

**Proposed AACC Governance Structure**

**Report of the Governance Review Advisory Taskforce**

**Approved by the AACC Board of Directors  
November 14, 2015**

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## Introduction

The American Association for Clinical Chemistry (AACC) is a global scientific and medical professional organization dedicated to clinical laboratory science and its application to healthcare. Its leadership in education, advocacy and collaboration helps laboratory professionals adapt to change and do what they do best: provide vital insight and guidance so patients get the care they need.

**AACC's Vision:** *Better health and healthcare through laboratory medicine.*

**AACC's Mission:** *AACC provides global leadership in advancing the practice and profession of clinical laboratory science and medicine.*

As the current AACC strategic plan points out, this is a time of transition in the field of laboratory medicine and in healthcare in general. Such change comes with great challenges as well as numerous opportunities. To take advantage of these opportunities requires both individual and collective leadership. More than ever, members of AACC require their professional society to support their professional needs and provide a platform for leadership in the field of laboratory medicine.

AACC's governance structure has evolved over time as the field and membership have grown and changed, and it has served the association well. However, the Board and senior management recognized that it was time to assess the overall governance structure, and the processes that support it, and adapt them as needed to ensure that AACC is well positioned to support its members as they continue to drive the field of laboratory medicine.

The goal of this governance review was to develop a comprehensive governance structure and processes that will best serve AACC and its members in the future. This document describes the governance review process and resulting recommendations.

## Process

AACC designated a **Governance Review Advisory Taskforce** (GRAT), selected and appointed by the CEO and president, and charged the group with assessing the current governance and the association's needs going forward and developing what they believe to be the best comprehensive governance system for the future. *See the Appendix for a list of GRAT members.*

The process included the following:

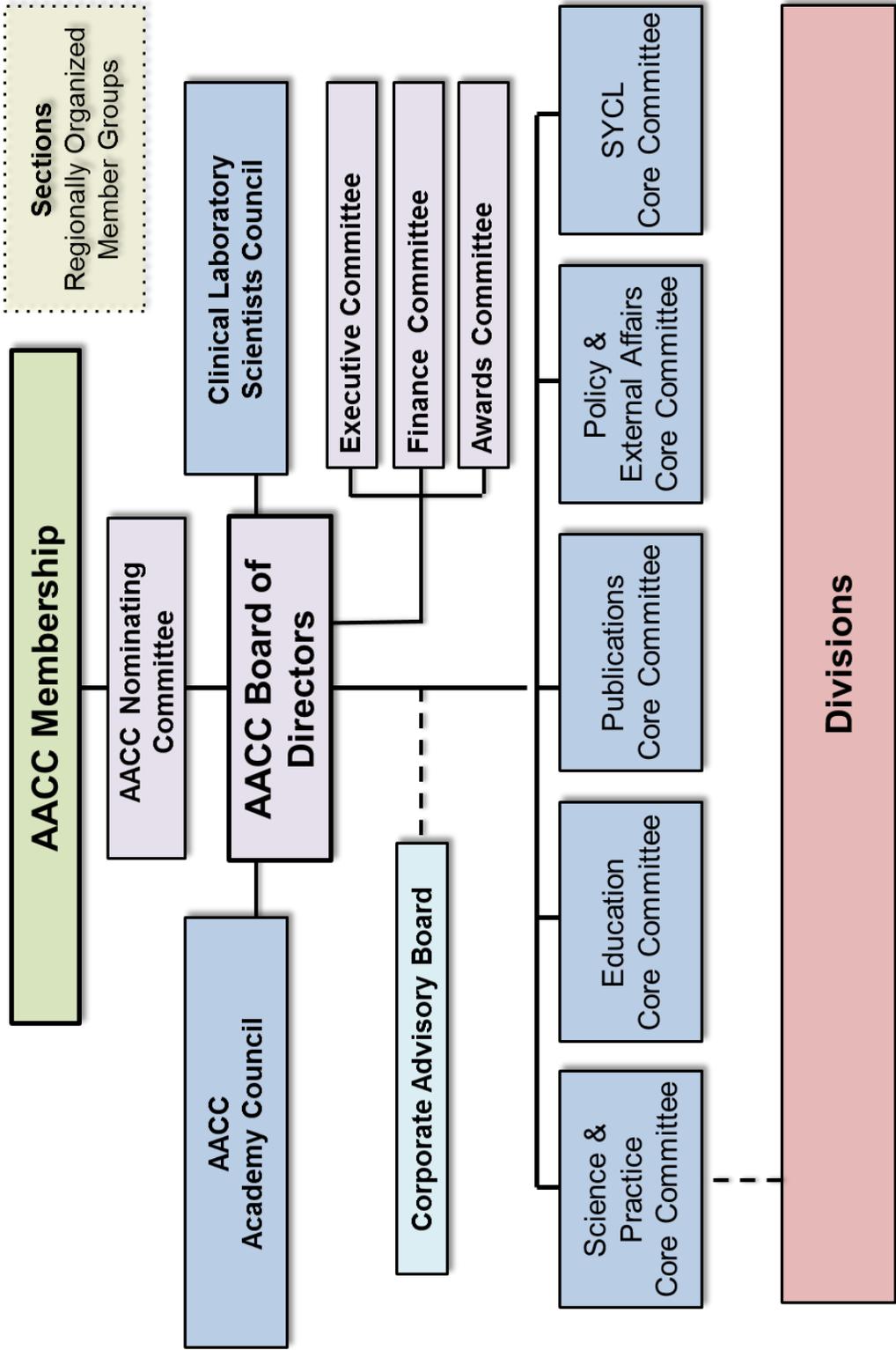
- **Approximately sixty interviews** with member leaders from throughout AACC. All interviewees played multiple leadership roles over the years. NACB Board members, House of Delegates leaders, and Division representatives were included in this outreach. Interview themes and highlights of these discussions were shared with the GRAT and the Board.
- **Three meetings of the GRAT** (1 to 1.5 days each) to review the information gathered, discuss AACC and its needs moving forward, and develop a comprehensive set of governance recommendations.
- **Four focused input sessions with the AACC Board.** The first of these sessions was designed to obtain substantive input from the full board on both the current governance and the desired characteristics of the future governance. The other three sessions were presentations of emerging recommendations and rationale, and the Board was invited to react and provide feedback to the GRAT.
- **Ongoing meetings of the AACC Management Team** to gather their input/ideas and build on the work of the Board and the GRAT and move the process forward.
- **Consultant support** from Cambridge Concord Associates throughout the process.

