



AMERICAN  
COLLEGE *of*  
CARDIOLOGY®

# Centralized Authority & Decentralized Decision-Making

January 2017

# ACC/ACCF Governance Principles

## I. Governance Function

1. The Board is strategically oriented to support the Mission.
2. Governance focus is on strategy and policy, and not on tactical, implementation or management issues.
3. Governance shall operate on the principle of: centralized authority and decentralized decision-making.
4. The Board must ensure it is aware of the needs and challenges of all of the members of the College as it relates to the Mission, and has multiple mechanisms and avenues for membership voice to be heard at the Board level.

## II. Governance Structure

5. Governance structure supports optimum governance function and efficiency, and so Board size and other structural components shall be consistent with best practice evidence and thinking.
6. The Board is the ultimate authority of the College. It appoints an Executive Committee which reports to and is controlled by the Board and has a new explicit charter of its role and authority.
7. The Board determines and maintains appropriate committees with clearly defined roles, functions, authority and accountability, and appoints the members of these committees.
8. A majority of the members of the Board shall be members of the College.
9. The Board shall seek diversity in its membership including but not limited to: expertise; experience; gender; race; geographic location; and, age.
10. There shall be a competency-based selection model for composition of the Board, and the committees of the Board.
11. Board members shall not concurrently serve as chairs or members of non-standing committees of the College.

## The ACC is guided by its mission to transform cardiovascular care and improve heart health.

In order to effectively support and implement governance best practice under the ACC/ACCF Governance Principles, the College is developing a chart to illustrate how centralized authority and decentralized decision-making will be operationalized at the ACC. The chart describes and clarifies roles and participation expectations through the use of the RACI Model.

This document illustrates what the responsibilities are of each body of the College, along with who should be empowered to make decisions, while ensuring there is proper oversight over the ACC as a large, growing and diverse organization.

While reviewing the Authority Matrix, please note that there will be widespread and bi-directional channels of communication for all member constituents listed. It can be understood that all member groups will have open lines of communication, but columns remain empty because authoritative actions are not required.

### General Definitions

Under the RACI model, the following general definitions clarify roles and participation:

#### The one who is:

##### Responsible (also Recommender)

Those who do the work to achieve the task.<sup>1</sup> There is at least one role with a participation type of responsible, although others can be delegated to assist in the work required (see also RACI below for separately identifying those who participate in a supporting role).

##### Accountable (also Approver or final approving authority)

The one ultimately answerable for the correct and thorough completion of the deliverable or task, and the one who delegates the work to those responsible.<sup>1</sup> In other words, an accountable must sign off (approve) work that responsible provides. There must be only one accountable specified for each task or deliverable.<sup>2</sup>

##### Consulted (sometimes Consultant or counsel)

Those whose opinions are sought, typically subject matter experts; and with whom there is two-way communication.<sup>1</sup>

##### Informed (also Informee)

Those who are kept up-to-date on progress, often only on completion of the task or deliverable; and with whom there is just one-way communication.<sup>1</sup>

### ACC/ACCF Definitions

While reviewing the responsibility matrix as it currently stands, please note the following working definitions:

#### Authority/Right to:

**Approve:** Initiate, review and either adopt, amend, disapprove, or send back for further consideration

**Recommend:** May initiate action for consideration or a decision

#### Consult:

Must be sought for advice or information before a decision

#### Inform:

Must be informed of action after a decision and before distribution

#### Sources:

1. Smith, Michael (2005). Role & Responsibility Charting (RACI) (PDF). Project Management Forum. p. 5.
2. Margaria, Tiziana (2010). Leveraging Applications of Formal Methods, Verification, and Validation: 4th International Symposium on Leveraging Applications, Isola 2010, Heraklion, Crete, Greece, October 18–21, 2010, Proceedings, Part 1. Springer. p. 492. ISBN 3-642-16557-5.

The mission of the ACC is to transform cardiovascular care and improve heart health.

