Implementation Plan for
Health Physics Society
Board of Directors Restructuring

Prepared by:
Task Force on HPS BOD Restructuring

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1. EXECUTIVE SUMMARY

The Task Force on HPS Board of Directors (BOD) Restructuring (hereafter referred to as the Task Force) was created in July 2013 as a result of approval of the following motion: “That the BOD support the concept of a reduced Board with a planned potential elimination of the executive committee.” This was approved by a margin of 12-1-1 (12 for, 1 against, 1 abstained). The motion to create the Task Force was as follows: “To approve the creation of a Task Force, reporting to the Executive Committee, for the purpose of further developing proposed governance changes and to create a schedule for approval and implementation of these changes.” This motion passed unanimously. The Task Force has developed this plan to provide the details regarding the schedule and implementation of the changes. The implementation plan consists of a recommended new governance structure, some changes to the Bylaws and the Rules, and a few suggestions on how to communicate this to the membership. The Task Force will be making a motion for acceptance of this Implementation Plan at the Midyear Meeting in 2015.

2. JUSTIFICATION FOR GOVERNANCE CHANGE

This section of the Plan provides a discussion of the justification and reasons why changes to the Society’s governance are necessary and vital to sustaining the health of the Society. A viable Society requires continuous oversight and monitoring in cooperation with a proactive pursuit of optimum governance strategy for the future. Experience from professional and non-professional sources demonstrate that governance changes are evolutionary, not revolutionary, necessitating making critical and difficult decisions now about the future of the Society. Implementation of fundamental governance strategies will take several years of sustained effort, and so while many society members may think these governance changes are radical, quick, or reactionary, in reality they will be implemented through a phased, well planned strategic plan.

The adage “If it ain’t broke, don’t fix it” does not universally apply to governance changes. While it may appear externally that process(es) supporting the Society’s operations are working well, a subjective insight, it is a well-known fact that the ability to accommodate change and adapt is not only an essential attribute to sustaining success but in the animal kingdom it is a rite of survival. Time, value expectations, generational differences, competition, and technology rank high among the drivers for implementing governance changes and are discussed in this section.

Information from the book Race for Relevance (2011 Edition) by Harrison Coerver and Mary Byers and the Ad Hoc Committee on Society Governance Report prepared by John Lanza presented to the Board of Directors at the 2013 annual HPS meeting serve as the primary basis for the contents of this section. Based on their research, the authors of Race for Relevance denote five things which people are willing, and highly motivated to devote time to. These
include meaningful projects, ideas that assist and enhance their work/jobs, interesting initiatives, causes people care about and have a passion for, and activities that are enjoyable. Volunteers are scrutinizing their commitments more so now than in the past, as they juggle multiple competing demands. They expect return on their investment of time, a difficult challenge for organizations such as the HPS to deliver.

Belonging to a professional organization used to be considered being part of that profession, in other words it came with the territory, but research shows this is no longer the case. Many of the services, amenities, and benefits offered by a professional membership do not necessarily align with the needs of the professional or his/her employer. The key driver for the employer is whether or not core business is supported by the employee’s professional membership. Hence, one of the challenges for societies today is to tailor activities to provide value to the employer, and not just to the professional.

Several of the drivers denoting a need to implement governance changes are also reasons for the trend in declining membership in the Society. During the ten year period 2004 – 2014 the total number of members has decreased by 17.25%. (Membership survey data obtained from Brett Burke) It is vital for the Society to be ready to meet the inevitable challenges that result from changes in technology, member’s needs/expectations, and the availability of volunteers to fill leadership, committee, section, and chapter roles. The relationship between declining membership and the need for governance change can be illustrated by an analysis of the reasons why individuals decide to relinquish their memberships. While reasons vary widely, common threads such as not meeting one’s expectations, lack of a sense of ownership and empowerment, untimely changes, and suggestions/ideas not being considered or implemented are examples of drivers for governance change.

In order to facilitate an efficiently operating Society with a strategic vision a small (e.g. seven member) diversified Board whose membership is carefully selected based on a cohort of various competency areas, skill sets, and goal-oriented tasks will be necessary. The Board members, who would be replacing the current Executive Committee, will be making critical decisions influencing long term forward looking actions affecting the future direction of the Society. The matrix of skills and competences of Board members must also be dynamic, i.e. evolve with the needs and demands of the times.