## **Benefits of the GRAT's Governance Recommendations**

### **The proposed governance structure:**

- Provides a comprehensive and integrated approach that is focused on the future success of AACC
- Establishes clear lines of responsibility and accountability, and supports effective decision making
- Clarifies volunteer and staff roles and enables staff to effectively manage and support all elements of the governance and organization
- Ensures effective bi-directional communication and sharing of knowledge among members, committees, divisions, staff, and leadership
- Encourages higher levels of member engagement and provides diverse pathways and more opportunity for involvement
- Provides transparency in communications and processes so that all members can better understand AACC and how they might get involved
- Embraces the full breadth of AACC membership: all elements of the governance are open to participation by all members
- Offers multiple avenues for member connection with those who share similar backgrounds and interests while predisposing groups to work across structural boundaries
- Aligns with the strategic plan and provides flexibility to adapt as the plan changes

# Proposed AACC Governance Structure



## Overview of Proposed AACC Governance Structure

This report outlines the GRAT recommendations for a comprehensive governance system for the future of AACC. Below are brief explanations of each individual component. More details will be found on the following pages.

**Membership:** AACC exists to support its members and to provide a platform for members as they further the field of laboratory medicine. The membership drives the association and populates its governance structure.

**AACC Nominating Committee:** The Nominating Committee ensures that AACC recruits, from among its members, the best individuals to lead and shape the future trajectory of AACC. This group is also charged with developing a pipeline for future leaders. ***NOTE: The AACC membership elects the Nominating Committee and in so doing directly and continuously influences the association's leadership and direction.***

**Board of Directors:** The Board of Directors provides strategic leadership for AACC and the field of laboratory medicine, and ensures that member needs are met.

### Standing Committees

**Executive Committee:** The Executive Committee advises and acts as a sounding board for the CEO, acts for the Board of Directors between meetings, when issues must be resolved quickly; and performs the annual performance and compensation review of the CEO.

**Finance Committee:** The Finance Committee provides fiscal oversight for the association and ensures that the Board is informed of the association's financial situation and any issues or opportunities that may arise. It also provides *checks and balances* in overall financial management.

**AACC Awards Committee:** The AACC Awards Committee articulates the view of association leadership on the overall AACC awards program and provides a framework for future awards.

**Five Core Committees:** The five core committees listed below ensure that AACC provides the highest quality programs and services in the field of laboratory medicine, and that AACC programs, products and services meet the evolving needs of its members and the field.

- **Science and Practice Core Committee:** Serves as the focus of AACC's activities in research, science, and the translation of science into practice; provides opportunities for members to come together around issues of common interest and work together to advance the field and its sub-specialties; and ensures that Divisions are appropriately involved in shaping the association's science and practice agenda.
- **Education Core Committee:** Provides oversight and guidance to all AACC educational programs and activities, ensuring a cohesive and coordinated educational program.
- **Publications Core Committee:** Sets direction for the AACC publications program, based on the strategic vision of the Board, and ensures a coherent publications strategy for the association.
- **Policy and External Affairs Core Committee:** Sets direction for AACC's government relations, advocacy, and public relations functions, ensuring that they support the strategic plan and member needs; and collaborates with other entities in support of AACC's goals.

- **SYCL Core Committee:** Ensures that AACC has comprehensive and coordinated programs that help develop and meet the needs of the next generation of leaders in laboratory medicine.

**AACC Academy Council:** The AACC Academy Council is the representative/governing body of the AACC Academy, which provides an opportunity to recognize PhD and MD members who have already made significant academic/professional contributions in the field of laboratory medicine while also providing a structured forum to enable them to further advance the field.

**Clinical Laboratory Scientists Council:** The Clinical Laboratory Scientists Council engages the many members and potential members who are laboratory management and operational staff, in support of AACC's strategic plan.

**Corporate Advisory Board:** The Corporate Advisory Board connects AACC with industry leaders for mutual benefit.

**Divisions:** AACC Divisions support the development of expertise in a wide variety of disciplines across the breadth of laboratory medicine, and provide forums for members with similar interests to convene, collaborate, and advance the science.

**Sections:** The Sections meet the needs of AACC members on a local level, providing them with opportunities for education, knowledge transfer, and networking. Although the sections are not directly part of AACC's governance structure, they are linked to the Board and other entities through enhanced communication mechanisms, including involvement in regular face-to-face leadership meetings.

## Operating Principles

AACC's new governance system will be guided by the following set of operating principles. These operating principles will play an important role in bringing the new governance structure to life.

- Standing committees, Core Committees, and Councils will all be structurally linked and report directly to the Board of Directors, ensuring effective two-way communication and accountability.
- AACC will have a nominations process that is based on broad member input, member-elected nominating committees, and a single slate of strategically selected leaders that will be ratified by the membership.
- A robust committee appointment process will provide numerous opportunities and avenues for all AACC members to volunteer. *This includes the growing number of AACC international members, who will be fully integrated into all aspects of governance.*
- Communication will be a priority and a core competency of the new governance system. *Virtual and face-to-face opportunities for collaboration and cross-pollination of ideas will be built into the yearly calendar. A small cadre of highly skilled staff liaisons, trained in committee management, meeting support, and communication, will underpin the work of AACC's volunteer leaders.*

## **Components of Proposed Governance Structure**

### **AACC Membership**

AACC exists to proactively meet the needs of its members. The AACC governance structure is driven by the AACC membership and composed of AACC members. In addition, the new governance framework and its processes are designed to involve an increased number of member volunteers, and to engage a greater diversity of the membership.

