

An Inside View into Your Board of Directors



Anne T. Jessie

Over the next 3 years, one of AAACN's strategic goals is to ensure operational excellence and effective governance as the foundation of the association. As we start this new year, I wanted to provide an inside look at the Board of Directors (BOD) structure, responsibilities, how the BOD sets goals and priorities, supports you as members, and how we work in collaboration with Anthony J. Jannetti, Inc. (AJJ) – our management firm – to support the ongoing operations and sustainability of AAACN.

To foster a clear understanding of AAACN's BOD leadership structure and decision making about how future strategy and goals are established, the BOD makes it a priority to frequently communicate with members in order to ensure transparency of our operations and oversight. While we utilize email communication, social media, the AAACN website, and *ViewPoint's* "From the President" column to broadly disseminate information to our members, the BOD has identified an opportunity to highlight a more comprehensive view of your elected officials' work. Join me in taking a closer look!

Structure, Roles, Responsibilities, and Activities

The AAACN BOD is composed of nine members: President, President-Elect, Immediate Past President, five Directors, and the CEO (who serves as a non-voting member). Board members are elected by AAACN members to serve for a term of 3 years. Candidates are vetted by AAACN's Nominating Committee – whose members are also elected by our membership. Nominating Committee members annually present a slate of candidates to AAACN members to elect their next leaders. The President appoints the Secretary and Treasurer from the current BOD. The President-Elect is appointed by the BOD from among the current Directors.

Figure 1.
Board Guiding Principles

1) Consensus decision making
2) Trust, honesty, openness, respect
3) Accountability and responsibility
4) Energy, innovation, and thoughtful risk-taking
5) Listening skills
6) Mentoring
7) Humor
8) Reasonable expectations of self and others
9) Preparation for meetings
10) Board business stays in the boardroom/on board calls

Board members participate in monthly calls to conduct the business of AAACN and follow Guiding Principles that define expectations for engagement and performance (see Figure 1). Twice per year the BOD meets in person over consecutive

days to conduct strategic conversations, prioritize key initiatives, enhance Board competencies, and build Board culture. An Executive Team – consisting of the President, President-Elect, Immediate Past President, and the CEO – meets twice per month to review agenda items brought forward for BOD consideration, as well as opportunities presented for partnering with external organizations.

The BOD has responsibilities as liaisons to task forces, teams, committees, SIGs, and AAACN volunteer leaders for ongoing support and to provide a conduit to the BOD. The BOD are legally bound fiduciaries and must prioritize the overall well-being of AAACN's interests above any other considerations or personal gain. This includes annual disclosure of any conflicts of interest and recusal from debate or decision making if a conflict is present. They are bound by the duties of care, loyalty, and obedience. The infographic (see Figure 2 on p. 4) further outlines the scope and responsibility of the BOD.

Goal Setting and Initiative Prioritization

The BOD has identified strategic planning oversight and association performance as top priorities. To meet these overarching goals, they engage in a strategic planning session led by an expert consultant every 3-5 years. A multi-year strategy is identified; goals, interventions, and measures of success defined; and desired outcomes enumerated. The most recent version of the strategic plan can be viewed on the AAACN website. In addition, any new or proposed initiatives, long term plans and progress toward goals, and measures of success are evaluated by the BOD several times per year.

Collaboration with AJJ

AAACN partners with AJJ to carry out its mission. The BOD sets the organization's direction, ensures resources, and provides oversight, while AJJ manages AAACN operations. We are very fortunate to have AJJ as our management firm. CEO Linda Alexander works side by side with the President and the BOD in strategic planning and oversees organizational operations at the National Office. Additionally, Jennifer Stranix, Stephanie McDonald, Nicole DeMers, and countless other AJJ staff members support AAACN in the National Office as well.

Annual Self-Assessment

The BOD has engaged in an annual self-assessment to evaluate BOD perspectives on key responsibilities, relationships, and outcomes for the purpose of evaluating and informing ongoing effectiveness. Survey results serve to clarify where the BOD should recalibrate or focus deeper involvement with members and initiatives. This year, the BOD has elected to focus on the following areas:

- Actively promote a clear understanding of the organization, its future direction, and its leadership decisions among stakeholders, and actively foster open lines of

two-way communication and information sharing between leadership and stakeholders.

- Encourage growth in the organization based on the ability to understand how BOD decisions interrelate with committees, SIGs, and work groups as well as external organizations.

This president's message in *ViewPoint* serves as a first step in improving visibility into BOD decision making and processes.


Assessing our performance, defining – and periodically refining – the characteristics and role requirements of your BOD is critical to ensuring effective and optimal function. Adding transparency of BOD operations for you as members of AAACN is an essential component of supporting your ongoing engagement in our collective work. As always, thank you for your continued commitment to AAACN. Together, we promote the advancement of the art and science of ambulatory care nursing. ●

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Figure 2.
AAACN Infographic



<p>Mission Advance the art and science of ambulatory care nursing.</p>	<p>Vision Professional registered nurses are the recognized leaders in ambulatory care environments. They are valued and rewarded as essential to quality health care.</p>
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 **Members: 4,013 members (as of Dec 31, 2020)**

Board members are fiduciaries
Entrusted by members with finances and mission of AAACN

<p> Board Member Responsibility</p>	<p>Duty of Care Be informed, prepared, engaged</p>	<p>Duty of Loyalty Act in members' best interest</p>	<p>Duty of Obedience Be faithful to mission and goals</p>
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The board may not always be right, but it must always be careful.

TAX **AAACN is:**

- Nonprofit corporation
- Incorporated in State of New Jersey
- 501(c)3 – Tax-Exempt

IRS **Tax Filings**


- Federal Form 990
- State Tax

 **Budget**

- Fiscal Year Jan 1- Dec 31
- \$1.8 million annual budget
- Monthly Treasurer review/ Quarterly Board review
- Annual Financial review conducted by independent accounting firm

 **Reserves**

- Available funds for future needs, strategic priorities
- Benchmark is 50% of operating expenses
- AAACN reserves are \$2.7 million (as of 12/31/20)

 **AAACN & AJJ Partnership**

- AAACN partners with Anthony J. Jannetti, Inc. (AJJ), a professional association management company.
- The Board sets the organization's direction, ensures resources, and provides oversight.
- AJJ manages AAACN operations: day-to-day administration, conference and education planning, financial management, membership services, and more.