Another reason which justifies governance changes has to do with the agility and flexibility to respond to Society’s needs in a timely manner. In order to maintain and sustain the Society’s relevance in an ever changing quick paced world, efficient processes to make timely responses are vitally important, especially in dealing with media events such as the Fukushima accident, and to react to general legislative and regulatory issues. Governance changes will enhance and optimize the operations and internal functioning of the Society to support rapid, yet thorough responses, without compromising the scientific quality and accuracies of the information.
The member market of the Society is constantly changing as a result of generational, business, and personal drivers. Governance change is warranted in order for the Society to redefine and reassess its core services and benefits that will align with the fluctuating member market. Implementation of the strategic opportunities through the recommended approaches outlined in the Marketing ad hoc committee report will provide the infrastructure for recruiting and retaining members. The Marketing ad hoc committee report, presented to the Board of Directors at the 2013 annual meeting, outlined three strategic pathways to implement a marketing campaign. These included (1) the creation of a database for targeted communications campaign, characterizing membership by position and level of responsibility; (2) the development of an “Exposure Is Everything” networking campaign designed for existing members to network with colleagues internal and external to their workplaces who are not members; and (3) the promotion of expertise and increasing exposure of HPS members to educational institutions, media, government entities, and philanthropic organizations through a Speaker’s Bureau.

As the field of Health Physics continues to broaden (e.g. nanotechnology, space exploration, medical advances in therapeutic radiation modalities), the existing governance model of the Society will unlikely be able to serve these new segments of our profession equally well. In order for the Society to continue positioning itself as the leader on radiation protection issues, governance changes which embrace the elements of a proactive outreach organization are essential.

The sequence of change is very important in supporting any transformation process. The “right” governance is selected based on comprehensive study and research, which has been successfully accomplished by the Governance ad hoc committee. This task force has validated the extensive work completed and approved for implementation by the 2013 Board of Directors. The 2013 annual Board meeting minutes are available on the HPS website. Next in sequence are the decisions regarding member market that will lead to the right program(s) and product/services mix. This should then be followed by the determination of the best technologies that will deliver the elements of the member benefits/value.

3. PROPOSED CHANGES FOR THE HPS

Currently the BOD is made up of President, Past President, President-Elect, Secretary, Treasurer, nine Board members and in alternating years either Secretary-Elect or Treasurer-Elect. The Task Force is recommending the new 7 member BOD include the Past President, President, President-Elect, and four Board members with the elimination of the Executive Committee. The proposed changes here are consistent with recommendations of the previous ad hoc committee on governance but offer more details and refinement. The Task Force recommends reducing the size of the BOD from 15 to 7. The Task Force recommends the President Elect and Directors be voted on by members of the society. We recommend that the Secretary and Treasurer be appointed from within the BOD each year. A newly-developed position called ‘Associate
Director’ would be added to serve as a conduit for the committees to report to the BOD. The Associate Directors and Committees would be handling the day-to-day business of the Society, whereas the new BOD would be a strategic governing body (see Figure below). The new 7-member BOD would be competency-based and due to the importance of this for the success of the BOD, this is discussed in detail in the following section.

The Task Force has been following the changes undertaken by the American Society of Safety Engineers (ASSE). They have reduced their BOD from 16 to 10 members and are going from geographic representation to competency-based with the intent to ‘create a BOD that is responsive and relevant to all members.’ (Professional Safety, ASSE Oct 2013) This has received 84% approval by their house of delegates and will be implemented. We understand the ASSE at 35,000 members is much bigger than HPS, but this shows that other organizations are recognizing the importance of being forward thinking in regards to governance. The American Industrial Hygiene Association and American Association of Physicists in Medicine have also gone through a similar reduction in BOD size. Several other societies were also mentioned in the Race for Relevance book as having undergone this change with successful results.

The transition from the current 15 member BOD to the 7 member BOD would be a phased approach. No one holding a position in the society would be removed from office. This process would take 3 years. The spreadsheet below shows the evolution should this start at the close of
the 2017 meeting which would correspond to elections held in the fall of 2016. The blocks in white show positions open and those in blue show those which have been removed. If it were to begin in another year, the only change would be within the Secretary and Treasurer offices depending on whether they were up for election.

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The position of Associate Director (AD), as a part of the governance model, is essential to the functionality of the proposed system. These individuals will manage the strategic goals of the society in conjunction with the corresponding committees thusly serving as a conduit back to the board for issues regarding the achievement of those goals. This also relieves some of the duties
of a smaller board, as the associate directors will be able to interface with the committees on issues.

-The AD responsibilities shall include but are not limited to:

- Management of the societies strategic goals and reporting to the Board on the implementation of said goals by committees
- Management of assigned goal categories and the committees they are aligned with.
- Appointment of members and chairs to committees

-Changes to take effect if new governance model is accepted:

- HPS Strategic Goals 4 (Promote the health physics profession) and 6 (Promote collegial relationships between the Society and other professional organizations) shall be combined and managed under one AD to reduce the required number of ADs to 5

ADs shall be voted on by society membership for a 3-yr term and are eligible to serve 2 consecutive terms if voted in by members. This is a significant change in the HPS current governance system as it frees up the BOD members to concentrate on bigger issues facing the society rather than day-to-day operations.