The new governance structure will engage the full breadth of AACC members. It is intended that both U.S. and international members will participate fully in the many new governance activities and leadership opportunities.

## AACC Nominating Committee

**Purpose:** To ensure that AACC identifies and recruits a diverse and highly talented group of leaders from among the breadth of the association’s members, and to develop a pipeline for future leaders. AACC membership will elect the members of the Nominating Committee and in doing so will continuously influence the leadership and direction of the association.

### **Role**

- Solicits and reviews nominations for Board and officer positions through a robust process of self and member nominations
- Selects a single slate of officers and Board members for ratification by the membership
- Works with the President-elect to guide the process of identifying candidates for committee chairs and members and ensures a robust leadership pipeline
- Defines processes for self-nomination and creates and maintains systems to track individual interests, skills, and experience
- Is considered to be “in session” year round, in support of ongoing leadership development

### **Composition**

- Nine members, elected by the AACC membership
- Three-year, staggered terms; members may serve two consecutive terms
- Past President, *ex-officio*, without vote
- Nominating Committee elects its own chair from among the elected members
- Candidates for Nominating Committee are identified by the Nominating Committee and put to the membership for competitive election
- Staffed by the CEO

**Accountability:** Accountable to the full membership; reports progress to the Board throughout the year.

**Decision-making:** The Nominating Committee is charged with identifying a slate of officers and Board members, a single candidate for each open position, for individual yes/no election by the members. This represents significant decision-making authority within the association. The independence and integrity of the Nominating Committee are essential attributes of the governance system.

**Rationale:** The design of the AACC Nominating Committee consciously addresses two issues with which AACC and most membership organizations struggle: 1.) Ensuring a pipeline of effective leaders who are best able to lead the association in implementing its strategic plan; and 2.) Preventing the loss of qualified candidates who may not wish to be subjected to contested elections or may not return to the election process after a loss.

Empowering the Nominating Committee (a group that has been elected by the membership) to thoroughly but quietly vet candidates and identify individuals who will best be able to advance the association’s strategic plan can help AACC ensure that its leaders bring the talents and skills to further the association’s priorities. At the same time, expanding the role of the Nominating Committee to include developing the leadership pipeline can ensure a systematic approach to leadership that allows individuals to match their skills and interests with the association’s needs.

### **Further Clarifying the Recommendation**

- Nominating Committee members should bring broad experience, knowledge of the field and its strategic direction, and the trust of the membership.
- The Nominating Committee will be charged to carry out a robust recruitment process, featuring self-nominations, member nominations, and recommendations from Board members, committee members and chairs.
- The AACC Nominating Committee serves as the model for other nominating processes within the organization:
  - AACC Academy Council and Clinical Laboratory Scientists Council will each have a Nominating Committee elected by their constituencies
  - These Nominating Committees will solicit and screen candidates from among their members and present a single slate to their constituencies for ratification
  - These other Nominating Committees will be further explained in the relevant sections of this report

## **AACC Board of Directors**

**Purpose:** To provide strategic leadership for AACC and for the field of laboratory medicine and to ensure that the association is proactively addressing the needs of its members.

### **Role**

- Has overall fiduciary responsibility for AACC
- Sets strategic direction for the association
- Develops and monitors progress on the strategic plan
- Holds committees, Councils, and Divisions accountable
- Monitors changes in the field and their potential impact on members
- Creates AACC policy
- Hires and holds the CEO accountable

### **Composition**

- Total of fourteen members, three of whom are *ex-officio*
- Six directors who serve three-year, staggered terms
- Five officers: President, President-elect, Past President, Secretary, and Treasurer
- Directors and officers are identified by the AACC Nominating Committee and a single slate is ratified by members
- Chair of the AACC Academy Council (*ex-officio*, with vote)
- Chair of the Clinical Laboratory Scientists Council (*ex-officio*, with vote)
- CEO (*ex-officio*, without vote).

**Accountability:** The Board is ultimately responsible for the governance and affairs of AACC and is accountable to the AACC membership. All other governance entities report to the Board of Directors, directly or indirectly.

**Rationale:** The overall approach, role and processes used by the current Board of Directors were found to be effective. It is a relatively small and highly functional body that is focused on setting strategic direction and meeting the needs of its members.

### **Further Clarifying the Recommendation**

- Because of proposed changes in other elements of governance, the number and role of *ex-officio* Board members will change.
  - The chairs of the proposed new AACC Academy Council and the proposed new Clinical Laboratory Scientists Council will serve *ex-officio*, with vote
  - The CEO will continue to serve *ex-officio*, without vote
  - Because the structure does not include a House of Delegates, the two *ex-officio* positions of chair and chair-elect will cease

## **Standing Committees**

Board Standing Committees include the Executive Committee, the Finance Committee, and the Awards Committee.

### **Executive Committee**

**Purpose:** To provide a sounding board for the CEO; to act for the Board in between meetings when issues must be resolved quickly; and to serve as the Performance and Compensation Committee.

#### **Role**

- Advises the CEO and serves as a sounding board on issues
- Meets as requested by the CEO, President, or other officer
- Performs the annual performance and compensation review of the CEO; charged with evaluating the CEO with input from appropriate volunteers and staff
  - Makes final decision on CEO compensation
- May be charged, by the Board, with other duties as appropriate

#### **Composition**

- The Officers of AACC: President, President-elect, Past President, Secretary, and Treasurer
- Staffed by the CEO
- *Note: The CEO will not staff the Performance and Compensation function; a separate support process will be developed.*

**Accountability:** All members are Board members and accountable to the Board.

**Decision-making:** The Executive Committee is empowered to act for and on behalf of the Board of Directors between meetings of the Board, except as otherwise provided in the Bylaws. Executive Committee actions will be reported to the full Board of Directors and will be subject to review and ratification by the Board.

**Rationale:** It is common practice in associations for an Executive Committee to be convened as needed to provide guidance and support to the CEO and the Board, when the full Board does not convene. AACC Bylaws specify an Executive Committee. It is also standard operating procedure in associations for the officers to evaluate the performance of, and set the compensation for, the CEO. This provides an equitable way to ensure appropriate evaluation of the CEO.

