

# American Academy of Dermatology and AAD Association

## Organizational Structure Compendium of Actions and Policies

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Initiated: July 16, 2002  
Last Revised: July 27, 2009

## Policies Related to Appointments

### **Appointment Mechanism**

Authority to make council, committee and task force appointments rests with the President and the Board of Directors. Preceding his/her installation as President, the President-Elect prepares a series of recommendations to the Board of Directors to fill vacancies that will occur at the time of the next annual meeting resulting from completion of the term of council, committee and task force service by individual members.

These recommendations are presented to the Board of Directors for review and approval. This usually occurs at the Fall meeting of the Board of Directors. Interim appointments may be approved by the Executive Committee.

Once the Board confirms and approves the appointments, all new committee members are formally notified of their appointments, and those concluding their service are also notified and thanked for their service to the Academy. The term of appointment for service will become effective at the conclusion of the Annual Meeting in the initial year of the individual's appointment.

*(BOD – 10-23-04—Formerly AR on Appointment Mechanisms)*

### **Appointment Guidelines**

The President-Elect is encouraged to appoint members who attend the **Leadership Forum**, or express interest in attending the Forum, to available positions.

*(OSC – 5-19-04. BOD – Approved 7-31-04)*

Adopted, as a non-binding guideline for Presidents-Elect from year to year, a “sense of the Executive Committee” that **former officers** should not receive first priority in consideration for appointment to councils, committees, and task forces in order to make leadership training opportunities available to the next generation of Academy leaders. Agreed that when these individuals have an expertise related to a specific topic, the chair of the body may be empowered to invite the former officer to serve as a guest observer to the group for a specified task.

*(EC Approved 6-10-04. BOD – Approved 7-31-04)*

*(Change language to “guest observer” per EC action 8-11-05)*

No policy should be in place to **limit committee service**, but the President-Elect should be encouraged to review the list of the number of committees individuals serve on when making appointments, and give priority to individuals who have had little previous involvement.

*(OSC – 8-1-04. EC – Approved 8-12-04)*

Geographical diversity for the **Residents/Fellows Committee** is desirable, but no formal policy related to this is in place.

*(OSC – 9-14-04. BOD 10-23-04)*

**Replacement appointments** made prior to the annual solicitation/appointment process are the prerogative of the current President. Replacement appointments made subsequent to the annual solicitation/appointment process and prior to the President-Elect assuming office as President should be made jointly by the President and the President-Elect and may be approved by the Executive Committee.

*(BOD – 10-23-04—Formerly AR on Appointment Mechanisms)*

### **Chair Appointments**

A formalized process will be utilized for gathering specific recommendations for open Chair positions. The process will include both the Chairs of related task forces, committees and councils as well as members of the entity for which a new Chair is to be selected.

*(OSC – 2-26-02. BOD – Approved 5-4-02)*

It is desirable, but not mandatory, that individuals being appointed to serve as chair, have current or prior experience as a member of that particular council, committee or task force.

### **Deputy Chairs**

Deputy Chairs will be appointed for councils and committees only in the last year of the incumbent Chair's term, and the Deputy Chair will automatically succeed as Chair of the organizational unit.

Individuals serving as a member of an organizational unit, who are appointed Deputy Chair, will serve concurrently as a member and as Deputy Chair for the one-year term of service as Deputy Chair.

When the Deputy Chair is appointed from outside of the organizational unit, there will be one extra position on the unit for the one-year term of the Deputy Chair.

*(OSC – 8-1-02. BOD – 11-23-02)*

### **Resident Appointments**

Unless otherwise specified in the Bylaws or in these Administrative Regulations, it is the prerogative of the President-Elect to select residents as appointees to councils, committees and task forces. Residents may not participate on the Executive Committee, Priorities Committee, Audit Committee, Investments Committee and Ethics Committee.

It was adopted by the Board as a guideline but not a binding policy to limit the number of resident positions that can be appointed to a council, committee, or task force, in addition to the maximum number of members, to one.

