cases as are covered by the bylaws.

## **ARTICLE XVIII**

### **Offices**

The corporation shall have, and continuously maintain, in the State of Illinois, a registered office and a registered agent whose office is identical with such registered office, and may have other offices within or without the State of Illinois as the Executive Board may determine.

## **ARTICLE XIX**

### **Contracts and Checks**

Section 1. Contracts. The Executive Board may authorize any officer, employee, or agent of the corporation to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances.

Section 2. Checks. All checks, drafts, or other orders for payment of money, notes or other evidence of indebtedness issued in the name of the corporation shall be signed by such officer, employee, or agent of the corporation, and in such manner as shall be established by the Executive Board.

## **ARTICLE XX**

### **Fiscal Year**

The fiscal year of the College shall begin on the first day of January and end on the last day of December in each year.

## **ARTICLE XXI**

### **Indemnification**

The College shall indemnify its officers, Executive Board members, committee members, employees, and each person serving at the request of the College as a representative to another organization as a member, director, trustee, or officer of, or delegate to the other organization, against such liabilities, costs, and expenses, in such manner, under such circumstances, and to such extent as is required or permitted by applicable Illinois law. The College may purchase and maintain insurance against the financial obligations described herein.

## **ARTICLE XXII**

### **Amendments**

A two-thirds vote of the voting members of the Executive Board shall be required for adoption of any proposed amendment to these bylaws.

000066

INTERNAL REVENUE SERVICE  
P. O. BOX 2508  
CINCINNATI, OH 45201

DEPARTMENT OF THE TREASURY

Date: **SEP 30 2009**

THE AMERICAN CONGRESS OF  
OBSTETRICIANS AND GYNCOLOGISTS  
C/O VEDDER PRICE PC  
MICHAEL E REED  
222 N LASALLE ST  
CHICAGO, IL 60601

Employer Identification Number:

(b)(4)

DLN:

(b)(4)

Contact Person:

GERALD MINK

ID# 31228

Contact Telephone Number:

(877) 829-5500

Accounting Period Ending:

DECEMBER 31

Form 990 Required:

YES

Effective Date of Exemption:

DECEMBER 31, 2008

Contribution Deductibility:

NO

Dear Applicant:

We are pleased to inform you that upon review of your application for tax-exempt status we have determined that you are exempt from Federal income tax under section 501(c)(6) of the Internal Revenue Code. Because this letter could help resolve any questions regarding your exempt status, you should keep it in your permanent records.

Please see enclosed Publication 4221-NC, Compliance Guide for Tax-Exempt Organizations (Other than 501(c)(3) Public Charities and Private Foundations), for some helpful information about your responsibilities as an exempt organization.

We have sent a copy of this letter to your representative as indicated in your power of attorney.

Sincerely,



Robert Choi  
Director, Exempt Organizations  
Rulings and Agreements

Enclosure: Publication 4221-NC

Letter 948 (DO/CG)

000067



## OFFICE OF THE SECRETARY OF STATE

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JESSE WHITE • Secretary of State

DECEMBER 28, 2017

6648-204-9

COGENCY GLOBAL INC.  
600 S SECOND ST, STE 404  
SPRINGFIELD, IL 62704

RE THE AMERICAN CONGRESS OF OBSTETRICIANS AND GYNECOLOGISTS

DEAR SIR OR MADAM:

ENCLOSED YOU WILL FIND THE ARTICLES OF AMENDMENT FOR THE ABOVE NAMED CORPORATION.

FEES IN THIS CONNECTION HAVE BEEN RECEIVED AND CREDITED.

SINCERELY,

JESSE WHITE  
SECRETARY OF STATE  
DEPARTMENT OF BUSINESS SERVICES  
CORPORATION DIVISION  
TELEPHONE (217) 782-6961



FILED

FORM NFP 110.30 (rev. Dec. 2003)  
 ARTICLES OF AMENDMENT  
 General Not For Profit Corporation Act

DEC 28 2017

JESSE WHITE  
 SECRETARY OF STATE

Secretary of State  
 Department of Business Services  
 501 S. Second St., Rm. 350  
 Springfield, IL 62756  
 217-782-1832  
 www.cyberdriveillinois.com

Remit payment in the form of a  
 check or money order payable  
 to Secretary of State.

File # N 6648-204-9

Filing Fee: \$25 Approved: \_\_\_\_\_

----- Submit in duplicate ----- Type or Print clearly in black ink ----- Do not write above this line -----

1. Corporate Name (See Note 1 on back.): The American Congress of Obstetricians and Gynecologists

2. Manner of Adoption of Amendment:

The following amendment to the Articles of Incorporation was adopted on November 4, 2017 in the manner  
 indicated below (check one only): Month Day, Year

- ☒ By affirmative vote of a majority of the directors in office, at a meeting of the board of directors, in accordance with Section 110.15. (See Note 2 on back.)
- ☐ By written consent, signed by all the directors in office, in compliance with Sections 110.15 and 108.45. (See Note 3 on back.)
- ☐ By members at a meeting of members entitled to vote by the affirmative vote of the members having not less than the minimum number of votes necessary to adopt such amendment, as provided by this Act, the Articles of Incorporation or the bylaws, in accordance with Section 110.20. (See Note 4 on back.)
- ☐ By written consent signed by members entitled to vote having not less than the minimum number of votes necessary to adopt such amendment, as provided by this Act, the Articles of Incorporation, or the bylaws, in compliance with Sections 107.10 and 110.20. (See Note 5 on back.)

3. Text of Amendment:

(a.) When an amendment affects a name change, insert the new corporate name below. Use 3(b.) below for all other amendments. \*Article 1: The Name of the Corporation is:

American College of Obstetricians and Gynecologists

New Name

The effective date of the name change is January 1, 2018.

(b.) All amendments other than name change.

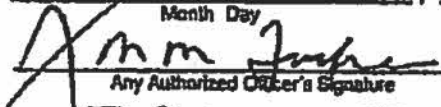
If the amendment affects the corporate purpose, the amended purpose is required to be set forth in its entirety. If there is not sufficient space to add the full text of the amendment, attach additional sheets of this size.

N/A



4. The undersigned Corporation has caused these Articles to be signed by a duly authorized officer who affirms, under penalties of perjury, that the facts stated herein are true and correct.

All signatures must be in BLACK INK.

Dated November 4, 2017 The American Congress of Obstetricians and Gynecologists  
 Month Day Year Exact Name of Corporation  
  
 Any Authorized Officer's Signature  
J. MARTIN TUCILLO MD  
 Name and Title (type or print)  
SECRETARY

5. If there are no duly authorized officers, the persons designated under Section 101.10(b)(2) must sign below and print name and title.

The undersigned affirms, under penalties of perjury, that the facts stated herein are true.

Dated \_\_\_\_\_  
 Month Day Year

_____ Signature	_____ Name and Title (print)
_____ Signature	_____ Name and Title (print)
_____ Signature	_____ Name and Title (print)
_____ Signature	_____ Name and Title (print)

#### NOTES

1. State the true and exact corporate name as it appears on the records of the Secretary of State BEFORE any amendment herein is reported.
2. Directors may adopt amendments without member approval only when the corporation has no members, or no members entitled to vote pursuant to §110.15.
3. Director approval may be:
  - a. by vote at a director's meeting (either annual or special), or
  - b. by consent, in writing, without a meeting.
4. All amendments not adopted under Sec. 110.15 require that:
  - a. the board of directors adopt a resolution setting forth the proposed amendment, and
  - b. the members approve the amendment.

Member approval may be:

- a. by vote at a members meeting (either annual or special), or
- b. by consent, in writing, without a meeting.

To be adopted, the amendment must receive the affirmative vote or consent of the holders of at least two-thirds of the outstanding members entitled to vote on the amendment (but if class voting applies, also at least a two-thirds vote within each class is required).

The Articles of Incorporation may supersede the two-thirds vote requirement by specifying any smaller or larger vote requirement not less than a majority of the outstanding votes of such members entitled to vote, and not less than a majority within each class when class voting applies. (Sec. 110.20)

5. When member approval is by written consent, all members must be given notice of the proposed amendment at least five days before the consent is signed. If the amendment is adopted, members who have not signed the consent must be promptly notified of the passage of the amendment. (Sec. 107.10 & 110.20)

000070

## Practice Activities Division

Christopher M. Zahn, MD  
Vice President, Practice Activities

Debra Hawks  
Senior Director, Practice Activities, Obstetrics and IIDPHP

Cassandra  
Helm  
Executive  
Assistant

Nancy O'Reilly  
Senior Director, Gynecologic Practice & WPSI

Sarah Carroll  
Director,  
Immunization, Infectious  
Disease, and Public Health  
Preparedness (IIDPHP)

Ije Obidegwu  
Manager,  
Work Groups  
and Task  
Forces  
(IBFEWG,  
PPTF, THTF,  
HIVEWG)

Arlene  
Remick  
Program  
Director, Task  
Force &  
Special  
Projects

Margaret  
Villalonga  
Director,  
COOP

Megan  
McReynolds  
Director,  
PB OB and  
Genetics

Alyssa  
Politzer  
Director,  
PB GYN and  
Ethics

Caitlin Phelps  
Director,  
GYN and  
Adolescents

Sarah Son  
Director,  
WPSI

Mary Liu  
Manager,  
Work Groups  
and Task  
Forces  
(Telehealth,  
AHC Toolkit)

Jessica Butler  
Research Manager

(b)(4)



























































































































































**AMERICANS WITH DISABILITIES ACT (ADA)**

The Americans with Disabilities Act (ADA) of 1990 was enacted to protect the employment rights of qualified individuals who are disabled. The American College of Obstetricians and Gynecologists is committed to complying with all applicable provisions of the ADA and its amendments, including but not limited to its provisions protecting qualified individuals with disabilities from discrimination in employment. The College will provide reasonable accommodation to qualified employees with a disability (as defined by the ADA), provided that the College is aware of the disability and such accommodation does not constitute an undue hardship for the College.

In addition, individuals should notify Human Resources if they would require assistance during an emergency evacuation, even if the need for assistance is temporary.



## ATTIRE POLICY

The following information is intended to serve as a guide to help define appropriate work attire for all employees. Employees are expected to dress in a manner that is appropriate and practical in a business environment. Our primary objective is to project a professional image at all times. Employees should consider each day's activities including College wide when determining what to wear. Business attire is always permitted, and business casual is generally acceptable. Employees should check with their supervisor or HR in advance if they have any questions about the proper attire.

Business and business casual means clean and neat professional clothing. Employees shall not wear anything to the office that is offensive, revealing, see-through, sequined, tight fitting, excessively worn, frayed, or faded, wrinkled, stained, or torn. Employees who report to work in inappropriate attire will be asked to leave work to change clothes, and will be required to use personal time or vacation time to do so. ACOG photo identification badge should be worn and clearly visible while at the office.

### **Business and Business Casual Attire**

Listed below is a general overview of acceptable attire, as well as examples of some of the more common items that are not appropriate for the office. Neither group is intended to be all-inclusive. Rather, these items should help set the general parameters for proper work attire, and allow employees to make intelligent judgments about items that are not specifically addressed.

Top – Suit jackets, blazers, dress and casual button-down shirts or blouses with collars or banded collars, polos, knit tops, cardigans, and sweaters are acceptable. Athletic tops and jerseys, loungewear, sweatshirts, tank and halter tops, midribs, strapless shirts, t-shirts, and shirts with large lettering or logos are not appropriate.

Pants – Trousers, pants, chinos, and capris are acceptable. Denim jeans are permitted to be worn for business casual attire provided they are not torn or otherwise damaged. Athletic pants, loungewear, sweatpants, shorts of any length, overalls, and lycra, spandex, and other form-fitting pants are not appropriate.

Dresses and Skirts – Knee-length dresses, skirts, and skorts/culottes are acceptable. Maxi dresses and denim skirts are acceptable to be worn for business casual attire. Mini-skirts, micro minis, and strapless or string strapped dresses without jackets are not appropriate.

Footwear – Loafers, boots, flats, dress shoes, dress sandals, and leather deck shoes are acceptable. Well-kept athletic shoes/sneakers are permitted for business casual attire. Sport or beach sandals and slides, flip-flops, cleats, and slippers are not appropriate.

Other – Headgear, hats, or caps are generally not appropriate for the office.

## **BACKGROUND INVESTIGATION POLICY**

To ensure security in sensitive areas of the College, employment offers may be dependent upon the satisfactory results of a background investigation. All internal and external candidates beginning employment within the following areas will be screened:

- the Finance division
- the Membership department
- the Security department
- the Human Resources department.

In addition, persons applying for positions in other departments may be subject to background investigations if the position handles financial transactions or sensitive information regarding members or employees.

Candidates who will be screened will receive a written notice and will be asked for their consent. If ACOG decides to take adverse action based on the background check, ACOG must notify the candidate before taking the adverse action and must provide the candidate with a copy of their results and a copy of their "Summary of Rights Under the Fair Credit Reporting Act." Candidates will have the opportunity to respond before any negative action is taken.

If ACOG goes forward with the adverse action, ACOG must inform the candidate that he or she was rejected because of information in the report; the name, address, and phone number of the company that sold the report; that the company selling the report didn't make the hiring decision, and can't give specific reasons for it; and that he or she has a right to dispute the accuracy or completeness of the report, and to get an additional free report from the reporting company within 60 days

ACOG will keep all results and reports confidential. ACOG will maintain records related to applicants for one year after the record was made or the personnel action was taken, whichever is longer. Once it is no longer required to maintain the records, the Human Resources department will destroy the report.

## **BREASTFEEDING AT WORK POLICY**

The American College of Obstetricians and Gynecologists supports breastfeeding mothers by providing a supportive environment to the mother who wishes to breastfeed and/or express breast milk during her workday when separated from her newborn child. Prenatal and postpartum breastfeeding informational materials are available for all mothers and fathers.

After giving birth, any employee who is breastfeeding her child will be provided reasonable break times to breastfeed at work and/or to express breast milk for her baby. The College has designated a private and secured mother's room for this purpose. Employees who work offsite or in other locations will be accommodated with a private area as necessary.

## COMBATING TRAFFICKING IN PERSONS

The United States government has a zero tolerance policy regarding trafficking in persons. As an organization that contracts with the United States, The American College of Obstetricians and Gynecologists must adopt this policy for all employees engaged in the performance of work under a United States government contract.

*Prohibited Behavior:* ACOG employees engaged in the performance of work under a United States government contract shall not:

- **Engage in severe forms of trafficking in persons.** This means sex trafficking in which a commercial sex act is induced by force, fraud, or coercion, in which the person induced to perform such act has not attained 18 years of age.
- **Procure commercial sex acts.** This means any sex act on account of which anything of value is given to or received by any person.
- **Use forced labor in the performance of government contracts.** This means knowingly providing or obtaining the labor or services of a person by threats of serious harm to, or physical restraint against, that person or another person; by means of any scheme, plan, or pattern intended to cause the person to believe that, if the person did not perform such labor or services, that person or another person would suffer serious harm or physical restraint; or by means of the abuse or threatened abuse of law or the legal process.

*Consequences:* Penalties that may be imposed upon employees for violations of this policy include, but are not limited to, removal from the contract or termination from employment.





## **ACOG CONFLICT OF INTEREST POLICY FOR EXECUTIVE BOARD MEMBERS, COMMITTEE CHAIRS, TASK FORCE CHAIRS, AND EXECUTIVE STAFF**

All ACOG\* Executive Board Members, committee chairs, task force chairs and executive staff (each a “Covered Individual”) are required to follow guidelines for relationships with the health care industry as contained in the American College of Obstetricians and Gynecologists’ Committee Opinion #541, *Professional Relationships With Industry*, November 2012, which may be revised from time to time. Covered Individuals also must adhere to the following policy:

A Covered Individual and a Covered Individual’s spouse or domestic partner shall not:

- Have a financial interest in excess of \$5,000, except in a blind trust, exchange traded funds or through mutual fund investments, in an individual pharmaceutical company or an individual manufacturer of medical instruments, devices or equipment
- Receive any consulting fees, royalties, honoraria, in-kind services, or payments of any kind for their personal use from a pharmaceutical company or a manufacturer of medical instruments, devices or equipment, except for payments in relation to clinical investigations or studies conducted in accordance with federal requirements
- Accept anything of value in excess of \$50 at one time, with a maximum annual limit of \$250 for their personal use from a single pharmaceutical company or a manufacturer of medical instruments, devices or equipment, except for items in relation to clinical investigations or studies conducted in accordance with federal requirements
- Be on a speakers bureau of a pharmaceutical company or a manufacturer of medical instruments, devices or equipment
- Have a consulting or advisory arrangement with a pharmaceutical company or a manufacturer of medical instruments, devices or equipment, except in relation to clinical investigations or studies conducted in accordance with federal requirements
- Serve on a corporate board of a pharmaceutical company or a manufacturer of medical instruments, devices or equipment

A Covered Individual shall have a continuing responsibility to comply with this policy. If a Covered Individual ceases to be compliant with this policy, the Covered Individual shall inform the President and Executive Vice President and CEO immediately.

\* This policy has been approved by the Executive Boards of the American College of Obstetricians and Gynecologists and the American Congress of Obstetricians and Gynecologists, August 2015. The College and the Congress are referred to collectively in this policy as ACOG.

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**THE AMERICAN COLLEGE OF OBSTETRICIANS AND GYNECOLOGISTS**  
**2017 Conflict of Interest Disclosure Form**

To the best of my knowledge, I, \_\_\_\_\_, have no material interest, nor does any business associate or anyone in my immediate family, that poses a conflict of interest with my current College and Congress activities, except as follows (please list any possible exceptions; if none, write NONE):

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\_\_\_\_\_  
Executive Staff or Covered Individual's Signature

\_\_\_\_\_  
Date



## ACOG CONFLICT OF INTEREST DISCLOSURE POLICY

ACOG relies on its volunteer leadership and staff to avoid actual and potential conflicts of interest as well as situations that may create the appearance of conflict of interest.

ACOG may adopt additional conflict of interest policies for members serving in certain positions. In addition, some ACOG activities may require additional procedures regarding disclosure of actual or potential conflicts. Such additional procedures must be approved by the Executive Vice President and CEO, in consultation with the Vice President, Legal, before implementation.

**1. Scope.** The purpose of this policy is to describe situations that may create a potential or actual conflict of interest, define the obligation to disclose such situations, and outline a process for handling a potential or actual conflict of interest. This policy applies to all Executive Board members; district and section officers, members of councils, committees (including liaison members) and task forces; volunteers, authors, and consultants; all staff members; and any other individuals who are required to comply with this policy by contract (each a "Covered Individual").

ACOG expects Covered Individuals to use sound judgment and good faith in identifying actual and potential conflicts of interest with the broad objective of disclosing any activity or position that may give rise to a conflict. Covered Individuals are required to follow both the letter and the spirit of this policy. In fulfilling their duties for ACOG, Covered Individuals must act in the best interests of ACOG and not in furtherance of personal or third-party interests. Covered Individuals have an obligation to ensure that ACOG maintains a bias-free decision-making process and to avoid all potential conflicts of interest.

**2. Conflict of Interest.** A conflict of interest may arise when a Covered Individual has some interest or obligation that has the potential to create divided loyalty on the part of the Covered Individual's loyalty between ACOG and some other organization or cause. A conflict of interest may arise from a transaction between ACOG and a third party, or from a Covered Individual's volunteer, paid, or other financial relationship with a third party, which may compromise a Covered Individual's ability to provide unbiased judgment and undivided loyalty to ACOG.

**3. Disclosures.** Annually, or more often if requested, each Covered Individual must complete and submit a Disclosure Form detailing all financial (in excess of \$100), business or other interest in any company, organization, service, product or other concerns that might affect or be affected by ACOG activities. In addition, the Covered Individual must disclose all such interests held by his or her family members and business associates of which he or she has knowledge. Family members include the person's spouse, domestic partner, children, parents and other members of the household. A business associate is someone with whom the Covered Individual has a business relationship.

Examples of interests that must be disclosed include: ownership of stock (not including stocks held in blind trusts, mutual funds or exchange traded funds over which the individual has no control); substantial gifts; employment; consultancy arrangements; faculty appointments; arrangements with medical, scientific, or related publishers to write articles or to provide editorial services; pharmaceutical investigation or research support; honoraria; or a volunteer position with another non-profit. If the Covered Individual has any uncertainty as to whether certain information should be disclosed, he or she should include that information in the disclosure.

Each Covered Individual must update the Disclosure Form if any significant changes or additions to the submitted information arise during the course of the year.

**4. Process.** Disclosed information shall be provided to the Executive Vice President and CEO, and shared with the volunteer leadership, ACOG staff, and other parties responsible for or involved in the relevant activity or subject, as needed. Any Covered Individual who has an actual or potential conflict of interest in any proposed ACOG activity or subject shall remove him or herself from discussions and actions involving that subject, unless an ACOG vice president or senior staff person requests the Covered Individual to participate.

If there is uncertainty about whether a conflict of interest exists, the question shall be presented for determination by Executive Vice President and CEO in consultation with the Vice President, Legal, as necessary. It is important that all individuals subject to the conflict of interest policy understand the importance of full cooperation with this policy to assure maximum integrity of ACOG activities.

\* This policy has been approved by the Executive Boards of the American College of Obstetricians and Gynecologists and the American Congress of Obstetricians and Gynecologists, December 2016. The College and the Congress are referred to collectively in this policy as ACOG.

