

The American Society of Dermatopathology (ASDP)
Board of Director Member at Large Position Description

Developed September 18, 2009; Approved by the Board of Directors March 11, 2013

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| Term of Office | Three years per term (no more than 2 consecutive terms). |
| Method of Appointment | Directors are nominated by the Nominations Committee and elected by the society's members. Reappointment is possible in certain circumstances for an additional, consecutive term of three years, based on the recommendation of the Nominations Committee and approval of the Board. |
| Accountability | Reports to the Board of Directors and Membership as a whole. |
| Role and Responsibilities | <p>The role of the director is to act in the best interest of the society and to exercise the legal duties of stewardship:</p> <p><i>Duty of Care:</i> Competence in performing directorial functions, must use care "a reasonably prudent person would exercise in a like position and under similar circumstances", act in good faith, participate in meetings, be prepared (e.g. read reports), ask questions and use independent judgment.</p> <p><i>Duty of Loyalty:</i> Faithful pursuit of the interests of the organization, do not use position or information gained from participating on the board to secure a personal benefit, discloses actual, potential or perceived conflicts of interest, maintains confidentiality of board discussions.</p> <p><i>Duty of Obedience:</i> Faithful pursuit of organization's mission and decisions, abides by the organization's rules and policies, supports, helps implement and avoids undermining the board's decisions.</p> <p>Be informed about and support the Society's mission, services, policies and programs.</p> <p>Be informed about and support the Board of Directors' mission to govern the society, protect the organization's image and assets and be the moral voice of its members.</p> <p>Attend regular board meetings and support other society functions.</p> <p>Review agendas and supporting materials prior to meetings, and come prepared to participate.</p> <p>Participate in fund raising activities, including making a personal financial contribution.</p> <p>Act as an ambassador to inform others about the society.</p> <p>Take an active role in identifying and developing future leaders.</p> <p>Keep up-to-date on developments in the field.</p> <p>Assist the board in carrying out its fiduciary responsibilities, such as reviewing financial statements and asking questions.</p> |

Follow conflict of interest and confidentiality policies outlined in the Policies and Procedures Manual.

Directors shall have supervision, control and direction of the Society, shall determine its policies or changes therein within the limits of the Bylaws, shall actively promote its purposes, and shall have discretion in the disbursement of its funds.

Time Commitment

Estimated at 7 hours per month, including:

Scheduled:

Board Meetings (4/year)

Ad Hoc:

Other committee and task force meetings as needed

Busiest times of the year:

Board meetings (January, May, August, October)

Annual Meeting (October)

Qualifications

Membership

- Must be a voting member in good standing;
- Must continue to be a voting member in good standing during the entirety of their term in office;
- Have been a member of the society for a period of five (5) or more consecutive years without break or interruption as of the date of their nomination application.
- Have a proven track record in substantive assignments within the society.

Professional & Personal Attributes

- Demonstrated effectiveness in committees or task forces; be seen as a leader;
- Additional leadership experience in another organization is desirable;
- Solid professional reputation;
- Willing and able to make the time commitment required;
- Willing and able to access resources or open doors on behalf of the society.
- Honesty and integrity;
- Visionary; future orientation;
- Communication skills: able to listen; open-minded; articulate;
- Critical thinking skills: able to analyze and think clearly; creative; sound judgment;
- Organizational skills: manage time, delegate, negotiate, be flexible;
- Be able to work effectively with a team and through others;
- Self-confident;
- Be respectful and respected.