

# ACC/F Board of Trustees Application Handbook

## 2023-2024

This ACC/F Board of Trustees Application Handbook ("Handbook") provides information on applying to serve on the Board of Trustees of the American College of Cardiology ("ACC") and American College of Cardiology Foundation ("ACCF") (collectively, referred to herein as "ACC").

### Contents

Open Positions and Qualifications	2
Conditions	2
Application Instructions and Deadline – Friday, June 23, 2023, at 3pm ET	4
Candidate Requirements	4
Primary Nominator Requirements	4
Supporting Letters	5
Letter Requirements and Limitations	5
Candidate Checklist	7
Primary Nominator Checklist	7

## **OPEN POSITIONS AND QUALIFICATIONS**

### 2023-2024 Open Positions

Please review the qualifications and required time commitment for the open positions below. For details regarding duties and responsibilities, compensation, and reimbursement, please review the full position description.

### Vice President (1 position open) | Full Position Description

**<u>Qualifications</u>**: To be eligible for the Vice President position, an individual must have previous service of at least one term as trustee.

**Term:** The Vice President acts on behalf of the President when required, and typically (though not automatically) assumes the office of President after one year. The Vice President serves a one-year term commencing the day following the annual meeting. Vice President applicants, please reference the <u>ACC</u> <u>President Position Description</u> for future responsibilities.

<u>**Time and Commitment</u>**: The Vice President is expected to dedicate approximately 45 percent, but no more than 50 percent, of the year's professional time to the work of the College, including travel time to fulfill responsibilities.</u>

#### Trustee (2 positions open) | Full Position Description (position description pending BOT approval)

**Qualifications**: Trustees should have either financial, technical, entrepreneurial, marketing, social service, an in-depth familiarity with member needs, expertise in the current services provided, educational or legal expertise to best advance the mission and current strategic plan of the organization.

**Term**: Each Trustee is elected for a single, four-year, non-renewable term.

**<u>Time and Commitment</u>**: Each Trustee is expected to commit approximately 12 – 13 percent of the year's professional time to perform Board duties.

## Conditions

- Officers and Trustees must fulfill the requirements and responsibilities as listed in the applicable position descriptions.
- Officers and Trustees are expected to attend six Board meetings per year and any special meetings of the Board that may be convened.
- Any member of the Board of Trustees who fails to attend in person two regular meetings without valid written excuse shall be automatically dropped from the Board of Trustees.
- The term of office of a Trustee shall be a single, four-year, non-renewable term with a seven-year maximum, except as otherwise set forth in the Bylaws.
- Members of the Nominating Committee are ineligible to apply for any open position on the BOT or committees.
- Members of the Board of Governors (BOG) may not serve on the Board of Trustees concurrently, except for the Chair and Chair-Elect of the BOG as they are also Trustee positions.
- An individual currently serving or anticipating serving in a leadership position of another organization, national or international, should declare such relationship in the individual's Statement of Disclosure, which will be reviewed by the Nominating Committee to determine whether an actual or potential conflict exists and whether the individual is eligible for an Officer or Trustee position.

## **APPLICATION INSTRUCTIONS**

## Application Deadline – Friday, June 23, 2023, at 3pm ET

All applications and supporting materials must be submitted to Taylor Davis (<u>tdavis@acc.org</u>). Should you have any questions, please contact Taylor Davis directly at <u>tdavis@acc.org</u> or (202) 375-6208. **All materials must be received as individual PDF documents.** 