### **Removal for Failure to Participate**

The procedure for removal of a member of an organizational unit for failure to participate is as follows:

- A member of a council, committee or task force who misses more than 50% of that group's meetings over a two-year period will be removed, unless the chair excuses the absence(s).
- A letter from the President will inform the member of the removal.
- The member may appeal the removal to the chair who may excuse the absence(s) retroactively thus re-instating the member.
- Chairs removed for failure to participate may appeal the removal to the chair of the unit to which they report. (e.g. a removed task force chair may appeal to the chair of the committee to which the task force reports.)
- Officers, directors and ex officio members who have responsibilities on organizational units and to whom different legal and other considerations may apply are exempt from the removal process.

The Procedure for Failure to Participate will be included in appointment letters.

*(OSC – 6-5-02. BOD – 8-3-02)*

### **Appointment Pathways**

Academy members wishing to serve on committees and task forces may:

1. Complete the online application available November 1 through June 30.
2. Write directly to the Academy office.
3. Respond to the annual announcement in [Dermatology World](#) regarding such service.

Appointments to councils generally come as a result of committee service.

Each year, in advance of the appointment process the following receive a listing of all vacancies and are asked to submit names for consideration for appointment: current officers and directors; chairs of all councils, committees and task forces; residency training program directors; and presidents of national, regional, state, local dermatological societies.

*(BOD – 10-23-04—Formerly AR on Appointment Mechanisms)*

## **AUTOMATIC APPOINTMENTS (Ex Officio capacity)**

(2-4-08)

### **President**

- Executive Committee (Chair)
- Intersociety Liaison Committee (Chair)
- Priorities Committee
- Scientific Assembly Committee
- Strategy Committee
- Serves as Ex-Officio (non-voting) on all Councils, Committees, Task Forces & Ad Hoc Task Forces (except above where he/she is a voting member)  
term = 1 year

### **President-Elect**

- Executive Committee
- Priorities Committee
- Scientific Assembly Committee
- Strategy Committee (Chair)  
term = 1 year

### **Incoming President-Elect**

- Priorities Committee
- Strategy Committee

### **Immediate Past President**

- Former President's Advisory (Chair)

### **Vice President**

- Executive Committee
- Priorities Committee
- Membership Committee (per bylaws)
- Advisory Board Leadership (Board Liaison)
- Strategy Committee  
term = 1 year

### **Vice President-Elect**

- Executive Committee
- Priorities Committee
- Strategy Committee  
term = 1 year

### **Incoming Vice President-Elect**

- Strategy Committee

### **Secretary-Treasurer**

- Executive Committee
- Priorities (Chair)
- Audit Committee
- Development and Industry Liaison Committee
- Investments Committee
- SKINnovations Committee
- Organizational Structure Committee
- Scientific Assembly Committee
- Strategy Committee
- Serves as Ex-Officio (non-voting) on all Councils, Committees, Task Forces & Ad Hoc Task Forces (except above where he/she is a voting member)  
term = 3 years

### **Assistant Secretary-Treasurer**

- Executive Committee (Ex-Officio non-voting)
- Priorities
- Audit Committee
- Development and Industry Liaison Committee
- Investments Committee
- JAAD (Board Liaison)
- SKINnovations Committee
- Scientific Assembly Committee
- Strategy Committee  
term = 3 years

### **Academy's CMSS Rep**

- Council on Education member

### **Advisory Board Chair**

- Board of Directors
- Organizational Structure Committee
- Priorities Committee
- Council on Government Affairs, Health Policy & Practice
- Strategy Committee

**American Board of Dermatology  
President**

- Maintenance of Certification

**American Board of Dermatology  
Executive Directors**

- Maintenance of Certification

**AMA Dermatology Section Council Chair**

- Council on Government Affairs, Health Policy & Practice

**American Society of Dermatologic  
Surgery President**

- Office-Based Surgery Task Force

**Annual Meeting Evaluation Task Force  
Chair**

- Scientific Assembly Committee

**Camp Medical Directors (4)**

- Camp Discovery Committee

**Council on Education Chair**

- Scientific Assembly Committee
- Maintenance of Certification

**Council on Education, Immediate Past  
Chair**

- Maintenance of Certification

**Education and Volunteers Abroad  
Committee Chair**

- Volunteerism Committee

- International Affairs Committee

**International Board Observer**

- Board of Directors (Observer)
- International Affairs Committee
- Membership Committee