**THE AMERICAN COLLEGE OF OBSTETRICIANS AND GYNECOLOGISTS**  
**2017 Conflict of Interest Disclosure Form**

To the best of my knowledge, I, \_\_\_\_\_, have no material interest, nor does any business associate or anyone in my immediate family, that poses a conflict of interest with my current College and Congress activities, except as follows (please list any possible exceptions; if none, write NONE):

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---

---

---

\_\_\_\_\_  
Employee or Covered Individual's Signature

\_\_\_\_\_  
Date

## **ACOG Conflict of Interest Statement for Certain Clinical Documents**

### ACOG COI Statement WORDING:

"All ACOG Committee members and authors have submitted a conflict of interest disclosure statement related to this published product. Any potential conflicts have been considered and managed in accordance with ACOG's Conflict of Interest Disclosure Policy. The ACOG policies can be found on [acog.org](http://acog.org). For products jointly developed with other organizations, conflict of interest disclosures by representatives of the other organizations are addressed by those organizations. The American College of Obstetricians and Gynecologists has neither solicited nor accepted any commercial involvement in the development of the content of this published product."

### ACOG PUBLISHED PRODUCTS THAT REQUIRE WORDING:

Committee Opinions  
Practice Advisories  
Practice Bulletins  
Obstetric Care Consensus  
Technology Assessments

### WORDING TO BE APPLIED TO THESE PUBLISHED PRODUCTS AS DEVELOPED BY:

Committee  
Editorial Board  
Expert Work Group  
Task Force

### DISCLOSURES ARE REQUIRED FOR:

Authors  
Committee Members

### APPLICATION

The COI Wording will be included in Publication's Style Guide. Publications staff will incorporate the wording when the product is submitted for publication. This will be posted on the Intranet under ACOG Policies and on [JCollege\Clinical Document Center\Disclosures](#) and included in CCTI discussions.

### **EMPLOYEE DEPARTURE POLICY**

Upon termination of employment, and to assist the departing employee, Human Resources will discuss options available upon termination.

An employee who decides to resign from the College is requested to notify the College in writing and provide a minimum of a two week notice. If, as sometimes happens, the employee's supervisor wishes for the employee to leave prior to the end of the two week notice, the employee may be paid for the remainder of that period.

## EMPLOYEE PERFORMANCE POLICY

### Performance Evaluations

Periodic performance reviews serve as continuing progress reports for each employee's personnel file, provide an opportunity for discussion between employee and supervisor about the job and job performance, and are used to set goals and objectives for future work performance.

Each employee's job performance shall be reviewed annually by his or her immediate supervisor. This review is in addition to any other reviews that a supervisor feels may be necessary at other times. The supervisor must send all written reviews to the Human Resources department for inclusion in the employee's personnel records.

### Employee Discipline

When there is poor employee performance or employee misconduct, steps must be taken to correct the situation and curtail further occurrences. The approach the College takes to discipline may vary depending upon among other things, the gravity of the situation, the circumstances under which the poor performance or misconduct occurred, and the employee's duties and overall work record. Discipline may take one or more of the following forms:

- Verbal counseling
- A written warning or reprimand
- Probation
- Termination

**Supervisors are encouraged to consult with the head of Human Resources before imposing any form of discipline other than verbal counselling.** The College does not have a policy of progressive discipline and has no obligation to use any one or more of the forms of discipline listed above before discharging an employee. Moreover, by listing these forms of discipline, the College is not relinquishing or limiting its right to discharge an employee for any reason, at any time.

Grounds for involuntary termination include, but are not limited to:

- Unsatisfactory performance;
- Breach of trust, dishonesty or theft;
- Violation of the Harassment-Free Workplace Policy, the Equal Employment Opportunity Policy, the Drugs and Alcohol Policy, or the Violence-Free Workplace Policy;
- Willful violation of an established policy or rule;
- Destruction of property;
- Breach of confidentiality;
- Falsification of time sheets;
- Persistent tardiness or unexcused absences;
- Insubordination;
- Acts which interfere with the work and/or safety of others including fighting or other serious breaches of acceptable behavior.

This list is intended to be representative of the types of activities that may result in disciplinary action. It is not exhaustive and does not change the employment-at-will relationship between the employee and the College.

The Human Resources Officer, the employee's division vice president, and the Executive Vice President must approve all involuntary terminations.

## **Reduction or Adjustment in Work Force**

Certain positions may be reassigned, eliminated or downgraded from time to time because of changing needs for service, or changes in resources and/or available funds. When such an action occurs, employees will be given a minimum of two weeks advance written notice of termination or, at the option of the College, two weeks' pay in lieu of notice. The College shall have no obligation to reassign an employee whose position is eliminated or downgraded, including grant funded employees for whom funding is eliminated. In addition, the College shall have no obligation, under any circumstances, to hire an employee of an Affiliate Organization.

## **EQUAL EMPLOYMENT OPPORTUNITY POLICY**

The American College of Obstetricians and Gynecologists and the ACOG Foundation (hereinafter referred to as “ACOG”) promote an environment of respect, fairness, integrity, and inclusiveness in all of their dealings. ACOG respects and values the diversity of its employees. ACOG also recognizes that diversity and inclusiveness in all positions strengthen the vitality of ACOG and are fundamental values of our organization.

ACOG is dedicated to providing equal employment opportunity to all employees and applicants for employment regardless of race, color, religion, national origin, sex (including pregnancy and gender identity), sexual orientation, age, disability, protected veteran status, or any other basis protected by applicable law. This policy of nondiscrimination encompasses all terms and conditions of employment, including, but not limited to, recruiting, hiring, placement, training, promotion, termination, participation in College-sponsored activities, transfers, leaves of absence, compensation and benefits.

All employees who violate this policy will be subject to severe discipline, up to and including termination.



## **FAMILY AND MEDICAL LEAVE**

The D.C. Family and Medical Leave Act (DCFMLA) provides eligible employees up to 16 weeks of leave during a 24-month period to care for a family member or for the employee's own serious health condition. Leave rights following the birth of a child or because of the placement of a child with an employee for adoption or foster care expire 12 months (not 24 months) after the birth or placement.

The Family and Medical Leave Act (FMLA) provides eligible employees up to 12 weeks of leave during a 12-month period to care for a family member, for the employee's own serious health condition, for the birth of a child, or for the placement of a child with an employee for adoption or foster care. The FMLA also provides certain military family leave entitlements (please see separate policy on this topic).

Employees must have worked for the College for the statutorily required length of time and amount of hours to qualify for DCFMLA or FMLA, and provide proper notice to the College of their intent to use Family and Medical Leave.

While on Family and Medical Leave, paid leave may be taken depending on the employee's available leave balances. The College will continue to pay the employer's share of health and dental insurance premiums, and employees will be responsible for their portion of insurance premiums. Upon returning to work following use of Family and Medical Leave, an employee will be restored to their former position or an equivalent position.

Employees must meet with a member of the Human Resources staff to discuss their eligibility and responsibilities under DCFMLA and FMLA.

## **FLEX TIME AND TELEWORKING POLICY**

The American College of Obstetricians and Gynecologists considers flex time and teleworking to be viable work arrangements. Like all College employment policies, this policy may be modified or eliminated at any time in the sole discretion of the College.

### **General Rules and Definitions**

The standard work week for full-time employees of the College is five days per week, seven hours per day, plus a daily lunch break of 30 minutes to one hour, for a total of 35 hours per week. The College's normal hours of daily operation are between 9:00am to 5:00pm. Between the hours of 7:00am and 8:00pm, some employees may be eligible to modify their work times from the normal hours of operation, provided they receive approval from their immediate supervisors. A variation in daily hours for an employee working five days each week is not a flex time schedule. A flex time schedule allows an employee to work for a longer period of time each day in order to accomplish 35 hours per week or 70 hours per pay period in a shorter number of days. Teleworking allows an employee to work at home for part of the workweek on a regular basis. Teleworking should be distinguished from informal arrangements for working from home due to work considerations or personal circumstances (for example, when writing a grant application or editing a document, or when commuting is difficult after surgery or injury). Such informal arrangements are made on a case-by-case basis, with the approval of the employee's immediate supervisor based on the business needs of the College, and are not addressed by this policy.

All employees including those employees who work a flex time or teleworking schedule must follow the College's policies regarding overtime and vacation leave, sick leave and personal days. Employees are responsible for working or using leave to total 35 hours a week or 70 hours each pay period. Flex time and teleworking schedules cannot be followed rigidly. Employees must be flexible and recognize that they will be required to deviate from their flex time or teleworking schedules for a committee meeting or if requested by their immediate supervisor or the division executive leader. Furthermore, an employee's poor performance or misconduct may be grounds for not allowing the employee to flex or telework, subject to the division executive leader's approval.

### **Flex Time**

Generally, an employee who wants to have a flex time schedule shall have the privilege of choosing one of the following two flex time options, except that subject to the approval of the Executive Vice President & Chief Executive Officer (EVP & CEO), a division executive leader may recommend that flex time be restricted or disallowed for an employee in his/her division:

#### *Option #1 – Four-Day Work Week*

- The employee shall work 35 hours in four days by working 8 hours and 45 minutes, plus time off for lunch, between the hours of 7:00 am and 8:00 pm. The employee shall have one "flex day" off each week.
- The employee's weekly flex day shall be agreed upon with the employee's supervisor

and division executive leader and shall not change from week to week.

- During a week in which the employee reports any type of holiday or paid leave, the employee shall complete a total of 35 hours for that week. The 35 hours may be accomplished through a combination of paid leave and hours worked or by taking paid leave for the entire week.
- During a week in which the employee is required to be available for a committee meeting or other work-related function, the employee shall not work a flex schedule and shall work a standard work week schedule of five days, seven hours per day.

*Option #2 – Nine-Days every Two Weeks*

- The employee shall work 70 hours in nine days in a two-week period by adding time to each work day between the hours of 7:00 am and 8:00 pm. The employee shall have one “flex day” off every two weeks.
- The employee’s bi-weekly flex day shall be agreed upon with the employee’s supervisor and division executive leader and shall not change.
- During a two-week period in which the employee reports any type of holiday or paid leave, the employee shall complete a total of 70 hours for the two-week period. The 70 hours may be accomplished by a combination of paid leave and hours worked or by taking paid leave for the entire two-week period.
- During a two-week period in which the employee is required to be available for a committee meeting or other work-related function, the employee shall not flex and shall work the standard work week schedule of five days, seven hours per day for the two weeks.

Variations to these two options may also be acceptable but are in the sole discretion of the supervisor and the division executive leader.

### **Teleworking and a Combined Flex Time/Teleworking**

Teleworking and/or a combination flex time/teleworking schedule (combined schedule) may be appropriate for some employees and some jobs, but not for others. Teleworking or a combined schedule are not entitlements and are not necessarily available to all employees of the College. An employee who wishes to adopt a teleworking or a combined schedule must obtain the approval of his or her immediate supervisor and division executive leader. The supervisor and division executive leader may grant or withhold such approval in their sole discretion. **Under no circumstances shall an employee be out of the office due to telework or combined schedule more than two days per week.**

In addition to the General Rules above, the following rules apply to teleworking:

1. Employees are eligible for teleworking arrangements effective on their date of hire. An employee may request to telework up to two days per week. All formal teleworking arrangements must be approved in writing by the employee’s immediate supervisor, the division executive leader, Human Resources, and the EVP & CEO. All such arrangements must be reevaluated annually by the employee’s immediate supervisor and the division executive leader, and the supervisor must notify Human Resources department in writing of any substantial changes.

2. An employee seeking to telework must submit a completed Teleworking Application (Attachment 1) to his/her immediate supervisor. If the immediate supervisor and division executive leader are amenable to teleworking, the employee and supervisor, with the assistance of Human Resources, will evaluate the suitability of such an arrangement and consider: an employee's suitability, the job's responsibilities, any physical requirements and the potential impact on other employees.
3. If the immediate supervisor believes that teleworking may be appropriate, the immediate supervisor and/or employee should seek the approval of the division executive leader and EVP & CEO. All parties must agree upon and document on the Teleworking Form the weekly schedule for teleworking, the hours the employee will customarily maintain and the address of the Teleworking location (Attachment 2). The employee must be accessible by email, phone, and/or instant message to all College employees and members during the agreed upon work schedule.
4. The employee must establish an appropriate work environment within the home for teleworking purposes. Consistent with the College's expectations of confidentiality for employees working in the office, a teleworking employee will be expected to ensure the protection of proprietary information accessible from the home office.
5. Injuries sustained by an employee while teleworking in conjunction with regular work duties will be covered by the College's workers' compensation policy. Teleworking employees must notify the Human Resources department of such injuries as soon as possible. The employee is prohibited from having work-related visitors to his/her home and shall be liable for any injuries sustained by visitors to the home.
6. The College will supply the employee with appropriate office supplies from the College stockroom (pens, paper, etc.). The employee should use the College facilities for all shipping purposes. Other costs that are reasonably incurred in accordance with the employee's job responsibilities and documented according to the College's guidelines may be reimbursed. The employee must obtain the supervisor's written approval prior to incurring any expense over \$25.00. The College shall not be expected to incur excessive, additive or duplicative operating costs in order to accommodate teleworking. Typically, the following expenses will not be reimbursed: computer equipment or access to the Internet, furniture, household expenses and commuting expenses. Additionally, the College will not provide software for personal computers used while teleworking.
7. Teleworking is not to be used as a replacement for child or elder care.
8. Employees entering into a teleworking arrangement will likely be required to share an office or workstation at the College.

**College Employee Teleworking Application**

*Complete this application and present it to your immediate supervisor to be considered for teleworking.*

Employee Name: \_\_\_\_\_ Date: \_\_\_\_\_  
Hire Date: \_\_\_\_\_  
Division: \_\_\_\_\_  
Department: \_\_\_\_\_  
Division \_\_\_\_\_  
Executive Leader: \_\_\_\_\_  
Supervisor: \_\_\_\_\_

- 1. Reason for requesting a teleworking work arrangement:**
  
  
  
  
  
  
  
  
  
  
- 2. Expected period for teleworking and teleworking schedule (work days and hours):**
  
  
  
  
  
  
  
  
  
  
- 3. Job functions and responsibilities that will be performed:**
  
  
  
  
  
  
  
  
  
  
- 4. Teleworking location description:**
  
  
  
  
  
  
  
  
  
  
- 5. List equipment available at the teleworking work location to perform work assignments:**
  - Computer hardware
  - Computer software
  - Telephone line
  - Fax Machine
  - Other

**College Teleworking Form**

Employee Name: \_\_\_\_\_

Teleworking Location Address and Telephone Number:  
\_\_\_\_\_

Teleworking period is expected to be from (dates) \_\_\_\_\_ to \_\_\_\_\_.

The standard teleworking workdays will be \_\_\_\_\_ (days of the week). The standard teleworking work hours will be \_\_\_\_\_ am/pm to \_\_\_\_\_ am/pm.

**Safety Checklist**

Please check all items that apply to the teleworking location and explain the reason(s) why an item is not checked on separate sheet and attach it to this checklist.

- \_\_\_\_\_ Smoke alarm in working order and fire extinguishers readily accessible
- \_\_\_\_\_ Extension cords and outlets in good condition
- \_\_\_\_\_ Electrical equipment properly maintained
- \_\_\_\_\_ No electrical cord tripping hazards
- \_\_\_\_\_ Surge protection for electrical equipment
- \_\_\_\_\_ Sufficient ventilation for electrical equipment
- \_\_\_\_\_ Evacuation plans established
- \_\_\_\_\_ First-aid supplies available
- \_\_\_\_\_ Indoor/outdoor access to work location is free of hazards
- \_\_\_\_\_ Homeowners or renter's insurance has been obtained

Nearest emergency health care facility and telephone number:  
\_\_\_\_\_

I certify that the information noted above is true and correct.

\_\_\_\_\_  
Employee Signature\_\_\_\_\_  
Date**Approval Signatures**\_\_\_\_\_  
Immediate Supervisor\_\_\_\_\_  
Date\_\_\_\_\_  
Division Executive Leader\_\_\_\_\_  
Date\_\_\_\_\_  
Executive Vice President & CEO (\*required with new applications only)\_\_\_\_\_  
Date\_\_\_\_\_  
Human Resources\_\_\_\_\_  
Date



## HARASSMENT-FREE WORKPLACE POLICY

The American College of Obstetricians and Gynecologists will not tolerate harassment based on race, color, religion, national origin, sex (gender), age, disability, pregnancy, marital status, sexual orientation, personal appearance, gender identity or expression, family responsibilities, political affiliation, veteran status, genetic information, or any other characteristic that is protected by applicable law. This Harassment-Free Workplace policy defines sexual and discriminatory harassment and explains the consequences of harassing behavior.

The College requires all employees to conduct themselves in a professional manner when dealing with other staff as well as third parties such as employees of outside agencies or organizations, job applicants, vendors, Fellows, suppliers, subcontractors, consultants or visitors. Likewise, the College has a responsibility to protect its employees from harassment from third parties to the extent possible considering the College's relationship with the third party in question. This policy applies whether the prohibited conduct occurs in the workplace or in any work-related setting outside the workplace, such as during business trips, meetings, or work-related social events.

**All supervisors are responsible for maintaining a work environment free of discrimination, harassment and retaliation, and must immediately report any conduct which may be in violation of the College's policies to Human Resources or the General Counsel.** Employees are responsible for respecting the rights of their co-workers by refraining from such conduct, and for promptly reporting to management actual or potential violations of this policy.

### A. Sexual Harassment

Sexual harassment in the workplace is a form of discrimination and is illegal. For purposes of this policy, sexual harassment is defined as unwelcome sexual advances, requests for sexual favors and other verbal or physical conduct of a sexual nature when, for example: (i) submission to such conduct is made either explicitly or implicitly a term or condition or an individual's employment; (ii) submission to or rejection of such conduct by an individual is used as the basis for employment decisions affecting such individual; or (iii) such conduct has the purpose or effect of unreasonably interfering with an individual's work performance or creating an intimidating, hostile, or offensive working environment. Both male and female employees can be the victims of sexual harassment. Sexual harassment can be verbal, visual, or physical; it may be conducted electronically and can be directed at a member of the opposite or same sex.

There are two types of sexual harassment:

- "Quid pro quo" sexual harassment occurs when submission to or rejection of inappropriate sexual conduct (sexual advances, requests for sexual favors, verbal or physical conduct of a sexual nature) is explicitly or implicitly made a term or condition of employment; or is used as the basis for making employment decisions affecting the victim of the sexually harassing conduct.

Examples of this type of sexual harassment include a supervisor/manager who promises an employee a job benefit (promotion, raise, etc.) if he or she succumbs to sexual behavior or advances. "Quid pro quo" sexual harassment can also involve

a situation where an employee who rejects a supervisor's or manager's sexual conduct is demoted or loses a job benefit.

- “Hostile work environment” sexual harassment occurs when unwelcome sexual conduct is so severe or pervasive that it unreasonably interferes with an employee's ability to work or creates an intimidating, hostile, or offensive work environment.

Examples of unwelcome severe or pervasive conduct that may constitute “hostile work environment” sexual harassment include but are not limited to: sexual advances; touching; sexual remarks, jokes or gestures; repeated requests for a date; and displaying, transmitting or circulating, sexually explicit pictures, e-mails or other written materials.

## **B. Discriminatory Harassment**

It is illegal to harass others in the workplace on the basis of race, color, religion, national origin, sex (gender), age, disability, pregnancy, marital status, sexual orientation, personal appearance, gender identity or expression, family responsibilities, political affiliation, veteran status, genetic information, or any other characteristic that is protected by applicable law. Unlawful harassment is defined as unwelcome conduct that is based on race, color, sex, religion, or other protected category that is severe or pervasive enough to interfere with a person's work performance, and/or create an intimidating, hostile, or offensive work environment.

Examples of unwelcome severe or pervasive conduct that may create a discriminatory “hostile work environment” include but are not limited to: derogatory remarks, “jokes” about protected groups, offensive physical contact, slurs, offensive gestures, displaying and/or circulating offensive pictures, emails, or other written material.

All employees who violate this harassment-free workplace policy will be subject to severe discipline, up to and including termination.



## INCLEMENT WEATHER POLICY

During inclement weather, American College of Obstetricians and Gynecologists follows the U.S. Office of Personnel Management (OPM) Washington, DC, Area Dismissal and Closure Procedures. The College will close if the federal government offices are closed. However, if committees, councils, task forces, and other related meetings are scheduled to meet, whether at the College or off-site, the staff for those meetings is expected to come to work, if at all possible. If it is not possible to get to the meeting, the employee must contact his/her supervisor as soon as possible. Additionally, positions with on-call responsibilities may be required to work.

When the federal government is open and announces a delayed arrival, the College will also delay arrival that day. If the federal government announces open with options for unscheduled leave or unscheduled telework, the College will be open unless otherwise announced, and employees will be expected at work.

If weather conditions prevent an employee from reporting to work, he/she must notify his/her supervisor according to established policies and procedures. Leave taken due to inclement weather is charged to vacation leave and/or personal business leave, or is unpaid. As an alternative, with prior approval from their supervisor and senior leader, employees may work from home or shift their work hours.

An email announcement regarding closing or delayed arrival will be sent to all D.C. staff no later than 6:30 AM on the day of the inclement weather. Employees who wish to be alerted via text of office closings and delayed arrivals should provide their phone number(s) to Facility Services at [facilityservices@acog.org](mailto:facilityservices@acog.org).