What will not be affected?

The operation of committees, sections, and chapters will be unchanged by this process with the exception of who they report to.

If the BOD approves the reduction of the size of the BOD, the next step would be to educate the members about proposed changes. Prior to this being voted on by the society membership, there will be several different avenues used to educate members about the potential changes. Newsletter articles will be used as well as discussion on Linked In and posts on Facebook. A presentation will be made at the annual and/or midyear meeting. Another form of communication could be a five minute You tube video (voice and slides) that would be made available for chapters to show at their meetings. The president-elect will be asked to briefly discuss at the chapter visits. Broadcast emails will also be made to Society membership. Timing and schedule of these items will be determined upon BOD approval. Once the governance changes come up for a vote, they should not be a surprise to anyone.

Member vote on changes

Once the BOD approves the changes, then they will be taken to the membership for a vote. This will include voting on all the bylaw changes needed. This will likely need to be a special ballot due to the fact it is a big change for the society. Rules changes will need to be approved by the BOD. The following provides a summary of the changes that would be necessary.
THE BYLAWS

• No changes would be made to Articles I, II or III, governing the Society’s name, objectives and purposes, and membership.

• Article IV would have changes to Section 1, in which Secretary-elect and Treasurer-elect would be eliminated. There is need of a typographical modification in Section 4.

• Article V Section 1 could have the plan for quarterly meetings inserted, but it is not necessary. Section 2 would be changed from nine elective directors to seven (President, President-elect, Past President, and four competency-based elective Directors). Section 3, which deals with the Executive Committee, would be eliminated.

  o Article V Section 4

    ▪ It deals with the Advisory Panel composed of Executive Director, Parliamentarian who is also chair of the Rules Committee, the chair of the Program Committee for the next annual meeting, the editors in chief of the official journals, and other such persons as the President may designate.

    ▪ The Advisory Panel is supposed to “attend all open sessions of the BOD and participate in policy discussions.” In the Rules they can comment when asked for advice and suggest that a particular motion be made.

    ▪ The Advisory Panel should still be a resource for the BOD, but having everyone present will tend to make the BOD meetings continue as they currently are, with little time for strategic planning. The Advisory Panel’s input could remain a source of ideas for the BOD without having to be present in every open meeting. They would be invited to attend if there were issues to discuss that required their expertise. The Parliamentarian is currently in ALL meetings of the BOD, but the way the BYLAWS are written here, that is not the case (only “open” meetings). The Task Force recommends that the Parliamentarian continue to attend the meetings.

  o Section 5 on Chapter Councils presided over by the President-elect would not change.

• Article VI, ELECTIVE OFFICES AND VOTING PROCEDURES, Section 2 on keeping a geographical balance among the BOD members would be eliminated. Section 3 on the Nominating Committee would be modified with emphasis on competency-based nominations. Sections 4 & 5 would not change. Section 7 regarding vacancy in office for Secretary, Treasurer and their successors would be eliminated. Section 8 no change required.

• Article VII, ADMINISTRATION, Sections 1 & 2 remain unchanged. Section 3 will need to be modified if suggestions above are deemed appropriate. Sections 4 & 5 remain unchanged. Section 7 may need modification if previous changes are made to Article VI.
Section 8 will need modification to remove reference to the Executive Committee. Section 9, 10 & 11 remain unchanged.

ARTICLE VIII, AFFILIATIONS, remains unchanged.

ARTICLE IX, MEETINGS, Sections 1 & 2 remain unchanged. Section 3 will need reference to Executive Committee omitted and potential changes to the need for all members of the Advisory Panel to attend. Sections 4 through 8 remain unchanged.

ARTICLE X, MISCELLANEOUS, remains unchanged. There may be interest to specify how a request from a member is deemed to be not germane to the affairs of the Society.

ARTICLE XI, AMENDMENTS, remains unchanged.

THE RULES

A number of rules will need to be amended to simply remove references to Treasurer-elect and Secretary-elect: 5.0, 5.3, 5.4, 5.6, 5.7, 6.1, 6.3, and 7.1.7.

Others will need to be changed to remove reference to the Executive Committee: 5.1, 6.2, 6.3, and 6.4.

Secretary and Treasurer would no longer be elected positions so the following are affected: 5.3, and 5.4.

Attendance requirements for the Advisory Panel: 7.4 will need revision.

4. COMPETENCY-BASED LEADERSHIP DEVELOPMENT

Competency-based leadership simple means identifying the necessary skills (competencies) needed for prepare the society for success in the future. This will require BOD nominees based on skill sets that are desired rather than ‘who you know’. For example, if the Society leadership decided that marketing of the Society was vital for the future success of the Society, when screening potential BOD members election, candidates would be sought that had marketing experience. The identification and screening of potential candidates is further discussed below.