## **Candidate Requirements**

- To avoid potential nominator conflicts, candidates are encouraged to provide 'Intent to Submit' documentation. Please provide Taylor Davis (via email) with the following information prior to submission of application materials:
  - Position you intend to apply for;
  - Name and phone number of your Primary Nominator (must be an ACC member); and
  - Names of up to four individuals who will be providing letters of support for your application.
- Candidates will work with the Primary Nominator to ensure a complete application packet is submitted by the specified deadline. Materials received after the deadline may be excluded from review.
- Candidate will ensure transparency regarding any relationships or other interests which could conflict with Board responsibilities. Please confirm your disclosure status via the <u>ACC's disclosures site</u>.
- Pursuant to the College's Diversity and Inclusion Principles, candidates will complete the demographics section of their <u>Member Profile</u>. You may select "Decline to Provide" if you choose not to identify your race/ethnicity or gender.
- Candidates are responsible for self-submitting the following documents:
  - 1. Bio Sketch Application Form;
  - 2. **CV**; and
  - 3. **Letter of Interest**. This very important personal declaration should highlight your qualifications and competencies specific to the position for which you are applying. This letter should provide insight into your proficiencies related to <u>ACC's Core Competencies</u> and the <u>additional skillsets</u> <u>identified by the Board</u>. Please also include:
    - Relevant experience as it relates to the applying role
    - Rationale for applying to the chosen role
    - Experience both inside and outside the College
    - Anticipated contributions if selected for appointment to the Board of Trustees
    - Values related to diversity, equity, and inclusion, experiences working with diverse populations, and goals related to the College's <u>Diversity & Inclusion</u> initiative.

## **Primary Nominator Requirements**

- Primary Nominator will work with the candidate and supporting individuals to ensure a complete nomination packet is submitted by the specified deadline. Materials received after the deadline may be excluded from review.
- Primary Nominator is responsible for submitting the following documents on behalf of the candidate:
  - 1. **Primary Nomination Letter.** This critical character reference should bolster support for the candidate's application. The statement should include:
    - Content expertise and competence
    - Specific examples of team-based, collaborative, consensus-driven organizational skills
    - Specific comments relevant to the position for which the applicant is applying are optimal
    - Examples of leadership style and ability to offer unique perspectives
    - Anticipated contribution(s) if selected for appointment

- Reliability, work ethic, follow-through, timeliness and bandwidth for fulfilling the duties required by the position
- 2. **Letters of Support.** No more than four letters of support (in addition to the Primary Nomination Letter) may be submitted on behalf of the candidate. (See more details below.)

## Supporting Letters

- No more than four letters of support may be submitted on behalf of a candidate. One of the supporting letters may be written by a non-member (such as colleague, associate, patient).
- Letters of support should address the candidate's proficiency related to the <u>ACC's Core Competencies</u> and the <u>additional skillsets identified by the Board</u>. Much like the Primary Nomination Letter, these statements should provide detailed support for the candidate. The letters of support should bolster the Primary Nomination Letter by providing observed instances of the candidate's competencies as related to the applying position.

## Letter Requirements and Limitations

- Letters must be received as PDF on institutional or organizational letterhead and must be addressed to the 2023-2024 Nominating Committee Chair, **Edward T. A. Fry, MD, MACC**.
- Guidelines governing Primary Nominator letters fall into two categories: those for Vice President candidates ("Vice President Category") and, separately, those for all other non-Officer Trustees (collectively, the "Trustee Category").
- The following guidelines apply for Primary Nominators:
  - A Primary Nominator <u>is permitted</u> to support <u>one</u> Vice President Category candidate and <u>one</u> Trustee Category candidate.
  - A Primary Nominator in a given category (either the Vice President Category or, separately, the Trustee Category) <u>may not</u> provide a letter of support for additional candidates in that <u>same</u> category.

#### Primary Nominator for Vice President Category:

- A Primary Nominator for a Vice President Category candidate <u>is not permitted</u> to write a Letter of Support for another Vice President candidate.
- A Primary Nominator for a Vice President Category candidate <u>is permitted</u> to write up to two letters of support for a Trustee Category candidate or one Primary Nomination letter.

#### Primary Nominator for Trustee Category:

- A Primary Nominator for a Trustee Category candidate <u>is not permitted</u> to write a letter of support for another Trustee Category candidate.
- A Primary Nominator for a Trustee Category candidate <u>is permitted</u> to write one letter of support or one Primary Nomination letter for a Vice President Category candidate.

