



GUIDELINES FOR GOVERNANCE OF THE AMERICAN COLLEGE OF CRITICAL CARE MEDICINE

ARTICLE I

Purposes

This College has been established within the governance of the Society of Critical Care Medicine (hereinafter called the Society) to recognize and honor members of the Society who have shown dedication and leadership in the practice of Critical Care, to promote a forum for the development of collaborative practice amongst the specialties and professions providing Critical Care, and to provide the Society with a consultative body with recognized expertise in the practice of Critical Care. This College is organized as a self-governing body for its internal affairs, but shall in no way act in a manner prejudicial to the Society or contrary to the Society's bylaws, which shall take precedence over this document.

ARTICLE II

Name and Offices

SECTION 1 - Name

The name of this College is the *American College of Critical Care Medicine* (hereinafter called the College). Only members inducted into the College, and who retain their Fellowship status, shall use the designation Fellow in Critical Care Medicine [FCCM].

SECTION 2 - Offices

The offices of the College will be permanently maintained in the registered office of the Society.

ARTICLE III

Fellows

SECTION 1 - Eligibility

Only active members of the Society (membership for at least 2 years prior) shall be eligible to apply for Fellowship or be nominated for Fellowship.

SECTION 2 - Election of Fellows

1. Fellowship by Application

- (a) *Procedure for Application:* Information and application forms shall be obtainable from the Society's office. Applications, requested documentation, and application fee shall be returned to the Society's office for processing.
- (b) *Credentialing:* The Credentials Committee of the College shall examine the application to substantiate the applicant meets the established criteria for Fellowship, and has demonstrated outstanding dedication and leadership in the practice of critical care sufficient to recommend election.
- (c) *Procedure for Election:* The Credentials Committee shall forward a list of suitable applicants to the Board of Regents of the American College of Critical Care Medicine prior to the interim meeting of the Board. A two-thirds (2/3) majority of the Board will be required to admit the applicant to Fellowship. The election procedure shall be completed three months prior to the annual meeting of the Society. Candidates shall be notified in writing of the Board's decision.
- (d) *Procedure for Appeal:* At the time of application, candidates shall be notified of the appeals process as set forth in the Policy on Appealing Admission Denials to the College of Critical Care Medicine approved by the Board of Regents November 5, 2002 (amended December 5, 2002) and reminded of the appeals process in the event of denial of election.
- (e) *Criteria for Election:*
 - (1) Physicians: Subspecialty certification in Critical Care or equivalent as approved by the Board of Regents.
Nurses: Current specialty certification in Critical Care or related specialty or equivalent as approved by the Board of Regents.
Others: Current licensure and/or certification in a designated profession or equivalent as approved by the Board of Regents.and
 - (2) Demonstrated involvement in the practice of Critical Care by research, publication, or involvement in national and community fora.or
 - (3) Demonstrated outstanding dedication and/or leadership in the practice of Critical Care.

2. Fellowship by Nomination

Select non-clinical members of the Society may be admitted to the College if their contributions to multi-specialty and multi-disciplinary Critical Care Medicine are deemed sufficiently exemplary to merit acknowledgement. Non-clinical members may not apply for Fellowship; rather, the election process will be as follows:

- (a) The non-clinical candidate must be nominated by a majority vote of the entire SCCM Council. Council members may abstain from voting on a particular candidate.
- (b) Non-clinical members nominated by Council and presented to the Board of Regents of the College will be evaluated by all members of the Board of Regents. Election to Fellowship will require a unanimous vote by the Board of Regents; a Regent may abstain from voting on a particular candidate, but any negative vote will preclude election of the member to Fellowship of the College. In the event that the full Board of Regents cannot be assembled for voting, an alternative voting arrangement may be implemented only by unanimous written consent of the Board of Regents.

Once admitted to the College via the above process, non-clinical Fellows will have full privileges and voting rights of College Fellowship.

SECTION 3 - Induction

- (a) No member of the Society elected to Fellowship shall be designated *Fellow in Critical Care Medicine (FCCM)* until they have attended the induction ceremony held in conjunction with the Society's Annual Meeting.
- (b) Elected Candidates who fail to attend an induction ceremony for three years after election shall be asked to reapply for Fellowship. Extensions may be granted by the Board of Regents when candidates have been prevented from attending for more pressing professional or personal reasons. Candidates who wish to obtain an extension shall write to the Chancellor, indicating why they are unable to attend and confirm their continued involvement in multidisciplinary Critical Care.

SECTION 4 – Fellow in good standing

A Fellow in good standing shall have fulfilled their dues obligation to the College and Society.

SECTION 5 - Termination of Fellowship

Any Fellow of the College whose membership of the Society ceases for any reason shall automatically be removed from Fellowship of the College.