**Resident/Fellow Chair**

- Board of Directors (Observer)
- Young Physicians Committee (Resident)
- Council on Member Services (Member)

**SkinPAC Chair**

- Council on Government Affairs, Health Policy & Practice

**World Congress Fund Review Task  
Force – Permanent Members**

- Dr. Strauss
- Dr. Katz

**Young Physicians Committee Chair**

- Board of Directors (Observer)  
(Alternates every two years between  
chair and YPC member)
- Residents/Fellows ( Ex-Officio)

## **Council, Committee and Task Force Structure**

### **Composition of Councils and Committees**

- Task Force Chairs are members of the committees to which their task force reports.
- Committee Chairs are members of the councils to which their committee reports.
- Exceptions are restricted to those units identified in this Policy Compendium, such as the Scientific Assembly Committee and the Advisory Board.  
(OSC – 6-5-02. BOD – 8-3-02)

The maximum size and definition of positions for each AAD and AADA organizational unit is defined by the OSC. Recommendations for changes, from the President–Elect or other sources, are referred to the OSC for consideration.  
(OSC – 7-16-02. BOD – 8-3-02)

Max number includes: Chair, Members, Ex-officio (appointed)

Does not include: Ex-officio (Pres/ST standing), Deputy Chair, Resident, Board Liaison

No currently appointed member should be disenfranchised in an attempt to streamline units that may still be overly large as a result of past appointment processes or from combining units during reorganization. (BOD 11-23-02)

If a task force is sunset, the chair should be offered other options to serve, however the individual's term on the reporting committee will be terminated at the time the task force is sunset. The same policy applies if a committee is sunset.  
(OSC – 2-5-07. EC – 3-8-07 BOD – 4-21-07)

### **New Committees**

Recommendations to create new committees are to be accompanied by a proposed mission statement and committee composition.  
(EC – 8-12-04)

### **Council**

Serves as oversight and coordinating group based on functions defined by the Academy as being pertinent to the organization's mission. Reports directly to the Board of Directors.

### **Committee**

First level organizational entity that performs assigned tasks and directs and monitors the specific activities carried out by task forces. Reports directly to the overseeing council.

### **Task Force**

Action group assigned very specific and defined tasks under the direction of appropriate committees and councils, whose scope is normally very focused.

### **Ad Hoc Task Force**

Issue-specific task forces will be identified as "Ad Hoc Task Forces." These task forces are appointed by the President. When Ad Hoc Task Forces are appointed, the appointment notification will include the charge, the deadline for receipt of the final report, and the reporting relationship (i.e. Board of Directors, Executive Committee, etc.). Once the recommendations

of the Ad Hoc Task Force have been reviewed and acted upon by the appropriate organizational unit, the Ad Hoc Task Force will be dissolved.

### **Blue Ribbon Panel**

A Blue Ribbon Panel is an issue-specific task force appointed by the President to address an issue of great enough concern to the Academy that the President chooses to designate it as a Blue Ribbon Panel. When a Blue Ribbon Panel is appointed, the appointment notification will include the charge, the deadline for receipt of the final report, and the reporting relationship (i.e. Board of Directors, Executive Committee, etc.). Once the recommendations of the Blue Ribbon Panel have been reviewed and acted upon by the appropriate organizational unit, the Blue Ribbon Panel will be dissolved.

### **Expert Resource Group (ERG)**

ERGs are self-appointed, self-governing, and self administered entities that are ancillary to the Academy, determining their own missions and activities and taking responsibility for securing resources independently to carry out those missions. Such ancillary groups, that seek ERG status by the Academy, will be expected to submit an annual report of their activities to the Organizational Structure Committee.

*(OSC – 2-26-02. BOD –5-4-02)*

*(Change in reporting OSC – 7-28-03. EC –8-7-03. BOD 11-21-03.)*

### **Work Group**

A sub group of any appropriately appointed entity (Council, committee, task force, AHTF) that is appointed by the chair of that entity to work on a particular project. May utilize specific area experts from outside the entity when necessary and with the concurrence of the entity chair. In this instance, the “experts” are acknowledged for their work with the specific project but do not become members of the Work Group’s parent entity.

*(OSC – 8-1-02. BOD – 11-23-02)*

## **Council, Committee and Task Force Positions**

### **Chair**

Voting, four-year term (cannot serve two consecutive terms).