#### **Further Clarifying the Recommendation**

- The Executive Committee, which will meet as needed, provides an efficient way to move forward on issues or questions that arise between Board meetings. It will not schedule regular meetings, but rather will convene only as needed.
- The purpose of the performance and compensation function is to create a system for evaluating the CEO that involves those who work most closely with the CEO, while ensuring input from other important stakeholders. It also enables a performance-

related structured dialogue between the CEO and the officers, rather than placing the burden solely on the current President.

- In its performance and compensation function the Executive Committee may solicit input from appropriate people from throughout AACC, both volunteers and staff. They will also utilize outside expertise for such tasks as salary surveys and compensation guidelines.

## Finance Committee

**Purpose:** To provide fiscal oversight of the association and to ensure that the Board is informed of the association's financial situation and any issues or opportunities that may arise; and to provide checks and balances in overall financial management.

### Role

- Monitors all financial activities
- Provides guidance to the Board of Directors
- Makes recommendations to the Board regarding auditor selection

### Composition

- Six members, appointed by the President-elect
- Three-year staggered terms; may serve two consecutive terms
- The Treasurer serves as chair, *ex-officio* with vote
- All members, with the exception of the Treasurer/chair, will not be Board members, in order to provide appropriate checks and balances in the system

**Accountability:** Standing committee of the Board; reports directly to the Board.

**Decision-making:** All Finance Committee decisions are recommendations to the Board, including approval of the operating budget, management of investments, and recommendations on strategic plan initiatives.

**Rationale:** A strong finance committee is essential to the sound functioning of an association. It is important that this group be connected to, but independent from, the Board. It provides checks and balances and ensures appropriate fiscal oversight.

AACC's Finance Committee currently consists of the association's officers and the Chair and Chair-elect of the House of Delegates. This group provides detailed review and recommendations on the budget, which is then approved by the Board (of which they are all members). This approach runs counter to the practice of most associations; generally the Finance Committee should consist of non-Board members, to provide appropriate checks and balances in the system.

### Further Clarifying the Recommendation

- The specification that the Finance Committee must be composed of non-Board members will allow the association to populate the committee with individuals who have the appropriate skills and experience in finance and business management.
- Having the Treasurer as chair provides continuity, as well as a direct connection to the Board, assuring smooth communication and coordination.

## Awards Committee

**Purpose:** To articulate the view of the association leadership on the AACC awards program; to provide a framework for future awards; and to determine recipients for high-profile AACC awards.

### Role

- Defines direction of AACC awards programs and provides a framework for managing both current and future awards programs
- Ensures a comprehensive and complementary approach among AACC entities

### Composition

- Five members
- Three-year staggered terms; may serve two consecutive terms
- Chair and members appointed by the President-elect

**Accountability:** Standing committee of the Board; reports directly to the Board.

**Decision-making:** The Awards Committee selects award and grant recipients based on defined criteria for AACC's prestigious and highly visible annual awards, international travel grants, and annual research grants.

**Rationale:** Awards and recognition are an important function of a professional society. This committee will oversee all AACC awards. They will work closely with the AACC Academy Council and Clinical Laboratory Scientists Council awards programs, to ensure a comprehensive and complementary approach among all AACC entities. Recognizing that other AACC entities may choose to honor the accomplishments of their relevant constituencies, the role of this group will evolve over time.

## Core Committees of AACC

The core committees represent the principal programs and services of AACC, grouped in ways that support the strategic plan and encourage communication and coordination. The core committees provide many opportunities for member involvement and have direct communication with, and accountability to, the Board. Linkage between and among the core committees is extremely important, since there are many areas where their interests coincide.

### **The five core committees:**

- **Science and Practice Core Committee**
- **Education Core Committee**
- **Publications Core Committee**
- **Policy and External Affairs Core Committee**
- **SYCL Core Committee**

### **The following processes will underpin all core committees:**

- **Each core committee will be accountable to the Board of Directors and will have regular communication with the Board.**
- **Committees will provide both written and oral reports to the Board** to inform the Board of their accomplishments, action plans, and support of the strategic plan. Periodically, committee chairs will be invited to meet with the Board face-to-face. These oral reports will provide opportunities for conversations between the Board and committee chairs, during which the leadership will be able to work together to identify the committees' priorities in the context of the AACC strategic plan.
- **A vigorous and far-reaching committee appointment process will provide numerous opportunities and avenues for members to volunteer and participate in AACC leadership.** AACC members will be provided several opportunities to volunteer for committee service, including online forms and proactive outreach by AACC leadership to the membership at large. AACC members will also have the opportunity to nominate their peers for committee service and other leadership roles. A structured process will be put in place so that all core committees will work with their staff liaisons to provide suggestions for members of their own or any other committee. The suggestion/nomination/recommendation process will be managed through the Nominating Committee and the Executive Office, ensuring adequate support for the President-elect.

In making committee appointments, the President-elect will take into consideration the depth, breadth, and diversity of AACC's membership as a whole, striving to ensure that committee membership is reflective of this diversity. The intent is to include diversity of scientific and professional interests as well as geographic and demographic diversity.

- **Core committees will be responsible to implement and recommend programs and initiatives that achieve the strategic goals of AACC.** In pursuing their work, core committees will consider the strategic plan and will safeguard the future financial stability and success of AACC.

