

QUALIFICATIONS

The qualifications for all members of the Board of Directors are:

- Active Member
- Proven leadership skills
- Proven exemplary professional record
- Strong interpersonal communication and management skills

Candidates for Director must have one of the following:

- Two years cumulative service as chair of an A.S.P.E.N. committee or task force
- Four years cumulative service as a member of an A.S.P.E.N. committee or task force
- Completion of a term as an A.S.P.E.N. section chair or chapter president and a minimum of one year of service on an A.S.P.E.N. committee or task force

Preference will be given to candidates with training, education, experience and interest in the areas of competency identified by the Board of Directors.

In addition to the above, candidates for Secretary-Treasurer and Vice President must have previous service on the A.S.P.E.N. Board of Directors.

COMPETENCIES

The A.S.P.E.N. Board of Directors uses a competency-based governance model. Under this model, the Nominations Committee uses a group of competencies to assist in selecting new Board members. It is not expected that all members of the Board of Directors will have all competencies, but rather that the Board as a body will have all of them.

The identified competencies are:

- **Clinical Practice:** Conversant with clinical practice at a variety of levels
- **Research:** Conversant with the research process and funding mechanisms; well respected in the research community
- **Education:** Conversant with educational program planning and delivery mechanisms for educational activities
- **Public Policy:** Conversant with public policy issues affecting A.S.P.E.N. members and their patients
- **External Relations:** Involvement and connections with organizations related to A.S.P.E.N.'s mission, including internationally
- **A.S.P.E.N. Knowledge:** Knowledge of A.S.P.E.N. goals and activities
- **Finance:** Experience in reading and interpreting financial reports
- **Leadership:** Demonstrated leadership role within A.S.P.E.N. or in other professional organizations

POSITION DESCRIPTIONS

PRESIDENT: The President is the principal spokesman for the Society, appoints the chairs and members of all standing committees and task forces, and presides at all meetings of the Society, Board of Directors, and Executive Committee. The President performs all duties and has all powers customarily incident to the office of President and such other responsibilities and powers as may be prescribed by the Board of Directors from time to time.

PRESIDENT-ELECT: The President-Elect assists the President in the discharge of the duties of the President as the President may direct, and performs such other responsibilities as may be prescribed from time to time by the President or the Board of Directors. In the absence of the President or in the event of the President's inability or refusal to act, the President-Elect (or in his absence or refusal to act, the Vice President) performs the duties of the President, and when so acting, shall have all of the duties and

powers and be subject to all of the restrictions upon the President. The President-Elect automatically succeeds to the office of President.

VICE PRESIDENT: The Vice President assists the President in the discharge of the duties of the President as the President may direct, and performs such other responsibilities as may be prescribed from time to time by the President or the Board of Directors. In particular, the Vice President has responsibility for monitoring progress in implementation and updating of the Society's strategic plan. In the absence of the President or the President-Elect or in the event of their inability or refusal to act, the Vice President performs the duties of the President, and when so acting, has all of the duties and powers and be subject to all of the restrictions upon the President. The Vice President automatically succeeds to the office of President-Elect.

SECRETARY/TREASURER: The Secretary/Treasurer oversees the following activities that are carried out by the national office staff: keeps minutes of the meetings of the Board of Directors in one or more books maintained for that purpose, sees that all notices are duly given in accordance with the applicable law, the Articles of Incorporation, and the Bylaws, is the custodian of the Society records and of the seal of the Society; keeps a record of the mailing address of each Director and officer of the Society. The Secretary/Treasurer is also the principal financial officer of the Society and is in charge of and responsible for overseeing the fulfillment of the following responsibilities by the Executive Director: the maintenance of adequate books of account for the Society; custody of all funds and securities of the Society, and the receipt and disbursement thereof; the deposit of all funds and securities of the Society in such banks, trust companies or other depositories as shall be selected. The Secretary/Treasurer performs all duties and has all powers customarily incident to the offices of Secretary and of Treasurer and such other duties and powers as may be prescribed from time to time by the President or the Board of Directors. If required by the Board of Directors, the Secretary/Treasurer shall give a bond for the faithful discharge of the duties of that office, or shall request same for the Executive Director. The Secretary/Treasurer has a two year term.

DIRECTORS: There are six directors, and their responsibilities vary in accordance with the priorities and activities of the Society.

All Board members are expected to participate fully in developing and honing the strategic priorities for the organization. Additionally, all Board members are expected to participate in all Board meetings and other activities, including monthly conference calls and three in-person meetings each year.

A.S.P.E.N.'S ELECTION PROCESS

- The Nominations Committee shall present to the membership by March 1 one nomination for each seat on the Board of Directors which is vacant or is about to expire and one nomination for the offices of Vice President and Secretary/Treasurer.
- Thirty (30) days shall be allowed for additional nominations from the membership. Any member may be nominated by petition of 2.5% of the voting membership.
- If there is only one nominee for any officer or director position, the secretary/treasurer shall cast a unanimous ballot for said officer or director.
- If there is more than one nominee for any officer or director position, a ballot shall be sent to the membership by April 10, listing all candidates for each position for which more than one candidate has been nominated.
- Voting must be completed by May 10, and the nominee receiving a plurality of votes cast shall be elected.

FOR MORE INFORMATION

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To obtain an application or Position Descriptions, Competencies and Qualifications, visit to the A.S.P.E.N. website, www.nutritioncare.org.