- The following guidelines apply for Letters of Support:
  - Members <u>may not</u> supply a letter of support for more than one Vice President Category candidate.
  - Members <u>may</u> supply a letter of support for up to <u>two</u> Trustee Category candidates, provided they are not the Primary Nominator of another Trustee Category candidate.
  - Members supplying letters of support for Trustee Category candidates may supply <u>one</u> letter of support for a Vice President Category candidate, provided they are not the Primary Nominator of another Vice President Category candidate.
  - Current Officers of the College, members of the Nominating Committee, and ACC staff may not provide letters of support.
  - Current Officers who are unable to support Officer & Trustee candidates during this nominations cycle are:

#### 2023-2024 ACC Officers

President	B. Hadley Wilson, MD, FACC
Vice President	Cathleen Biga, MSN, RN, FACC
Secretary	Nicole L. Lohr, MD, PhD, FACC
Treasurer	Christopher M. Kramer, MD, FACC

#### 2023-2024 Nominating Committee

Chair	Edward T. A. Fry, MD, MACC
Member	Biykem Bozkurt, MD, PhD, FACC
Member	Paul L. Douglass, MD, MACC
Member	Sandra J. Lewis, MD, FACC
Member	Thomas M. Maddox, MD, MSc, FACC
Member	Andrew P. Miller, MD, FACC
Ex Officio	B. Hadley Wilson, MD, FACC

## **APPLICATION CHECKLIST**

Please use this checklist to confirm you have completed all necessary requirements for application. All applications and supporting materials must be submitted to Taylor Davis (<u>tdavis@acc.org</u>) by Friday, June 23 at 3pm ET.

## Candidate Checklist

- Email 'Intent to Submit' to Taylor Davis (<u>tdavis@acc.org</u>)
- □ Complete disclosure via <u>ACC's disclosures site</u>
- □ Complete demographic section of <u>Member Profile</u>
- Complete Bio Sketch <u>Application Form</u>
- □ Complete Letter of Interest on institutional or organizational letterhead
- □ Documents are emailed as individual PDFs

## Primary Nominator Checklist

- Complete Primary Nomination Letter on institutional or organizational letterhead
- $\hfill\square$  Confirm receipt of all Letters of Support
  - □ Letter of Support #1
  - □ Letter of Support #2 (optional)
  - □ Letter of Support #3 (optional)
  - □ Letter of Support #4 (optional)
- □ Documents are emailed as individual PDFs

#### ACC Vice President Position Description

Last approved by BOT 04/28/2023

#### <u>Mission</u>

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

#### <u>Vision</u>

A world where science, innovation, and knowledge optimize cardiovascular care and outcomes.

#### **Application**

This position description applies to the Vice President and is provided before they are appointed to the Board. The Vice President acts on behalf of the President when required.

#### **Qualifications**

- Demonstrated leadership qualities, including consensus building, facilitating, and conflict resolution.
- Excellent communicator, good listener, effective public speaker.
- Previous service of at least one term as trustee.

#### Position Description

As an officer of the Board, and in contributing to the collective success of the Board, the Vice President is expected to:

- **Mentorship in Transition**: Partner with the President to learn the responsibilities of the office of President and ensure smooth transition of leadership.
- **Representation**: Act on behalf of the President when required; preside at meetings in the absence of the President. The Vice President, whenever possible, will participate in activities such as Chapter, Council, Section, AIG, BOG, and Committee meetings and receptions at the Annual Scientific Sessions. The Vice President will also serve as a College ambassador to cardiovascular- related organizations and societies facilitating effective relationships.
- **Fiduciary Duties**: Fulfill the duty of care, duty of loyalty, and the duty of obedience. The Vice President shall apply the level of skill and judgment that may reasonably be expected of a person with his or her knowledge and experiences.
- **Confidentiality**: Keep Board information and discussions confidential unless otherwise directed by the Board.
- **Accountability**: Fiduciary duties are exclusively to the organization. The Vice President 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 and able to communicate:
  - The ACC's mission and vision
  - The College's Strategic Plan
  - The Board's governance structure, processes, and leadership expectations
  - The duties and requirements of a trustee
  - The Board's governance role and responsibilities