Defining “Leader” in the nonprofit organizational world

Legally, a Nonprofit Board is “alive” and acts as a legal entity only when it acts as a Board—as a team. In this sense, the Board itself is the “leader” of the Society. What we want, then, in an all-volunteer Board “Leader” for the Society, is actually a team.

If the Board of Directors is the designated “Leader” of the Society, it acts only when it is called to order and acts as a group or team, but an individual from the group may have a task or function designated as part of being on that team. It may be that the President is the Spokesperson for the group at any given time—therefore the President needs good presentation
skills! That is a “leadership skill” that can be developed, to a certain extent, through training and practice. Not everyone is a gifted orator, but one can learn to give an excellent speech. Not everyone can be a gifted facilitator, but one can learn to run a meeting effectively.

**Identifying Needs and Solutions**

We need to develop enlightened, empowered, competent team members. We need to develop individuals who know how to not be afraid of competency in others, but rather to appreciate competency and how best to use it for a common goal. This is a skill set that some never learn, nor want to learn. This can’t be totally taught, only identified when placed in a situation in which it can be brought out, practiced, enhanced and used. This is what “leadership development” in the volunteer world is or should be all about. This is something that is necessary for governance in the world of Nonprofits, which does include volunteer professional organizations such as the Health Physics Society.

So--**What can a Professional Nonprofit Organization do to foster their “leadership team”?**

A professional society can plan and describe its internal governance infrastructure in a manner that allows people to

- “get credit for” a volunteer activity,
- provide a method to give back to the profession and society, and
- provide opportunities to explore and develop previously unused –or maybe unrecognized-talents of their own.

With an interdisciplinary field such as health physics, so many useful skills cannot be taught in a couple years of post-graduate work, let alone a week or two--or five--of concentrated, very specific “lab lectures.” One needs that lab lecture, but one also needs a venue for the “lab”—a place to get out and practice. A professional society can provide a venue for

- “developing leadership” and providing experiences for professionals (especially young professionals) outside of the scope of their routinely assigned, paid tasks in a manner that a first job, a short continuing education program, an internship, or a residency cannot, and
- providing collaborative team development opportunities, and
- providing professionals of all levels of experience a place to explore other aspects of their profession and their own talents. Everyone needs a place to develop and grow certain skills usable within the profession or associated with the profession that may not be required or used all the time in positions that put food on the table and a roof over the head.
A Board Development Process Tool

We do need to think about the attributes and skills first that are required for individuals on the Board of Directors to meet the responsibilities which are already outlined in the By-Laws.

The Leadership Identification Committee (LIC) is a vital committee in this system. Our existing governance process has a Nominating Committee that fulfills most of the charge that a LIC does. We propose the LIC replaces the Nominating Committee. Constraints and requirements also appear in existing By-Laws that can be incorporated into the formal leadership identification process.

An example of a tested, useful tool for this identification process is an adaptation of a generic “Board Matrix” tool to summarize the evaluation, selection and interviewing of candidates for the Board of Directors. If a similar Matrix tool is developed and available for each newly formalized level of internal governance, it will assist in documenting a leadership track within the Society.

The Task Force also recommends the Board Matrix worksheet be tested as the basis for a Six Sigma management tool. How to use the tool and the theory behind this Six Sigma process is a management topic for members of the LIC as well as an orientation to the specific task.

The LIC will determine with direction from Society leadership the competencies that are needed during any given election year. Then the LIC will screen potential nominees using something like the Board Matrix.

The development process can also do this further by

- using appropriate titles for governance positions
- describing skills/competencies at each level needed
- providing pertinent workshop-type short orientations to new and returning individuals filling these governance positions.

These efforts can demonstrate a leadership track within the Society. It can be useful to not only attract professionals interested in career development-- it can also be used to sell participation in the professional organization to an employer.

For example, one can be an Associate Director and have an Associate Directors meeting/workshop called at annual meetings in which a (required continuing education) short workshop for a particular management or leadership skill(s) most especially needed at that particular level of governance is presented as well as a team meeting. This will be a benefit to an outside employer, as someone may have the (relatively inexpensive) opportunity to develop valued skills while attending a professional society meeting, in which they would normally attend.
It should also be noted that this documentation and planning process should not be so prescriptive that it isn’t “fun” to volunteer. One needs descriptions of requirements and guidelines for a group or class (e.g. Board of Directors, or Associate Directors) that is a combination of task proficiencies and diversity suggestions so that volunteers have enough opportunities to volunteer for something specific so they can try things out within the parameters of their particular charge.

We can work through a similar presentation/process for each directorship/managership so that they provide efficient and hopefully effective recommendations to the President for what they need to do their work in their groups. This will allow the new BOD to have the time and energy to focus on big picture strategic issues for the society rather than day-to-day operations.

REFERENCES


4. Member Survey Data, 2014 Annual Meeting