## **JOB CLASSIFICATION**

### **Job Classification**

Positions are grouped into “classifications” based upon the nature and function of the position, the level of responsibility, and the skills, training, education, and other qualifications needed to perform the job. Each job classification is associated with a salary grade range. Human Resources reviews each position on an annual and as needed basis to assure that the salary range is in proportion to the responsibilities and requirements of the position.

### **Full-Time Employees**

Full-time employees work 35 hours per week or 70 hours per pay period. The standard workday for full-time employees of the College national office is seven hours, plus an unpaid thirty-minute to one-hour lunch break. The normal hours of operation are 9:00 am to 5:00 pm. Between the hours of 7:00 a.m. and 7:00 p.m., some employees may be allowed to modify their work schedules from the normal hours of operation, provided they receive approval from their supervisors and Division Vice Presidents. In addition, employees may be allowed to work a flex time schedule in which they work 70 hours in either 8 or 9 days, instead of 10. In some instances, an employee may be eligible for a teleworking schedule or for a schedule that combines flex time and teleworking. The College’s Flex Time and Teleworking Policy can be found in the College’s Policy and Procedure Manual, available in Human Resources and on the College’s Intranet.

### **Part-Time Employees**

A part-time employee is defined as an employee who is regularly scheduled to work less than 35 hours per week or less than 70 hours per pay period. Part-time employees must work at least 17.5 hours per week or 35 hours per pay period to be eligible to receive all benefits offered by the College. Part-time employees working less than these minimums will not be eligible for most benefits. Holiday pay is paid to part-time employees only when the holiday occurs on a regularly scheduled day of work for that employee. Part-time employees are paid an hourly rate or pro rata salary, as agreed upon at the time of hiring or, for an existing employee, at the time the employee’s hours are reduced.

### **Special Temporary Employees**

An employee may be hired as a special temporary employee if the job duration is anticipated to be less than six months or less than 910 hours per year. An employee in this category will be paid for hours worked, and will not be eligible for most benefits. Special temporary employees should consult Human Resources for information on benefits available to them.

### **Student Interns**

The internship program at the College has been created to provide an educational experience for students in lieu of payment. In order to qualify for the College’s internship program, participants must be students of an accredited program or institution. It is strongly preferred that the student be

able to receive college credit or community service hours for the time that they work. The internship must be of a fixed duration (no more than twelve months), which will be established prior to the start of the internship. Interns will be closely supervised and no intern shall be used in place of an employee whose employment with the College has ended. At the conclusion of the internship, the intern is not entitled to a job, however, he or she is welcome to apply for any openings.

## **PAYROLL AND TIMESHEETS**

This policy is written to clearly establish rules pertaining to the following areas of payroll administration:

### **Paydays and Timesheets**

All employees are paid on a bi-weekly basis. The American College of Obstetricians and Gynecologists encourages employees to have paychecks deposited automatically to bank accounts. Otherwise, paychecks may be picked up each payday in the Accounting department. It is the policy of the College never to grant salary advances.

All employees should review their pay stubs upon receipt. If the employee believes that a mistake has been made, the employee should promptly inform the Accounting department.

### **Payroll Deductions**

Certain deductions are made from paychecks and the amount of these deductions is listed on each employee's pay stub. Deductions required by law are federal and state income tax withholdings, Social Security and Medicare Tax (FICA). Also deducted are the employee's costs of benefits in which the employee elects to participate.

### **Holiday Pay**

Employees receive 7 hours of pay for each paid holiday. Employees who are scheduled to work a longer day as part of a flex time schedule must make up the difference in the pay period by working additional hours or using vacation or personal business leave. A part-time employee shall be paid for holidays only if the holiday falls on a regularly scheduled workday of that employee.

### **Overtime**

The Federal Fair Labor Standards Act (FLSA) regulates eligibility for overtime compensation for hours worked in excess of forty (40) hours in any one week. The Act contains criteria for classification of employees as "non-exempt" or "exempt" from certain provisions of the FLSA. Whether a position is non-exempt or exempt is determined by the Director of Human Resources and approved by the Vice President, Legal and the Executive Vice President, based on the job duties for that position.

The FLSA requires that each employee classified as non-exempt be compensated at one and one-half times the regular hourly rate of pay for hours worked in excess of 40 hours in any single week. Applied to the College standard work week, any overtime work in excess of 35 hours up through 40 hours will be compensated at the regular rate, and any hours in excess of 40 will be compensated at the time and one-half rate.

The College prohibits non-exempt employees from working more than 40 hours in any week, or more than 70 hours in any pay period, without the express advance written approval of their

supervisors and division vice presidents, even if such employees are on College premises for more than the maximum number of hours that they are allowed to work.

Employees classified as "exempt" from the provisions of the Act are expected to put in the time and effort required to accomplish their job responsibilities. Occasionally, exempt employees may be required to work evenings and weekends, but they are not paid for overtime work. The College does not credit extra hours worked by exempt employees as being specifically available as compensatory time off in the future. Rather, any compensatory time for excess hours worked by exempt employees is awarded at the discretion of the employee's supervisor. The College will not pay employees for unused compensatory time.

### **PROHIBITION AGAINST RETALIATION**

The American College of Obstetricians and Gynecologists strictly prohibits any form of retaliation against any employee who raises a concern regarding any conduct that he or she believes is unlawful discrimination or harassment or who in any way participates in an investigation or proceeding regarding a complaint of discrimination or harassment.

## **RECRUITMENT, SELECTION AND PLACEMENT POLICY**

The American College of Obstetricians and Gynecologists recruits persons best qualified by skill, experience and education to perform their assigned work. The qualifications required to perform the key duties and responsibilities of a position serve as the criteria for screening applicants. Generally, job vacancies are posted internally while the College also recruits candidates from outside sources. An employee who is on probationary status is not eligible to apply for a vacant position. In order to be considered for a vacant position, employees must submit their applications to Human Resources.

An employee must work for the College for at least one (1) year before the employee is eligible to apply for a vacant position outside of his or her division. An employee must work for the College for at least six (6) months before the employee is eligible to apply for a vacant position within his or her division. In addition, after the first year of employment, an employee must hold his or her new position for at least six (6) months before being eligible to apply for a vacant position outside of his or her division. The Executive Vice President & Chief Executive Officer may approve exceptions to these tenure requirements.

If an employee is offered and accepts a position outside his or her division, the employee's current and future supervisors and vice presidents or their designates shall meet to discuss the employee's smooth transition. In general, the transition time will be two (2) to four (4) weeks, which will give the division losing the employee an opportunity to fill the soon-to-be vacant position as well as meet the needs of the new division. In no event shall the transition time exceed four (4) weeks from the date the employee accepts the position. Human Resources shall notify the employee's current supervisor and vice president when an employee accepts a position outside his or her division.

### **Nepotism & Personal Relationships in the Workplace**

The College permits the hiring of individuals of the same family or those who have a personal relationship. Members of an employee's family will be considered for employment on the basis of their qualifications. Immediate family members may not be hired, however, if employment would:

- Create a supervisor/subordinate relationship with a family member
- Have the potential for creating an adverse impact on work performance

Additionally, to avoid a conflict of interest or an appearance of conflict of interest, no person may be employed in a College position while he or she or an immediate family member serves on the College Executive Board, as a Vice President, or on a committee that has authority to order personnel actions affecting that particular position.

For purposes of this policy, immediate family includes spouse, domestic partner, parents, siblings, children, and their respective spouses. This policy applies to all types of hire and employment.

## **Powers of Appointment**

The Executive Board has sole power and authority over the selection and tenure of the Executive Vice President. Appointment of persons to positions classified as Vice President is made by the Executive Vice President.

Appointment of persons to staff positions, other than vice president positions, is made from among qualified candidates who apply for the position. The hiring supervisor shall make the final selection, with the concurrence of the appropriate division vice president and Human Resources.



## **REPORTING PROCEDURES AND RESPONSIBILITIES**

The American College of Obstetricians and Gynecologists strongly urges employees to report any conduct that they believe to be discrimination, harassment and/or retaliation to their department director, vice president, or Human Resources. Individuals can bring their complaints to any of these College representatives, and are not required to go to one of the representatives in their division if they prefer not to. All complaints will be promptly and thoroughly investigated. Complaints will be kept confidential to the extent possible and any information contained in any complaint or resulting investigation will only be made available on a need to know basis consistent with the College's legal responsibilities. The College expects all employees to cooperate fully with any College investigation. At the conclusion of the investigation, the employee making the complaint and the employee against whom the complaint was made, and their supervisors and division vice presidents, will receive written responses.

Within ten working days of receiving their written responses, the employee making the complaint and the employee against whom the complaint was made may each request, in writing, a meeting with the Executive Vice President & Chief Executive Officer. The Executive Vice President & Chief Executive Officer will decide how to resolve the complaint, and that decision will be final.

All supervisors are responsible for maintaining a work environment free of discrimination, harassment and retaliation, and for immediately reporting any conduct which may be in violation of these to Human Resources.

Employees are responsible for respecting the rights of their co-workers by refraining from such conduct, and for promptly reporting to management actual or potential violations of this policy.

## TECHNOLOGY ACCEPTABLE USE POLICY

### General

The purpose of this policy is to outline the acceptable use of information, electronic and computing devices, and network resources used to conduct ACOG business and/or interact with internal networks and business systems, whether owned or leased by ACOG, our employees or a third party. All employees, contractors, consultants, temporary, and other workers at ACOG are responsible for exercising good judgment regarding appropriate use of these technologies. Inappropriate use exposes ACOG to risks including virus attacks, compromise of network systems and services, and legal issues.

These systems must not be used to transmit or download solicitations or offensive or otherwise disruptive messages or materials, including but not limited to, those that violate the College's Equal Employment Opportunity and Harassment-Free Workplace policies. Unauthorized copying of copyrighted material including, but not limited to, digitization and distribution of photographs from magazines, books or other copyrighted sources, copyrighted music, and the installation of any copyrighted software for which ACOG or the end user does not have an active license is strictly prohibited.

Violation of any of the stipulations contained within this policy may result in disciplinary action, up to and including termination of employment.

Key tenets of this policy are:

- These technologies and services are provided for business use in service to our members and fellow employees.
- All content flowing through, or stored upon, ACOG systems is the property of ACOG and is subject to monitoring at any time. This includes traffic to/from employee owned devices while attached to ACOG's network.
- Employees should exercise good judgement in the use of our shared technical resources (e.g. systems, files, network resources, Internet access).

If you have questions, concerns or need technical assistance please call the IT Help Desk.

### Email & Electronic Communications

Employees should create, send and distribute electronic communications with no less care, judgment and responsibility than they would use for traditional written communications.

The following guidelines cover appropriate use of any email message sent from an ACOG email address and they apply to all employees, contractors, consultants, temporary or other workers operating on behalf of ACOG.

- All use of email must be consistent with ACOG policies and procedures of ethical conduct, safety, compliance with applicable laws and proper business practices.
- The ACOG email system should not be used for the creation or distribution of any disruptive or offensive messages, including offensive comments about race, gender, disabilities, age, sexual orientation, pornography, religious beliefs and practice, political beliefs, or national origin.
- ACOG email accounts should be used primarily for ACOG business-related purposes; personal communication is permitted on a limited basis, but may not be used to conduct non-ACOG related commercial business.
- Official ACOG business can only be conducted through an official ACOG approved email address. No personal email accounts can be used to conduct ACOG business.
- ACOG may monitor messages without prior notice and ACOG employees should not have any expectation of privacy in anything they store, send or receive on the organization's email system.
- Email should be retained only if there exists a legitimate and ongoing business or legal reason to preserve the information contained in the email.

### **Internet Access**

Internet access is provided to ACOG staff and guests in support of ACOG business activities. The Information Technology department logs and monitors its internal network and Internet traffic to assess compliance with the established policies and procedures and to prevent abuse.

Several technologies are used to filter Internet traffic and to block access to content that is considered offensive (as described in this policy), consumes a high amount of bandwidth, may cause harm to ACOG's technology environment and/or is amongst the list of content categories that are typically blocked by businesses. Contact the IT Help Desk if you gain access to content that you believe should be blocked or if you need access to content that is currently being blocked.

Limited use of the Internet for personal, non-business purposes is acceptable. However, personal use should be infrequent, should not interfere with work productivity, and should not involve any prohibited activity as set forth in this policy.

### **Security**

All ACOG employees play an important role in maintaining the security of our technology environment. Familiarize yourself with the guidelines outlined below.

#### *Passwords*

Passwords are an important aspect of computer security. All employees, contractors, consultants, temporary or other workers, and guests with access to ACOG's systems are responsible for taking the appropriate steps, as outlined below, to protect these systems.

- Passwords must be at least eight characters and a combination of upper- and lower-case letters, numbers and symbols.
- Passwords must be changed every 90 days and the new password cannot be one of 5 most recently used passwords.

- Avoid using the same password for ACOG accounts as for other non-ACOG access to systems and services.
- Do not give your password to anyone and do not use another employee's account or identity without explicit authorization.

## *Email Security*

Email is known to be one of the primary avenues for malware to infect computer systems and, as such, anyone using an ACOG provided email account is reminded of his/her need to adhere to the following best practices.

- Do not click on a link or open a file attached to an email message if you do not know the sender.
- Do not click on a link or open a file attached to an email message if the email looks suspicious, even if it appears to be from a colleague.
- Report suspect email messages to the IT Help Desk.

## *Computer Security*

ACOG has many safeguards in place to protect our computer systems and network from harm (intentional & unintentional). Employees, contractors, consultants, temporary or other workers, and guests using our technology resources are prohibited from:

- Intentionally interfering with the normal operation of ACOG's networks
- Introducing malicious programs into the network or server (e.g. viruses, worms, Trojan horses, etc.)
- Intentionally circumventing computer security systems
- Turning off or blocking updates for installed anti-malware tools

Contact the IT Help Desk if you think that your computer has a virus or may be otherwise compromised.

## **Wireless**

ACOG provides wireless access throughout the building to employees, contractors, consultants, temporary or other workers, and guests. ACOG employees and affiliates need to use their network account credentials to access the wireless network. Temporary wireless access can be provided to guests performing official business activities (e.g. attending meetings, offering presentations, etc.) by contacting the IT Help Desk and requesting an account at least two business days in advance.

Wireless network access is subject to the guidelines as detailed in the Internet Access and Security sections of this policy.

The following applies to all those using the ACOG wireless network.

- The services may not be used in ways that violate applicable laws or regulations.
- The services may not be used in a manner that precludes or significantly hampers network access by others. Nor may the services be used in a manner that significantly impairs access to other networks connected to ACOG's network.
- The services may not be used to spam, distribute malware, or forge email headers.
- Connections which create routing patterns that are inconsistent with the effective and shared use of the services may not be established.

- Use of peer-to-peer software that can be used to share files such as movies, music, or software in violation of copyright laws is strictly prohibited.

**Personal Devices**

Employees may use the ACOG wireless network to connect their personal devices to the Internet. In addition to strict adherence to the guidelines outlined in the Internet Access and Security sections of this policy, employees must: (1) ensure that access to their device is restricted by a security lock (pin) that times out after not more than 5 minutes of inactivity, (2) refrain from storing ACOG sensitive information on their personal device, (3) update system software as new updates are released, and (4) remove all ACOG related work product from their personally owned devices and cloud-based services on their last day of employment.

**Laptops**

Each employee provided with a laptop (permanently assigned or a loaner) is responsible for its physical security. Please keep the following in mind:

- Keep your laptop in a locked and secured environment when not being used.
- Do not leave your ACOG provided laptop for prolonged periods of time in a vehicle, especially in extreme temperatures.
- Do not leave your ACOG provided laptop unattended at any time in an unsecured location (e.g., an empty conference room).
- Keep your laptop in sight at all times while in public places, such as public transportation, airports, restaurants, etc.
- For travel, ACOG provided laptops should be treated as “carry on” items.
- Do not take your employee issued laptop out of the country. Travel laptops are available for business use during foreign travel. Reserve one by contacting the IT Help Desk at least two weeks prior to travel.

If your laptop is lost or stolen, you should (1) immediately report it to the IT Help Desk and (2) obtain an official police report documenting the theft or loss. If your ACOG provided laptop is not properly taken care of, you may be responsible for repair and/or replacement costs.

**Remote Access**

Remote access to portions of ACOG’s computer network through VPN or Citrix software may be granted to ACOG and affiliate employees who have an active network account. Contact the IT Help Desk to request remote access privileges for your account. There are a limited number of licenses for concurrent use of the Citrix software. Employees will be “timed out” during a remote access session if their computer is inactive for 30 minutes.

Before remotely connecting to the ACOG network from your personal device, ensure that anti-virus/anti-malware software is turned on and up to date, then perform a connectivity test to ensure you can remotely access the desired resources on ACOG’s network.

It is the responsibility of the staff member to ensure that his/her remote access equipment and connection support the installation of the software. IT Help Desk personnel are available to assist ACOG employees with remotely gaining access to ACOG’s network. This support is

limited to verifying that ACOG's remote access technologies are functioning properly and providing best practice guidance for remote connectivity.

When working within the Citrix environment, all guidelines outlined in this policy remain in effect. Neglect of these guidelines could result in removal of privileges. Computers that appear to be adversely impacting the network will be disconnected to protect other users and the integrity of the network.

Contact the IT Help Desk for all vendor requests to remotely access our technology resources, including those located on premises as well as our cloud-based services.

## **WEAPON-FREE WORKPLACE POLICY**

It is ACOG's goal to maintain a work environment that is free of violence and safe for all. To achieve this goal, **ACOG prohibits the possession or use of all weapons, including concealed firearms.**

*Prohibition On-Premises:* Employees may not possess or use weapons, including firearms, at any time while on any property owned, leased or controlled by ACOG. This includes ACOG's parking garage.

*Prohibition Off-Premises:* Employees may not possess or use weapons, including firearms, at any time while they are functioning in their role as an ACOG employee at a location that is not owned, leased or controlled by ACOG.

**A license or permit to carry a firearm does not supersede ACOG's Weapon-Free Workplace policy.** Firearms are strictly prohibited on ACOG premises and at all off-premise locations, as explained above, even if an employee has a license or permit to carry a firearm.

*Discipline:* Any employee who violates this Weapon-Free Workplace policy will be subject to severe discipline, up to and including termination.





The American College of  
Obstetricians and Gynecologists  
WOMEN'S HEALTH CARE PHYSICIANS

## **WHISTLEBLOWER POLICY**

The American College of Obstetricians and Gynecologists (the College) requires that its Executive Board members, officers, volunteers and employees conduct their duties and responsibilities in accordance with high ethical standards and in compliance with the College Statement of Values.

### **I. Reporting Violations**

The College encourages any of its Executive Board members, officers, volunteers and employees who believe that there has been a violation of the College Statement of Values to report any such incident regardless of the identity of the individual involved.

An Executive Board member, officer, volunteer or employee who believes that there has been a violation of the Statement of Values should report the incident to the College Compliance Officer, the Vice President, Legal Affairs. If the Compliance Officer is believed to be involved in the conduct or if, for some other reason, the Executive Board member, officer, volunteer, or employee feels uncomfortable reporting the incident to the Compliance Officer, the individual should report the incident to the Chair of the College Finance Committee. The College employees may also report violations to their supervisors or to the Director of Human Resources. Supervisors and the Director of Human Resources are required to report suspected violations to the Compliance Officer or, if the Compliance Officer is believed to be involved in the conduct, to the Chair of the Finance Committee. Suspected violations may be submitted anonymously. The College encourages prompt reporting so that the complaint can be investigated in a timely manner.

### **II. Investigations**

All alleged violations of the College Statement of Values that are reported under this policy will be investigated by the Compliance Officer or outside legal counsel, assisted by such the College Executive Board members, officers, volunteers or employees as they deem appropriate. Investigations will be conducted in as prompt and as confidential a manner as practicable and appropriate under the circumstances. All Executive Board members, officers, volunteers and employees have a duty to cooperate in the College investigation of alleged violations of the Statement of Values and are required to preserve the confidentiality of the investigation. Upon receiving a report, the Compliance Officer or outside legal counsel will notify the College Audit Committee and will work with the Audit Committee until the matter is resolved. Upon completion of the investigation, appropriate corrective action will be taken if warranted by the investigation. The College will communicate its findings and intended actions, if any, to the complainant.

Violations of the College Statement of Values by an employee will be viewed as a serious offense and the employee may be disciplined and possibly terminated. The College



Executive Board will address violations by the College Executive Board member, officer or volunteer.

### **III. Appeals Procedure**

Any Executive Board member, officer, volunteer or employee who is dissatisfied with the College's response to a reported violation of the Statement of Values may submit the reasons for that dissatisfaction with the College's response to the Treasurer of the College. The Treasurer shall review the allegations, consider the issues and reasons for dissatisfaction with the College's action, conduct a discretionary interview with the Executive Vice President and report the findings to the Audit Committee.

### **IV. Good Faith Required**

Anyone filing a complaint concerning a suspected violation of the Statement of Values must be acting in good faith and have reasonable grounds for believing that a violation of the statement occurred. Any allegations that prove to be unsubstantiated and that prove to have been made maliciously or with knowledge of their falsehood will be viewed as a serious disciplinary offense.

