

# **Policy and Guidance on the Involvement of ACC Leaders in Other Organizations**

## **1. Purpose**

This Policy and Guidance on the Involvement of ACC Leaders in Other Organizations (“Guidance”) sets forth the policy of the American College of Cardiology and American College of Cardiology Foundation (collectively referred to herein as “ACC”) on the involvement of ACC’s leaders in other organizations, national and international, where a conflict of interest may exist. This Guidance also provides guiding principles on application of the policy and management and adjudication of potential conflicts, including but not limited to business conflicts, financial ties, and other responsibilities and commitments to other organizations outside of the ACC.

## **2. Policy**

### *Fiduciary Responsibility:*

ACC member leaders have fiduciary responsibilities, including the duty of care, good faith, loyalty and confidentiality, in addition to financial obligations.

### *Relationships which are constrained:*

Due to their leadership positions within the ACC, the following members are constrained by their fiduciary responsibilities:

- a. BOT members;
- b. Chairs and chairs-elect of Standing Committees - Governance, Membership, Nominating, Executive, Audit and Compliance, and Finance;
- c. Chairs and chairs-elect of committees reporting to the Board - Major Operating Committees (Health Affairs, Science & Quality, Lifelong Learning Oversight, NCDR Oversight Committee, Accreditation Oversight Committee, ACC Scientific Publications, Diversity & Inclusion, and Digital Transformation) and Task Forces;
- d. Chairs and chairs-elect of Section Leadership Councils.

### *Allowed Activities:*

These member leaders may participate in the general membership of other organizations outside of the ACC. For any anticipated positions of leadership in other organizations, member leaders should declare such relationship to the Chair of the BOT or the relevant committee before accepting the position in order to determine whether an actual or potential conflict exists. If an actual or potential conflict exists, such conflict will be resolved in accordance with the Conflict of Interest Policy.

For additional clarification, members of a Section Leadership Council or the Board of Governors (“BOG”) should be allowed to have fiduciary responsibility elsewhere, unless such members are constrained as a result of serving in one of the leadership positions listed above. Applicants for ACC leadership positions above should include transparent declaration of potential conflicts of interest to the Nominating Committee at the time of their application. When and if new

regulations are introduced in the future these will need to be clearly articulated to applicants for disallowed positions and also be disseminated more widely to ACC's membership.

### **3. Guiding Principles**

- a. ACC leaders are guided by the mission and vision of the ACC in performing their roles and responsibilities, and the College's Strategic Plan, with a goal of positioning the College as the professional home of the cardiovascular team.
- b. ACC leaders should be free to undertake leadership roles and responsibilities in other national and international organizations to the extent permitted by the policy, provided that they declare these on their annual Statement of Disclosure and detail any facts or circumstances that might constitute a personal, institutional, organizational, or financial conflict of interest. The Statement of Disclosure must be amended to reflect any material changes or additions that may arise during the course of the year.
- c. The level of involvement with other organizations, and whether a conflict may exist, also depends on the type of organization, its mission and purpose, and whether such an organization is in direct competition with the ACC.
- d. The onus of responsibility is on the ACC member to declare any potential conflict, with adjudication of whether or not a conflict exists or could affect the member's participation in an ACC activity, being determined by the adjudication process outlined below.
- e. At any meeting where a member leader's personal, institutional, organizational, or financial conflict has been previously disclosed or arises, and presents a risk of undue influence, the member leader must abstain from voting on the matter. Interests should not conflict with ACC's business, which should always take precedence.

### **4. Adjudication**

- a. The Nominating Committee is positioned to monitor potential conflicts of interest of applicants for ACC leader positions. The Nominating Committee is responsible for adjudicating actual or potential conflicts of interests related to applicants for ACC leadership positions, through review of the Statement of Disclosure.
- b. For actual or potential conflicts that arise after a member has been appointed to an ACC leadership position, the ACC President or Committee Chair, or the Office of General Counsel will follow the steps outlined in the Conflict of Interest Policy to resolve such conflict. For purposes of monitoring for consistency in application of this Guidance and the Conflict of Interest Policy, the Governance Committee will be informed of any conflicts that result in recusal from a Board or Committee discussion or resignation from the Board or Committee. In the event the ACC President or Committee Chair is unable to resolve an actual, potential, or apparent conflict of

interest, then the ACC President or Committee Chair may refer the matter to the Governance Committee for recommendation as to resolution.

- c. The Board of Trustees reserves final authority over the resolution of all conflicts of interest involving a Trustee or Officer of ACC.