SECTION 6 - Reinstatement

Reinstatement shall require a former Fellow to reapply for Fellowship, unless reinstated as a member of the Society within one year.

SECTION 7 - Voting rights

All Fellows in good standing as members of the College and Society shall be entitled to one vote on each matter of business submitted to vote of the Fellows.

ARTICLE IV

Meetings of Fellows

SECTION 1 - Annual Meeting

There will be an Annual Meeting to conduct the business of the College in conjunction with each Annual Meeting of the Society.

SECTION 2 - Notice of Meeting

Fellows will be notified thirty days prior of the day, time and place of any business meeting.

SECTION 3 - Quorum

The voting membership present at any Annual Business Meeting shall constitute a quorum for business.

SECTION 4 - Action by Fellows

If a quorum is present, the affirmative vote of a majority of the votes that may be cast at any meeting shall be an act of Fellows, unless a vote of a greater number is required by these guidelines for governance. However, in the election of Regents, a plurality of votes cast shall be sufficient for election to the Board.

SECTION 5 – Ballots

Election ballots must be retained for six (6) years as is consistent with the SCCM policy on record retention.

SECTION 6 - Rules

The conduct of all meetings of the College shall be governed by proper parliamentary procedure.

ARTICLE V

Board of Regents

SECTION 1 - Authority and Duties

- (a) The affairs and business of the College shall be managed by the Board of Regents.
- (b) The College shall be responsible for its own internal organization and for the distribution of funds approved by Council.
- (c) Official correspondence of the College shall be conducted through the Society.
- (d) The Chancellor of the Board of Regents of the American College of Critical Care Medicine shall be an ex-officio member of the Council of the Society of Critical

Care Medicine. In the event that The Chancellor is unable to attend a Council meeting, he/she shall designate a member of the Board of Regents to represent him/her. The Chancellor shall:

- (1) be responsible for maintaining communication within the College.
- (2) shall report on the activities of the College to the Council and to the Membership at the Society's annual business meeting.

SECTION 2 - Number and Classes

The members of the Board of Regents shall be the Chancellor, the Vice Chancellor, the Past Chancellor and the Secretary-General who shall serve on the Board of Regents for the duration of their term of office, and six (6) additional elected members whose terms of office are staggered and will expire at the end of the third (3rd) Annual Business Meeting after election.

SECTION 3 - Nomination and Election

- (a) *Nominating Committee* – A nominating committee shall be appointed by the Chancellor to prepare a slate of candidates for elections to the Board prior to the Annual Meeting of the College. This slate shall be approved by the Board.
- (b) *Additional Nominations* – Additional nominations may be made by written petition, signed by twenty-five (25) Fellows in good standing and filed in the College's office thirty (30) days prior to the interim meeting of the Board. Regents shall be elected by a plurality of the votes cast electronically or by written ballot prior to the annual meeting

SECTION 4 - Tenure and Qualifications of the Board of Regents

- (a) Except as indicated in Section 2 of this Article, Regents shall hold office until the third Annual Meeting after their election. The Executive Committee shall hold office until the Annual Meeting following their election. Regents may serve for no more than two full terms, six (6) years unless elected to the Executive Committee. Regents must serve a minimum of three (3) years on the Board before serving on the Executive Committee.
- (b) Board of Regents members who fail to attend two consecutive, regularly scheduled Board of Regents meetings shall be removed unless reinstated by 2/3 vote of the Board of Regents.
- (c) Board of Regents members who are nominated to Council will be removed from the Board of Regents effective immediately upon acceptance of their nomination to Council.

SECTION 5 - Vacancies

Vacancies on the Board of Regents will be filled by nomination of the Chancellor and approval of the Board, for the unexpired term.

SECTION 6 - Meetings

- (a) An annual meeting of the Board of Regents shall take place in conjunction with the Society's Annual Meeting, following the annual meeting of the College.
- (b) Interim meetings of the Board of Regents may be called by or at the request of the Chancellor. Regents will be given at least thirty (30) days notice of such a meeting.

SECTION 7 Quorum

A majority of the authorized number of the Board of Regents shall constitute a quorum.

SECTION 8 - Action of Board of Regents

Except as otherwise specified in these Guidelines for Governance, every act or decision done or made by a majority of the members of the Board of Regents present at a meeting duly held at which a quorum is present is an act of the Board of Regents. Members of the Board of Regents may not vote by proxy but may take action to determine the alternative method of voting by unanimous written consent.

The Chancellor, or Acting Chancellor, shall have no vote in the conduct of College business unless the votes cast are tied.