### **V. Retaliation Prohibited**

It is essential that Executive Board members, officers, volunteers and employees bring matters related to the Statement of Values to the College attention so that the College can ensure compliance with the statement. No Executive Board member, officer, volunteer or employee who in good faith complies with, or reports a suspected violation of, the Statement of Values shall suffer harassment, retaliation, adverse employment consequences, or other adverse actions because of such compliance or report. Any employee who believes that he or she has been subjected to an adverse action because of complying with the Statement of Values, or reporting a suspected violation of the statement, should follow the Employee Complaint Procedures contained in the Employee Handbook or report the action to the College Audit Committee. Any Executive Board member, officer or volunteer who has been subjected to an adverse action because of complying with the Statement of Values, or reporting a suspected violation of the statement should report the action to the Executive Board by contacting the Vice President of Administration. The Executive Board shall investigate the matter and take action as warranted.

Approved by the Executive Board: February 2009  
Revised for name change: January 2018

**Table of Contents****Project Narrative**

<b>Background .....</b>	<b>1</b>
<b>Approach .....</b>	<b>2</b>
<b>i. Purpose .....</b>	<b>2</b>
<b>ii. Outcomes .....</b>	<b>2</b>
<b>iii. Strategy and Activities .....</b>	<b>4</b>
<b>iv. Collaborations .....</b>	<b>9</b>
<b>v. Target Population and Health Disparities .....</b>	<b>10</b>
<b>Applicant Evaluation and Performance Measurement Plan .....</b>	<b>11</b>
<b>Organizational Capacity of Applicants to Implement the Approach .....</b>	<b>13</b>
<b>Work Plan .....</b>	<b>17</b>

**Budget Narrative*****Other Attachments:*****Proof of National Scope of Work****Proof of Public Health Charge or Mission****Letters of Support****References****Indirect Cost Rate****Evidence of Non-Profit Status****Resumes/CV's****Organization Charts****Position Descriptions****Report on Programmatic, Budgetary, and Commitment Overlap**

**Office of Financial Resources Risk Questionnaire**

**Office of Financial Resources Risk Questionnaire Supporting Documents**

## **CERTIFICATIONS**

### **1. Certification Regarding Debarment and Suspension**

The undersigned (authorized official signing for the applicant organization) certifies, to the best of his or her knowledge and belief, that the applicant, defined as the primary participant in accordance with 45 CFR Part 76, and its principals:

(a) Are not presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from covered transactions by any Federal Department or agency.

(b) Have not, within a 3-year period preceding this proposal, been convicted of or had a civil judgment rendered against them for commission of fraud or a criminal offense in connection with obtaining, attempting to obtain, or performing a public (Federal, State, or local) transaction or contract under a public transaction; violation of Federal or State antitrust statutes or commission of embezzlement, theft, forgery, bribery, falsification or destruction of records, making false statements, or receiving stolen property.

(c) Are not presently indicted or otherwise criminally or civilly charged by a governmental entity (Federal, State, or local) with commission of any of the offenses enumerated in paragraph (b) of this certification.

(d) Have not, within a 3-year period preceding this application/proposal, had one or more public transactions (Federal, State, or local) terminated for cause or default.

Should the applicant not be able to provide this certification, an explanation as to why should be placed after the assurances page in the application package. The applicant agrees by submitting this proposal that it will include, without modification, the clause titled "Certification Regarding Debarment, Suspension, Ineligibility, and Voluntary Exclusion – Lower Tier Covered Transactions" in all lower tier covered transactions (i.e., transactions with sub-grantees and/or contractors) and in all solicitations for lower tier covered transactions in accordance with 45 CFR Part 76.

### **2. Certification Regarding Drug-Free Workplace Requirements**

The undersigned (authorized official signing for the applicant organization) certifies that the applicant will, or will continue to, provide a drug-free work-place in accordance with 45 CFR Part 76 by:

(a) Publishing a statement notifying employees that the unlawful manufacture, distribution, dispensing, possession or use of a controlled substance is prohibited in the grantee's workplace and specifying the actions that will be taken against employees for violation of such prohibition.

- (b) Establishing an ongoing drug-free awareness program to inform employees about –
  - (1) The dangers of drug abuse in the workplace.
  - (2) The grantee's policy of maintaining a drug-free workplace.
  - (3) Any available drug counseling, rehabilitation, and employee assistance programs.
  - (4) The penalties that may be imposed upon employees for drug abuse violations occurring in the workplace.
- (c) Making it a requirement that each employee to be engaged in the performance of the grant be given a copy of the statement required by paragraph (a) above.
- (d) Notifying the employee in the statement required by paragraph (a), above, that as a condition of employment under the grant, the employee will –
  - (1) Abide by the terms of the statement.
  - (2) Notify the employer in writing of his or her conviction for a violation of a criminal drug statute occurring in the workplace no later than five calendar days after such conviction.
- (e) Notifying the agency in writing within ten calendar days after receiving notice under paragraph (d)(2) from an employee or otherwise receiving actual notice of such conviction. Employers of convicted employees must provide notice, including position title, to every grant officer or other designee on whose grant activity the convicted employee was working, unless the Federal agency has designated a central point for the receipt of such notices. Notice shall include the identification number(s) of each affected grant.
- (f) Taking one of the following actions, within 30 calendar days of receiving notice under paragraph (d)(2), with respect to any employee who is so convicted –
  - (1) Taking appropriate personnel action against such an employee, up to and including termination, consistent with the requirements of the Rehabilitation Act of 1973, as amended.
  - (2) Requiring such employee to participate satisfactorily in a drug abuse assistance or rehabilitation program approved for such purposes by a Federal, State, or local health, law enforcement, or other appropriate agency.
- (g) Making a good faith effort to continue to maintain a drug-free workplace through implementation of paragraphs (a), (b), (c), (d), (e), and (f).

For purposes of paragraph (e) regarding agency notification of criminal drug convictions, the DHHS has designated the following central point for receipt of such notices:

Office of Grants and Acquisition Management  
 Office of Grants Management  
 Office of the Assistant Secretary for Management and Budget  
 Department of Health and Human Services  
 200 Independence Avenue, S.W., Room 517-D  
 Washington, D.C. 20201

### **3. Certification Regarding Lobbying**

Title 31, United States Code, Section 1352, entitled "Limitation on use of appropriated funds to influence certain Federal contracting and financial transactions," generally prohibits recipients of Federal grants and cooperative agreements from using Federal (appropriated) funds for lobbying the Executive or Legislative Branches of the Federal Government in connection with a SPECIFIC grant or cooperative agreement. Section 1352 also requires that each person who requests or receives a Federal grant or cooperative agreement must disclose lobbying undertaken with non-Federal (non-appropriated) funds. These requirements apply to grants and cooperative agreements EXCEEDING \$100,000 in total costs (45 CFR Part 93).

The undersigned (authorized official signing for the applicant organization) certifies, to the best of his or her knowledge and belief, that:

(a) No Federal appropriated funds have been paid or will be paid, by or on behalf of the undersigned, to any person for influencing or attempting to influence an officer or employee of any agency, a Member of Congress, an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with the awarding of any Federal contract, the making of any Federal grant, the making of any Federal loan, the entering into of any cooperative agreement, and the extension, continuation, renewal, amendment, or modification of any Federal contract, grant, loan, or cooperative agreement.

(b) If any funds other than Federally appropriated funds have been paid or will be paid to any person for influencing or attempting to influence an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with this Federal contract, grant, loan, or cooperative agreement, the undersigned shall complete and submit Standard Form-LLL, "Disclosure of Lobbying Activities," in accordance with its instructions.

(c) The undersigned shall require that the language of this certification be included in the award documents for all sub-awards at all tiers (including subcontracts, sub-grants, and contracts under grants, loans and cooperative agreements) and that all sub-recipients shall certify and disclose accordingly.

This certification is a material representation of fact upon which reliance was placed when this transaction was made or entered into. Submission of this certification is a prerequisite for making or entering into this transaction imposed by Section 1352, U.S. Code. Any person who fails to file the required certification shall be subject to a civil penalty of not less than \$10,000 and not more than \$100,000 for each such failure.

### **4. Certification Regarding Program Fraud Civil Remedies Act (PFCRA)**

The undersigned (authorized official signing for the applicant organization) certifies that the statements herein are true, complete, and accurate to the best of his or her knowledge, and

that he or she is aware that any false, fictitious, or fraudulent statements or claims may subject him or her to criminal, civil, or administrative penalties. The undersigned agrees that the applicant organization will comply with the Public Health Service terms and conditions of award if a grant is awarded as a result of this application.

### **5. Certification Regarding Environmental Tobacco Smoke**

Public Law 103-227, also known as the Pro-Children Act of 1994 (ACT), requires that smoking not be permitted in any portion of any indoor facility owned or leased or contracted for by an entity and used routinely or regularly for the provision of health, day care, early childhood development services, education or library services to children under the age of 18, if the services are funded by Federal programs either directly or through State or local governments, by Federal grant, contract, loan, or loan guarantee. The law also applies to children's services that are provided in indoor facilities that are constructed, operated, or maintained with such Federal funds. The law does not apply to children's services provided in private residence, portions of facilities used for inpatient drug or alcohol treatment, service providers whose sole source of applicable Federal funds is Medicare or Medicaid, or facilities where WIC coupons are redeemed.

Failure to comply with the provisions of the law may result in the imposition of a civil monetary penalty of up to \$1,000 for each violation and/or the imposition of an administrative compliance order on the responsible entity.

By signing the certification, the undersigned certifies that the applicant organization will comply with the requirements of the Act and will not allow smoking within any portion of any indoor facility used for the provision of services for children as defined by the Act.

The applicant organization agrees that it will require that the language of this certification be included in any sub-awards which contain provisions for children's services and that all sub-recipients shall certify accordingly.

The Public Health Services strongly encourage all grant recipients to provide a smoke-free workplace and promote the non-use of tobacco products. This is consistent with the PHS mission to protect and advance the physical and mental health of the American people.

**Signature of Authorized Certifying Official:**

**Title:**



Executive Vice President and CEO

**Applicant Organization (Please Print):**

**Date Signed & Submitted:**

American College of Obstetricians and Gynecologists

03/20/2018



**ASSURANCES - CONSTRUCTION PROGRAMS**

Public reporting burden for this collection of information is estimated to average 180 minutes per response, including time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding the burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden, to the Office of Management and Budget, Paperwork Reduction Project (0348-0041), Washington, DC 20503.

**PLEASE DO NOT RETURN YOUR COMPLETED FORM TO THE OFFICE OF MANAGEMENT AND BUDGET. SEND IT TO THE ADDRESS PROVIDED BY THE SPONSORING AGENCY.**


**Note:** Certain of these assurances may not be applicable to your project or program. If you have questions, please contact the Awarding Agency. Further, certain federal assistance awarding agencies may require applicants to certify to additional assurances. If such is the case, you will be notified.

As the duly authorized representative of the applicant I certify that the applicant:

1. Has the legal authority to apply for Federal assistance, and the institutional, managerial and financial capability (including funds sufficient to pay the non-Federal share of project costs) to ensure proper planning, management and completion of the project described in this application.
2. Will give the awarding agency, the Comptroller General of the United States, and if appropriate, the State, through any authorized representative, access to and the right to examine all records, books, papers, or documents related to the assistance; and will establish a proper accounting system in accordance with generally accepted accounting standards or agency directives.
3. Will not dispose of, modify the use of, or change the terms of the real property title, or other interest in the site and facilities without permission and instructions from the awarding agency. Will record the Federal interest in the title of real property in accordance with awarding agency directives and will include a covenant in the title of real property acquired in whole or in part with Federal assistance funds to assure non-discrimination during the useful life of the project.
4. Will comply with the requirements of the assistance awarding agency with regard to the drafting, review and approval of construction plans and specifications.
5. Will provide and maintain competent and adequate engineering supervision at the construction site to ensure that the complete work conforms with the approved plans and specifications and will furnish progress reports and such other information as may be required by the assistance awarding agency or State.
6. Will initiate and complete the work within the applicable time frame after receipt of approval of the awarding agency.
7. Will establish safeguards to prohibit employees from using their positions for a purpose that constitutes or represents the appearance of personal or organizational conflict of interest, or personal gain.
8. Will comply with the Intergovernmental Personnel Act of 1970 (42 U.S.C. §§4728-4763) relating to prescribed standards for merit systems for programs funded under one of the nineteen statutes or regulations specified in Appendix A of OPM's Standards for a Merit System of Personnel Administration (5 C.F.R. 900, Subpart F).
9. Will comply with the Lead-Based Paint poisoning Prevention Act (42 U.S.C. §§4801 et seq.) which prohibits the use of lead based paint in construction or rehabilitation of residence structures.
10. Will comply with all Federal statutes relating to non-discrimination. These include but are not limited to: (a) Title VI of the Civil Rights Act of 1964 (P.L. 88-352) which prohibits discrimination on the basis of race, color or national origin; (b) Title IX of the Education Amendments of 1972, as amended (20 U.S.C. §§1681-1683, and 1685-1686) which prohibits discrimination on the basis of sex; (c) Section 504 of the Rehabilitation Act of 1973, as amended (29 U.S.C. §794) which prohibit discrimination on the basis of handicaps; (d) the Age Discrimination Act 1975, as amended (42 U.S.C. §§6101-6107) which prohibits discrimination on the basis of age; (e) the Drug Abuse Office and Treatment Act of 1972 (P.L. 93-255), as amended, relating to non-discrimination on the basis of drug abuse; (f) the Comprehensive Alcohol Abuse and Alcoholism Prevention, Treatment and Rehabilitation Act of 1970 (P.L. 91-616), as amended, relating to non-discrimination on the basis of alcohol abuse or alcoholism; (g) §§523 and 527 of the Public Health Service Act of 1912 (42 U.S.C. §§290 dd-3 and 290 ee-3), as amended, relating to confidentiality of alcohol and drug abuse patient records; (h) Title VIII of the Civil Rights Act of 1968 (42 U.S.C. §§3601 et seq.), as amended, relating to non-discrimination in the sale, rental or financing of housing; (i) any other non-discrimination provisions in the specific statute(s) under which application for Federal assistance is being made, and (j) the requirements on any other non-discrimination Statute(s) which may apply to the application.



11. Will comply, or has already complied, with the requirements of Titles II and III of the Uniform Relocation Assistance and Real Property Acquisition Policies Act of 1970 (P.L. 91-646) which provides for fair and equitable treatment of persons displaced or whose property is acquired as a result of Federal and federally assisted programs. These requirements apply to all interests in real property acquired for project purposes regardless of Federal participation in purchases.
12. Will comply with the provisions of the Hatch Act (5 U.S.C. §§1501-1508 and 7324-7328) which limit the political activities of employee whose principal employment activities are funded in whole or in part with Federal funds.
13. Will comply, as applicable, with the provisions of the Davis-Bacon Act (40 U.S.C. §§276a to 276a-7), the Copeland Act (40 U.S.C. §276c and 18 U.S.C. §874), the Contract Work Hours and Safety Standards Act (40 U.S.C. §§327-333) regarding labor standards for federal assisted construction subagreements.
14. Will comply with the flood insurance purchase requirements of Section 102(a) of the Flood Disaster Protection Act of 1973 (P.L. 93-234) which requires recipients in a special flood hazard area to participate in the program and to purchase flood insurance if the total cost of insurable construction and acquisition is \$10,000 or more.
15. Will comply with environmental standards which may be prescribed pursuant to the following: (a) institution of environmental quality control measures under the National Environmental Policy Act of 1969 (P.L. 91-190) and Executive Order (EO) 11514; (b) Environmental Policy Act of 1969 (P.L. 91-190) and Executive Order (EO) 11514; (c) notification of violating facilities pursuant to EO 11738; (d) protection of wetlands pursuant to EO 11990; (e) evaluation of flood hazards in floodplains in accordance with EO 11988; (f) assurance of project consistency with the approved State management program developed under the Coastal Zone Management Act of 1972 (16 U.S.C. §§1451 et seq.); (g) conformity of Federal actions to State (Clean Air) Implementation Plans under Section 176(c) of the Clean Air Act of 1955, as amended (42 U.S.C. §§7401 et seq.); (h) protection of underground sources of drinking water under the Safe Drinking Water Act of 1974, as amended, (P.L. 93-523); and (i) protection of endangered species under the Endangered Species Act of 1973, as amended, (P.L. 93-205).
16. Will comply with the Wild and Scenic Rivers Act of 1968 (16 U.S.C. §§1271 et seq.) related to protecting components or potential components of the national wild and scenic rivers system.
17. Will assist the awarding agency in assuring compliance with Section 106 of the National Historic Preservation Act of 1966, as amended (16 U.S.C. §470), EO 11593 (identification and preservation of historic properties), and the Archaeological and Historic Preservation Act of 1974 (16 U.S.C. §§469a-1 et seq.).
18. Will cause to be performed the required financial and compliance audits in accordance with the Single Audit Act of 1984.
19. Will comply with all applicable requirements of all other Federal laws, Executive Orders, re- gulations and policies governing this program.

SIGNATURE OF AUTHORIZED CERTIFYING OFFICIAL 	TITLE  Executive Vice President and CEO	
APPLICANT ORGANIZATION  American College of Obstetricians and Gynecologists		DATE SUBMITTED  03/20/2018

**ASSURANCES - NON-CONSTRUCTION PROGRAMS**

Public reporting burden for this collection of information is estimated to average 15 minutes per response, including time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding the burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden, to the Office of Management and Budget, Paperwork Reduction Project (0348-0040), Washington, DC 20503.


**PLEASE DO NOT RETURN YOUR COMPLETED FORM TO THE OFFICE OF MANAGEMENT AND BUDGET. SEND IT TO THE ADDRESS PROVIDED BY THE SPONSORING AGENCY.**

**NOTE:** Certain of these assurances may not be applicable to your project or program. If you have questions, please contact the awarding agency. Further, certain Federal awarding agencies may require applicants to certify to additional assurances. If such is the case, you will be notified.

As the duly authorized representative of the applicant, I certify that the applicant:

1. Has the legal authority to apply for Federal assistance and the institutional, managerial and financial capability (including funds sufficient to pay the non-Federal share of project cost) to ensure proper planning, management and completion of the project described in this application.
2. Will give the awarding agency, the Comptroller General of the United States and, if appropriate, the State, through any authorized representative, access to and the right to examine all records, books, papers, or documents related to the award; and will establish a proper accounting system in accordance with generally accepted accounting standards or agency directives.
3. Will establish safeguards to prohibit employees from using their positions for a purpose that constitutes or presents the appearance of personal or organizational conflict of interest, or personal gain.
4. Will initiate and complete the work within the applicable time frame after receipt of approval of the awarding agency.
5. Will comply with the Intergovernmental Personnel Act of 1970 (42 U.S.C. §§4728-4763) relating to prescribed standards for merit systems for programs funded under one of the 19 statutes or regulations specified in Appendix A of OPM's Standards for a Merit System of Personnel Administration (5 C.F.R. 900, Subpart F).
6. Will comply with all Federal statutes relating to nondiscrimination. These include but are not limited to: (a) Title VI of the Civil Rights Act of 1964 (P.L. 88-352) which prohibits discrimination on the basis of race, color or national origin; (b) Title IX of the Education Amendments of 1972, as amended (20 U.S.C. §§1681-1683, and 1685-1686), which prohibits discrimination on the basis of sex; (c) Section 504 of the Rehabilitation Act of 1973, as amended (29 U.S.C. §794), which prohibits discrimination on the basis of handicaps; (d) the Age Discrimination Act of 1975, as amended (42 U.S.C. §§6101-6107), which prohibits discrimination on the basis of age; (e) the Drug Abuse Office and Treatment Act of 1972 (P.L. 92-255), as amended, relating to nondiscrimination on the basis of drug abuse; (f) the Comprehensive Alcohol Abuse and Alcoholism Prevention, Treatment and Rehabilitation Act of 1970 (P.L. 91-616), as amended, relating to nondiscrimination on the basis of alcohol abuse or alcoholism; (g) §§523 and 527 of the Public Health Service Act of 1912 (42 U.S.C. §§290 dd-3 and 290 ee-3), as amended, relating to confidentiality of alcohol and drug abuse patient records; (h) Title VIII of the Civil Rights Act of 1968 (42 U.S.C. §§3601 et seq.), as amended, relating to nondiscrimination in the sale, rental or financing of housing; (i) any other nondiscrimination provisions in the specific statute(s) under which application for Federal assistance is being made; and, (j) the requirements of any other nondiscrimination statute(s) which may apply to the application.
7. Will comply, or has already complied, with the requirements of Titles II and III of the Uniform Relocation Assistance and Real Property Acquisition Policies Act of 1970 (P.L. 91-646) which provide for fair and equitable treatment of persons displaced or whose property is acquired as a result of Federal or federally-assisted programs. These requirements apply to all interests in real property acquired for project purposes regardless of Federal participation in purchases.
8. Will comply, as applicable, with provisions of the Hatch Act (5 U.S.C. §§1501-1508 and 7324-7328) which limit the political activities of employees whose principal employment activities are funded in whole or in part with Federal funds.