### **Deputy Chair**

Voting, one-year term, must be appointed one year before a Chair's term is due to expire. May be a current committee member or have served on the committee within the past ten years.

### **Member**

Voting, four-year term (cannot serve two consecutive terms). Exceptions may be found under Terms of Service (p. 11).

### **Immediate Past Chair**

Voting, one-year term; serves on the Leadership and Mentorship Committee.

### **Immediate Past Editor**

Voting, four-year term (limited to two consecutive terms); serves on the Dialogues in Dermatology and Pamphlets Editorial Board.

### **Ex-officio (appointed)**

Voting. Defined in Actions Related to Specific Councils, Committees and Task Forces (separate document) and Automatic Appointments section of this policy compendium (p. 5-6).

### **Ex-officio (Pres/ST standing)**

Non-voting. Per the Bylaws President and Secretary-Treasurer serve ex officio without a vote on all standing councils, committees, task forces and ad hoc task forces.

### **Resident**

Non-voting. Board approved guideline to limit to one Resident position per unit. Term lasts until end of Annual Meeting following end of individual's residency training, may be one to three years depending on when appointed. Resident appointments are in addition to the identified maximum number of positions and their appointment is at the discretion of the President-Elect.

*(OSC – 8-1-02. BOD – 11-23-02) (OSC – 2-21-05. BOD – 4-17-05)*

### **Young Physician**

Non-voting. Board approved a Young Physician Observer Governance Policy. Term begins at the Annual Meeting following the selection for two years. It rotates between the Young Physicians Committee Chair and a member of the committee.

*(BOD 4-26-08)*

### **Board Liaison**

Non-voting. Appointed to each Council to report to the Board on actions. May also be appointed to key Committees as determined appropriate by the President-Elect.

### **Guest Observers**

Non-Voting

Individuals wishing to attend a Board, Council, Committee or Task Force Meeting may submit a request in writing, according to the Board of Directors, Council, Committee and Task Force Guest Observers Policy. The Chair may invite anyone to attend as a guest observer. (See Board of Directors, Council, Committee and Task Force Guest Observers Policy, page 10.)  
*(EC – 6-9-05)*

## **Board of Directors, Council, Committee and Task Force** **Guest Observers Policy**

Guest observer attendance by AAD Fellows, Associates, Affiliates, International Fellows, Life and Honorary members is permitted at meetings of the Board, and most face-to-face meetings of Councils, Committees and Task Forces on a space-available basis. Every effort will be made to arrange space for expected guest observers. In order for a member of the Academy to attend a Board of Directors meeting, the member must submit a written request to the Secretary-Treasurer. In order for a member of the Academy to attend a Council, Committee or Task Force meeting, the member must submit a written request to the Chair of that entity. Guidelines for observers are listed below:

1. Written or emailed request must be received in the Academy office ten days in advance of the meeting.
2. Materials for dissemination must be received in the Academy office ten days in advance of the meeting. Dissemination will be at the discretion of the presiding officer or Chair.
3. Guest observers are responsible for all expenses associated with their attendance, including airfare, lodging and meals. Meals will not be included for guest observers at Council, Committee and Task Force meetings.
4. Guest observers shall not have the privilege of the floor unless acknowledged by the presiding officer or Chair. A member of the Board, Council, Committee or Task Force may submit to the presiding officer or Chair a request for the privilege of the floor on behalf of a guest observer.
5. Once the meeting has convened, no guest observer can initiate discussion or distribute literature to a member of the Board, Council, Committee or Task Force unless approved by the presiding officer or Chair.
6. At any time which the presiding officer or Chair convenes an executive session, guest observers will be excused for the duration of that session.
7. Guest observers may not participate in meetings of the following committees: Executive Committee; Nominating Committee; Ethics Committee; Judicial Panel; Named Lectureship Task Force; Scientific Assembly Committee; and Development and Industry Liaison Committee.

*Revised August 11, 2005*  
*Executive Committee*

## Terms of Service

### **Term of Service**

Appointments to the various organizational units of the Academy are for a fixed period of time. This provides opportunity for involvement of Academy members in committee work, and for an orderly transition of committee and task force members. Unless specifically designated, appointments to councils, committees and task forces are for a four-year term. Individuals may not serve two consecutive terms as an appointed member on any one council, committee or task force. Initial appointments to the Academy's organizational units are made by the President-Elect, with advice and consent of the Board of Directors.

