



LEADERSHIP

WHO DOES WHAT?

ROLE OF THE BOARD

- ✓ **Set Direction:** Govern in a manner that is consistent with the College's stated mission and the goals identified in its strategic plan.
- ✓ **Engage in Outreach:** Understand the needs, wants, and values of the broader membership.
- ✓ **Ensure Resources:** Ensure effective organizational planning and adequate resources (structure, funds, time, volunteers, staff, technology, etc.).
- ✓ **Provide Insight:** Ensure legal and ethical integrity and maintain accountability. Determine, monitor, and enhance programs, products, and services. Partner with staff to communicate, assess, and measure progress.
- ✓ **Plan for the Future:** Provide for Board succession and development.

Each Board member also has a fiduciary (trust) duty to act prudently while serving and handling College resources. The Board of Directors has a legal duty to act solely on behalf of and for the benefit of the College, not for the benefit of themselves, their employer, or their place of business. When the Board of Directors demonstrates each of these three duties it is effectively exercising accountability and its fiduciary responsibility.



Duty of Care

Stewardship of financial assets and resources. This also includes responding to complaints; ensuring assets are spent only on tax-exempt mission; and managing conflicts of interest.



Duty of Loyalty

Acting in good faith; not allowing personal interest to prevail over the interests of the organization. Good faith means Board members are expected to drop other loyalties at the Board room door. If you are serving on the Board of other organizations that may overlap with the mission and purpose of the ACP, all of your decisions and activities are to focus on doing what is in the best interest of the ACP.



Duty of Obedience

Comply with federal and state laws and bylaws. This also includes the duty to ensure the organization remains true to its central purpose; keep the organization compliant; and make sure it follows the governing documents.

RESPONSIBILITIES



The **Board of Directors** establishes the long-term direction of the American College of Prosthodontists according to the College's mission and the desired impact on prosthodontics. It is ultimately accountable for all of the activities of the College, and is responsible for serving the needs of its members and patients and to advance the specialty. Directors and ex-officio Board members exercise their authority for the College only when gathered together at officially called meetings of the Board of Directors.



ACP Officers and Directors are responsible to act exclusively on behalf of the interests of the College and its members. Each Board member shall exercise good faith and best efforts in the performance of his or her duties. Each Board member by completing the Board's annual Conflict of Interest Disclosure Statement shall disclose any interest or activity that might compete or conflict or appear to compete or conflict with the interest of the College.



The **Executive Director** is responsible for day-to-day management of the College; is a trusted partner with the Board; positions the Board for success; advises and consults with the President/Board; develops and implements budgets and business plans; hires and leads staff and ensures the right staff structure is in place; ensures proper governance of the College; develops and implements operating policies, procedures, and internal controls; collaborates with the President and Board to assess overall Board performance; represents the College.



ACP Staff informs and implements Board decisions; is a trusted partner with the Board, committees, and volunteer leaders; provides organizational continuity; trains and supports volunteers; serves as liaisons to committees, task forces, working groups, and advisory groups; communicates and is accountable to the Board; routinely assesses progress on initiatives designed to advance the strategic plan; determines and implements programs and services offered to members; develops and distributes accurate financial statements; routinely assesses membership needs.