9. Will comply, as applicable, with the provisions of the Davis-Bacon Act (40 U.S.C. §§276a to 276a-7), the Copeland Act (40 U.S.C. §276c and 18 U.S.C. §874), and the Contract Work Hours and Safety Standards Act (40 U.S.C. §§327-333), regarding labor standards for federally-assisted construction subagreements.
10. Will comply, if applicable, with flood insurance purchase requirements of Section 102(a) of the Flood Disaster Protection Act of 1973 (P.L. 93-234) which requires recipients in a special flood hazard area to participate in the program and to purchase flood insurance if the total cost of insurable construction and acquisition is \$10,000 or more.
11. Will comply with environmental standards which may be prescribed pursuant to the following: (a) institution of environmental quality control measures under the National Environmental Policy Act of 1969 (P.L. 91-190) and Executive Order (EO) 11514; (b) notification of violating facilities pursuant to EO 11738; (c) protection of wetlands pursuant to EO 11990; (d) evaluation of flood hazards in floodplains in accordance with EO 11988; (e) assurance of project consistency with the approved State management program developed under the Coastal Zone Management Act of 1972 (16 U.S.C. §§1451 et seq.); (f) conformity of Federal actions to State (Clean Air) Implementation Plans under Section 176(c) of the Clean Air Act of 1955, as amended (42 U.S.C. §§7401 et seq.); (g) protection of underground sources of drinking water under the Safe Drinking Water Act of 1974, as amended (P.L. 93-523); and, (h) protection of endangered species under the Endangered Species Act of 1973, as amended (P.L. 93-205).
12. Will comply with the Wild and Scenic Rivers Act of 1968 (16 U.S.C. §§1271 et seq.) related to protecting components or potential components of the national wild and scenic rivers system.
13. Will assist the awarding agency in assuring compliance with Section 106 of the National Historic Preservation Act of 1966, as amended (16 U.S.C. §470), EO 11593 (identification and protection of historic properties), and the Archaeological and Historic Preservation Act of 1974 (16 U.S.C. §§469a-1 et seq.).
14. Will comply with P.L. 93-348 regarding the protection of human subjects involved in research, development, and related activities supported by this award of assistance.
15. Will comply with the Laboratory Animal Welfare Act of 1966 (P.L. 89-544, as amended, 7 U.S.C. §§2131 et seq.) pertaining to the care, handling, and treatment of warm blooded animals held for research, teaching, or other activities supported by this award of assistance.
16. Will comply with the Lead-Based Paint Poisoning Prevention Act (42 U.S.C. §§4801 et seq.) which prohibits the use of lead-based paint in construction or rehabilitation of residence structures.
17. Will cause to be performed the required financial and compliance audits in accordance with the Single Audit Act Amendments of 1996 and OMB Circular No. A-133, "Audits of States, Local Governments, and Non-Profit Organizations."
18. Will comply with all applicable requirements of all other Federal laws, executive orders, regulations, and policies governing this program.

SIGNATURE OF AUTHORIZED CERTIFYING OFFICIAL 		TITLE Executive Vice President and CEO	
APPLICANT ORGANIZATION American College of Obstetricians and Gynecologists		DATE SUBMITTED January 5, 2023	

# 000192

**From:** [grantassurances@cdc.gov](mailto:grantassurances@cdc.gov)  
**To:** [Hal Lawrence](#); [Sarah Carroll](#)  
**Subject:** INO-REPLY AUTO NOTIFICATION FROM GRANT-ASSURANCES CDC.GOV  
**Date:** Wednesday, March 21, 2018 9:26:46 PM

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Your Submission has been Recieved for DUNS Number: (b)(4) 3/21/2018 9:26:41 PM







































AMERICAN COLLEGE OF  
OBSTETRICIANS AND GYNECOLOGISTS

Bylaws

Amended January 2018

**AMERICAN COLLEGE OF  
OBSTETRICIANS AND GYNECOLOGISTS  
BYLAWS  
Amended January 2018**

**ARTICLE I**

**Name**

The name of the corporation is the “American College of Obstetricians and Gynecologists,” hereinafter sometimes referred to as “the College.” The American College of Obstetricians and Gynecologists was formally known as The American Congress of Obstetricians and Gynecologists.

**ARTICLE II**

**Objectives, Powers, and Transition**

Section 1. Objectives. The objectives of the College shall be to foster and stimulate improvements in all aspects of the health care of women; to establish and maintain the highest standards of practice; to promote high ethical standards; to establish and promote policy positions on issues affecting the specialty of obstetrics and gynecology; and to promote, represent, and advance the professional and socioeconomic interests of its members.

Section 2. Powers. The College shall have all the powers of a not-for-profit corporation as are now or shall hereafter be conferred by the statutes of the State of Illinois.

**ARTICLE III**

**Membership**

Section 1. Membership. Effective January 1, 2018, all Fellows, Life Fellows, Junior Fellows, and members in other categories of the College shall automatically be members in the same category of the ACOG Foundation (formally known as The American College of Obstetricians and Gynecologists) and Honorary Fellows in the ACOG Foundation shall automatically be Honorary Fellows in the College.

Section 3. Fellows and Members in All Categories. Fellows, Life Fellows, Junior Fellows, Honorary Fellows, and members in other categories shall be elected in accordance with the bylaws of the College and the policies and procedures of the Executive Board.

## **ARTICLE IV**

### **Fellows, Their Qualifications, Privileges, and Obligation**

Section 1. Qualifications. A Fellow in the College shall have an unrestricted medical license in each jurisdiction where the Fellow is licensed, shall be certified by the American Board of Obstetrics and Gynecology, Inc., (“ABOG”) or any other organization recognized by the College as a certifying entity, and shall meet all other qualifications for Fellow status as established by the Executive Board. A Fellow who fails to maintain these qualifications may be disciplined in accordance with policies and procedures of the Executive Board.

Section 2. Immediate Loss of Membership. A Fellow’s membership shall immediately end upon death or as defined in the policies and procedures of the Executive Board.

Section 3. Privileges. A Fellow shall have the right to vote and hold office in the College. No Fellow may serve simultaneously in more than one elected office of the College, including national, district, and section levels.

Section 4. Obligation. A Fellow shall immediately notify the College if there has been any adverse action taken against the Fellow’s medical license in any jurisdiction or if the Fellow is no longer certified by ABOG or any other organization recognized by the College as a certifying entity.

## **ARTICLE V**

### **Life Fellows, Their Qualifications, Privileges, and Obligation**

Section 1. Qualifications. A Life Fellow in the College shall meet the qualifications for Life Fellows as established by the Executive Board.

Section 2. Immediate Loss of Membership. A Life Fellow’s membership shall immediately end upon death or as defined in the policies and procedures of the Executive Board.

Section 3. Privileges. Life Fellows shall be eligible to vote; however, they shall not hold office or serve on the Committee on Nominations.

Section 4. Obligation. A Life Fellow shall immediately notify the College if there has been any adverse action taken against the Life Fellow’s medical license in any jurisdiction.

## **ARTICLE VI**

### **Junior Fellows, Their Qualifications, Privileges, and Obligation**

Section 1. Qualifications. A Junior Fellow in the College shall meet the qualifications for Junior Fellows as established by the Executive Board.



Section 2. Immediate Loss of Membership as a Junior Fellow. A Junior Fellow's membership as a Junior Fellow shall immediately end:

- a. Upon election as a Fellow in the College.
- b. Upon failure of the Junior Fellow to submit an application to be a Fellow in the College within one year after the Junior Fellow becomes eligible to apply to be a Fellow, or within 14 years after starting graduate training in obstetrics and gynecology, whichever occurs first. Exception may be made according to policies and procedures established by the Executive Board.
- c. Upon death or as defined in the policies and procedures of the Executive Board.

Section 3. Privileges. Junior Fellows shall not be eligible to vote or hold office, but shall have the right to vote and hold office as related to Junior Fellow activities. Junior Fellows also may vote when authorized by the Executive Board.

Section 4. Obligation. A Junior Fellow shall immediately notify the College if there has been any adverse action taken against the Junior Fellow's medical license in any jurisdiction.

Section 5. Organization of Junior Fellows. Junior Fellows shall be organized according to guidelines established by the Executive Board, and shall not adopt bylaws but may adopt policies and procedures that do not conflict with College bylaws or policies.

## ARTICLE VII

### **Members in Other Categories, Their Qualifications, Termination, and Privileges**

Section 1. Qualifications. In addition to Fellow, Life Fellow, and Junior Fellow, other categories of members, including Honorary Fellows may be established by the Executive Board. Members in these other categories shall meet the qualifications as established by the Executive Board.

Section 2. Termination. Members in these other categories as defined herein may be terminated in the event of resignation, delinquency, death, or other cause deemed sufficient by the Executive Board, without prior notice or hearing.

Section 3. Privileges. Members in these other categories shall not be eligible to vote or hold office but may vote when authorized by the Executive Board.

## ARTICLE VIII

### **Reciprocity, Discipline, and Termination of Fellows, Life Fellows, and Junior Fellows**

Section 1. Reciprocity. The College and the Fellows, Life Fellows, and Junior Fellows acknowledge and agree that any disciplinary actions, including warning, censure, suspension, and expulsion, and any grievance-related process or notification taken by the ACOG Foundation prior to January 1, 2010 shall have the same effect in the same manner on the status of the individual's membership in the College effective as of January 1, 2010. The College and the Fellows, Life Fellows, and Junior Fellows acknowledge and agree that any complaints or investigations that were pending before the ACOG Foundation Grievance Committee, Appeals Panel Committee or the Executive Board prior to January 1, 2010, shall continue to be assigned to the appropriate committee of the College or the Executive Board of the College. The College and the Fellows, Life Fellows, and Junior Fellows acknowledge and agree that any disciplinary actions, including warning, censure, suspension, and expulsion and any disciplinary-related process or notification taken by the College shall have the same effect in the same manner on the status of the individual's membership in the ACOG Foundation.

Immediate loss of membership for any reason in the College shall result in immediate loss of membership in the ACOG Foundation.

Section 2. Disciplinary Actions. A Fellow, Life Fellow, or Junior Fellow may be issued a warning, censured, suspended for a stated period of time, or expelled for failure to maintain the requirements for such category of membership, for violations of the *Code of Professional Ethics* adopted by the College, for conduct inconsistent with the College bylaws, for an adverse action against a medical license held by the Fellow, Life Fellow, or Junior Fellow, or for any other conduct detrimental to and inconsistent with the purposes of the College. A Fellow or Junior Fellow may be issued a warning, censured, suspended for a stated period of time, or expelled for loss of certification by ABOG or any other organization recognized by the College as a certifying entity. Disciplinary actions shall be decided according to policies and procedures established by the Executive Board.

Section 3. Expulsion. Upon expulsion of a Fellow, Life Fellow, or Junior Fellow in any category, all rights and privileges of that category of membership in the College shall be forfeited and terminated. Any Fellow, Life Fellow, or Junior Fellow who has been expelled may reapply to the College according to policies and procedures established by the Executive Board.

Section 4. Delinquency. Fellows and Junior Fellows shall pay all dues and assessments required by the College, including national, district, and section dues. A Fellow or Junior Fellow who fails to pay national, district, or section dues or assessments within 90 days

after they become due shall be given notice of the delinquency and shall be terminated from membership in the College and the ACOG Foundation. Any Fellow or Junior Fellow who has been terminated from membership for reasons of delinquency may be reinstated according to policies and procedures established by the Executive Board.

Section 5. Resignation. A Fellow, Life Fellow, or Junior Fellow may resign by providing written notice to the College. A Fellow, Life Fellow, or Junior Fellow who resigns from membership in the College automatically resigns from the ACOG Foundation. Resignation from the College shall not relieve an individual of the obligation to pay outstanding dues or assessments.

Section 6. Notifications. All notifications of disciplinary actions and resignations or terminations prior to the conclusion of the grievance process or other disciplinary process shall be in accordance with policies and procedures established by the Executive Board.

## **ARTICLE IX**

### **National Officers, Fellows-at-Large and Young Physicians-at-Large**

Section 1. National Officers. The national officers of the College shall consist of the following:

President	Secretary
President Elect	Assistant Secretary
Immediate Past President	Treasurer
Executive Vice President and Chief Executive Officer	

Section 2. Duties of National Officers.

- a. President. The President shall preside at all meetings of the College and of the Executive Board and shall perform all other duties usually associated with the office of President, including the appointment and direction of all College committees authorized by the Executive Board, except the Committee on Nominations. The President shall deliver a presidential address at the Inauguration and Convocation. The President shall be an ex officio member of all committees except the Committee on Nominations, Compensation Committee, the Grievance Committee, and the Appeals Panel Committee. If the President's position becomes vacant, the President Elect shall serve as the Acting President and shall serve out the remainder of the President's term. After serving as Acting President, the President Elect shall serve his or her own term as President.

- b. President Elect. The President Elect shall assist and cooperate with the President. The President Elect shall name College committee appointees to serve during his or her term of office as President, except for the Committee on Nominations. These appointees will begin to function upon adjournment of the Annual Business Meeting. If the President Elect position becomes vacant, except under the circumstance when the President Elect become the Acting President, the Executive Board shall elect a successor from one or more nominee(s) submitted by the Committee on Nominations in accordance with policies and procedures established by the Executive Board. If the President Elect becomes Acting President, then this position will remain vacant until the next election cycle.
- c. Immediate Past President. The Immediate Past President shall be a member of the Grievance Committee, and shall carry out other duties as assigned by the President. When the President Elect becomes Acting President, the Immediate Past President shall serve for another term. If the Immediate Past President position is vacated, the most recent available past president shall serve as the replacement for the remainder of the term of office.
- d. Treasurer. The Treasurer shall be responsible for collecting all monies, for making all authorized disbursements, for rendering an account thereof, at the Annual Business Meeting, and for arranging an annual audit of College accounts. The Treasurer shall be under bond upon such terms, conditions, and for such amounts as shall be affirmed by the Executive Board. If the Treasurer position is vacated, the Executive Board shall appoint a successor to serve for the remainder of the term of office.
- e. Secretary. The Secretary shall be responsible for the records of all meetings of the College and of the Executive Board, and for the correspondence of the College, and shall perform all the ordinary duties of the office. The Secretary shall be an ex officio member of all committees, except the Committee on Nominations, Compensation Committee, Grievance Committee, and the Appeals Panel Committee. When for any reason the Secretary is unable to serve as Secretary, the Assistant Secretary shall assume the duties of the Secretary. If the Secretary position is vacated, the Assistant Secretary becomes Secretary for the remainder of the term of office.
- f. Assistant Secretary. The Assistant Secretary shall assist the Secretary and shall serve as chair of the Committee on Credentials and serve on the Grievance Committee. The Assistant Secretary shall assume the duties of the Secretary when for any reason the Secretary is unable to serve. If the Secretary position is vacated, the Assistant Secretary becomes Secretary for

the remainder of the term of office. If the Assistant Secretary position is vacated, the Executive Board shall appoint a successor to serve the remainder of the term of office.

- g. Executive Vice President and Chief Executive Officer. The Executive Vice President and Chief Executive Officer shall be responsible for overall management of the College under policies of the Executive Board. The Executive Vice President and Chief Executive Officer is appointed by the Executive Board of the College in accordance with policies and procedures established by the Executive Board. The Executive Vice President and Chief Executive Officer shall not have the right to vote on any matter presented to the Executive Board or the Executive Committee for a vote. The Executive Vice President and Chief Executive Officer has the right to attend and participate at all meetings and executive sessions of the Executive Board and the Executive Committee, except for executive sessions when the Executive Vice President and Chief Executive Officer's performance is being discussed.

Section 3. Fellows-at-Large. There are two Fellow-at-Large positions on the Executive Board. A Fellow-at-Large shall have been a Fellow for more than eight years as of the deadline for submission of nomination materials for the office. If a Fellow-at-Large position is vacated, the Executive Board shall appoint a successor to serve the remainder of the term of office.

Section 4. Young Physicians-at-Large. There are three Young Physician-at-Large positions on the Executive Board and effective upon adjournment of the 2018 Annual Business Meeting, there will be two Young Physician-at-Large positions. A Young Physician-at-Large shall have been a Fellow for eight or fewer years as of the deadline for submission of nomination materials for the office. If a Young Physician-at-Large position is vacated, the Executive Board shall appoint a successor to serve the remainder of the term of office.

## **ARTICLE X**

### **Committee on Nominations**

Section 1. Composition. The Committee on Nominations is composed according to policies and procedures established by the Executive Board, which includes the following:

- a. The three past presidents most recently retired from the Executive Board who are available shall serve on the committee, and one of them shall serve as chair.

- b. Each district shall have one representative as a member of the committee and two alternates to be selected in the following manner:
  - 1. The district chairs who have most recently retired from the Executive Board during the calendar year preceding the first meeting of the committee who are available shall serve as the representatives of their districts on the committee for that year.
  - 2. A representative for each of the remaining districts shall be elected by his or her district advisory council at the time of the annual district meeting or at the last district advisory council meeting of the calendar year.
  - 3. Two alternate representatives shall be elected in order of preference by each district advisory council at the time of the annual district meeting or at the last district advisory council meeting of the calendar year.
- c. Two additional members of the Committee on Nominations shall be young physicians from two different districts who have been a Fellow for twelve or fewer years, selected according to policies and procedures established by the Executive Board. Neither young physician shall be from the same district as any past president who is a member of the Committee on Nominations.
- d. No member of the Executive Board or salaried employee of the College or the ACOG Foundation shall serve on the Committee on Nominations.

Section 2. Duties. The duties of the Committee on Nominations shall be to prepare a slate of nominees, one nominee for each vacant national officer, Fellow-at-Large, and Young Physician-at-Large position, from among the names submitted to the committee according to policies and procedures established by the Executive Board; that is President Elect, Treasurer, Secretary, Assistant Secretary, Fellow-at-Large, and Young Physician-at-Large on the Executive Board, in that order.

Section 3. Candidates for Nomination.

- a. Each district advisory council shall encourage appropriate candidates from within the district to submit their materials for candidacy for vacant national officer, Fellow-at-Large or Young Physician-at-Large positions.



- b. Candidates for nomination must declare the office or offices for which they are candidates according to policies and procedures established by the Executive Board. Candidates for a Fellow-at-Large position shall have been a Fellow for more than eight years as of the deadline date for submission of nomination materials. Candidates for Young Physician-at-Large positions shall be a Fellow for eight or fewer years as of the deadline date for submission of nomination materials.
- c. No Fellow shall be eligible to be a candidate for nomination for the same national officer position, a Fellow-at-Large position or a Young Physician-at-Large position more than four times.
- d. No salaried employee of the College or the ACOG Foundation shall be eligible for nomination.

Section 4. Election. The election process shall be conducted in accordance with policies and procedures established by the Executive Board. The slate of nominees for all elective offices shall be made available to all voting Fellows at least thirty days before the Annual Business Meeting. The election of all nominees shall be by majority vote of all Fellows, in person or by proxy, voting at the Annual Business Meeting. Nominations will not be accepted from the floor during the Annual Business Meeting.

Section 5. Term of Office. The terms of office for the President, President Elect and Immediate Past President shall be one year. The terms of office shall expire upon adjournment of the Annual Business Meeting the following year. At the expiration of their terms, the President Elect shall automatically become President and the President shall automatically become Immediate Past President. The term of office for Treasurer shall be three years, however, effective with the May 2018 election the Treasurer's term of office shall be two years. The term of office for the Secretary shall be three years, however, effective with the May 2019 election the Secretary's term of office shall be two years. The expiration of these terms of office shall occur upon adjournment of the Annual Business Meeting. The term of office for the Assistant Secretary shall be two years. The term of office shall expire upon adjournment of the Annual Business Meeting two years following the election. The terms of office for Fellows-at-Large shall be two years. The terms of office shall expire at the adjournment of the Annual Business Meeting two years following their election. The terms of office for Young Physicians-at-Large shall be three years, however, the term of office shall be two years for the Young Physicians-at-Large elected beginning with the 2019 election. The expiration of these terms of office shall occur upon adjournment of the Annual Business Meeting.

Section 6. Re-election. The presidential officers, Treasurer, Secretary, Assistant Secretary, Fellows-at-Large and Young Physicians-at-Large shall not be eligible for re-election.

Section 7. Removal of Officers and Directors. No officer or director may be removed from office, except in accordance with Illinois law.

## **ARTICLE XI**

### **Executive Board**

Section 1. Members. The Executive Board shall consist of the President, President Elect, Immediate Past President, Treasurer, Secretary, Assistant Secretary, Public Member, Executive Vice President and Chief Executive Officer, chair and vice chair of the Junior Fellow College Advisory Council, the district chairs, two Fellows-at-Large, three Young Physicians-at-Large until adjournment of the 2018 Annual Business Meeting, when the number will be reduced to two Young Physicians-at-Large, one subspecialty representative from each of the subspecialties of obstetrics and/or gynecology recognized by the Accreditation Council for Graduate Medical Education (ACGME), and a representative from ABOG. The total number of Executive Board members shall not exceed 32 individuals.

Section 2. Powers and Duties. The general management of the College shall be vested in the Executive Board, whose powers and duties shall be those ordinarily held and performed by the board of directors of a corporation. It shall:

- a. Transact all business required to carry out the objectives of the organization arising in the interim between Annual Business Meetings.
- b. Manage, control, and conserve the property interests of the College.
- c. Establish policies and procedures for the election or appointment of Fellows, Junior Fellows, Life Fellows, and members.
- d. Fix initiation fees, national dues, and special assessments of all categories of membership.
- e. Approve district and section dues.
- f. Fix boundaries of districts and sections and create new districts and sections when necessary, according to policies and procedures established by the Executive Board.
- g. Call special meetings of the College.
- h. Create standing and temporary committees.



- i. Act as the nominating committee for the position of Public Member.
- j. Resolve disputes between the section, district, and national levels of the organization, including an appropriate process of appeal.
- k. Transact all business, not otherwise provided for, that may pertain to the College.

Section 3. Time and Place of Meetings. The President shall set the time and place of the meetings of the Executive Board. At least 15 business days' notice of such meetings shall be given by the Secretary.