Decisions/Authority	President	CEO	Board of Trustees	Board Standing Committee	Committees	Section Leadership Councils	Board of Governors	Assembly of International Governors
<b>MISSION AND CORE VALUES</b>								
Mission, Vision, and Core Values			Approve		Inform	Inform	Inform	Inform
<b>GOVERNING DOCUMENTS</b>								
Amend Bylaws			Approve	Recommend: Governance			Inform	
<b>POLICIES AND PROCEDURES</b>								
Establish ACC clinical policy documents			Approve		Recommend: Science & Quality			
Endorse non-ACC clinical policy documents			Approve		Recommend: Science & Quality			
Award special recognition			Approve		Recommend: Awards			
Governance policy and procedures			Approve	Recommend: Governance				
Operational policy and procedures		Approve						
Advocacy policy			Approve		Recommend: Health Affairs			
Addition of new international chapters			Consult	Approve: Membership	Recommend: AIG Steering			
Approve member dues			Approve	Recommend: Membership				
Approve chapter dues			Consult	Approve: Membership			Recommend	
<b>STRATEGIC AND FINANCIAL PLANS</b>								
Strategic 5 Year Plan			Approve		Consult	Consult	Consult	Consult
Balanced Scorecard		Recommend	Approve					
Annual Budget			Approve	Recommend: Finance				
Interim Budget, consistent with strategic plan			Approve	Inform: Finance				
Reserve Funds			Approve	Consult: Finance				
R&D Funds			Approve	Consult: Finance				
Auditor/Audit			Approve	Recommend: Audit and Compliance				
Investment Policy/Consultant			Inform	Approve: Finance				

**Approve:** Initiate, review and either adopt, amend, disapprove, or send back for further consideration

**Recommend:** May initiate action for consideration or a decision

**Consult:** Must be sought for advice or information before a decision

**Inform:** Must be informed of action after a decision and before distribution

Decisions/Authority	President	CEO	Board of Trustees	Board Standing Committee	Committees	Section Leadership Councils	Board of Governors	Assembly of International Governors
<b>APPOINTMENTS AND REMOVALS / EVALUATIONS</b>								
<b>CEO</b>								
CEO: Hire/Fire			Approve					
CEO: Goals/Performance Eval/ Compensation			Approve					
CEO's Direct Reports: Hire/Fire		Approve						
<b>BOARD OF TRUSTEES</b>								
Officers: Appoint			Approve	Recommend: Nominating				
Officers: Performance Evaluation			Approve	Recommend: Governance				
Officers: Removal			Approve	Recommend: Governance				
Trustees: Competencies (Individual and Group)			Approve	Recommend: Governance				
Trustees: Appoint			Approve	Recommend: Nominating				
Trustees: Remove			Approve	Recommend: Governance				
Trustees: Performance Evaluation (Individual and Group)			Approve	Recommend: Governance				
Trustee (Ex Officio): BOG Chair & Chair: Elect Appoint					Recommend: BOG Nominating Committee		Approve	
Trustee (Ex Officio): BOG Chair Remove			Approve	Recommend: Governance				
Standing Committee Members and Chairs: Appoint			Approve	Recommend: Nominating				
Standing Committee Members and Chairs: Remove			Approve	Recommend: Governance				
JACC Editors in Chief			Approve					

**Approve:** Initiate, review and either adopt, amend, disapprove, or send back for further consideration

**Recommend:** May initiate action for consideration or a decision

**Consult:** Must be sought for advice or information before a decision

**Inform:** Must be informed of action after a decision and before distribution

Decisions/Authority	President	CEO	Board of Trustees	Board Standing Committee	Committees	Section Leadership Councils	Board of Governors	Assembly of International Governors
<b>APPOINTMENTS AND REMOVALS / EVALUATIONS (continued)</b>								
<b>COUNCILS</b>								
Council Chair & Members: Appoint			Approve	Recommend: Nominating		Consult		
Council Chair & Members: Remove			Approve	Recommend: Governance				
Council Chair & Group: Performance Evaluation			Approve	Recommend: Governance		Consult		
Councils: Competencies				Approve: Governance		Recommend		
<b>NON-STANDING COMMITTEES</b>								
Committee Chair & Members: Appoint			Approve	Recommend: Nominating				
Committee Chair & Members: Remove			Approve	Recommend: Governance				
Committee Chair & Group: Performance Evaluation			Approve	Recommend: Governance				
Committee: Competencies (Group)				Approve: Governance				
<b>DOMESTIC CHAPTERS</b>								
Chapter President: Election			Inform					
CV Team Liaison Election: Appoint/Remove			Inform					
<b>INTERNATIONAL CHAPTERS</b>								
Chapter Governor: Election			Inform		Approve: AIGSC			
Chapter Governor: Remove			Approve	Recommend: Governance				
Chapter Governor: Performance Evaluation				Consult: Governance	Recommend: AIGSC			
Governor: Competencies (Individual and Group)				Consult: Governance	Approve: AIGSC			

**Approve:** Initiate, review and either adopt, amend, disapprove, or send back for further consideration

**Recommend:** May initiate action for consideration or a decision

**Consult:** Must be sought for advice or information before a decision

**Inform:** Must be informed of action after a decision and before distribution