#### **Board Culture**

The Vice President will assist the President in facilitating the relationships and engagement within the Board to ensure that culture shall be strategic, collaborative, and transparent. There shall be a respectful manner shown toward all Board members and ACC staff. The Vice President may participate in trustee's orientation program and facilitate awareness regarding the ACC's current offerings and strategic areas of focus.

#### Leadership Competencies

The Vice President shall have, develop and/or strengthen his or her unique skillset/s around the ACC's Leadership Competencies, which include:

- Exhibits influential leadership
- Demonstrates business-focused proficiency
- Demonstrates strategic leadership
- Anticipates and leads change
- Maintains organizational awareness and stewardship

#### Continuous Improvement

Each trustee, including the Vice President, shall strive for continuous self-improvement by participating in both Board and individual competency-based assessments.

#### **College Community Ambassador**

The Vice President shall represent the Board when asked. The Vice President shall support the College through attendance at College-sponsored events.

#### Time and Commitment

The Vice President is expected to dedicate approximately 45 percent, but no more than 50 percent, of the year's professional time to the work of the College, including travel time to fulfill responsibilities.

The Vice President 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 Vice President is expected to adhere to the Board's attendance policy as set forth in Article V, Section 5 of the Bylaws. Any member of the Board who fails to attend two consecutive regular meetings without valid written excuse shall be automatically dropped from the Board of Trustees.\*

\*Attendance at meetings/events beyond Board meetings is currently under review by the Board and may require attendance at one or more key meetings, such as the Annual Meeting, CV Summit, Legislative Conference, and MedAxiom Transforum. The Attendance Policy will be updated following the Board's determination for required attendance.

#### Term and Renewal

The Vice President acts on behalf of the President when required, and typically (though not automatically) assumes the office of President after one year. The Vice President serves a one-year term commencing the day following the annual meeting.

#### Succession Planning

The Vice President's main focus of the year is preparing to become President of the College; therefore, the President's position description is an essential supplement to the position

description for the Vice President. While preparing to become President, it is critical to think about what is most helpful to the Vice President so that he/she can mentor the next Vice President. If the Vice President is not be able to serve the entirety of his/her term, the Nominating Committee will recommend to the BOT for approval a nominee who will succeed him/her as Vice President. If the vacancy is less than eight months from the end of the current term, then the individual appointed will serve for the duration of the vacated,unexpired term, as well as for the following year. If the period of vacancy is (or is expected to be) eight months or longer, then the individual appointed to fill the vacancy will be considered to have served a full term as Vice President.

#### **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, and 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 of the College.
- 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.
- 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.
- Partner with the Chief Executive Officer ("CEO") to ensure that the Board facilitates and monitors strategic and fiscal issues related to the organization, with management and implementation delegated to the CEO.
- Work closely with the President to learn the duties of the office and to prepare to assume the position.
- Manage special assignments as requested by the President.
- Ensure the College understands and recognizes the ever-changing health care environment.
- Respecting the role and responsibilities of all committees and governing bodies throughout the College.
- Attending six Board meetings per year and lead meetings when the President is unable to, including:
  - Setting the Board agenda with the CEO and Executive Office to ensure alignment with the Board-approved strategic plan.
  - Soliciting and discussing any item/s that may need to be added to the proposed Board agenda with Board members and the CEO.
  - Reading and being familiar with meeting materials prior to each meeting to prompt adequate discussion if needed.
  - Ensuring a diversity and expression of opinions.
  - Supporting the decision of the Board, even if there is individual dissent.
  - Respect the role of the Board chair.
  - Ensuring there is dedicated time to for discussion and brainstorming of new ideas, focusing on potential challenges and opportunities for the College.
- The Vice President is also expected to attend additional meetings of the College's

Standing Committees as needed.

