

Pat N. Confalone
Chair, ACS Board of Directors
Oral Report to Council
Wednesday, August 24, 2016

Madam President and Members of Council:

Thank you for this opportunity to brief you on the issues discussed and actions taken at the ACS Board of Directors Meeting, conducted on Friday and Saturday.

At this meeting, the Board piloted a new agenda format that emphasized discussion rather than longer oral reports. This allowed the Board to consider a number of key strategic issues and respond with several actions after greater deliberation.

- On the recommendation of the Committee on Grants and Awards, the Board voted to approve the Society's nominees for the 2017 Perkin Medal, the 2017 National Science Board Public Service Award, and the 2017 Alan T. Waterman Award; and to approve revisions to the rescission process for the national awards and ACS Fellows designation.
- On the recommendation of the Joint Board-Council Committee on Publications, the Board voted to approve the reappointment of editors-in-chief for two ACS journals.
- On the recommendation of the Society Committee on Budget and Finance, the Board voted to approve the advance member registration fee of \$445 for national meetings held in 2017 and also authorized program funding requests for several programs.

The Board discussed the history, role, and contributions of its Standing Committee on Corporation Associates, and the responsibility of ACS to effectively capture the needs of industrial members and their corporations.

The ACS Board of Directors believes that to endure and thrive in the future as a service organization, ACS must be more flexible and agile in its decision-making processes and the execution of our strategies. The Board is seeking ways to engage ACS stakeholders in identifying opportunities for governance improvement that will enable ACS to advance its mission in a streamlined and simplified manner. I've written a comment column on this topic in the August 22 issue of C&EN, and urge you to consider its content.

With Alan Ehrlich, Vice-Chair of the Council Policy Committee, I am pleased to announce that the Board and CPC have agreed to create a new task force that will look at the Society's future governance needs. We believe such an activity can only be effective if done jointly by the Board and Council, as represented through CPC. Hence, a joint Board-CPC Task Force on Governance Design will undertake this effort. Its membership will be broadly representative of both the Board and key Council-related committees.

Why consider governance design and why now? We are at a point in which many in ACS perceive a need for more agility, flexibility, and simplicity in our governance structures and processes. In fact there are a host of independent efforts reviewing one or more of these aspects. For example, a Membership Affairs Committee working group has formed to review alternatives to the limitations on conducting dues tests for ACS members; other Council committees have successfully identified large sections of bylaw text and placed them in procedure documents to allow flexibility in making changes to them; CPC is reviewing Council size and representation; the Committee on Nominations & Elections has formed a task force to consider what the national elections process will look like in 2020; comments from the floor of Council are suggesting improving the agenda of Council meetings; the Committee on Constitution & Bylaws is examining the need for a broader review of bylaw provisions; ACS staff has begun to "streamline and simplify" certain financial, HR, and IT

systems to unify around a single system for business process; and a Board task force, chaired by Paul Jagodzinski, had begun to frame some procedural steps forward to assemble a larger, more representative group to look at these issues.

The world is changing in ways that demand quicker, crisp decisions. ACS is encountering this need as we become a much more global organization, both in membership and commercial operations. We face new challenges such as how to allow national governance representation for our international members and how to quickly develop new membership offerings in ways that don't require a year-and-a-half bylaw amendment process. Let us remember that we are stewards of a long and distinguished heritage of "encouraging chemistry in the broadest and most liberal manner" as stated in our national charter.

We have a duty to ensure our organization is positioned to allow us to most effectively and efficiently improve people's lives well into the future. ACS has a wonderful history of including members and all stakeholders in our structures and programs. How do we best maintain opportunities for involvement while designing a governance structure and processes that will best drive the ACS of the future? We believe that this joint Board-CPC task force can take the initial steps on this journey.

The task force has been given the following charge:

1. Engage stakeholders in identifying opportunities and issues for governance improvement;
2. Design a next-generation governance model enabling an ACS with greater efficiency and agility;
3. Develop a model for governance structure with more efficient processes based on stakeholder input.
4. Communicate this model and implementation roadmap to the ACS Board and Council.

We are pleased that the following members on the screen have agreed to serve on the task force. They include representatives of CPC, the Board, the Committee on Committees, Constitution & Bylaws, Nominations & Elections, Younger Chemists Committee, and the Diversity & Inclusion Advisory Board.

The first objective of this task force will be to poll Council to gather your views. Please give this poll your utmost attention when you receive it. I thank you in advance for your help in this important program!

Madam President, this completes my report.

Executive Session Actions and Discussions – August 2016



The Board voted to

- approve the Society's nominees:
 - 2017 Perkin Medal
 - 2017 National Science Board Public Service Award
 - 2017 Alan T. Waterman Award
- revise rescission procedures for national awards and ACS Fellows designation
- approve reappointment of two journal editors

Executive Session Actions and Discussions – August 2016



The Board voted to

- approve the advance member registration fee of \$445 for national meetings held in 2017
- authorize funding requests for several programs

Joint Board – CPC Task Force on Governance Design



Charge

- **Engage stakeholders in identifying opportunities and issues for governance improvement**
- **Design a next-generation governance model enabling an ACS with greater efficiency and agility**
- **Develop a model for governance structure with more efficient processes based on stakeholder input**
- **Communicate this model and implementation roadmap to the ACS Board and Council**

Joint Board – CPC Task Force on Governance Design



Mary K. Carroll, Co-Chair

Paul W. Jagodzinski, Co-Chair

Frank Blum

Wayne Jones

George Bodner

Natalie LaFranzo

William F. Carroll, Jr.

Les McQuire

Jim Carver

Ingrid Montes

Judy Giordan

Carolyn Ribes

Teri Quinn Gray

Barbara Sawrey

Rigoberto Hernandez