The following committees have terms of office other than 4 years:

- Executive Committee – Ex officio members serve according to their term as officers.
- Audit Committee – Five-year terms. Secretary-Treasurer and Assistant Secretary-Treasurer serve as ex officio (voting) members.
- Clinical Guidelines Task Force – Five-year terms of office.
- Intersociety Liaison Committee – Society Presidents serve according to their term of office.
- Investments Committee – Five-year terms. Secretary Treasurer and Assistant Secretary-Treasurer are ex officio (voting) members.
- Leadership and Mentorship Committee – Early career members in line to serve as Chair will serve a 5-year term. Two years as a member, one year as Deputy Chair, one year as Chair, and one year as Immediate Past Chair.
- Nominating Committee – Members serve for two election cycles. The Chair is elected by the committee from the three senior members of the committee at the close of the election cycle.
- Priorities Committee – Ex officio members serve according to their term as officers.
- Residents/Fellows Committee – Chair serves one year (OSC 6-11-08); Outgoing chair will serve as ex-officio member for a one-year term. (OSC 7/15/09)
- Scientific Assembly Committee (SAC) – Five-year terms. President, President-Elect, Secretary-Treasurer, Assistant Secretary-Treasurer, Chair of the Council on Education and Chair of the Annual Meeting Evaluation Committee serve as ex officio (voting) members. (BOD – 10-23-04—Formerly AR on Appointment Mechanisms)

### **Terms of Service – Chairs**

Appointments to the position of Chair on any organizational unit are for a period of four years.

#### **Exceptions**

**Executive Committee**—President serves as Chair.

**Academy Former Presidents Advisory Committee**—Immediate Past President serves as Chair.

**Intersociety Liaison Committee**—President serve as Chair.

**Leadership & Mentorship Committee**—Rotation so that Chair serves for a one-year term.

**Nominating Committee**—Chair is elected by the committee from three senior members.

**Priorities Committee**—Secretary-Treasurer serves as Chair.

**Scientific Assembly Committee**—Senior member serves as chair for a one-year term.

**Strategy Committee** – President-elect serves as Chair.

*(Revised OSC – 2-9-04. EC 2-19-04; Bylaws April 2006)*

### **Terms of Service – Residents**

Residents in training serve terms that expire at the Annual Meeting following the completion of their residency. Their terms may be for one, two or three years depending on how far along they are in training when they are appointed.

*(OSC – 8-1-02. BOD – 11-23-02)*

#### **Exceptions**

**Residents/Fellows-** Chair serves one year (OSC 6-11-08) Outgoing chair will serve as ex-officio member for a one-year term. (OSC 7/15/09)

### **Terms of Service – Replacement Appointments**

Any member appointed to fill a position vacancy with two years or less remaining in the term is eligible for reappointment to that same organizational unit upon completion of the vacated term.

*(OSC – 7-28-03. EC – 8-7-03)*

If a vacancy occurs in the unexpired term of a **Chair** position, a new Chair will be appointed for a full four-year term.

*(OSC – 8-1-02. BOD – 11-23-02)*

### **Terms of Service – Young Physicians Observer**

The Young Physicians Observer will serve a two year term. The position will rotate between the Young Physicians Committee chair and a member of the committee. The term will begin at the Annual Meeting following the appointment selection.

*(BOD 4-26-08)*

## **Miscellaneous Policies**

### **Bona Fide Dermatologic Society**

The following definition was approved by the Board of Directors.

A bona fide dermatologic society must:

- Be incorporated as a 501 (c) 3 or 501 (c) 6 not for profit organization with an individual physician membership that is national and/or international in scope;
- Have a majority of its members who are certified or eligible to be certified by the American Board of Dermatology (ABD), the Royal College of Physicians and Surgeons of Canada (Royal College) or a foreign board or its licensing equivalent or who satisfy educational and professional requirements of the ABD or the Royal College;
- Provide, as its primary mission, continuing medical education for dermatologists, public education related to dermatologic concerns, professional development programs for dermatologists or support for research in dermatology; and
- Derive its revenues principally from member dues and contributions, member service programs, annual meeting fees, or unrestricted educational grants from multiple commercial sources.  
(BOD – 7-28-01)

### **Bylaws: Separate Bylaws for Committees & Task Forces**

Organizational units within the Academy's governance structure may not have Bylaws separate from those of the Academy. In those instances where written guidelines are required to delineate the functions and/or operating practices of the committee, task force, etc., they should be identified as "Operational Guidelines" which is the terminology utilized by the Advisory Board.