SECTION 9 - Officers

- (a) *Officers and Their Nominations:* The officers of the Board of Regents shall be the Chancellor, the Vice Chancellor, the Past Chancellor, and the Secretary-General. The officers constitute the Executive Committee and are empowered to act for the Board in the interval between its meetings. On the Executive Committee, only the position of Secretary-General will be an elected position. There will be an automatic progression to the positions of Vice Chancellor, Chancellor and Past Chancellor. Candidate(s) for the office of Secretary-General shall be nominated by a committee appointed by the Chancellor. The nomination(s) must be confirmed by the Board prior to the Annual Meeting of the College. Additional nominations may be made by written petition, signed by twenty-five (25) Fellows in good standing and filed in the College's office thirty (30) days prior to the interim meeting of the Board.
- (b) *Election and Term of Office* The officers of the Board of Regents shall be elected by a plurality of the votes cast by electronic or written ballot prior to the Annual Meeting of the College. The positions of Chancellor, Vice Chancellor, Past Chancellor, and Secretary-General shall each be for one year.
- (c) *Vacancies:* A vacancy in any office, other than the Chancellor, shall be filled by nomination of the Chancellor with the approval of two-thirds (2/3) of the Board present at the next meeting. A vacancy in the office of Chancellor shall be automatically filled by the Vice Chancellor, who shall serve for the unexpired portion of the Chancellor's predecessor's term prior to beginning his/her own term. Thereafter, the order of precedence shall be Past Chancellor and Secretary-General.

- (d) *Role of the Chancellor:* It shall be the duty of the Chancellor to preside over all meetings of the College and Board, to cast a deciding vote, to see that the proper parliamentary procedure and decorum are enforced in all deliberations of the College. The Chancellor shall appoint committee members as described in Article VI, Section 3 of these Guidelines for Governance.
- (e) *Role of the Vice Chancellor:* In the absence of the Chancellor, the Vice Chancellor shall preside over deliberations of the College. The Vice Chancellor shall act on behalf of the Chancellor in the event of the Chancellor's incapacity.
- (f) *Role of the Past Chancellor:* In the absence of the Chancellor and the Vice Chancellor, the Past Chancellor shall preside over the deliberations of the College.
- (g) *Role of the Secretary-General:* The Secretary-General shall keep minutes of the meetings of the College and forward these minutes to the Society's office for distribution to Fellows. The Secretary-General shall maintain a current list of Fellows in the Society's office. The Secretary-General shall preside over the deliberations of the College in the absence of the Chancellor, the Vice Chancellor, and the Past Chancellor.

ARTICLE VI

Committees

SECTION 1 - College Committees

The Board of Regents may, by resolution adopted by a majority of the Regents then in office, create one or more standing, special or ad hoc committees to serve at the pleasure of the Regents.

SECTION 2 - Appointments

Committee appointments shall be made by the Chancellor and confirmed by the Board. Appointments to committees shall be one to three years at the Chancellor's discretion, unless the committee is disbanded.

SECTION 3 - Reporting

Committees shall report to the Board of Regents at intervals specified by the Chancellor, who may also request reports at other times when the Board of Regents deems it necessary.

ARTICLE VII

SCCM Council

The Chancellor of the Board of Regents is an ex-officio member of the Council of the Society of Critical Care Medicine without vote. In the event of the absence of the Chancellor from a Council meeting, he/she shall be represented by the Vice Chancellor, Past Chancellor or

Secretary-General, in order of precedence. The Chancellor shall report on the activities of the College and present future programs for Council consideration.

ARTICLE VIII

Amendments to the Guidelines for Governance

Changes in these Guidelines for Governance may be proposed by any Fellow to the Guidelines for Governance Committee. All proposed changes shall be reviewed by the Guidelines for Governance Committee and presented to the Board prior to the interim meeting of the Board. After Board approval and at least 30 days prior to voting, the proposed changes will be circulated to the membership of the College for review and will be voted on at the same time and in the same manner as the elections for Regents. If they are approved with a two-thirds (2/3) majority, they will then be forwarded to Council for ratification by a majority vote in accordance with Article V Section 9 of the Society's bylaws. They will then be included in the College Guidelines for Governance.

ARTICLE IX

Dissolution

A resolution recommending dissolution of the American College of Critical Care Medicine may be passed by a two-thirds (2/3) majority of the Council. This resolution must be confirmed by two-thirds majority of the membership of the Society of Critical Care Medicine at the Annual Meeting of the Society.

ARTICLE X

Guidelines for Governance

These Guidelines for Governance become effective when approved by a majority of Council, in accordance with Article V Section (9) of the Society's bylaws.

ARTICLE XI

Dues

Application and initiation fees, and other necessary dues for College activities to be paid by Fellows and applicants shall be determined by Council.

Dues shall be paid on an annual basis, concurrently with Society dues, in order to remain in good standing. (Article III, Section 4)