Section 4. Quorum and Manner of Acting.

- a. Fifty percent of the voting members of the Executive Board shall constitute a quorum for the transaction of business.
- b. The act of a majority of the voting members of the Executive Board present at a duly called meeting at which a quorum is present shall be considered an action of the Executive Board, unless a greater number of voting Executive Board members is required by law, the Articles of Incorporation, contract, or these bylaws.
- c. The Executive Board may conduct any meeting of the Executive Board through the use of a conference telephone or other communications equipment by means of which all persons participating in the meeting can communicate with each other. All members of the Executive Board are expected to be present for all standing, scheduled meetings; if a board member must be physically absent from an Executive Board meeting for illness or other compelling reason, that member may participate and act at that Executive Board meeting by telephone or other communications equipment with the prior approval of the President.
- d. Any action to be taken at a meeting of the Executive Board may be taken without a meeting if a consent in writing, setting forth the action taken, is signed by all of the Executive Board members entitled to vote.

Section 5. Public Member. The Public Member shall be nominated by the Executive Board, and the name submitted in writing to all voting Fellows at least 30 days before the Annual Business Meeting. The election shall be by majority vote of all Fellows, in person or by proxy, voting at the Annual Business Meeting. The term of office shall be two years, expiring at the adjournment of the Annual Business Meeting two years following the election. The Public Member shall serve no more than two terms.

Section 6. Subspecialty Representatives. The subspecialty representatives shall be Fellows of the College who are certified in ACGME-recognized subspecialties, one from each ACGME-recognized subspecialty, and nominated by the subspecialty organizations selected according to policies and procedures established by the Executive Board. The term of office for each representative shall be three years, however, the term of office shall be two years for a Subspecialty Representative in accordance with the schedule established by the Executive Board. The expiration of these terms of office shall occur at the adjournment of the Annual Business Meeting. A subspecialty representative shall not serve more than one term.

Section 7. American Board of Obstetrics and Gynecology, Inc. The ABOG Executive Director shall be a Fellow of the College and shall be an ex officio member to the Executive Board. The ABOG Representative shall not have the right to vote on any matter presented to the Executive Board for a vote. The ABOG Representative has the right to attend and participate at all meetings and executive sessions of the Executive Board.

Section 8. Executive Committee. The Executive Committee shall consist of the President, President Elect, Immediate Past President, Secretary, Treasurer, Assistant Secretary, Chair of the Council of District Chairs, and the Executive Vice President and Chief Executive Officer. It shall transact business arising in the interim between Executive Board meetings, and shall have such other powers and duties as authorized by the Executive Board. A majority of the voting members of the Executive Committee shall constitute a quorum for the transaction of business and an act of a majority of the voting members of the committee at a meeting at which a quorum is present shall be the act of the committee.

## **ARTICLE XII**

### **Annual and Special Meetings**

Section 1. Annual Business Meeting. A meeting of the College, to be known as the Annual Business Meeting, shall be held each year.

Section 2. Time and Place of the Annual Business Meeting. The time and place of the Annual Business Meeting shall be designated by the Executive Board. The Secretary shall give notice thereof to each Fellow not less than five nor more than 60 days before the date of the meeting.

Section 3. Transaction of Business. Election of officers, certification of replacements for the Executive Board, and transaction of other business shall be conducted at the Annual Business Meeting.

Section 4. Special Meetings. Special meetings of the College may be called by the Executive Board at such time and place as it may designate provided notice thereof shall

have been given to each Fellow not less than five nor more than 60 days before the date of the meeting, which notice shall state the purpose or purposes for which the meeting is called.

Section 5. Quorum and Manner of Acting. Five percent of the Fellows of the College, in person or by proxy, shall constitute a quorum for the transaction of business at the Annual Business Meeting or any specially called meeting of the College. An act of the majority of the Fellows voting in person or by proxy shall be the act of the Fellows.

## **ARTICLE XIII**

### **Districts**

Section 1. Membership. The membership of each district shall consist of Fellows, Life Fellows, and Junior Fellows, whose official address is within the district, except as otherwise provided by the Executive Board.

Section 2. District Officers. The district officers shall consist of a chair, a vice chair, secretary, treasurer, and such other officers as may be required by the districts or by the Executive Board. To be eligible for election or appointment to, or continued service in, a district officer position, a Fellow's principal place of business must be in the district he or she represents.

- a. Term of Office. The district chair and vice chair shall serve in their respective offices for a term of three years, except district chairs and vice chairs shall begin serving a two-year term in accordance with the schedule established by the Executive Board. The district chair and vice chair may not succeed themselves. A Fellow may serve only one term as district vice chair and one term as district chair. The secretary and treasurer shall serve in their respective offices for a term of three years, except district secretaries and treasurers shall begin serving a two-year term in accordance with the schedule established by the Executive Board. The secretary and treasurer may serve up to two terms in their position. These officers shall assume office at the next annual district business meeting or at the last district advisory council meeting of the calendar year following their election.
- b. Method of Election. A district Nominating Committee shall be formed to prepare a list of nominees to replace the chair, vice chair, secretary, and treasurer according to the policies and procedures established by the Executive Board. The list adopted shall be sent to all Fellows of the district for balloting according to policies and procedures established by the Executive Board.

- c. Replacement. Whenever, in the opinion of the district advisory council and subject to Executive Board guidelines, a district officer, other than the district chair, has vacated, or has failed or is unable to fulfill the duties of the office, the district advisory council shall appoint a replacement to complete the unexpired term. If the district chair has vacated, or has failed or is unable to fulfill the duties of the office, the district vice chair shall complete the unexpired term.

Section 3. Duties of the District Chair.

- a. To serve on the Executive Board and submit reports and recommendations to the Executive Board.
- b. To consider issues arising in the district and act upon them.
- c. To call and preside at the district annual business meeting and at other meetings of the district.
- d. To call and preside at the meetings of the district advisory council.
- e. To direct and coordinate the activities of the section chairs in the district.
- f. To encourage recruitment and other activities of Junior Fellows in the district.
- g. To appoint members of district standing and ad hoc committees.
- h. To evaluate the qualifications of applicants for Fellows and Junior Fellows in accordance with policies and procedures of the Executive Board.

Section 4. Duties of District Vice Chair. The district vice chair shall assist the district chair. When, for any reason, the district chair is unable to serve in the capacity as district chair, the district vice chair shall assume the position.

Section 5. District Advisory Council.

- a. The district advisory council shall consist of the district officers, section chairs, and such other representatives as selected by the council. District and section officers shall be the only voting members of the district advisory council, except Junior Fellow district chairs and vice chairs may vote as part of the district advisory council if provided in the district's policies and procedures.

- b. The advisory council shall not adopt bylaws but may adopt policies and procedures, provided such policies and procedures are not in conflict with College bylaws or policies and procedures.
- b. Each district advisory council, through its district chair, shall be responsible to the Executive Board for the management of the affairs of the College within its district. Its duties shall include the following:
  - 1. To meet at least once annually.
  - 2. To transact all district business arising in the interim between the district annual business meetings, as is necessary to carry out the objectives of the College within the district.
  - 3. To manage, control, and conserve the property interests of the district.
  - 4. To fix district and section dues of Fellows, subject to the approval of the Executive Board.
  - 5. To define the duties of district officers.
  - 6. To create standing and ad hoc committees of the district and to provide any necessary definition of committee duties.
  - 7. To manage the affairs of a section when both section chair and section vice chair are unable to act.
  - 8. To replace a section officer, other than the section chair, who, in the opinion of the council and subject to Executive Board guidelines, has vacated or has failed or is unable to fulfill the duties of the office. If the section chair has vacated, or has failed or is unable to fulfill the duties of the office, the section vice chair shall complete the unexpired term.
  - 9. To review, for approval or disapproval, a proposal by a section to adopt section policies and procedures.
  - 10. To receive the proposed list of section officers as determined by the section Nominating Committee.

Section 6. Internal Regulations.

- a. The district's activities and policies and procedures shall not conflict with College bylaws or policies.
- b. The district and section officers may not obligate the College in any manner unless specifically authorized by the Executive Board.

## ARTICLE XIV

### Council of District Chairs

Section 1. Members. The Council of District Chairs (CDC) shall consist of the chairs of each district in the College, and the CDC shall elect from its members a Chair of the CDC.

Section 2. Powers and Duties. The CDC shall act only as a forum for discussion in areas that solely pertain to the districts and sections, make recommendations to the Executive Board, as needed on those issues, and serve as the Awards Committee for district and section awards as required by the policies and procedures of the Executive Board.

Section 3. Time and Place of Meetings. The CDC may meet at the time and place of the Executive Board meeting but shall meet no more than four times a year. The CDC also may have an annual retreat; the time and place of the retreat shall be set by the Chair of the CDC. The Chair of the CDC shall give the members of the CDC at least fifteen business days' notice of such meetings.

Section 4. Quorum. Fifty percent of the members of the CDC shall constitute a quorum.

## ARTICLE XV

### Sections

Section 1. Membership.

- a. General. The membership of each section shall consist of Fellows, Life Fellows, and Junior Fellows, whose official address is within the section, except as otherwise provided by the Executive Board.
- b. Adjunct Section Members. In those sections where other obstetric and gynecologic societies exist, any member of such societies, who is not eligible to be and has not been a Fellow in the College, may be elected to nonvoting membership in that section, such nonvoting member to be designated as an adjunct member of the section. Such election shall be

carried out according to procedures and subject to restrictions and conditions established by the Executive Board. Adjunct members of the section shall not be members of the district or the national organization of the College, and they shall not be eligible to hold office in the section. They may take part in section activities not in conflict with the foregoing definition of the status of adjunct members.

Section 2. Section Officers. The section officers shall consist of a chair, a vice chair, and such other officers as may be required by the sections. To be eligible for election or appointment to, or continued service in, a section officer position, a Fellow's principal place of business must be in the section he or she represents.

- a. Term of Office. The section chair and vice chair shall serve in their respective offices for a term of three years, except section chairs and vice chairs shall begin serving a two-year term in accordance with the schedule established by the Executive Board. The section chair and vice chair may not succeed themselves. They shall assume office at the next annual district business meeting or at the last district advisory council meeting of the calendar year following their election. A Fellow may not serve more than one term as section vice chair and one term as section chair without written approval of the Executive Board upon recommendation of the district advisory council.
- b. Method of Election. A section Nominating Committee shall be formed to prepare a list of nominees to replace the retiring section officers according to policies and procedures established by the Executive Board. The list adopted shall be sent to all Fellows of the section for balloting according to policies and procedures established by the Executive Board.
- c. Dues. Section dues may be proposed to the district advisory council by the section officers or existing section advisory council.
- d. Policies and Procedures. Sections shall not have bylaws but may adopt policies and procedures by approval of the section officers or existing section advisory council, subject to approval by the district advisory council.

Section 3. Duties of Section Chair.

- a. To serve as a member of the district advisory council.
- b. To keep informed about the purposes and policies of the College and the conditions in the section relating to these policies.



- c. To consider issues in the section and to submit reports and recommendations to the district chair and the district advisory council.
- d. To coordinate the activities of the Fellows and Junior Fellows so that the section exerts a strong influence to improve the health care of women at the local level.
- e. To stimulate interest in the specialty of obstetrics and gynecology and in the College among medical students, residents, nurses, and other health care personnel in the section.
- f. To evaluate the qualifications of applicants for Fellow from the section and to make recommendations to the district chair.
- g. To appoint section committees as necessary.
- h. To preside at meetings of the section advisory council when such council is authorized by section policies and procedures. When a section advisory council is authorized, section officers shall be the only voting members of the section advisory council, except Junior Fellow section chairs and vice chairs may vote as part of the section advisory council if provided in the section's policies and procedures.

Section 4. Duties of Section Vice Chair.

- a. To assist the section chair.
- b. When, for any reason, the section chair is unable to serve in the capacity as section chair, the section vice chair shall assume the position.

Section 5. Internal Regulations. The section activities, policies, and procedures shall not conflict with district or with College bylaws or policies.

## ARTICLE XVI

### Political Action Committee

Section 1. Separate Segregated Fund. The College may establish a separate segregated fund from which contributions to and expenditures on behalf of federal candidates will be made. The separate segregated fund shall register with the Federal Election Commission as a federal political action committee. All contributions to and from as well as all expenditures from the separate segregated fund shall be in compliance with the Federal Election



Campaign Act, as amended, and the corresponding federal election regulations. The separate segregated fund shall also register with any/all federal agencies with registration and reporting requirements for political action committees.

Section 2. Governance. The separate segregated fund shall be governed by a committee that will make all decisions regarding federal candidates on whose behalf the separate segregated fund should make contributions or expenditures. The separate segregated fund shall be governed by policies and procedures as established by the Executive Board.

## **ARTICLE XVII**

### **Parliamentary Authority**

The most recent edition of the American Institute of Parliamentarians' *Standard Code of Parliamentary Procedure* shall apply to the proceedings of the College, except in such cases as are covered by the bylaws.

## **ARTICLE XVIII**

### **Offices**

The corporation shall have, and continuously maintain, in the State of Illinois, a registered office and a registered agent whose office is identical with such registered office, and may have other offices within or without the State of Illinois as the Executive Board may determine.

## **ARTICLE XIX**

### **Contracts and Checks**

Section 1. Contracts. The Executive Board may authorize any officer, employee, or agent of the corporation to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances.

Section 2. Checks. All checks, drafts, or other orders for payment of money, notes or other evidence of indebtedness issued in the name of the corporation shall be signed by such officer, employee, or agent of the corporation, and in such manner as shall be established by the Executive Board.

**ARTICLE XX**

**Fiscal Year**

The fiscal year of the College shall begin on the first day of January and end on the last day of December in each year.

**ARTICLE XXI**

**Indemnification**

The College shall indemnify its officers, Executive Board members, committee members, employees, and each person serving at the request of the College as a representative to another organization as a member, director, trustee, or officer of, or delegate to the other organization, against such liabilities, costs, and expenses, in such manner, under such circumstances, and to such extent as is required or permitted by applicable Illinois law. The College may purchase and maintain insurance against the financial obligations described herein.

**ARTICLE XXII**

**Amendments**

A two-thirds vote of the voting members of the Executive Board shall be required for adoption of any proposed amendment to these bylaws.



































**AMERICANS WITH DISABILITIES ACT (ADA)**

The Americans with Disabilities Act (ADA) of 1990 was enacted to protect the employment rights of qualified individuals who are disabled. The American College of Obstetricians and Gynecologists is committed to complying with all applicable provisions of the ADA and its amendments, including but not limited to its provisions protecting qualified individuals with disabilities from discrimination in employment. The College will provide reasonable accommodation to qualified employees with a disability (as defined by the ADA), provided that the College is aware of the disability and such accommodation does not constitute an undue hardship for the College.

In addition, individuals should notify Human Resources if they would require assistance during an emergency evacuation, even if the need for assistance is temporary.

## ATTIRE POLICY

The following information is intended to serve as a guide to help define appropriate work attire for all employees. Employees are expected to dress in a manner that is appropriate and practical in a business environment. Our primary objective is to project a professional image at all times. Employees should consider each day's activities including College wide when determining what to wear. Business attire is always permitted, and business casual is generally acceptable. Employees should check with their supervisor or HR in advance if they have any questions about the proper attire.

Business and business casual means clean and neat professional clothing. Employees shall not wear anything to the office that is offensive, revealing, see-through, sequined, tight fitting, excessively worn, frayed, or faded, wrinkled, stained, or torn. Employees who report to work in inappropriate attire will be asked to leave work to change clothes, and will be required to use personal time or vacation time to do so. ACOG photo identification badge should be worn and clearly visible while at the office.

### **Business and Business Casual Attire**

Listed below is a general overview of acceptable attire, as well as examples of some of the more common items that are not appropriate for the office. Neither group is intended to be all-inclusive. Rather, these items should help set the general parameters for proper work attire, and allow employees to make intelligent judgments about items that are not specifically addressed.

Top – Suit jackets, blazers, dress and casual button-down shirts or blouses with collars or banded collars, polos, knit tops, cardigans, and sweaters are acceptable. Athletic tops and jerseys, loungewear, sweatshirts, tank and halter tops, midribs, strapless shirts, t-shirts, and shirts with large lettering or logos are not appropriate.

Pants – Trousers, pants, chinos, and capris are acceptable. Denim jeans are permitted to be worn for business casual attire provided they are not torn or otherwise damaged. Athletic pants, loungewear, sweatpants, shorts of any length, overalls, and lycra, spandex, and other form-fitting pants are not appropriate.

Dresses and Skirts – Knee-length dresses, skirts, and skorts/culottes are acceptable. Maxi dresses and denim skirts are acceptable to be worn for business casual attire. Mini-skirts, micro minis, and strapless or string strapped dresses without jackets are not appropriate.

Footwear – Loafers, boots, flats, dress shoes, dress sandals, and leather deck shoes are acceptable. Well-kept athletic shoes/sneakers are permitted for business casual attire. Sport or beach sandals and slides, flip-flops, cleats, and slippers are not appropriate.

Other – Headgear, hats, or caps are generally not appropriate for the office.

## **BACKGROUND INVESTIGATION POLICY**

To ensure security in sensitive areas of the College, employment offers may be dependent upon the satisfactory results of a background investigation. All internal and external candidates beginning employment within the following areas will be screened:

- the Finance division
- the Membership department
- the Security department
- the Human Resources department.

In addition, persons applying for positions in other departments may be subject to background investigations if the position handles financial transactions or sensitive information regarding members or employees.

Candidates who will be screened will receive a written notice and will be asked for their consent. If ACOG decides to take adverse action based on the background check, ACOG must notify the candidate before taking the adverse action and must provide the candidate with a copy of their results and a copy of their "Summary of Rights Under the Fair Credit Reporting Act." Candidates will have the opportunity to respond before any negative action is taken.

If ACOG goes forward with the adverse action, ACOG must inform the candidate that he or she was rejected because of information in the report; the name, address, and phone number of the company that sold the report; that the company selling the report didn't make the hiring decision, and can't give specific reasons for it; and that he or she has a right to dispute the accuracy or completeness of the report, and to get an additional free report from the reporting company within 60 days

ACOG will keep all results and reports confidential. ACOG will maintain records related to applicants for one year after the record was made or the personnel action was taken, whichever is longer. Once it is no longer required to maintain the records, the Human Resources department will destroy the report.

### **BREASTFEEDING AT WORK POLICY**

The American College of Obstetricians and Gynecologists supports breastfeeding mothers by providing a supportive environment to the mother who wishes to breastfeed and/or express breast milk during her workday when separated from her newborn child. Prenatal and postpartum breastfeeding informational materials are available for all mothers and fathers.

After giving birth, any employee who is breastfeeding her child will be provided reasonable break times to breastfeed at work and/or to express breast milk for her baby. The College has designated a private and secured mother's room for this purpose. Employees who work offsite or in other locations will be accommodated with a private area as necessary.

## COMBATING TRAFFICKING IN PERSONS

The United States government has a zero tolerance policy regarding trafficking in persons. As an organization that contracts with the United States, The American College of Obstetricians and Gynecologists must adopt this policy for all employees engaged in the performance of work under a United States government contract.

*Prohibited Behavior:* ACOG employees engaged in the performance of work under a United States government contract shall not:

- **Engage in severe forms of trafficking in persons.** This means sex trafficking in which a commercial sex act is induced by force, fraud, or coercion, in which the person induced to perform such act has not attained 18 years of age.
- **Procure commercial sex acts.** This means any sex act on account of which anything of value is given to or received by any person.
- **Use forced labor in the performance of government contracts.** This means knowingly providing or obtaining the labor or services of a person by threats of serious harm to, or physical restraint against, that person or another person; by means of any scheme, plan, or pattern intended to cause the person to believe that, if the person did not perform such labor or services, that person or another person would suffer serious harm or physical restraint; or by means of the abuse or threatened abuse of law or the legal process.

*Consequences:* Penalties that may be imposed upon employees for violations of this policy include, but are not limited to, removal from the contract or termination from employment.



## Annual Increase

The College pays a competitive wage for each job within the framework of applicable law, and consistent with the judicious expenditures of funds. Across the board annual increases are reviewed for financial feasibility and against relevant market data. Executive leadership and the Board determine the final outcome every calendar year. New hires or internal transfers or position changes with an effective date within three months of the annual increase are not eligible for the annual increase.

## Market Analysis

Positions reviewed under the compensation program are compared to the relevant market data. The market data consists of approximately three reputable surveys at the national, regional, and local level. Base pay levels are targeted, on average, at the midpoint of the relevant labor market to enable the attraction and retention of talent with some variance due to geographic location and/or market sensitivity that occurs.

## Red Circle

A red circle rate is the employee's salary rate that is over the salary range maximum because of merit or tenure. The decision to pay over the salary range maximum is not automatic and requires authorization of the EVP & CEO.

## Demotions

There are occasions when a demotion to a lower classification and/or salary grade will occur and the employee's salary, title, and classification may be adjusted accordingly. Any demotion must be approved by Human Resources and the EVP & CEO.