• Be a member in good standing with the College (e.g., member dues are paid to date).

#### **Compensation and Reimbursement**

The Vice President or his/her institution is provided compensation during the year of the Vice-Presidency. Any amount paid directly to the Vice President is considered taxable. Compensation and travel reimbursement policies related to the office of the Vice President have been established by the Compensation Committee, as subsequently approved by the Board.

#### ACC President Position Description

Last approved by BOT 04/28/2023

#### <u>Mission</u>

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

#### <u>Vision</u>

A world where science, innovation, and knowledge optimize cardiovascular care and outcomes.

#### **Application**

This position description applies to the President and is provided before they are appointed to the Board. The President is the highest elected official of the College.

#### **Qualifications**

Because the Vice President, normally but not automatically, succeeds to the office of President, some of the qualifications are the same for both offices.

- Demonstrated leadership qualities, including consensus building, facilitating, and conflict resolution.
- Excellent communicator, good listener, effective public speaker.
- Previous service of at least one term as trustee.

#### **Position Description**

The President is the member leader of the College and chair of the Board of Trustees. As the facilitator of effective governance, and in contributing to the collective success of the Board, the President is expected to:

- **Mentorship in Transition:** Partner with the Vice President to mentor and teach the responsibilities of the office of President and ensure smooth transition of leadership.
- Leadership: Serve as chair of the Board of Trustees and the chief spokesperson of the College. This includes presiding over the Annual Meeting, Convocation, and the Annual Scientific Sessions meeting during his/her term. The President, whenever possible, will participate in activities such as Chapter, Council, Section, Assembly of International Governors, Board of Governors, and Committee meetings and receptions at the Annual Scientific Sessions. The President will also serve as the College ambassador to international cardiovascular-related organizations and societies facilitating effective relationships.
- **Fiduciary Duties:** Fulfill the duty of care, duty of loyalty and the duty of obedience. The President shall apply the level of skill and judgment that may reasonably be expected of a person with his or her knowledge and experiences.
- **Confidentiality**: Keep Board and ACC proprietary information and discussions confidential unless otherwise directed by the Board.
- **Accountability**: Fiduciary duties are exclusively to the organization. The President 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 and able to communicate:
  - The ACC's mission and vision
  - The College's Strategic Plan
  - The Board's governance structure, processes, and leadership expectations
  - The duties and requirements of a Trustee
  - The Board's governance role and responsibilities

#### **Board Culture**

The President shall facilitate the relationships and engagement within the Board to ensure that the culture shall be strategic, collaborative, and transparent. There shall be a respectful manner shown toward all Board members and ACC staff. The President will participate in each trustee's orientation program and facilitate awareness regarding the ACC's current offerings and strategic areas of focus.

#### Leadership Competencies

The President shall have, develop and/or strengthen his or her unique skillset/s around the ACC's Leadership Competencies, which include:

- Exhibits influential leadership
- Demonstrates business-focused proficiency
- Demonstrates strategic leadership
- Anticipates and leads change
- Maintains organizational awareness and stewardship

#### Continuous Improvement

Each trustee, including the President, shall strive for continuous self-improvement by participating in both Board and individual competency-based assessments.

#### College Community Ambassador

The President shall be the College's ambassador through attendance at College-sponsored and sister society events.

#### **Time and Commitment**

The President is expected to dedicate approximately 60 - 70 percent of the year's professional time to the work of the College, including travel time to fulfill responsibilities. The President 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 President is expected to adhere to the Board's attendance policy as set forth in Article V, Section 5 of the Bylaws. Any member of the Board who fails to attend two consecutive regular meetings without valid written excuse shall be automatically dropped from the Board of Trustees.\*

\*Attendance at meetings/events beyond Board meetings is currently under review by the Board and may require attendance at one or more key meetings, such as the Annual Meeting, CV Summit, Legislative Conference, and MedAxiom Transforum. The Attendance Policy will be updated following the Board's determination for required attendance.