- **There will be a consistent, ongoing process for committees to regularly meet, communicate, and share ideas.** “Committee weekends” will be held once or twice per year, providing opportunities for committee members to network with their peers on other committees, and for the work of the committees to cross-pollinate. AACC leadership will provide updates, insights, and guidance to the committees during a general session in which all committee members will participate. In addition, committees will have time for individual meetings and consultations with other groups and individuals, ensuring that committees are not isolated from other aspects of AACC.
- **Committee appointments will be for three years, with staggered terms to ensure both continuity and new ideas.** Lengthening the term of office will provide continuity and institutional memory, while adding new members each year will provide fresh thinking and new blood. Members may serve two consecutive three-year terms, if they so choose and are reappointed.
- **Position Descriptions will be provided for all committee chairs and members.** As responsibilities change, it will be important to ensure that committee chairs and members clearly understand their roles, expectations, and accountability.
- **Regular orientation and training sessions will be provided for committee chairs.** To ensure that committee chairs are best positioned to succeed, regular training sessions will be held with chairs, incoming chairs, and staff liaisons, to provide them the tools they need. Staff liaisons will be trained to be an integral part of the committee process, with tools and tactics to keep the committees on track to meet AACC’s strategic goals. Centralized, orchestrated staff liaison training in the headquarters office will ensure that all staff liaisons are equipped to serve the committees. Training will include such topics as action-oriented agenda development, facilitating meetings (including helping the committee chair stay on schedule and on topic and providing operational/staff perspective in discussions), effective workflow between meetings, and division of labor between members and staff, etc.
- **Core committees will be authorized to form taskforces or working groups to address topics of import.** Some of these will be within the scope of the individual core committee, while others might address topics that cut across committees. Although five core committees are being formed, there are many areas of overlap, and joint taskforces or work groups will be encouraged.
- **Committees’ decision-making responsibilities will vary depending on the charge of the committee.** Some activities or initiatives will be recommendations to the Board and will require Board approval; some will require committee vote and final approval by the AACC President; some will need only committee approval; and others might be collaborations with, or recommendations to, other committees.
- *Note: The structure of the core committees, and the communications envisioned between and among them and the Board, remove the need for a separate Program Coordinating Commission in the new governance framework.*

## Science and Practice Core Committee

**Purpose:** To serve as the focus for AACC activities in research, science, and the translation of science into practice; to provide opportunities for members to come together around scientific issues of common interest; to advance the field of laboratory medicine and its sub-specialties; and to ensure that the Divisions are appropriately involved in shaping the science and practice agenda for the association, and are helping to set the overall AACC strategic direction.

### Role

- Guides AACC's activities in research, science, and the translation of science into practice
- Develops guidance documents and scientific statements
- Informs relevant AACC programming
- Identifies current issues and areas of scientific interest
- Identifies grant and funding possibilities for AACC

### Composition

- All Division chairs, by virtue of their Division leadership
- Terms coincide with term as Division chair
- Chair elected by the committee members from among the committee members
- May form taskforces or subgroups to accomplish the core committee's goals

**Accountability:** Direct report to the Board of Directors

### Example of existing or potential future entities reporting to Science and Practice:

- Evidence-Based Laboratory medicine Committee (EBLMC)
- Latin American Working Group (LAWG)

**Rationale:** Divisions are the scientific heart of AACC. Linking them to each other by having their chairs serve on the Science and Practice Core Committee gives them a direct relationship with the Board of Directors and integrates these robust groups directly into the AACC governance and strategic plan. Representing the breadth of scientific interests within AACC, the Science and Practice Core Committee will be well positioned to assess the areas of science that AACC should address, identifying gaps, areas of overlap, and emerging topics for consideration.

### Further Clarifying the Recommendation

- Divisions have traditionally focused on education. By linking them with the Science and Practice Core Committee, the focus will broaden to include greater emphasis on the overall direction of science and practice both within and outside AACC.
- It is recommended that greater structural and process consistency be developed for Divisions, to align Division processes with those of AACC.
- Although each Division will continue to choose its own leaders, term lengths will be standardized.

## Education Core Committee

**Purpose:** To provide oversight and guidance to all AACC educational programs and activities, ensuring a cohesive and coordinated education program and delivery system.

### Role

- Guides the development of a comprehensive, high-quality curriculum that cuts across AACC
- Takes into account trends in delivery mechanisms and works to ensure that AACC is in the forefront in its approach to education
- Integrates—when appropriate—and finds effective ways to connect individual education programs to create synergy and complementarity

### Composition

- Maximum of 15 members
- The chair plus up to eleven committee members appointed by the President-elect
- Three-year staggered terms; may serve two consecutive terms
- Current, incoming, and immediate-past chairs of the Annual Meeting Organizing Committee (AMOC) will be *ex-officio* members, with vote
- May form taskforces or subgroups to accomplish the core committee's goals

**Accountability:** Direct report to the Board of Directors

### Examples of existing and possible future entities reporting to Education

- Annual Meeting Organizing Committee (AMOC)
- Continuing Medical Education Committee (CME)
- Clinical Chemistry Trainee Council (CCTC)
- Online Programming Group

**Rationale:** Education is one of the most important functions of AACC. Although AACC has many excellent education programs, this structure will provide more effective communication among them. In addition, with the rise in webinars and virtual programs, there is a growing need for greater planning and coordination across all association educational programs.

### Further Clarifying the Recommendation

- Current educational leaders will have enhanced opportunities to exchange ideas with others interested in education.
- The independence of individual programs will be protected, but the leaders will have the opportunity to benefit from exchanges with their peers.
- As new educational opportunities arise, AACC will be positioned to respond in an appropriate and cohesive way.

## Publications Core Committee

**Purpose:** To set direction for the AACC publications program, based on the strategic vision of the Board; and to ensure a coherent publications strategy for the association.

### Role

- Sets association-wide publication policies
- Ensures that AACC publications cover the breadth of the field
- Identifies gaps in coverage and ways to address them
- *Note: The Publications Core Committee will not direct journal content*

### Composition

- Maximum of 15 members
- The Chair plus up to nine committee members will be appointed by the President-elect
- Three-year, staggered terms; may serve two consecutive terms
- Four *ex-officio* members, with vote:
  - Editor-in-Chief, *Clinical Chemistry*
  - Editor-in-Chief, *Journal of Applied Laboratory Medicine*
  - Chair of *Clinical Laboratory News*
  - Chair of Lab Tests Online
- May form taskforces or subgroups to accomplish the core committee's goals

**Accountability:** Direct report to Board of Directors

### Examples of existing entities reporting to Publications:

- Clinical Laboratory News (CLN)
- CLN Dailies
- Lab Tests Online (LTO)
- Clinical and Forensic Toxicology News (CFTN)

**Rationale:** AACC's many excellent publications will benefit from increased collaboration and communication, allowing them to share expertise and work together to ensure a strategic approach to publications for the association.

