

## BOARD OF DIRECTORS JOB DESCRIPTION

ICVA's Board of Directors (the "Board") consists of 13 Directors, including eight (8) designated Directors and five (5) At-Large Directors. Three (3) veterinarians and a public member (who is not a veterinarian) are designated by the American Association of Veterinary State Boards (AAVSB). Each AAVSB veterinarian designee must currently serve or have served as a member of a veterinary medicine regulatory Board and must be a licensed veterinarian. There is no similar licensure requirement for the veterinarians designated by the AVMA Council on Education (one Director), the Canadian National Examining Board (one Director), or the Association of American Veterinary Medical Colleges (two (2) Directors). The Board appoints the five (5) 'At-Large' Directors, each of whom is either nominated by a veterinary organization, an individual, or self-nominated. All Directors, except the public Director and up to two (2) of the At-Large Directors, shall possess the Doctor of Veterinary Medicine degree, or equivalent veterinary degree.

ICVA's Board of Directors are appointed for three-year terms and may serve a maximum of three (3) terms. If a Director is appointed to an unexpired term of less than two (2) years, that term is not counted as a term for purposes of future appointment(s). The appointing organization has the right to change its appointee(s) at any time.

ICVA holds two regular business meetings each year, typically in June and January, at locations selected by ICVA or ICVA's Chair. Meetings are usually one and one-half days, but additional meeting time is often added for strategic planning and other purposes. ICVA's Board of Directors are invited to participate in ICVA's Form Review meeting at the office of the National Board of Medical Examiners in Philadelphia each April. A brief ICVA business meeting may be scheduled during the two-day form review meeting. Failure to attend two (2) consecutive Board meetings may result in removal from the Board at the sole discretion of the Executive Committee.

ICVA's Board of Directors have the opportunity to participate in other ICVA activities, which are held in various locations, as needed. These include:

- examination item review meetings
- examination standard setting meetings
- examination key validation conference calls
- practice analysis task forces
- · meetings to review and approve examination blueprints
- conferences that are relevant to ICVA's mission
- outreach visits to licensing Boards, veterinary schools, and other constituents
- serving as item writers or examiners for ICVA examinations

ICVA's Executive Committee consists of the Chair, Chair-Elect, Secretary-Treasurer, and Immediate Past Chair. These positions are elected by the Board each year in June. Officers serve one-year terms, and in some cases, per the bylaws, they can be re-elected to additional terms. Officers of the Executive Committee often meet face-to-face once per year in addition to the regular ICVA meetings. They also serve as members of the Hearing Panel in irregular behavior investigations, and in such cases, they meet at the site of the hearing, as needed.

ICVA's designated Board of Directors are expected to interact regularly with their appointing organization, sharing information about ICVA and its programs with that organization, and bringing input from that organization to ICVA, as needed. If the designee's attendance at meetings of their appointing organization is relevant to ICVA's mission, and if the expenses are not covered by the appointing organization, ICVA will reimburse the individual for travel expenses.

Because the Board of Directors often deals with test materials, contracts, candidate records, and other confidential items, they are required to sign an annual *Conflict of Interest* and confidentiality statement.

ICVA's Board of Directors receive no compensation for their service as Directors. ICVA covers all reasonable travel expenses for Directors of the corporation to attend ICVA meetings and other official activities.

ICVA's Board of Director veterinarians should be knowledgeable in their area(s) of veterinary medicine. The public appointee should have some background with veterinary medicine, such as, through membership on a veterinary licensing Board, training as a veterinary technician, and/or experience with animal production or ownership. Ideally, all persons appointed to ICVA should have some experience and interest in veterinary licensure, veterinary practice, veterinary medical education, testing, and/or nonprofit governance.

ICVA's Bylaws refer to the designated Board of Directors as "designated by" the appointing organization, rather than "representing" that organization. This is deliberate. While each Director brings a unique perspective to the Board, based on his or her background and experience, all ICVA Directors are expected to work together for the good of the organization, helping it to achieve its mission, which is to "provide world-class examinations and other assessment tools to protect the public, and animal health and welfare. And to provide leadership and facilitate collaboration throughout veterinary medicine."

The Board has specific responsibilities including, but not limited to, the following:

- 1. **Determine ICVA's mission and purpose**. The Board shall create and review a statement of mission and purpose that articulates ICVA's goals, means, and primary constituents served.
- 2. Select the chief executive officer and assess his or her performance. The Board shall determine the chief executive officer's responsibilities and undertake a careful search to find the most qualified individual for the position. The Board shall annually assess the chief executive officer's performance.
- 3. **Support the chief executive officer**. The Board shall provide the chief executive officer with the support he or she needs to further the goals of ICVA.
- 4. **Provide proper financial oversight**. The Board shall approve the annual budget and ensure that proper financial controls are in place.
- 5. **Ensure adequate resources**. The Board shall ensure that there are adequate resources for ICVA to fulfill its mission.
- 6. **Ensure legal and ethical integrity and maintain accountability**. The Board shall ensure adherence to legal standards and ethical norms.

- 7. **Ensure effective strategic planning**. The Board shall engage in a strategic planning process and assist in implementing and monitoring the plan's goals.
- 8. **Recruit and orient new board members and assess board performance**. The Board shall articulate prerequisites for candidates, orient new members, and periodically and comprehensively evaluate its own performance.
- 9. Enhance ICVA's public standing. The Board shall clearly articulate ICVA's mission, accomplishments, and goals to the public and garner support from the veterinary community.
- 10. **Determine, monitor, and strengthen ICVA's programs and services**. The Board shall determine which programs are consistent with ICVA's mission and shall monitor their effectiveness.