ISPO Guidelines

Section B.1

Executive Board
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1. EXECUTIVE BOARD

1.1 Introduction

Effective governance is the most important function in an organization, and clearly critical to its relevance and success.

As in most associations, the leadership in the International Society for Prosthetics and Orthotics - Officers and Executive Board Members, Committee members and Task Officers - are volunteers selected from the membership and charged with defined responsibilities for leading the association and overseeing its activities.

Being involved in the leadership of ISPO is an important responsibility and all duties and obligations inherent in this role should be carried out in a trustworthy and diligent manner.

These guidelines are designed to assist ISPO nominees, candidates and Officers and Board members of the Society to fully comprehend their responsibilities and to efficiently contribute to the success of the Society’s efforts.

[note: nominee = person that has been nominated
candidate = person that is candidate for election following pre-selection, i.e. is on the ballot paper]

1.2 Election Process

All ISPO Member Societies and individual members are invited to forward names of members or fellows for consideration when the initial proposal for nomination of Officers and elected Board members is requested by the Protocol Committee. The nomination letter may contain recommendations for a specific position on the Executive Board (i.e. President-Elect, Secretary, Treasurer).

The provisional list of candidates for nomination will be submitted to the Executive Board for consideration, and will then be presented to the International Committee. Subsequently, further nominations will be solicited to ensure a balanced representation.

The Election Officer, who is a member of the Protocol Committee, will confirm the number of vacancies from the existing Board and formulate the final list of nominations. It is desirable to have more nominees than vacancies as this empowers the IC to make the final choice for Board members.

The International Committee shall elect their preferred Board members from the final list of nominees. The election is carried out by majority vote via postal or electronic ballot.

The process should be completed at least four months before the World Congress and the elected members informed of the results at least three months before the World Congress begins.

The new Board will be presented at the World Assembly held during the World Congress and start taking office at its conclusion.

1.3 Applications: Considerations for Nominators and Candidates
All ISPO Member Societies may nominate one of their own members or a member of another national or regional Member Society.

The ISPO International Executive Board should represent the multi-disciplinary membership of the Society and its worldwide distribution. The different professional disciplines, geographical and cultural backgrounds as well as gender diversity of the Board members should be considered to ensure an equitable distribution.

**Desired Competencies and Characteristics of Executive Board Members**

Executive Board members should ideally possess as many of the following desired competencies and characteristics as possible. Each candidate shall be evaluated against these requirements.

The appointed candidate should:

- first and foremost, be a member in good standing of ISPO,
- have a good understanding of ISPO’s mission, values, and objectives,
- have a good understanding of the different professions served by ISPO, along with the challenges, benefits and opportunities,
- know about the different activities the Society is pursuing,
- be involved in ISPO or in one of its Member Societies,
- invest time, energy and passion to serve the Society,
- show experience and appreciation of working in a collaborative, collegial, respectful and productive way with people having diverse backgrounds and viewpoints,
- have experience in performing governing duties, and the ability to independently evaluate the performance of an organization including financial, legal, leadership and management,
- have a visionary and strategic thinking capability,
- demonstrate the willingness and ability to use, in an appropriate manner, a network of contacts for the purpose of serving as an advocate for ISPO and its represented professions,
- be willing and able to act as an ambassador for ISPO and its represented professions,
- be capable to operate effectively in global environments: demonstrate knowledge, understanding and appreciation of global, regional, and local trends, and sensitivity towards the views of others with a different cultural base; have the capacity to think and contribute with a global viewpoint.

**Application Documents**

The application of each nominee shall comprise the following documents:

- a brief biography or Curriculum Vitae,
- a statement from the nominator highlighting the reasons why the candidate is appropriate for election,
- a vision statement from the candidate, highlighting his/her motivation to serve on the Executive Board.

These documents will be incorporated in the ballot papers.

**1.4 Composition of the Executive Board**

Voting members of the Executive Board consist of the four Officers and six elected Members.
The Officers are the President, the President-Elect, the Secretary, and the Treasurer.

The Immediate Past-President and the Standing Committee Chairs may join the Executive Board as ex-officio non-voting members.

The President, with majority approval of the Board, may appoint non-voting consultants to the Board.

1.5 Terms of Office

The newly elected Executive Board will take office at the conclusion of the ISPO World Congress.

The term of the President-Elect begins upon election at a World Congress, continues automatically to President at the subsequent World Congress, and concludes as Immediate Past President.

The term of office for Secretary and Treasurer shall run from one scheduled World Congress to the next subsequent scheduled World Congress (total of approximately two years). They may be re-elected for up to one further consecutive term.