Publications are a major strength of AACC, as well as significant contributors to the overall budget. Changes in the field may create opportunities for new publications, or may lessen the need for others. Advances in technology and the changing needs of younger members will require careful assessment of delivery mechanisms and the best ways to deliver content in the future. Bringing all publications together will provide a forum for in-depth discussions of overall strategy and of ways to best serve AACC's diverse membership.

Having the Editors in Chief (EIC) and chairs of editorial boards on the Publications Core Committee will facilitate cross-pollination and comprehensive discussions/actions on issues of content (e.g. identifying gaps, overlaps) and policy that is relevant to all AACC publications.

**Further Clarifying the Recommendation**

- EICs will continue to report to the Board in the context of their position with their publication; this committee does not oversee the EIC functions or journal content.
- The EICs will need to differentiate their roles on the Publications Core Committee from their responsibility directly to the BOD; staff will help maintain this distinction.
- Editorial Boards will continue to have direct reporting relationships to their Editors in Chief. All EICs will sit on the Publications Core Committee, and in that way they will connect all publications to the AACC Board.

## Policy and External Affairs Core Committee

**Purpose:** To set direction for AACC's government relations, advocacy, and public relations functions, ensuring that they support the strategic plan and member needs; and to collaborate with other entities in support of AACC's goals.

### Role

- Guides AACC's government relations and advocacy functions
- Guides outward-facing US and international activities, including collaborations and coalitions
- Guides public relations and media relations

### Composition

- Maximum 15 members
- Three-year staggered terms; may serve two consecutive terms
- The chair and members will be appointed by the President-elect
- May form taskforces or subgroups to accomplish the core committee's goals

**Accountability:** Direct report to Board of Directors

### Examples of existing and possible future entities reporting to Policy and External Affairs Core Committee:

- Clinical Societies Collaboration Committee
- Lab of the Future
- Quality Taskforce

**Rationale:** The changing healthcare environment has significant impacts on laboratory medicine, and it is essential that AACC be at the forefront of anticipating and speaking for member needs. Whether addressing issues of reimbursement, laboratory standards, or international relations, AACC needs to be involved. These efforts can be most successful when coordinated with other organizations that share common goals. This might include liaisons with other U.S. based associations, as well as with the International Federation of Clinical Chemistry and Laboratory Medicine (IFCC), and other groups as appropriate.

### Further Clarifying the Recommendation

- The processes and functions of the current Government Relations Committee will be transferred to the Policy and External Affairs Core Committee.

## **SYCL Core Committee**

**Purpose:** To ensure that AACC has comprehensive and coordinated programs that help develop and meet the needs of the next generation of leaders in laboratory medicine.

### **Role**

- Develops, implements, and contributes to comprehensive and coordinated programs that focus on the needs and professional development of young clinical laboratorians
- Provides input to the Board, Nominating Committee, and other core committees on the priorities of its members

### **Composition**

- Maximum 15 members, chosen from among the SYCL membership
- Three-year staggered terms; may serve two consecutive terms
- Members are eligible to serve the entire term of appointment so long as they meet SYCL criteria on the first day of their appointed term
- The President-elect will appoint the chair and members
- May form taskforces or subgroups to accomplish the Core Committee's goals

**Accountability:** Direct report to Board of Directors

**Rationale:** Creating a SYCL core committee builds on the very successful work of the Society for Young Clinical Laboratorians in engaging and meeting the needs of younger members. This change will serve to connect SYCL directly with the Board and enable involvement in setting the strategic direction for AACC. As a core committee, the role of SYCL will likely grow. Young professionals will have greater opportunities for overall AACC involvement, and hopefully an increased tendency to make AACC their professional home.

### **Further Clarifying the Recommendation**

- Direct reporting to the Board will ensure that the needs of young clinical laboratorians are brought to the attention of the organization.
- The SYCL Core Committee is likely to have significant interaction with the Education Core Committee, ensuring integration of SYCL members' priorities into educational programming.
- Joint work with the CCTC would also be appropriate.

## AACC Academy/AACC Academy Council

**Purpose:** To provide an opportunity to recognize PhD and MD members who have already made significant academic/professional contributions in the field of laboratory medicine while also providing a structured forum to enable them to further advance the field.

### **Role (AACC Academy)**

- Convenes thought leaders from AACC Academy membership and related fields to address issues of importance in laboratory medicine
- Furthers the academic/professional careers of young laboratory scientists through support and mentoring, thus ensuring excellence in the future of laboratory medicine
- Provides expertise to the AACC Board of Directors, core committees, and divisions in a variety of areas affecting the field
- Engages members in recognizing and communicating accomplishments of individuals in the field
- Possible future role: Overseeing certification and accreditation for the field

### **Role (AACC Academy Council)**

- Provides leadership and direction for the AACC Academy
- Represents the needs of this constituency to the AACC Board of Directors
- Builds and enhances the value of membership in the AACC Academy
- Develops and implements programmatic approach to convening thought leaders from clinical chemistry and related fields to address issues of importance
- Ensures excellence in the future of the profession by developing programs to support and mentor promising young scientists
- Oversees recognition and AACC Academy awards to honor individuals and advance the field of clinical chemistry; may develop new AACC Academy awards
- Possible future role: Overseeing certification and accreditation. This would require structural solutions to ensure appropriate separation from AACC.

***\*Note: No decision has been made on this point, as additional consideration and vetting is required.***

### **Composition of AACC Academy Council**

- Eleven members total
- Nine members elected by AACC Academy members from a single slate of AACC Academy members, which is generated by the AACC Academy Nominating Committee; serve three-year staggered terms; may serve two consecutive terms
- Chair and Chair-elect, also chosen by single slate
- Chair of the AACC Academy Council will serve on the AACC Board of Directions, *ex-officio*, with vote

**Relationship to Board:** Direct report to the Board of Directors

**Decision-making:** *TBD; decision making processes will be determined later with input from the constituency*

**Rationale:** The AACC Academy will play an important role in elevating the field and promoting the intellectual achievements of its members. Members will have a broad vision of the entire field and demonstrated expertise in the field of clinical chemistry and/or laboratory medicine. The

AACC Academy's mission will cover several areas: recognizing excellence in the field of laboratory medicine; ensuring the highest professional standards and credentialing in the field; developing the "pipeline" of young clinical chemists, to ensure the ongoing growth and viability of the field; providing scientific expertise to inform AACC policy, guidelines, and publications, as appropriate; and convening thought leaders in laboratory medicine and related fields to help advance the field.