#### **Term and Renewal**

The President serves a one-year term commencing the day following the Annual Meeting during

which he/she is installed as President (i.e. the President who begins the Annual Meeting presides over the meeting until its conclusion).

#### Succession Planning

The President will enhance continuity of the presidential terms through effective leadership and mentoring of the Vice President. If the President is not able to serve the entirety of his/her term, the Vice President will succeed him/her as President. If the vacancy is less than eight months from the end of the current term, then the Vice President will serve for the duration of the vacated, unexpired term, as well as for the following year. If the period of the vacancy is (or is expected to be) eight months or longer, the Nominating Committee shall nominate a new Vice President for approval by the Board of Trustees, and the new Vice President will subsequently assume the office of President and serve for one year.

#### **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, and self-assessment processes aligned with the related competencies.
- Partner with the Chief Executive Officer ("CEO") to ensure that the Board facilitates and monitors strategic and fiscal issues related to the organization.
- Lead Board stewardship of the strategic plan.
- 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 of the College.
- 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.
- 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.
- Ensure the College understands and recognizes the ever-changing health care environment.
- Respect the role and responsibilities of all committees and other governing bodies throughout the College.
- Attending and leading six Board Meeting per year including:
  - Setting the Board agenda with the CEO and Executive Office to ensure alignment with the Board-approved strategic plan.
  - Soliciting and discussing any item/s that may need to be added to the proposed Board agenda with Board members and the CEO.
  - Reading and being familiar with meeting materials prior to each meeting to prompt adequate discussion if needed.
  - Ensuring a diversity and expression of opinions.
  - Supporting the decision of the Board, even if there is individual dissent.
  - Ensuring there is dedicated time to for discussion and brainstorming of new ideas, focusing on potential challenges and opportunities for the College.
  - The Vice President will lead Board Meetings when the President is unable.

- The President also serves as a non-voting ex officio member of the Governance Committee and is also expected to attend additional meetings of the College's Standing Committees as needed.
- Be a member in good standing with the College (e.g., member dues are paid to date).

#### **Compensation and Reimbursement**

The President or his/her institution is provided compensation during the year of the Presidency. Any amount paid directly to the President is considered taxable. Part-time secretarial reimbursement is also made available. Compensation and travel reimbursement policies related to the office of the President have been established by the Compensation Committee, which subsequently would be approved by the Board.

#### ACC Trustee Position Description

Pending BOT approval

#### **Mission**

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

#### <u>Vision</u>

A world where science, innovation, and knowledge optimize cardiovascular care and outcomes

#### **Application**

This position description applies to all Trustees and is provided before they are appointed to the Board.

#### **Qualifications**

Trustees should be passionate about the mission of the College and able to strengthen and advance the organization because of their expertise. The Trustee position requires diverse individuals to enhance the best strategic decisions for the organization. Board members should have either financial, technical, entrepreneurial, marketing, social service, an in-depth familiarity with member needs, expertise in the current services provided, educational or legal expertise to best advance the mission and current strategic plan of the organization. Members should be those with a track history of making the best strategic decisions for the organization and not for their own area of expertise. They should hold no conflicts of interest that could bias their decision making and be individuals of high integrity. Trustees 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 individual 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:
  - $\circ$   $\;$  The ACC's mission and vision
  - The College's Strategic Plan

- The Board's governance structure, processes, and leadership expectations
- The duties and requirements of a Trustee
- The Board's governance role and responsibilities

#### **Board Culture**

Each 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. Each Trustee will participate in a Board orientation program and maintain awareness regarding the ACC's current offerings and strategic areas of focus.