The term of office for the six other elected Members shall run for two bienniums (from one scheduled World Congress to the next but one World Congress (total of approximately four years). The Board members are elected in groups of three, to take office at alternate World Congresses to ensure some continuity of board membership. They may not be re-elected as Member for a consecutive term, however, may stand for election for an Officer position.

In the event of a vacancy arising in the Executive Board, the Executive Board shall inquire with the next ranked candidate from the previous election cohort, and so forth. In case the position is not filled this way, it may co-opt from the membership at-large to fill that vacancy. A Member or Fellow co-opted in this way enjoys full corresponding voting rights and has the same status as those members of the Executive Board elected in the normal way.

1.6 Roles and Responsibilities of the Executive Board

The Board is the executive and governing body of ISPO. Its members are elected from among the membership and are responsible to that membership, which is represented through the International Committee.

The Executive Board’s primary responsibilities are to set the strategic directions and supervise the activities of the Society and its various Committees, and to establish policies and procedures that outline how ISPO operates.

It works closely with the professional staff at the ISPO Head Office to manage the Society and its activities. The role of the staff is to manage the Society’s daily operations and to provide strategic management in close cooperation with the Executive Board and the individual Committees.

The primary roles and responsibilities of the ISPO Officers and Executive Board members are to:

- Periodic review of the Society's mission and purpose - which should be understood and supported by all Board members - and review them periodically as necessary,
Establish, review and update as required the policies and guidelines for operations, which stem from the organization’s mission and goals and provide a direction for the Board and staff in managing the day-to-day activities,

- Determine and monitor the Society’s activities, programs and services,
- Ensure effective financial management through wise spending decisions and close monitoring of the annual operating budget approved by the Executive Board,
- Take an active role in assuring adequate financial resources for the Society by assisting in obtaining funding for its various programs and activities,
- Act as ambassadors for the Society and enhance its public image by actively representing ISPO, informing key audiences about its activities and plans, and learning about concerns and interests of various groups in the ISPO membership,
- Carry out the assigned functions in accordance with the Constitution, Bylaws, policies and procedures,
- Ensure effective organizational planning and engage in the strategic development of the organization, recommend actions to reach long-term goals,
- Establish staff positions as appropriate and define and understand the relationship with the organization’s staff: the quality of the working relationship and communications between Executive Board and staff is a very high priority as almost all important organizational issues require a partnership of the leadership and staff if they are to be addressed effectively.

The International Committee evaluates the activities of ISPO and advises the Executive Board as appropriate. It ensures that the policies and plans of ISPO, the representatives of the International Committee, its Executive Board and its Committees reflect the various professional disciplines and interests and the cultural and geographical distribution of the ISPO membership as much as possible.

The Executive Board reports to the International Committee at the IC meeting held just before the ISPO World Congress, as well as the IC Interim meeting held in between World Congresses.

Committees

ISPO utilizes a number of Committees to assist the Executive Board in running the Society. The Chairs of the Committees are appointed by the Executive Board and are responsible to both the Executive Board and the membership.

The Committees work independently. The Executive Board supervises their activities and provides resources and executive action necessary for Committee and staff functions.

The Executive Board shall conduct its duties through the following Standing Committees:

- Finance Committee,
- Education Committee,
- Protocol Committee,
- Scientific Committee.

In addition, Ad-Hoc Committees, Task Officers and International Consultants may be appointed by the President with the approval of the Executive Board to carry out specific tasks.

President

The President of ISPO is the Chairman of both the International Committee and its Executive Board. S/he is limited to one full term.
Should a President resign, s/he does so from all commitments, rights and continuing responsibilities normally associated with the Presidency.

President-Elect

The President-Elect assists the President and, in the case of the President's incapacity or unavailability, the President-Elect will replace him or her as Acting President in all duties assigned to the President. In the absence of both the President and President-Elect, the members of the Executive Board may appoint a replacement from the Board members.

Secretary

The Secretary serves as the primary liaison with the ISPO Head Office staff and is responsible for the general supervision of the keeping of records of meetings, activities, membership (as Membership Secretary) and any other documentation required by law. The Executive Board may, when deemed necessary, appoint an Assistant Secretary for a limited period to work under the direction of the Secretary and have observer status on the Board.

The current role of the Secretary is to read and amend the draft minutes of the Executive Board in a timely manner, summarize the actions arising out of the minutes at the next Board meeting and review and correct the draft update in a timely manner.

Treasurer

The Treasurer is responsible for the general supervision of the fiscal affairs of ISPO and for the keeping of accounts thereof and any other record required by law.

The Treasurer is responsible for the funds and financial records of ISPO, as well as the fees, dues and assessments from the constituent societies and from all classes of members, all disbursements and all financial reports.

