



# ACC Public Member Trustee Position Description

APPROVED BY GC 9-8-2021

PENDING BOT APPROVAL OCTOBER 2021

## Mission

The mission of the American College of Cardiology is to transform cardiovascular care and improve heart health.

## Vision

A world where innovation and knowledge optimize cardiovascular care and outcomes

## Application

This position description applies to the Public Member Trustee and is provided before they are appointed to the Board.

## Qualifications

The Public Member Trustee ("Trustee") should be passionate about the mission of the College and able to strengthen and advance the organization because of the Trustee's expertise. The Trustee position requires diverse individuals to enhance the best strategic decisions for the organization. The Trustee should have either financial, technical, entrepreneurial, marketing, social service, expertise in the current services provided, educational, legal, or other necessary expertise as identified by the Board to best advance the mission and current strategic plan of the organization. The Trustee should have a track history of making the best strategic decisions for organizations or communities in which they are involved and not for their own area of expertise. The Trustee should hold no conflicts of interest that could bias the Trustee's decision making and be individuals of high integrity. The Trustee should possess and exhibit the following qualifications:

- Be informed available and energized.
- Be highly respected, influential, highly educated in their area of expertise and visionary but also flexible to other ideas that best serve the organization.
- Have a proven track record in their area of expertise and able to fill a current gap to serve the needs of the organization.
- Specific qualifications as deemed important for Board function. This will likely vary from year to year.

## Position Description

As a member of the Board, and in contributing to the collective success of the Board, the Trustee is expected to:

- **Fiduciary Duties:** Fulfill the Duty of Care, Duty of Loyalty, and the Duty of Obedience. All Trustees shall apply the level of skill and judgment that may reasonably be expected of a person with his or her knowledge and experiences. Trustees with unique skills and knowledge are expected to apply that skill and knowledge to all Board matters.
- **Confidentiality:** Keep Board information and discussions confidential unless otherwise directed by the Board.
- **Accountability:** Fiduciary duties are to the organization. The Trustee is not individually accountable to any special group or interest and shall act and make decisions in the best interests of the College, both as an individual and collectively as part of the Board.
- **Knowledge:** Be knowledgeable about:
  - The ACC's mission and vision
  - The College's Strategic Plan

- The duties and requirements of this position

### **Board Culture**

The Trustee shall develop and maintain relationships within the Board in a collaborative manner. The Board culture shall be strategic, collaborative, and transparent. Respect and collegiality shall be practiced by the Board Chair, Board members and ACC staff. The Trustee will participate in a Board orientation program and maintain awareness regarding the ACC's current offerings and strategic areas of focus.

### **Leadership Competencies**

The Trustee shall have, develop and/or strengthen his or her unique skill set/s around the ACC's Leadership Competencies.

- Exhibits Influential Leadership
- Demonstrates Business-Focused Proficiency
- Demonstrates Strategic Leadership
- Anticipates and Leads Change
- Maintains Organizational Awareness and Stewardship

### **Continuous Improvement**

The Trustee shall strive for continuous self-improvement by participating in both Board and individual competency-based assessments to be determined.

### **College Community Ambassador**

The Trustee shall represent the Board when asked to do so by the Board chair.

### **Time and Commitment**

The Trustee is expected to commit adequate time to perform Board duties. The Trustee is expected to commit the time required to perform Board duties and responsibilities as set forth in this position description.

### **Attendance Policy**

As a Board member, the Trustee is expected to adhere to the Board's attendance policy. Any member of the Board who fails to attend two consecutive regular meetings without a valid written excuse shall be automatically dropped from the Board of Trustees.

### **Term and Renewal**

The Trustee is elected for a two-year term and is eligible for renewal for one additional year, for a cumulative Board term not to exceed three years. The Trustee's renewal is not automatic and remains subject to the Trustee's performance and the competency-based need/s of the Board.

### **Succession Planning**

Should the Trustee not be able to serve the entirety of his/her term, an alternate individual possessing the necessary competencies as identified by the BOT (whether an ACC member or non-ACC member) will be identified and approved by the Nominating Committee and approved by the Board will step in and serve the duration of the vacating Trustee's term.

### **Duties and Responsibilities**

- Contribute to governance best practices of the Board by understanding and implementing the Governance Principles approved by the Board.
- Participate in annual Board assessments, along with self-assessment processes aligned with the related competencies.

- Create and regularly review the College's mission statement.
- Set organizational goals, policy, and strategic plan.
- Provide fiscal oversight and budget approval.
- Ensure adequate resources to fulfill the mission.
- Ensure compliance with legal and financial reporting requirement and adherence to the organization's bylaws.
- Determine, monitor, and strengthen College programs and ensure they are consistent with the mission.
- Select volunteer leaders that endure diversity and represent a cross-section of the organization.
- Mentor and identify new college leaders.
- Select and regularly evaluate the College Chief Executive.
- Ensure ethical integrity and set a standard of accountability for all College member leaders and staff.
- Strengthen the current board membership through self-assessment, recruitment, and training.
- Enhance the organization's image for its membership and public standing.
- Attend six BOT meetings per year.
- Read materials in advance of each Board meeting and arriving prepared for general discussion.
- Discuss any item/s that may need to be added to the proposed Board agenda with the Board chair.
- Offer his/her unique expertise to Board discussions.
- Respect and welcome diverse views of the other Board members.
- Voice differing opinions in a respectful manner.
- Support the decision of the Board, even if there is individual dissent.
- Respect the role of the Board chair.
- Respect the role and responsibilities of all committees throughout the College.

### **Compensation and Reimbursement**

The Trustee is provided compensation during his/her tenure on the Board. Any amount paid directly to the Trustee is considered taxable. Compensation and travel reimbursement policies related to the Board of Trustees have been established by the Compensation Committee, and subsequently approved by the Board.