**ACOG CONFLICT OF INTEREST POLICY FOR EXECUTIVE BOARD MEMBERS,  
COMMITTEE CHAIRS, TASK FORCE CHAIRS, AND EXECUTIVE STAFF**

All ACOG\* Executive Board Members, committee chairs, task force chairs and executive staff (each a "Covered Individual") are required to follow guidelines for relationships with the health care industry as contained in the American College of Obstetricians and Gynecologists' Committee Opinion #541, *Professional Relationships With Industry*, November 2012, which may be revised from time to time. Covered Individuals also must adhere to the following policy:

A Covered Individual and a Covered Individual's spouse or domestic partner shall not:

- Have a financial interest in excess of \$5,000, except in a blind trust, exchange traded funds or through mutual fund investments, in an individual pharmaceutical company or an individual manufacturer of medical instruments, devices or equipment
- Receive any consulting fees, royalties, honoraria, in-kind services, or payments of any kind for their personal use from a pharmaceutical company or a manufacturer of medical instruments, devices or equipment, except for payments in relation to clinical investigations or studies conducted in accordance with federal requirements
- Accept anything of value in excess of \$50 at one time, with a maximum annual limit of \$250 for their personal use from a single pharmaceutical company or a manufacturer of medical instruments, devices or equipment, except for items in relation to clinical investigations or studies conducted in accordance with federal requirements
- Be on a speakers bureau of a pharmaceutical company or a manufacturer of medical instruments, devices or equipment
- Have a consulting or advisory arrangement with a pharmaceutical company or a manufacturer of medical instruments, devices or equipment, except in relation to clinical investigations or studies conducted in accordance with federal requirements
- Serve on a corporate board of a pharmaceutical company or a manufacturer of medical instruments, devices or equipment

A Covered Individual shall have a continuing responsibility to comply with this policy. If a Covered Individual ceases to be compliant with this policy, the Covered Individual shall inform the President and Executive Vice President and CEO immediately.

\* This policy has been approved by the Executive Boards of the American College of Obstetricians and Gynecologists and the American Congress of Obstetricians and Gynecologists, August 2015. The College and the Congress are referred to collectively in this policy as ACOG.

000254

**THE AMERICAN COLLEGE OF OBSTETRICIANS AND GYNECOLOGISTS**  
**2017 Conflict of Interest Disclosure Form**

To the best of my knowledge, I, \_\_\_\_\_, have no material interest, nor does any business associate or anyone in my immediate family, that poses a conflict of interest with my current College and Congress activities, except as follows (please list any possible exceptions; if none, write NONE):

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\_\_\_\_\_  
Executive Staff or Covered Individual's Signature

\_\_\_\_\_  
Date

## ACOG CONFLICT OF INTEREST DISCLOSURE POLICY

ACOG relies on its volunteer leadership and staff to avoid actual and potential conflicts of interest as well as situations that may create the appearance of conflict of interest.

ACOG may adopt additional conflict of interest policies for members serving in certain positions. In addition, some ACOG activities may require additional procedures regarding disclosure of actual or potential conflicts. Such additional procedures must be approved by the Executive Vice President and CEO, in consultation with the Vice President, Legal, before implementation.

**1. Scope.** The purpose of this policy is to describe situations that may create a potential or actual conflict of interest, define the obligation to disclose such situations, and outline a process for handling a potential or actual conflict of interest. This policy applies to all Executive Board members; district and section officers, members of councils, committees (including liaison members) and task forces; volunteers, authors, and consultants; all staff members; and any other individuals who are required to comply with this policy by contract (each a "Covered Individual").

ACOG expects Covered Individuals to use sound judgment and good faith in identifying actual and potential conflicts of interest with the broad objective of disclosing any activity or position that may give rise to a conflict. Covered Individuals are required to follow both the letter and the spirit of this policy. In fulfilling their duties for ACOG, Covered Individuals must act in the best interests of ACOG and not in furtherance of personal or third-party interests. Covered Individuals have an obligation to ensure that ACOG maintains a bias-free decision-making process and to avoid all potential conflicts of interest.

**2. Conflict of Interest.** A conflict of interest may arise when a Covered Individual has some interest or obligation that has the potential to create divided loyalty on the part of the Covered Individual's loyalty between ACOG and some other organization or cause. A conflict of interest may arise from a transaction between ACOG and a third party, or from a Covered Individual's volunteer, paid, or other financial relationship with a third party, which may compromise a Covered Individual's ability to provide unbiased judgment and undivided loyalty to ACOG.

**3. Disclosures.** Annually, or more often if requested, each Covered Individual must complete and submit a Disclosure Form detailing all financial (in excess of \$100), business or other interest in any company, organization, service, product or other concerns that might affect or be affected by ACOG activities. In addition, the Covered Individual must disclose all such interests held by his or her family members and business associates of which he or she has knowledge. Family members include the person's spouse, domestic partner, children, parents and other members of the household. A business associate is someone with whom the Covered Individual has a business relationship.

Examples of interests that must be disclosed include: ownership of stock (not including stocks held in blind trusts, mutual funds or exchange traded funds over which the individual has no control); substantial gifts; employment; consultancy arrangements; faculty appointments; arrangements with medical, scientific, or related publishers to write articles or to provide editorial services; pharmaceutical investigation or research support; honoraria; or a volunteer position with another non-profit. If the Covered Individual has any uncertainty as to whether certain information should be disclosed, he or she should include that information in the disclosure.

Each Covered Individual must update the Disclosure Form if any significant changes or additions to the submitted information arise during the course of the year.

**4. Process.** Disclosed information shall be provided to the Executive Vice President and CEO, and shared with the volunteer leadership, ACOG staff, and other parties responsible for or involved in the relevant activity or subject, as needed. Any Covered Individual who has an actual or potential conflict of interest in any proposed ACOG activity or subject shall remove him or herself from discussions and actions involving that subject, unless an ACOG vice president or senior staff person requests the Covered Individual to participate.

If there is uncertainty about whether a conflict of interest exists, the question shall be presented for determination by Executive Vice President and CEO in consultation with the Vice President, Legal, as necessary. It is important that all individuals subject to the conflict of interest policy understand the importance of full cooperation with this policy to assure maximum integrity of ACOG activities.

\* This policy has been approved by the Executive Boards of the American College of Obstetricians and Gynecologists and the American Congress of Obstetricians and Gynecologists, December 2016. The College and the Congress are referred to collectively in this policy as ACOG.

**THE AMERICAN COLLEGE OF OBSTETRICIANS AND GYNECOLOGISTS**  
**2017 Conflict of Interest Disclosure Form**

To the best of my knowledge, I, \_\_\_\_\_, have no material interest, nor does any business associate or anyone in my immediate family, that poses a conflict of interest with my current College and Congress activities, except as follows (please list any possible exceptions; if none, write NONE):

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\_\_\_\_\_  
Employee or Covered Individual's Signature

\_\_\_\_\_  
Date

## **ACOG Conflict of Interest Statement for Certain Clinical Documents**

### ACOG COI Statement WORDING:

"All ACOG Committee members and authors have submitted a conflict of interest disclosure statement related to this published product. Any potential conflicts have been considered and managed in accordance with ACOG's Conflict of Interest Disclosure Policy. The ACOG policies can be found on [acog.org](http://acog.org). For products jointly developed with other organizations, conflict of interest disclosures by representatives of the other organizations are addressed by those organizations. The American College of Obstetricians and Gynecologists has neither solicited nor accepted any commercial involvement in the development of the content of this published product."

### ACOG PUBLISHED PRODUCTS THAT REQUIRE WORDING:

Committee Opinions  
Practice Advisories  
Practice Bulletins  
Obstetric Care Consensus  
Technology Assessments

### WORDING TO BE APPLIED TO THESE PUBLISHED PRODUCTS AS DEVELOPED BY:

Committee  
Editorial Board  
Expert Work Group  
Task Force

### DISCLOSURES ARE REQUIRED FOR:

Authors  
Committee Members

### APPLICATION

The COI Wording will be included in Publication's Style Guide. Publications staff will incorporate the wording when the product is submitted for publication. This will be posted on the Intranet under ACOG Policies and on [JCollege\Clinical Document Center\Disclosures](#) and included in CCTI discussions.

### **EMPLOYEE DEPARTURE POLICY**

Upon termination of employment, and to assist the departing employee, Human Resources will discuss options available upon termination.

An employee who decides to resign from the College is requested to notify the College in writing and provide a minimum of a two week notice. If, as sometimes happens, the employee's supervisor wishes for the employee to leave prior to the end of the two week notice, the employee may be paid for the remainder of that period.



## EMPLOYEE PERFORMANCE POLICY

### Performance Evaluations

Periodic performance reviews serve as continuing progress reports for each employee's personnel file, provide an opportunity for discussion between employee and supervisor about the job and job performance, and are used to set goals and objectives for future work performance.

Each employee's job performance shall be reviewed annually by his or her immediate supervisor. This review is in addition to any other reviews that a supervisor feels may be necessary at other times. The supervisor must send all written reviews to the Human Resources department for inclusion in the employee's personnel records.

### Employee Discipline

When there is poor employee performance or employee misconduct, steps must be taken to correct the situation and curtail further occurrences. The approach the College takes to discipline may vary depending upon among other things, the gravity of the situation, the circumstances under which the poor performance or misconduct occurred, and the employee's duties and overall work record. Discipline may take one or more of the following forms:

- Verbal counseling
- A written warning or reprimand
- Probation
- Termination

**Supervisors are encouraged to consult with the head of Human Resources before imposing any form of discipline other than verbal counselling.** The College does not have a policy of progressive discipline and has no obligation to use any one or more of the forms of discipline listed above before discharging an employee. Moreover, by listing these forms of discipline, the College is not relinquishing or limiting its right to discharge an employee for any reason, at any time.

Grounds for involuntary termination include, but are not limited to:

- Unsatisfactory performance;
- Breach of trust, dishonesty or theft;
- Violation of the Harassment-Free Workplace Policy, the Equal Employment Opportunity Policy, the Drugs and Alcohol Policy, or the Violence-Free Workplace Policy;
- Willful violation of an established policy or rule;
- Destruction of property;
- Breach of confidentiality;
- Falsification of time sheets;
- Persistent tardiness or unexcused absences;
- Insubordination;
- Acts which interfere with the work and/or safety of others including fighting or other serious breaches of acceptable behavior.



This list is intended to be representative of the types of activities that may result in disciplinary action. It is not exhaustive and does not change the employment-at-will relationship between the employee and the College.

The Human Resources Officer, the employee's division vice president, and the Executive Vice President must approve all involuntary terminations.

### **Reduction or Adjustment in Work Force**

Certain positions may be reassigned, eliminated or downgraded from time to time because of changing needs for service, or changes in resources and/or available funds. When such an action occurs, employees will be given a minimum of two weeks advance written notice of termination or, at the option of the College, two weeks' pay in lieu of notice. The College shall have no obligation to reassign an employee whose position is eliminated or downgraded, including grant funded employees for whom funding is eliminated. In addition, the College shall have no obligation, under any circumstances, to hire an employee of an Affiliate Organization.

## **EQUAL EMPLOYMENT OPPORTUNITY POLICY**

The American College of Obstetricians and Gynecologists and the ACOG Foundation (hereinafter referred to as “ACOG”) promote an environment of respect, fairness, integrity, and inclusiveness in all of their dealings. ACOG respects and values the diversity of its employees. ACOG also recognizes that diversity and inclusiveness in all positions strengthen the vitality of ACOG and are fundamental values of our organization.

ACOG is dedicated to providing equal employment opportunity to all employees and applicants for employment regardless of race, color, religion, national origin, sex (including pregnancy and gender identity), sexual orientation, age, disability, protected veteran status, or any other basis protected by applicable law. This policy of nondiscrimination encompasses all terms and conditions of employment, including, but not limited to, recruiting, hiring, placement, training, promotion, termination, participation in College-sponsored activities, transfers, leaves of absence, compensation and benefits.

All employees who violate this policy will be subject to severe discipline, up to and including termination.

## **FAMILY AND MEDICAL LEAVE**

The D.C. Family and Medical Leave Act (DCFMLA) provides eligible employees up to 16 weeks of leave during a 24-month period to care for a family member or for the employee's own serious health condition. Leave rights following the birth of a child or because of the placement of a child with an employee for adoption or foster care expire 12 months (not 24 months) after the birth or placement.

The Family and Medical Leave Act (FMLA) provides eligible employees up to 12 weeks of leave during a 12-month period to care for a family member, for the employee's own serious health condition, for the birth of a child, or for the placement of a child with an employee for adoption or foster care. The FMLA also provides certain military family leave entitlements (please see separate policy on this topic).

Employees must have worked for the College for the statutorily required length of time and amount of hours to qualify for DCFMLA or FMLA, and provide proper notice to the College of their intent to use Family and Medical Leave.

While on Family and Medical Leave, paid leave may be taken depending on the employee's available leave balances. The College will continue to pay the employer's share of health and dental insurance premiums, and employees will be responsible for their portion of insurance premiums. Upon returning to work following use of Family and Medical Leave, an employee will be restored to their former position or an equivalent position.

Employees must meet with a member of the Human Resources staff to discuss their eligibility and responsibilities under DCFMLA and FMLA.

## **FLEX TIME AND TELEWORKING POLICY**

The American College of Obstetricians and Gynecologists considers flex time and teleworking to be viable work arrangements. Like all College employment policies, this policy may be modified or eliminated at any time in the sole discretion of the College.

### **General Rules and Definitions**

The standard work week for full-time employees of the College is five days per week, seven hours per day, plus a daily lunch break of 30 minutes to one hour, for a total of 35 hours per week. The College's normal hours of daily operation are between 9:00am to 5:00pm. Between the hours of 7:00am and 8:00pm, some employees may be eligible to modify their work times from the normal hours of operation, provided they receive approval from their immediate supervisors. A variation in daily hours for an employee working five days each week is not a flex time schedule. A flex time schedule allows an employee to work for a longer period of time each day in order to accomplish 35 hours per week or 70 hours per pay period in a shorter number of days. Teleworking allows an employee to work at home for part of the workweek on a regular basis. Teleworking should be distinguished from informal arrangements for working from home due to work considerations or personal circumstances (for example, when writing a grant application or editing a document, or when commuting is difficult after surgery or injury). Such informal arrangements are made on a case-by-case basis, with the approval of the employee's immediate supervisor based on the business needs of the College, and are not addressed by this policy.

All employees including those employees who work a flex time or teleworking schedule must follow the College's policies regarding overtime and vacation leave, sick leave and personal days. Employees are responsible for working or using leave to total 35 hours a week or 70 hours each pay period. Flex time and teleworking schedules cannot be followed rigidly. Employees must be flexible and recognize that they will be required to deviate from their flex time or teleworking schedules for a committee meeting or if requested by their immediate supervisor or the division executive leader. Furthermore, an employee's poor performance or misconduct may be grounds for not allowing the employee to flex or telework, subject to the division executive leader's approval.

### **Flex Time**

Generally, an employee who wants to have a flex time schedule shall have the privilege of choosing one of the following two flex time options, except that subject to the approval of the Executive Vice President & Chief Executive Officer (EVP & CEO), a division executive leader may recommend that flex time be restricted or disallowed for an employee in his/her division:

#### *Option #1 – Four-Day Work Week*

- The employee shall work 35 hours in four days by working 8 hours and 45 minutes, plus time off for lunch, between the hours of 7:00 am and 8:00 pm. The employee shall have one "flex day" off each week.
- The employee's weekly flex day shall be agreed upon with the employee's supervisor

and division executive leader and shall not change from week to week.

- During a week in which the employee reports any type of holiday or paid leave, the employee shall complete a total of 35 hours for that week. The 35 hours may be accomplished through a combination of paid leave and hours worked or by taking paid leave for the entire week.
- During a week in which the employee is required to be available for a committee meeting or other work-related function, the employee shall not work a flex schedule and shall work a standard work week schedule of five days, seven hours per day.

*Option #2 – Nine-Days every Two Weeks*

- The employee shall work 70 hours in nine days in a two-week period by adding time to each work day between the hours of 7:00 am and 8:00 pm. The employee shall have one “flex day” off every two weeks.
- The employee’s bi-weekly flex day shall be agreed upon with the employee’s supervisor and division executive leader and shall not change.
- During a two-week period in which the employee reports any type of holiday or paid leave, the employee shall complete a total of 70 hours for the two-week period. The 70 hours may be accomplished by a combination of paid leave and hours worked or by taking paid leave for the entire two-week period.
- During a two-week period in which the employee is required to be available for a committee meeting or other work-related function, the employee shall not flex and shall work the standard work week schedule of five days, seven hours per day for the two weeks.

Variations to these two options may also be acceptable but are in the sole discretion of the supervisor and the division executive leader.

### **Teleworking and a Combined Flex Time/Teleworking**

Teleworking and/or a combination flex time/teleworking schedule (combined schedule) may be appropriate for some employees and some jobs, but not for others. Teleworking or a combined schedule are not entitlements and are not necessarily available to all employees of the College. An employee who wishes to adopt a teleworking or a combined schedule must obtain the approval of his or her immediate supervisor and division executive leader. The supervisor and division executive leader may grant or withhold such approval in their sole discretion. **Under no circumstances shall an employee be out of the office due to telework or combined schedule more than two days per week.**

In addition to the General Rules above, the following rules apply to teleworking:

1. Employees are eligible for teleworking arrangements effective on their date of hire. An employee may request to telework up to two days per week. All formal teleworking arrangements must be approved in writing by the employee’s immediate supervisor, the division executive leader, Human Resources, and the EVP & CEO. All such arrangements must be reevaluated annually by the employee’s immediate supervisor and the division executive leader, and the supervisor must notify Human Resources department in writing of any substantial changes.

2. An employee seeking to telework must submit a completed Teleworking Application (Attachment 1) to his/her immediate supervisor. If the immediate supervisor and division executive leader are amenable to teleworking, the employee and supervisor, with the assistance of Human Resources, will evaluate the suitability of such an arrangement and consider: an employee's suitability, the job's responsibilities, any physical requirements and the potential impact on other employees.
3. If the immediate supervisor believes that teleworking may be appropriate, the immediate supervisor and/or employee should seek the approval of the division executive leader and EVP & CEO. All parties must agree upon and document on the Teleworking Form the weekly schedule for teleworking, the hours the employee will customarily maintain and the address of the Teleworking location (Attachment 2). The employee must be accessible by email, phone, and/or instant message to all College employees and members during the agreed upon work schedule.
4. The employee must establish an appropriate work environment within the home for teleworking purposes. Consistent with the College's expectations of confidentiality for employees working in the office, a teleworking employee will be expected to ensure the protection of proprietary information accessible from the home office.
5. Injuries sustained by an employee while teleworking in conjunction with regular work duties will be covered by the College's workers' compensation policy. Teleworking employees must notify the Human Resources department of such injuries as soon as possible. The employee is prohibited from having work-related visitors to his/her home and shall be liable for any injuries sustained by visitors to the home.
6. The College will supply the employee with appropriate office supplies from the College stockroom (pens, paper, etc.). The employee should use the College facilities for all shipping purposes. Other costs that are reasonably incurred in accordance with the employee's job responsibilities and documented according to the College's guidelines may be reimbursed. The employee must obtain the supervisor's written approval prior to incurring any expense over \$25.00. The College shall not be expected to incur excessive, additive or duplicative operating costs in order to accommodate teleworking. Typically, the following expenses will not be reimbursed: computer equipment or access to the Internet, furniture, household expenses and commuting expenses. Additionally, the College will not provide software for personal computers used while teleworking.
7. Teleworking is not to be used as a replacement for child or elder care.
8. Employees entering into a teleworking arrangement will likely be required to share an office or workstation at the College.

**College Employee Teleworking Application**

*Complete this application and present it to your immediate supervisor to be considered for teleworking.*

Employee Name: \_\_\_\_\_ Date: \_\_\_\_\_  
Hire Date: \_\_\_\_\_  
Division: \_\_\_\_\_  
Department: \_\_\_\_\_  
Division \_\_\_\_\_  
Executive Leader: \_\_\_\_\_  
Supervisor: \_\_\_\_\_

- 1. Reason for requesting a teleworking work arrangement:**
  
  
  
  
  
  
  
  
  
  
- 2. Expected period for teleworking and teleworking schedule (work days and hours):**
  
  
  
  
  
  
  
  
  
  
- 3. Job functions and responsibilities that will be performed:**
  
  
  
  
  
  
  
  
  
  
- 4. Teleworking location description:**
  
  
  
  
  
  
  
  
  
  
- 5. List equipment available at the teleworking work location to perform work assignments:**
  - Computer hardware
  - Computer software
  - Telephone line
  - Fax Machine
  - Other

**College Teleworking Form**

Employee Name: \_\_\_\_\_

Teleworking Location Address and Telephone Number:  
\_\_\_\_\_

Teleworking period is expected to be from (dates) \_\_\_\_\_ to \_\_\_\_\_.

The standard teleworking workdays will be \_\_\_\_\_ (days of the week). The standard teleworking work hours will be \_\_\_\_\_ am/pm to \_\_\_\_\_ am/pm.

**Safety Checklist**

Please check all items that apply to the teleworking location and explain the reason(s) why an item is not checked on separate sheet and attach it to this checklist.

- \_\_\_\_\_ Smoke alarm in working order and fire extinguishers readily accessible
- \_\_\_\_\_ Extension cords and outlets in good condition
- \_\_\_\_\_ Electrical equipment properly maintained
- \_\_\_\_\_ No electrical cord tripping hazards
- \_\_\_\_\_ Surge protection for electrical equipment
- \_\_\_\_\_ Sufficient ventilation for electrical equipment
- \_\_\_\_\_ Evacuation plans established
- \_\_\_\_\_ First-aid supplies available
- \_\_\_\_\_ Indoor/outdoor access to work location is free of hazards
- \_\_\_\_\_ Homeowners or renter's insurance has been obtained

Nearest emergency health care facility and telephone number:  
\_\_\_\_\_

I certify that the information noted above is true and correct.

