

Policy Name:	ASPS Nominating Committee Position Description
Background / Purpose:	This document describes the duties and responsibilities of members of the Nominating Committee.
Keywords:	Position description, duties, responsibilities, qualifications
Program Area or Business Line:	Governance
Policy Sponsor (Staff Officer):	Michael D. Costelloe, Executive Vice President
Approving Body:	ASPS/PSF Executive Committee
Authorized Signatories:	Gregory A. Greco, DO, FACS, ASPS President and Howard Levinson, MD FACS, PSF President
Effective Date of Policy:	October 2023
Next Review Date:	October 2026

Basic Function According to Bylaws

Committee Charge and Scope

The Nominating Committee shall nominate one (1) or more eligible individuals for each of the following elected offices as terms expire: the Trustees, the Ethics Committee, the Judicial Council, the Conflict of Interest Committee, and Board Vice President positions which remain vacant following the conclusion of the first phase described below. For the avoidance of doubt, the Nominating Committee is not involved with the nomination or election of the Chairs of the three (3) Subcouncils referenced in ARTICLE XIII. The Nominating Committee shall provide recommendations to the Board of Directors for the Society and the Foundation for (i) the offices of President-Elect of the Society and the Foundation, (ii) the Board Vice Presidents seeking re-election or lateral placement, and (iii) candidates for nomination by the Society or Foundation to other organizations. Further, the Nominating Committee shall select the Members-at-Large to the Audit Committee on behalf of each of the Society and the Foundation, respectively. Applicants and candidates to elected office are subject to all Society and Foundation policies and procedures regarding candidates for elected office and the nomination and election procedures, including the requirement that candidates consent to being recommended, appointed or presented to the membership for election.

The Nominating Committee shall conduct its business in two phases. During the first phase, the Nominating Committee shall consider and evaluate candidates for the offices of President-Elect of the Society and the Foundation from among the incumbent Board Vice Presidents and candidates for Board Vice President positions seeking re-election for an additional term or seeking another Board Vice President position. The Nominating Committee shall provide its recommendations for elevation, retention or lateral assignment to the Board of Directors prior to soliciting applications from the Active Membership for any elected office on the Board of Directors other than the Chairs of the three (3) Subcouncils referenced in ARTICLE XIII. The Board of Directors may accept, reject or modify those recommendations consistent with the policies and procedures for the Nominating Committee adopted by the Board of Directors. The slate as approved by the Board of Directors with respect to the offices of President-Elect of the Society, President-Elect of the Foundation and the Board Vice Presidents slated during Phase 1 shall be the slate presented to the membership for election. During the second phase, the Nominating Committee will consider, evaluate and select candidates for all remaining positions, including any Board Vice President positions remaining vacant after the completion of the first phase.

The Board of Directors shall adopt such procedures addressing the nomination and Nominating Committee process as it deems advisable, specifically including procedures outlining the process for consideration and evaluation of candidates during each phase of the Nominating Committee's term.

The Nominating Committee shall report its nominations and the Phase 1 slate as approved by the Board of Directors to the Active and Life Active Members of the Society not less than sixty (60) days prior to the Annual Business Meeting.

Roles and Responsibilities

Except for the PSF Public Member, each member of the Nominating Committee is to be an ASPS Active member in good standing elected by his/her peers or by one of the three Subcouncils of the ASPS Council of Representatives as outlined in the ASPS and PSF Bylaws. The PSF Board of Directors may elect a current or past Public Board member.

Once chosen, this role is a significant responsibility noting the Committee evaluates all candidates and either recommends or decides upon the leadership and future of the organization for several years hence. Active participation is paramount with broad representation from the diverse members of the organization so that all may have a voice in the future of the Society. Members of the Nominating Committee are held to high standards of confidentiality throughout the process and must be of the highest integrity, must be willing to stand his / her ground on potentially controversial decisions, and must have completed a conflict of interest disclosure statement, a supplemental conflict of interest disclosure statement, and attestation.

The Nominating Committee process includes review of applications, 360-degree evaluations (officer candidates only) and letters of recommendation for each candidate among other critical elements described in the [Nominating Committee Standard Operating Procedures](#). These serve as a framework for evaluation of merit followed by either a video conference call or face to face interviews. Utilizing the information obtained not only from the candidate packet but also, importantly, from the interview, the Nominating Committee's charge is to proceed with an unbiased assessment of the candidates and decide upon those candidates they feel would most effectively and best serve the Society's membership for each role.

If members of the Nominating Committee have conflicts of interest with specific candidates whom they are interviewing, they must declare these conflicts. Recusals are dependent on the degree of conflict and the phase, which determine whether they may participate in the interview, the discussion, and vote. Nominating Committee members must also disclose to the co-chairs the nature of any inappropriate solicitation by a candidate for a position under the Committee's purview.

Service on the Nominating Committee is a significant commitment of time over a 6-8 month period. It requires those elected to participate actively in all proceedings and deliberations of the Committee. The Nominating Committee will conduct 6-8 video conference calls during this timeframe. Additionally, 1-2 face-to-face meetings may be held.

Once a member agrees to serve on the Nominating Committee, the member MAY NOT resign from the Committee in order to be considered as a candidate for any elected position in the subsequent Leadership year.