#### Leadership Competencies

Each Trustee shall have, develop and/or strengthen his or her unique skill set/s around the ACC's Leadership Competencies, which include:

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

#### Continuous Improvement

Each Trustee shall strive for continuous self-improvement by participating in both Board and individual competency- based assessments.

#### **College Community Ambassador**

Each Trustee shall represent the Board when asked to do so by the Board Chair. Board members shall support the College through attendance at College-sponsored events.

#### **Time and Commitment**

Each Trustee is expected to commit approximately 12 – 13 percent of the year's professional time to perform Board duties. Each 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, each Trustee is expected to adhere to the Board's attendance policy as set forth in Article V, Section 5 of the Bylaws. Any member of the Board who fails to attend two consecutive regular meetings without valid written excuse shall be automatically dropped from the Board of Trustees.\*

\*Attendance at meetings/events beyond Board meetings is currently under review by the Board and may require attendance at one or more key meetings, such as the Annual Meeting, CV Summit, Legislative Conference, and MedAxiom Transforum. The Attendance Policy will be updated following the Board's determination for required attendance.

#### Term and Renewal

The Trustee is elected for a non-renewable four-year term, and such term shall count towards the Trustee term limit set forth in Article V, Section 3 of the Bylaws.

#### Succession Planning

Should a Trustee not be able to serve the entirety of his/her term, the alternate identified by the

Nominating Committee from the previous nominating cycle, will step in and serve the duration of the vacating member'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, and 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 of the College.
- 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's Chief Executive Officer ("CEO").
- 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 and governing bodies throughout the College.
- Be a member in good standing with the College (e.g., member dues are paid to date).

#### **Compensation and Reimbursement**

Each Trustee is provided compensation during their 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.

# **LEADERSHIP COMPETENCIES:** SERVING AS A LEADER AT THE ACC



COMPETENCY	COMPETENCY DEFINED	COMPETENCY MAY BE OBSERVED BY ONE OR MORE OF THE FOLLOWING:
Exhibits Influential Leadership	Has specialist expertise and is considered a thought-leader in area/s of need. Also demonstrates judgment, technical competence and knowledge critical for the role. Leader leverages his / her technical expertise for the 'good of the role', and wider organizational needs.	<ul> <li>The individual:</li> <li>Is sought-out by others wishing to learn more about their expertise.</li> <li>Adds professional, technical, or organizational knowledge (clinical and non-clinical).</li> <li>Has led quality improvement, and critical efforts important to CV medicine.</li> <li>Collaborates across boundaries to build strategic relationships.</li> <li>Develops networks and builds alliances.</li> <li>Leads with governance experience within complex / diverse organizations.</li> </ul>
Demonstrates Business-Focused Proficiency	Demonstrates awareness and efficiency in addressing diverse business / organizational challenges. Leader reflects upon diverse information / business drivers, to inform decision making.	<ul> <li>The individual:</li> <li>Has experience of working within a complex organization.</li> <li>Has led or participated in efforts which required an awareness of business drivers.</li> <li>Has used systems data, other metrics or budgetary factors to take decisions on behalf of an organization.</li> <li>Has experience of rapid growth and diversification within an organization.</li> <li>Has experience in leading or organizing aligned to an organization's strategic objectives.</li> <li>Has an awareness of the breadth and diversity of ACC's operations.</li> </ul>
Demonstrates Strategic Leadership	Represents ability to influence, guide, and leverage others in alignment to the ACC's vision, mission and strategic objectives. Leader achieves success through others, promotes good working relationships and holds colleague's accountable, while also aligning goals, tasks, agenda's to larger strategic vision and direction.	<ul> <li>The individual:</li> <li>Has experience aligning goals to a broader organizational strategy and mission.</li> <li>Has experience influencing others to reach a shared / mutually beneficial outcome.</li> <li>Has experience balancing competing priorities, and diverse stakeholder needs, to reach resolution.</li> <li>Has experience managing disagreement as opportunities.</li> <li>Individual has led a function and/or team with flexibility and transparency.</li> <li>Seeks a range of opinions before coming to a personal conclusion.</li> <li>Accepts personal responsibility for collectively made decisions.</li> <li>Holds others to account for the delivery of agreed priorities and initiatives.</li> <li>Has experience of setting strategy consistent with an organization's mission, vision and values.</li> </ul>