(OSC – 3-4-01. BOD – 7-28-01)

### **Conflicts of Interests Disclosure Form Procedures for AAD/A Task Force, Committee and Council Meetings.**

On July 26, 2003, the AAD/A Board of Directors approved a recommendation from the Ad Hoc Task Force on Disclosure of Interest regarding a new policy for capturing verbal disclosure at the beginning of any AAD/A Ad Hoc Task Force, Task Force, Committee and Council Meeting, including but not limited to those conducted at the Annual and ACADEMY Meetings, as well as conference calls. In an effort to make this step as streamline as possible, the following procedures have been developed:

1. Prior each meeting or conference call, the Conflict of Interest Disclosure forms completed by each member of the respective Ad Hoc Task Force, Task Force, Committee and Council will be sent electronically for review. Members will be directed to the AAD website to update their disclosure statements. The Academy requires that Conflicts of Interest Disclosure forms be updated regularly each year.
2. At the beginning of each meeting or conference call, the Chair will introduce the agenda item of Conflicts of Interest Disclosure Form and ask members to identify any potential conflicts of interest with any of the agenda items.

3. For those members who do not have an electronic form on file, a blank form will be supplied for them to complete at the meeting and this information will be entered as an electronic form.
4. In addition to the Conflict of Interest Disclosure documentation, the Chair should also note if participants had nothing to disclose (which can be indicated on the form), or, if in fact they refused to disclose;
5. Any identified conflicts are then reflected in the summation report.

### **ANTI-TRUST COMPLIANCE POLICY**

The Academy's Anti-Trust Compliance Policy will accompany the electronic Conflicts of Interest Disclosures forms which are sent electronically to the respective CCTF members prior to their meetings or conference calls.

*(BOD 2/3/07)*

Each chair is asked to carry out this process at meetings convened at the Annual and ACADEMY meetings, as well as meetings or conference calls held at other time during the year. Identified conflicts are then reflected in the summation report.

*(BOD 7-26-03)*

### **International Committee of Dermatology (ICD) Liaison Activity with U.S. and Canadian Member Societies of the International League of Dermatologic Societies (ILDS)**

The coordination function between the ICD and the U.S./Canadian Society representatives will be handled by the officers and coordinated through the Executive Office with a specified officer position identified as the responsible individual.

*(OSC – 6-5-02. BOD – 8-3-02)*

### **Meetings**

Adopted the following policy:

- 1) Free-standing meetings of councils/committees/work groups are strongly discouraged
- 2) Every attempt should be made to tie a meeting to an existing scheduled meeting to reduce meeting attendance expenses. If a group cannot find an established meeting at which to meet, a separate meeting can be held (after explicit budget approval):
  - a. In the Chicago/Schaumburg area to reduce staff travel expenses.
  - b. If Chicago is not the most economically feasible, at a town deemed most feasible after a cost/benefit analysis of projected travel and expense costs.

*(Priorities Committee – 10-26-02; BOD – 11-23-02)*

### **Mission Statements for Councils, Committees & Task Forces**

Established OSC as the entity responsible for periodic review of all mission statements with each council and its reporting units, as well as the committees of the Board to be reviewed once every four years with councils required to incorporate a review of their constituent units' mission statements as part of their annual reports to the Board.

*(OSC – 12-9-02. BOD – 3-25-03)*

Established a rotation for periodic review of all component units of each Council during the OSC meeting scheduled during the Annual Meeting as follows:

2008 – Council on Education

2009 – Board Committees and Council on Communications

2010 – Council on Government Affairs, Health Policy and Practice and Advisory Board

2011 – Council on Member Services

2012 – Council on Science and Research

*(Rotation revised OSC – 2-4-08).*