ISPO shall be indemnified by fidelity bond or appropriate insurance against financial errors or malfeasance by the Treasurer, and shall pay cost for this protection.

Immediate Past-President

The Immediate Past President is a non-voting member of the Executive Board for the tenure of his 2-year term for support and advice as required and felt appropriate by President and the members of the Executive Board.

1.7 Commitment

All duties and responsibilities of the appointment have to be exercised with integrity, collegiality, and due care. Serving on the Executive Board and making a meaningful contribution to its assignments requires a time and work commitment from its members that is not to be underestimated. ISPO Executive Board Members are expected to:

- consider their involvement in the Executive Board as a high priority,
- attend the virtual and physical meetings of the Board, unless professional or personal circumstances prevent from it,
• be prepared for the meetings, having read the agenda and supporting documents relevant to meetings,
• actively contribute to the discussions on issues and business that are addressed at scheduled meetings, conference calls, via email, etc.,
• display a proactive approach to issues and challenges,
• act in the best interest of the Society,
• carry out assigned functions in a timely manner and in accordance with the Society’s Constitution, Bylaws, policies and procedures,
• showcase initiative in matters crucial to ISPO and its membership’s future development,
• represent ISPO and the Executive Board in a positive and supportive manner at all times and in all places,
• work closely with the ISPO professional staff and outside consultants as required.

Meetings

According to the ISPO Constitution, the ISPO Executive Board is expected to meet, either virtually or in person, at the call of the President on at least a quarterly basis.

Typically, the Executive Board holds two physical meetings per year. Ideally, those meetings are held in conjunction with an event or a conference that some Board members are attending, so that the expenses for the Society are kept as low as possible.

To expedite the business of the Society, the Executive Board typically holds virtual meetings during those months when a physical meeting is not scheduled.

To efficiently participate in the online meetings, Executive Board members have access to a reliable internet connection.

In addition to the regular meetings, the Executive Board communicates frequently via email, and may organize ad-hoc virtual or physical meetings as deemed necessary.

1.8 Confidentiality

ISPO leaders shall not disclose any confidential information related to or verbally discussed during ISPO Executive Board or Committee meetings or other verbal or written information identified as confidential ISPO business. ISPO leaders shall not also divulge the specific contents of confidential ISPO related documents or any information about any matter received verbally or in writing.

1.9 Conflict of Interest

All ISPO Board and Committee members must avoid any conflicts of interest. A potential or actual conflict of interest exists if an ISPO leader might reasonably lack objectivity in his/her decision-making or performance for ISPO because of any personal, professional, financial, or other interest or relationship.

A potentially perceived conflict of interest is when a decision made or an action undertaken has the potential of being perceived by a third party or public of possibly breaching conflict of interest.

A conflict of interest arises when the interest of a member (or those of their families, friends or other organizations with which they are involved) are incompatible or in competition with the interests of ISPO. A conflict may relate to either a financial or a non-financial interest.
A financial interest refers to the possibility of a financial or other material gain arising in connection with decision-making (for example the awarding of a contract to a company with which the member is involved, the awarding of a service contract to a member’s spouse, the making of a grant to a member’s dependent child).

A non-financial interest refers to benefits not linked directly to material gain (for example enhancement of career and the possibility of acquiring additional professional recognition, status or fame).

If not avoidable and not managed appropriately and transparently conflicts of interest have the potential to:

- damage effective decision-making
- undermine the functioning of ISPO; and
- attract adverse publicity.

Any time an ISPO leader becomes aware of a possible or potentially perceived conflict of interest relating to a matter raised for discussion at a meeting, s/he should promptly disclose the potential conflict on the record and abstain from all discussion and votes on the matter/s in question. They should also take any appropriate action to avoid any third-party perception of a perceived conflict of interest.

Members of the Board and Chairs of Committees are expected to sign a declaration of any potential conflict of Interest on appointment/reappointment. It is the responsibility of each individual to notify the President, in writing, of any conflict of interest arising after initial appointment.

1.10 Remuneration and Reimbursement of Expenses

According to the ISPO Constitution, no parts of ISPO’s proceeds or funds shall accrue to the personal benefit of any Officer or member of the Society. ISPO may reimburse reasonable expenses incurred on its behalf and make reasonable payment for staff services.

The ISPO Reimbursement Policy document describes the general reimbursement policy, provides guidance and instructions on how to submit a claim and explains in detail which expenses and amounts may be covered by ISPO.

The purpose of the policy is to provide a uniform and consistent approach for the timely reimbursement of authorized expenses as well as to ensure that appropriate cost controls are in place for the wise use of Society funds.