COMPETENCY	COMPETENCY DEFINED	COMPETENCY MAY BE OBSERVED BY ONE OR MORE OF THE FOLLOWING:
Anticipates & Leads Change	Demonstrates the ability to manage, lead and enable others, in order to navigate organizational change. Leader serves as a change agent, and maintains a connection to the ACC's strategic goals and values during times of change. Promotes shared understanding, collective responsibility and transparency.	<ul> <li>The individual:</li> <li>Has experience of using new information or innovative ideas to deliver change.</li> <li>Has experience innovating by different means (such as technology / soliciting expertise of others).</li> <li>Maintains an awareness of healthcare trends that impact the College, its members and CV patients.</li> <li>Has experience of leading or managing change within a team, workgroup, or organization.</li> <li>Can demonstrate an entrepreneurial mindset.</li> <li>Supports new ideas, systems, and procedures that may have be outside own comfort zone.</li> <li>Has an ability to lead others who resist change.</li> <li>Has an ability to promote and communicate the positive/s of a particular change effort.</li> </ul>
Maintains Organizational Awareness & Stewardship	Appreciates how internal and external issues impact the work of the ACC. Leader is aware of the ACC's stakeholders, culture, and expectations. Promotes the core values and vision of the ACC, when called upon. Considered an ambassador of the Governance Transformation process, and the strategic vision of the College.	<ul> <li>The individual:</li> <li>Has experience speaking on behalf of an organization, team, or initiative in various venues, addressing related position statements, and / or policies.</li> <li>Has an appreciation of the underlying culture, history and traditions of the College and uses these insights to engage ACC's membership.</li> <li>Individual has experience promoting an achievement mindset through cross-collaboration, teamwork, accountability.</li> <li>Maintains an understanding of the expectations, priorities and values of ACC's various stakeholders both internal and external. Recognizes factors that drive or block stakeholder satisfaction and organizational performance.</li> <li>Has experience in spearheading events, or member-focused programming, supporting ACC's vision and mission.</li> </ul>



Prospective candidates are urged to detail any experience or expertise in the following competencies (knowledge, skills, abilities, and other characteristics) in their Letter of Interest. Primary Nominators, and those supplying letters of support, should also provide detailed support for the candidate by illustrating observed instances of the candidate's competences.

Leadership and Collaboration:

- Content expertise and competence
- Specific examples of team-based, collaborative, consensus-driven organizational skills
- Specific comments relevant to the position for which the applicant is applying are optimal
- Examples of leadership style and ability to offer unique perspectives
- Anticipated contribution(s) if selected for appointment
- Reliability, work ethic, follow-through, timeliness and bandwidth for fulfilling the duties required by the position

Strategic Skillsets:

- Visioning
- Problem setting
- Identifying measures of and assessing organizational performance
- Determining long-term outcomes of operational change
- Observing and evaluating solution outcomes

Diversity Considerations:

- Expertise
- Experience
- Gender
- Race
- Geographic Location
- Age
- Practice Setting
- Perspectives beyond the U.S. cardiovascular physician, as well as cardiovascular professionals from nonacademic settings.

Experience and Expertise to Support the Strategic Plan:

- Enterprise leadership/performance management
- Financial, investment, audit, risk management
- Digital Transformation/ecommerce/IT/Privacy
- Advocacy/regulatory
- Health equity

Community Relationships:

- Government National/State/Regulatory
- Global
- Tech innovation
- Professional societies
- Philanthropic
- Community partnerships