### **Further Clarifying the Recommendation**

- There is a high level of agreement throughout the AACC volunteer leadership regarding the need to "raise the bar" for AACC Academy membership, in order to make it meaningful. Membership criteria will be redefined, and a Membership Group will be charged with soliciting, reviewing, and evaluating candidates for membership. Final approval of membership will rest with the AACC Academy Council. (*Note: Current members of NACB will be grandfathered into the new AACC Academy; all future members must meet the defined criteria.*)
- **Convening thought leaders:** The AACC Academy may convene scientists to discuss issues of importance to the field. This might include hosting colloquia, as well as designing and implementing sessions for the annual meeting.
- **Providing expertise:** AACC Academy members may be called upon to help develop guidelines, either within AACC or in support of other associations. They may also be asked to prepare white papers or other publications.
- **Developing excellence in the profession:** AACC Academy members are uniquely positioned to provide mentoring and support to young professionals and those considering the field. Working with the SYCL Core Committee and other groups within AACC, the AACC Academy can help "develop the pipeline" and secure the future of the field.
- **Overseeing certification and accreditation:** Both the certification and accreditation processes are key to the future of clinical chemistry. There may be a role for the AACC Academy to oversee these functions (through a separately incorporated organization; details TBD).
- **Nominating Committee:** A new AACC Academy Nominating Committee will nominate AACC Academy Council members. The Nominating Committee (elected) will be chosen by the AACC Academy membership and will propose a single slate of Chair-elect and Council members from among the AACC Academy membership for election by AACC Academy members.

## Clinical Laboratory Scientists Council

**Purpose:** To engage the many members and potential members who are laboratory management and operational staff and in doing so support AACC's strategic plan that calls for addressing the needs of the full breadth of its members.

### **Role**

- Identifies issues of importance for the laboratory supervisor, manager, and technologist constituencies
- Recommends strategies to the AACC Board of Directors for serving the needs of these constituencies within the framework of AACC's strategic plan
- Ensures that the unique educational and professional development needs of these constituencies are met by AACC by recommending programming and activities to be carried out by the relevant AACC committees
- Provides input into external and internal policy matters that affect these constituencies
- Identifies strategies to attract and retain members from these constituencies

### **Composition**

- Eleven members total
- Nine AACC members who self-designate as clinical laboratory scientists, elected by self-designated CLS members from a single slate of self-designated CLS members, which is generated by the CLS Nominating Committee; serve three year-staggered terms; may serve two consecutive terms
- Chair and Chair-elect, also chosen by slate
- Chair of the Clinical Laboratory Scientists Council will serve on the AACC Board of Directions, *ex-officio*, with vote

**Accountability:** Direct report to the Board of Directors

**Decision-making:** *TBD; decision making processes will be determined later with input from the constituency*

**Rationale:** As the field of laboratory medicine grows and changes it is essential that AACC recognize and engage the many members and potential members of this community, including technologists/clinical laboratory scientists and laboratory managers or supervisors. The formation of the Clinical Laboratory Scientists Council provides an AACC home for these professionals, and a mechanism to identify their needs and develop creative strategies to address those needs.

The AACC Board consists largely of doctoral-level members, those who are engaged in laboratory medicine and are deeply committed to AACC as an organization that strategically addresses their needs and contributes to the advancement of the field. At the same time, a significant number of AACC members are BS- or MS-level scientists who serve as laboratory supervisors or managers, or as medical technologists. Although technically eligible to run for the Board, for the most part they do not, and generally have no direct way to communicate their ideas and convey their professional needs to the association leadership. Creating a Council to focus on this important constituency will provide them a voice and will position AACC to grow its membership in this area. Having the Chair of the Clinical Laboratory Scientists Council serve *ex-officio* on the Board provides important linkage and communication.

**Further Clarifying the Recommendation**

- AACC will have to develop a comprehensive strategy for implementing this new direction, and recruit and develop leaders for the Council.
- There may be opportunities for closer working relationships with other associations that serve similar constituencies.
- The Clinical Laboratory Scientists Council Nominating Committee (elected) will be chosen by the subset of membership self-identifying as clinical laboratory scientists and will propose a single slate of Chair and Council members for ratification.

## **Corporate Advisory Board**

**Purpose:** To connect AACC with industry leaders for mutual benefit.

### **Role**

- Helps AACC learn more about the needs, trends, and issues facing industry
- Allows AACC to inform industry leaders about the association's priorities and needs
- Identifies areas of mutual interest for cooperation and collaboration
- *Formed in response to the strategic plan direction to do more to engage industry*

### **Composition**

- High-level industry representatives, invited by AACC
- Size is flexible and may change from year to year

**Accountability:** Reports with a dotted line to the AACC Board of Directors

**Decision-making:** This is an advisory board, not a decision making board. It provides advice and counsel to the AACC Board of Directors in such areas as programming, policy, and issues of mutual concern.

**Rationale:** The Corporate Advisory Board was formed in 2014 in response to the strategic plan direction to do more to engage industry. The top ten corporate supporters in industry were invited to send a senior person to sit on the Advisory Board. The purpose of the group is to help AACC learn more about the needs, trends, and issues facing industry and identify areas of mutual interest for cooperation and collaboration.

The Corporate Advisory Board has been meeting regularly for the past year and a half. The membership may expand as it further develops, and there is a desire to engage smaller companies as well.

## Divisions

**Purpose:** To support the development of expertise in a variety of disciplines across the breadth of laboratory medicine; and to provide forums for members with similar interests to convene, collaborate, and contribute to advancing the science.