\_\_\_\_\_  
Employee Signature\_\_\_\_\_  
Date**Approval Signatures**\_\_\_\_\_  
Immediate Supervisor\_\_\_\_\_  
Date\_\_\_\_\_  
Division Executive Leader\_\_\_\_\_  
Date\_\_\_\_\_  
Executive Vice President & CEO (\*required with new applications only)\_\_\_\_\_  
Date\_\_\_\_\_  
Human Resources\_\_\_\_\_  
Date



## HARASSMENT-FREE WORKPLACE POLICY

The American College of Obstetricians and Gynecologists will not tolerate harassment based on race, color, religion, national origin, sex (gender), age, disability, pregnancy, marital status, sexual orientation, personal appearance, gender identity or expression, family responsibilities, political affiliation, veteran status, genetic information, or any other characteristic that is protected by applicable law. This Harassment-Free Workplace policy defines sexual and discriminatory harassment and explains the consequences of harassing behavior.

The College requires all employees to conduct themselves in a professional manner when dealing with other staff as well as third parties such as employees of outside agencies or organizations, job applicants, vendors, Fellows, suppliers, subcontractors, consultants or visitors. Likewise, the College has a responsibility to protect its employees from harassment from third parties to the extent possible considering the College's relationship with the third party in question. This policy applies whether the prohibited conduct occurs in the workplace or in any work-related setting outside the workplace, such as during business trips, meetings, or work-related social events.

**All supervisors are responsible for maintaining a work environment free of discrimination, harassment and retaliation, and must immediately report any conduct which may be in violation of the College's policies to Human Resources or the General Counsel.** Employees are responsible for respecting the rights of their co-workers by refraining from such conduct, and for promptly reporting to management actual or potential violations of this policy.

### A. Sexual Harassment

Sexual harassment in the workplace is a form of discrimination and is illegal. For purposes of this policy, sexual harassment is defined as unwelcome sexual advances, requests for sexual favors and other verbal or physical conduct of a sexual nature when, for example: (i) submission to such conduct is made either explicitly or implicitly a term or condition or an individual's employment; (ii) submission to or rejection of such conduct by an individual is used as the basis for employment decisions affecting such individual; or (iii) such conduct has the purpose or effect of unreasonably interfering with an individual's work performance or creating an intimidating, hostile, or offensive working environment. Both male and female employees can be the victims of sexual harassment. Sexual harassment can be verbal, visual, or physical; it may be conducted electronically and can be directed at a member of the opposite or same sex.

There are two types of sexual harassment:

- "Quid pro quo" sexual harassment occurs when submission to or rejection of inappropriate sexual conduct (sexual advances, requests for sexual favors, verbal or physical conduct of a sexual nature) is explicitly or implicitly made a term or condition of employment; or is used as the basis for making employment decisions affecting the victim of the sexually harassing conduct.

Examples of this type of sexual harassment include a supervisor/manager who promises an employee a job benefit (promotion, raise, etc.) if he or she succumbs to sexual behavior or advances. "Quid pro quo" sexual harassment can also involve

a situation where an employee who rejects a supervisor's or manager's sexual conduct is demoted or loses a job benefit.

- “Hostile work environment” sexual harassment occurs when unwelcome sexual conduct is so severe or pervasive that it unreasonably interferes with an employee's ability to work or creates an intimidating, hostile, or offensive work environment.

Examples of unwelcome severe or pervasive conduct that may constitute “hostile work environment” sexual harassment include but are not limited to: sexual advances; touching; sexual remarks, jokes or gestures; repeated requests for a date; and displaying, transmitting or circulating, sexually explicit pictures, e-mails or other written materials.

## **B. Discriminatory Harassment**

It is illegal to harass others in the workplace on the basis of race, color, religion, national origin, sex (gender), age, disability, pregnancy, marital status, sexual orientation, personal appearance, gender identity or expression, family responsibilities, political affiliation, veteran status, genetic information, or any other characteristic that is protected by applicable law. Unlawful harassment is defined as unwelcome conduct that is based on race, color, sex, religion, or other protected category that is severe or pervasive enough to interfere with a person's work performance, and/or create an intimidating, hostile, or offensive work environment.

Examples of unwelcome severe or pervasive conduct that may create a discriminatory “hostile work environment” include but are not limited to: derogatory remarks, “jokes” about protected groups, offensive physical contact, slurs, offensive gestures, displaying and/or circulating offensive pictures, emails, or other written material.

All employees who violate this harassment-free workplace policy will be subject to severe discipline, up to and including termination.

**AMERICANS WITH DISABILITIES ACT (ADA)**

The Americans with Disabilities Act (ADA) of 1990 was enacted to protect the employment rights of qualified individuals who are disabled. The American College of Obstetricians and Gynecologists is committed to complying with all applicable provisions of the ADA and its amendments, including but not limited to its provisions protecting qualified individuals with disabilities from discrimination in employment. The College will provide reasonable accommodation to qualified employees with a disability (as defined by the ADA), provided that the College is aware of the disability and such accommodation does not constitute an undue hardship for the College.

In addition, individuals should notify Human Resources if they would require assistance during an emergency evacuation, even if the need for assistance is temporary.

## ATTIRE POLICY

The following information is intended to serve as a guide to help define appropriate work attire for all employees. Employees are expected to dress in a manner that is appropriate and practical in a business environment. Our primary objective is to project a professional image at all times. Employees should consider each day's activities including College wide when determining what to wear. Business attire is always permitted, and business casual is generally acceptable. Employees should check with their supervisor or HR in advance if they have any questions about the proper attire.

Business and business casual means clean and neat professional clothing. Employees shall not wear anything to the office that is offensive, revealing, see-through, sequined, tight fitting, excessively worn, frayed, or faded, wrinkled, stained, or torn. Employees who report to work in inappropriate attire will be asked to leave work to change clothes, and will be required to use personal time or vacation time to do so. ACOG photo identification badge should be worn and clearly visible while at the office.

### **Business and Business Casual Attire**

Listed below is a general overview of acceptable attire, as well as examples of some of the more common items that are not appropriate for the office. Neither group is intended to be all-inclusive. Rather, these items should help set the general parameters for proper work attire, and allow employees to make intelligent judgments about items that are not specifically addressed.

Top – Suit jackets, blazers, dress and casual button-down shirts or blouses with collars or banded collars, polos, knit tops, cardigans, and sweaters are acceptable. Athletic tops and jerseys, loungewear, sweatshirts, tank and halter tops, midribs, strapless shirts, t-shirts, and shirts with large lettering or logos are not appropriate.

Pants – Trousers, pants, chinos, and capris are acceptable. Denim jeans are permitted to be worn for business casual attire provided they are not torn or otherwise damaged. Athletic pants, loungewear, sweatpants, shorts of any length, overalls, and lycra, spandex, and other form-fitting pants are not appropriate.

Dresses and Skirts – Knee-length dresses, skirts, and skorts/culottes are acceptable. Maxi dresses and denim skirts are acceptable to be worn for business casual attire. Mini-skirts, micro minis, and strapless or string strapped dresses without jackets are not appropriate.

Footwear – Loafers, boots, flats, dress shoes, dress sandals, and leather deck shoes are acceptable. Well-kept athletic shoes/sneakers are permitted for business casual attire. Sport or beach sandals and slides, flip-flops, cleats, and slippers are not appropriate.

Other – Headgear, hats, or caps are generally not appropriate for the office.

## **BACKGROUND INVESTIGATION POLICY**

To ensure security in sensitive areas of the College, employment offers may be dependent upon the satisfactory results of a background investigation. All internal and external candidates beginning employment within the following areas will be screened:

- the Finance division
- the Membership department
- the Security department
- the Human Resources department.

In addition, persons applying for positions in other departments may be subject to background investigations if the position handles financial transactions or sensitive information regarding members or employees.

Candidates who will be screened will receive a written notice and will be asked for their consent. If ACOG decides to take adverse action based on the background check, ACOG must notify the candidate before taking the adverse action and must provide the candidate with a copy of their results and a copy of their "Summary of Rights Under the Fair Credit Reporting Act." Candidates will have the opportunity to respond before any negative action is taken.

If ACOG goes forward with the adverse action, ACOG must inform the candidate that he or she was rejected because of information in the report; the name, address, and phone number of the company that sold the report; that the company selling the report didn't make the hiring decision, and can't give specific reasons for it; and that he or she has a right to dispute the accuracy or completeness of the report, and to get an additional free report from the reporting company within 60 days

ACOG will keep all results and reports confidential. ACOG will maintain records related to applicants for one year after the record was made or the personnel action was taken, whichever is longer. Once it is no longer required to maintain the records, the Human Resources department will destroy the report.

## **BREASTFEEDING AT WORK POLICY**

The American College of Obstetricians and Gynecologists supports breastfeeding mothers by providing a supportive environment to the mother who wishes to breastfeed and/or express breast milk during her workday when separated from her newborn child. Prenatal and postpartum breastfeeding informational materials are available for all mothers and fathers.

After giving birth, any employee who is breastfeeding her child will be provided reasonable break times to breastfeed at work and/or to express breast milk for her baby. The College has designated a private and secured mother's room for this purpose. Employees who work offsite or in other locations will be accommodated with a private area as necessary.

## COMBATING TRAFFICKING IN PERSONS

The United States government has a zero tolerance policy regarding trafficking in persons. As an organization that contracts with the United States, The American College of Obstetricians and Gynecologists must adopt this policy for all employees engaged in the performance of work under a United States government contract.

*Prohibited Behavior:* ACOG employees engaged in the performance of work under a United States government contract shall not:

- **Engage in severe forms of trafficking in persons.** This means sex trafficking in which a commercial sex act is induced by force, fraud, or coercion, in which the person induced to perform such act has not attained 18 years of age.
- **Procure commercial sex acts.** This means any sex act on account of which anything of value is given to or received by any person.
- **Use forced labor in the performance of government contracts.** This means knowingly providing or obtaining the labor or services of a person by threats of serious harm to, or physical restraint against, that person or another person; by means of any scheme, plan, or pattern intended to cause the person to believe that, if the person did not perform such labor or services, that person or another person would suffer serious harm or physical restraint; or by means of the abuse or threatened abuse of law or the legal process.

*Consequences:* Penalties that may be imposed upon employees for violations of this policy include, but are not limited to, removal from the contract or termination from employment.

## COMPENSATION

**RESPONSIBILITY OF:** CEO & EVP Division

**DEPARTMENT OF:** Human Resources

**POLICY:**

The College's compensation program supports and aligns with its values, business strategies, and operational and financial needs to attract, motivate, reward, and retain the best talent for all positions. The College's pay practices are based on prevailing market conditions, financial performance, position duties and responsibilities, internal equity, and contractual terms, where applicable. All compensation is administered in compliance with federal, state, and local regulation providing fair and equitable treatment for employees without regard to race, color, religion, age, gender, national origin or ancestry, alienage or citizen status, marital status, sexual orientation, disability, United States veteran status, or any other characteristic covered by law.

### Salary Ranges

The College maintains a salary structure with a set of pay ranges designated by pay grade numbers. Jobs are assigned to the same pay grade if they have similar labor market value and for internal pay equity purposes. The pay range includes minimum, midpoint, and maximum pay. Generally, employees are not paid less than the minimum or more than the maximum of the range assigned for a job. Employees move through pay ranges based on annual increase adjustments or on an evaluation of the market or internal equity.

### Minimum Wage

The College complies with all applicable wage laws and legal requirements. No employee may be paid at a rate lower than the federal minimum wage or local minimum, if higher.

### Salary Determination

Human Resources determines the relative value of newly created jobs by assessing the job and position description against the relevant market data (See Market Analysis). When market data is not available, HR uses a job evaluation process to determine the relative value of jobs within the College to ensure internal pay equity. Base salary for newly hired employees and rehires are determined by the prevailing market rates for similar jobs, individual's relevant work experience and education, and current pay of similarly qualified employees in comparable jobs.



## Annual Increase

The College pays a competitive wage for each job within the framework of applicable law, and consistent with the judicious expenditures of funds. Across the board annual increases are reviewed for financial feasibility and against relevant market data. Executive leadership and the Board determine the final outcome every calendar year. New hires or internal transfers or position changes with an effective date within three months of the annual increase are not eligible for the annual increase.

## Market Analysis

Positions reviewed under the compensation program are compared to the relevant market data. The market data consists of approximately three reputable surveys at the national, regional, and local level. Base pay levels are targeted, on average, at the midpoint of the relevant labor market to enable the attraction and retention of talent with some variance due to geographic location and/or market sensitivity that occurs.

## Red Circle

A red circle rate is the employee's salary rate that is over the salary range maximum because of merit or tenure. The decision to pay over the salary range maximum is not automatic and requires authorization of the EVP & CEO.

## Demotions

There are occasions when a demotion to a lower classification and/or salary grade will occur and the employee's salary, title, and classification may be adjusted accordingly. Any demotion must be approved by Human Resources and the EVP & CEO.

**ACOG CONFLICT OF INTEREST POLICY FOR EXECUTIVE BOARD MEMBERS,  
COMMITTEE CHAIRS, TASK FORCE CHAIRS, AND EXECUTIVE STAFF**

All ACOG\* Executive Board Members, committee chairs, task force chairs and executive staff (each a "Covered Individual") are required to follow guidelines for relationships with the health care industry as contained in the American College of Obstetricians and Gynecologists' Committee Opinion #541, *Professional Relationships With Industry*, November 2012, which may be revised from time to time. Covered Individuals also must adhere to the following policy:

A Covered Individual and a Covered Individual's spouse or domestic partner shall not:

- Have a financial interest in excess of \$5,000, except in a blind trust, exchange traded funds or through mutual fund investments, in an individual pharmaceutical company or an individual manufacturer of medical instruments, devices or equipment
- Receive any consulting fees, royalties, honoraria, in-kind services, or payments of any kind for their personal use from a pharmaceutical company or a manufacturer of medical instruments, devices or equipment, except for payments in relation to clinical investigations or studies conducted in accordance with federal requirements
- Accept anything of value in excess of \$50 at one time, with a maximum annual limit of \$250 for their personal use from a single pharmaceutical company or a manufacturer of medical instruments, devices or equipment, except for items in relation to clinical investigations or studies conducted in accordance with federal requirements
- Be on a speakers bureau of a pharmaceutical company or a manufacturer of medical instruments, devices or equipment
- Have a consulting or advisory arrangement with a pharmaceutical company or a manufacturer of medical instruments, devices or equipment, except in relation to clinical investigations or studies conducted in accordance with federal requirements
- Serve on a corporate board of a pharmaceutical company or a manufacturer of medical instruments, devices or equipment

A Covered Individual shall have a continuing responsibility to comply with this policy. If a Covered Individual ceases to be compliant with this policy, the Covered Individual shall inform the President and Executive Vice President and CEO immediately.

\* This policy has been approved by the Executive Boards of the American College of Obstetricians and Gynecologists and the American Congress of Obstetricians and Gynecologists, August 2015. The College and the Congress are referred to collectively in this policy as ACOG.

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**THE AMERICAN COLLEGE OF OBSTETRICIANS AND GYNECOLOGISTS**  
**2017 Conflict of Interest Disclosure Form**

To the best of my knowledge, I, \_\_\_\_\_, have no material interest, nor does any business associate or anyone in my immediate family, that poses a conflict of interest with my current College and Congress activities, except as follows (please list any possible exceptions; if none, write NONE):

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\_\_\_\_\_  
Executive Staff or Covered Individual's Signature

\_\_\_\_\_  
Date

## ACOG CONFLICT OF INTEREST DISCLOSURE POLICY

ACOG relies on its volunteer leadership and staff to avoid actual and potential conflicts of interest as well as situations that may create the appearance of conflict of interest.

ACOG may adopt additional conflict of interest policies for members serving in certain positions. In addition, some ACOG activities may require additional procedures regarding disclosure of actual or potential conflicts. Such additional procedures must be approved by the Executive Vice President and CEO, in consultation with the Vice President, Legal, before implementation.

**1. Scope.** The purpose of this policy is to describe situations that may create a potential or actual conflict of interest, define the obligation to disclose such situations, and outline a process for handling a potential or actual conflict of interest. This policy applies to all Executive Board members; district and section officers, members of councils, committees (including liaison members) and task forces; volunteers, authors, and consultants; all staff members; and any other individuals who are required to comply with this policy by contract (each a "Covered Individual").

ACOG expects Covered Individuals to use sound judgment and good faith in identifying actual and potential conflicts of interest with the broad objective of disclosing any activity or position that may give rise to a conflict. Covered Individuals are required to follow both the letter and the spirit of this policy. In fulfilling their duties for ACOG, Covered Individuals must act in the best interests of ACOG and not in furtherance of personal or third-party interests. Covered Individuals have an obligation to ensure that ACOG maintains a bias-free decision-making process and to avoid all potential conflicts of interest.

**2. Conflict of Interest.** A conflict of interest may arise when a Covered Individual has some interest or obligation that has the potential to create divided loyalty on the part of the Covered Individual's loyalty between ACOG and some other organization or cause. A conflict of interest may arise from a transaction between ACOG and a third party, or from a Covered Individual's volunteer, paid, or other financial relationship with a third party, which may compromise a Covered Individual's ability to provide unbiased judgment and undivided loyalty to ACOG.

**3. Disclosures.** Annually, or more often if requested, each Covered Individual must complete and submit a Disclosure Form detailing all financial (in excess of \$100), business or other interest in any company, organization, service, product or other concerns that might affect or be affected by ACOG activities. In addition, the Covered Individual must disclose all such interests held by his or her family members and business associates of which he or she has knowledge. Family members include the person's spouse, domestic partner, children, parents and other members of the household. A business associate is someone with whom the Covered Individual has a business relationship.

Examples of interests that must be disclosed include: ownership of stock (not including stocks held in blind trusts, mutual funds or exchange traded funds over which the individual has no control); substantial gifts; employment; consultancy arrangements; faculty appointments; arrangements with medical, scientific, or related publishers to write articles or to provide editorial services; pharmaceutical investigation or research support; honoraria; or a volunteer position with another non-profit. If the Covered Individual has any uncertainty as to whether certain information should be disclosed, he or she should include that information in the disclosure.

Each Covered Individual must update the Disclosure Form if any significant changes or additions to the submitted information arise during the course of the year.

**4. Process.** Disclosed information shall be provided to the Executive Vice President and CEO, and shared with the volunteer leadership, ACOG staff, and other parties responsible for or involved in the relevant activity or subject, as needed. Any Covered Individual who has an actual or potential conflict of interest in any proposed ACOG activity or subject shall remove him or herself from discussions and actions involving that subject, unless an ACOG vice president or senior staff person requests the Covered Individual to participate.

If there is uncertainty about whether a conflict of interest exists, the question shall be presented for determination by Executive Vice President and CEO in consultation with the Vice President, Legal, as necessary. It is important that all individuals subject to the conflict of interest policy understand the importance of full cooperation with this policy to assure maximum integrity of ACOG activities.

\* This policy has been approved by the Executive Boards of the American College of Obstetricians and Gynecologists and the American Congress of Obstetricians and Gynecologists, December 2016. The College and the Congress are referred to collectively in this policy as ACOG.

**THE AMERICAN COLLEGE OF OBSTETRICIANS AND GYNECOLOGISTS**  
**2017 Conflict of Interest Disclosure Form**

To the best of my knowledge, I, \_\_\_\_\_, have no material interest, nor does any business associate or anyone in my immediate family, that poses a conflict of interest with my current College and Congress activities, except as follows (please list any possible exceptions; if none, write NONE):

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\_\_\_\_\_  
Employee or Covered Individual's Signature

\_\_\_\_\_  
Date

## **ACOG Conflict of Interest Statement for Certain Clinical Documents**

### ACOG COI Statement WORDING:

"All ACOG Committee members and authors have submitted a conflict of interest disclosure statement related to this published product. Any potential conflicts have been considered and managed in accordance with ACOG's Conflict of Interest Disclosure Policy. The ACOG policies can be found on [acog.org](http://acog.org). For products jointly developed with other organizations, conflict of interest disclosures by representatives of the other organizations are addressed by those organizations. The American College of Obstetricians and Gynecologists has neither solicited nor accepted any commercial involvement in the development of the content of this published product."

### ACOG PUBLISHED PRODUCTS THAT REQUIRE WORDING:

Committee Opinions  
Practice Advisories  
Practice Bulletins  
Obstetric Care Consensus  
Technology Assessments

### WORDING TO BE APPLIED TO THESE PUBLISHED PRODUCTS AS DEVELOPED BY:

Committee  
Editorial Board  
Expert Work Group  
Task Force

### DISCLOSURES ARE REQUIRED FOR:

Authors  
Committee Members

### APPLICATION

The COI Wording will be included in Publication's Style Guide. Publications staff will incorporate the wording when the product is submitted for publication. This will be posted on the Intranet under ACOG Policies and on [JCollege\Clinical Document Center\Disclosures](#) and included in CCTI discussions.



### **EMPLOYEE DEPARTURE POLICY**

Upon termination of employment, and to assist the departing employee, Human Resources will discuss options available upon termination.

An employee who decides to resign from the College is requested to notify the College in writing and provide a minimum of a two week notice. If, as sometimes happens, the employee's supervisor wishes for the employee to leave prior to the end of the two week notice, the employee may be paid for the remainder of that period.