### **Role**

- Identify areas of scientific interest and work to advance them
- Enable members to join specialty groups that focus on their specific area of interest or expertise within the field of laboratory medicine
- Encourage the exchange of information with experts in the field and the development of new collaborations
- Help to advance the science

### **Composition**

- Divisions will continue to run their own activities independently, as they do currently
- Composition of each Division will differ depending on the size and needs of the members
- Division chairs will populate the Science and Practice Core Committee, serving Committee terms coincident with their term as Division chair

**Accountability:** Accountable to Board of Directors through the Science and Practice Core Committee

**Rationale:** Collectively, the Divisions form the scientific heart of AACC and provide members the opportunity to develop and contribute to their specific areas of interest and expertise. Strong Divisions are essential to AACC's credibility and contribute to its ability to influence the direction of the field and to respond to a variety of challenges.

### **Further Clarifying the Recommendation**

- Each Division will continue to be self-governing.
- New organization provides a structural way to integrate Divisions into the core work of AACC and build connections with core committees and the Board.
- AACC scientific Division members:
  - Widen circles of colleagues and contacts
  - Develop new collaborations
  - Exchange information with experts in the field
  - Discuss in depth the latest research, technology, regulations, and management practices in laboratory medicine

## Sections

**Purpose:** To meet the needs of AACC members on a local level, providing them with opportunities for education, knowledge transfer, and networking.

### Role

As member-driven, geographically focused organizational units, sections:

- Offer education and knowledge transfer
- Provide opportunities for networking and leadership development
- Recognize members and accomplishments in the field
- Represent an important membership service, supported by AACC Board and staff
- Are non-governance, but provide linkage and communication

### Composition

- Each section will be composed of members who choose to join that group
- Leaders are chosen by section members from among section members
- Members may join one or more sections if they choose; members are not required to join a section
- Section leaders will take part in an annual *Section Leadership Conference* to share ideas and orchestrate programming as appropriate

**Accountability:** Accountable to the Board of Directors, based on defined criteria for Sections

### Approach

- Sections will be encouraged to no longer be separately incorporated entities, but part of AACC; this will reduce the administrative burden on volunteers
- Program funding will be available through AACC
- Technology will enable sections to reach out to members in any geographic area who choose to connect

**Rationale:** Members come to sections seeking knowledge transfer/education, networking, leadership development, and recognition. Networking is best carried out face-to-face, and strong sections can provide opportunities for this.

### Further Clarifying the Recommendation

- Many section leaders find the administrative burden of managing bylaws, funds, and accounting to be onerous. Removing the separate incorporation of sections and delegating their financial management to AACC staff will decrease this. Sections will no longer have to file tax returns and deal with local incorporation requirements.
- Sections are different than other volunteer bodies in AACC and need not be treated as governance bodies in order to fulfill their functions of leadership development, programming, and providing networking opportunities.
- This governance structure does not include a House of Delegates. Rather, **enhanced communication mechanisms** are recommended to allow section leaders to share information and learn from each other. Other governance groups and/or processes will assume the functions of the House of Delegates. *Note: The vast majority of those interviewed expressed the view that the House of Delegates as a structural entity has*

- outlived its usefulness, and could be eliminated as long as the new AACC governance includes multiple paths to leadership and effective ways for members to be heard.*
- Each section will determine its own leadership/governance. These leaders will identify and develop programs, support networking, develop newsletters or other communications mechanisms, and apply to AACC for funding of section activities.
  - An annual *Section Leadership Conference* will allow section leaders to come together and share ideas for programming, networking, and other section activities. It will also provide the opportunity for strategic discussions with AACC leadership to ensure that sections understand the association's strategic plan and goals and how they can help advance AACC's mission and serve members.
  - Rather than every US member being automatically assigned as a member of a specific section, AACC members will be able to opt into section membership. A member may choose to affiliate with one or more sections, or with no sections. Opting-in does not have financial implications for members.
  - As the new structure is put into place, the initial geographic boundaries of the sections will be based on current sections or centers of activity. Over time, the locus of sections may change as leadership changes. The intention of the new structure is to provide members with access to sections that are not bounded by geography but rather that serve populations of members who wish to meet together and pursue common activities.
  - *There is still a need to address specific issues, such as outlining the specific processes that will allow sections to continue to grant travel awards and other awards to their members, and how industry support at the local level will be coordinated with Headquarters. The process for creating new sections, as well as criteria for the continued existence of sections, still need to be defined.*
  - **A Section Transition Taskforce, including current section leaders and others with appropriate background and experience, will be established to help determine how to transition to this new approach to sections.**

## **Moving Forward**

Assuming that the Board of Directors approves this report at its November 2015 meeting, the transition to the new governance system will begin.

A draft transition plan is attached to this report as a separate document. It addresses such topics as communications, timelines, and bylaw revisions, as well as the ways in which the specific components of the new governance will be implemented. The transition plan will be an evolving document, updated frequently as progress is made in implementation. The AACC Board will be kept informed throughout the process of implementation and will be updated on changes in the transition plan as it evolves.

## **Appendix**

### **Members of the Governance Review Advisory Taskforce (GRAT)**

- Elizabeth L. Frank, PhD, D(ABCC), FACB, University of Utah Health Sciences Center and ARUP Laboratories
- David G. Grenache, PhD, D(ABCC), FACB, University of Utah Health Sciences Center and ARUP Laboratories
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- Paul J. Jannetto, PhD, D(ABCC), FACB, MT(ASCP) Mayo Clinic
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- Paula J. Santrach, MD, FACB, Mayo Clinic
- Janet Kreizman, AACC CEO
- Loretta Doan, PhD, AACC VP, Policy & Global Affairs
- Mac Fancher, AACC VP, Publications
- Beth Hampton, AACC VP, Marketing & Communications
- Cassandra Jackson, AACC Executive Assistant
- Nori Jones, AACC CFO and Senior VP, Finance & Administration
- Gary Myers, PhD, AACC VP, Science & Practice Affairs

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Principals:

- Elaine Kuttner
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