

*Ecological Society of America*

**Governance Redesign  
Recommendations**

Governance Subcommittee Final Report  
May 21, 2021



# Charge to the Governance Subcommittee

The subcommittee will consider how the overall ESA governance can be most effective and efficient given the Society's current size, structure, and strategy. It will research current and potential governance models with an eye toward the division of responsibilities at various levels throughout the Society and an emphasis on greater transparency, communication, and participation. The subcommittee will compare current ESA practices and policies against association best practices, e.g., officer positions and responsibilities; committee, council, section, and chapter structure; communication and coordination with member leaders across these different groups.

The subcommittee will:

- 1) confer with committee chairs, including those not currently on the Governing Board,
- 2) gather input from the Sections and Chapters,
- 3) recommend whether current structures and practices require restructuring and, if so, to what extent,
- 4) propose changes to bring about the new governance structure, e.g., to the Bylaws and/or Policies & Procedures Handbook

# ESA Overview

## **8,000 members**

- 75% academic researchers
- 20% government researchers
- 5% nonprofit/other

## **Governance Structure**

- 55 Council members
- 11 elected Governing Board members

## **Role of Governance**

To ensure the organization's health and effectiveness, advancing its mission and long-term well-being

## **GOVERNANCE CHALLENGES**

### **1. Coordination at Board Level**

- Governing Board needs to focus on all major business lines (Publications and Meetings Committees should report directly to Governing Board)

### **2. Division of Labor**

- Uneven workload among vice presidents
- Inconsistent relationship between Governing Board members and committees

### **3. Committee Work**

- Different types of committees.
- How to effectively guide committee work

### **4. Communication & Alignment**

- Overlap between Governing Board and Council
- Uneven communication between Governing Board and committees
- Limited coordination between Sections and Chapters

### **5. Leadership Development & Support**

- Limited member participation in Society governance
- Lack of leadership continuity among volunteers
- Need to expand and diversify leadership pipeline

### **6. Strategic Alignment**

- Disconnect between strategic plan and committees, Sections & Chapters

# Recommendations

*including bylaws revisions*

1. Reconstitute Governing Board without disciplinary vice presidents
2. Align committees into board, program, and administrative committees with appropriate reporting and supervising lines
  - a) Create new standing board committee: Leadership & Governance Committee to nominate committee chairs and review governing documents.
  - b) Support recent Governing Board decision to establish new standing board committees: Finance Committee and Committee on Diversity
3. Refresh committee processes—how committees are charged, who creates committees, committee report out to the Council
4. Redefine the purpose and structure of Council

# Goal: Recommend Bylaws Changes to Council (July 2021)

	Situation Assessment: BOARD & STRATEGIC PLAN REVIEW (Sep – Dec 2018)	Phase 1: GOVERNANCE RENOVATION (Jan – Aug 2019)	Phase 2: GOVERNANCE REDESIGN (Sep 2019 – Aug 2020)	Phase 3: COMMUNICATION & INCLUSION (Sep 2020 – Jul 2021)
<b>Goals</b>		<ul style="list-style-type: none"> <li>• Effective and efficient governance</li> <li>• Streamline and simplify</li> <li>• Modernize and resolve conflicting policies</li> <li>• Improve member participation in Society</li> </ul>	<ul style="list-style-type: none"> <li>• Align governance structure to support strategic plan</li> <li>• Increase transparency and communication</li> <li>• Use volunteer and staff time more efficiently and effectively</li> </ul>	
<b>Outcomes</b>	<u>Led to</u> <ul style="list-style-type: none"> <li>• Strategic Planning Subcommittee</li> <li>• Governance Subcommittee</li> </ul>	<u>Resulted in</u> <ul style="list-style-type: none"> <li>• Dissolved Constitution, and approved new Bylaws</li> <li>• Compiled ESA Policies and Procedures Handbook</li> <li>• Updated descriptions for officers and committees</li> </ul>	<u>Focus</u> <ul style="list-style-type: none"> <li>• Governing Board</li> <li>• Committee Structure</li> </ul> <u>Working Agreements</u> <ul style="list-style-type: none"> <li>• Reconstitute board using at-large model, eliminate vice presidents</li> <li>• Align committees into board, program, and administrative committees</li> </ul>	<u>Focus</u> <ul style="list-style-type: none"> <li>• Committee Composition &amp; Processes</li> <li>• Council</li> <li>• Recommendations on Bylaw changes to realign governance</li> </ul>

# Thank you, Governance Subcommittee members!

<b>Phase 1: GOVERNANCE RENOVATION (Jan – Aug 2019)</b>	<b>Phase 2: GOVERNANCE REDESIGN (Sep 2019 – Aug 2020)</b>	<b>Phase 3: COMMUNICATION &amp; INCLUSION (Sep 2020 – Aug 2021)</b>
<p><u>Current Governing Board Members</u></p> <ol style="list-style-type: none"><li>1. Evan DeLucia, Vice President of Finance (chair)</li><li>2. Jessica Gurevitch, Secretary</li><li>3. Laura Huenneke, President</li><li>4. Manuel Morales, Members-at-Large</li><li>5. Osvaldo Sala, President-Elect</li></ol> <p><u>Past Governing Board Members</u></p> <ol style="list-style-type: none"><li>6. Charles Canham, former Secretary</li></ol>	<p><u>Current Governing Board Members</u></p> <ol style="list-style-type: none"><li>1. Evan DeLucia, Vice President of Finance (chair)</li><li>2. Jessica Gurevitch, Secretary</li><li>3. Manuel Morales, Member-at-Large</li><li>4. Osvaldo Sala, President</li><li>5. Kathleen Weathers, President-Elect</li></ol> <p><u>Past Governing Board Members</u></p> <ol style="list-style-type: none"><li>6. Charles Canham, former Secretary</li></ol> <p><u>Committee Chairs</u></p> <ol style="list-style-type: none"><li>7. Carmen Cid, Board of Professional Certification</li><li>8. Robert Jackson, Publications Committee</li><li>9. Richard Pouyat, Meetings Committee</li></ol>	<p><u>Current Governing Board Members</u></p> <ol style="list-style-type: none"><li>1. Zoe Cardon, Member-at-Large</li><li>2. Jessica Gurevitch, Secretary</li><li>3. Dennis Ojima, President-Elect</li><li>4. Kathleen Weathers, President</li></ol> <p><u>Past Governing Board Members</u></p> <ol style="list-style-type: none"><li>5. Evan DeLucia, Vice President of Finance (chair)</li></ol> <p><u>Committee Chairs</u></p> <ol style="list-style-type: none"><li>6. Carmen Cid, Board of Professional Certification</li><li>7. Richard Pouyat, Meetings Committee</li></ol> <p><u>Section &amp; Chapter Chairs</u></p> <ol style="list-style-type: none"><li>8. Ariane Peralta, Microbial Ecology</li><li>9. Daniel Rubenstein, Rangeland Ecology</li><li>10. Dan Stover Soil Ecology</li><li>11. Marcel Vaz, Latin America Chapter</li></ol>

## Recommendation 1:

Reconstitute Governing Board without disciplinary vice presidents

Current Governing Board (11 voting members)
• 3 Presidents
• 4 Vice Presidents <ul style="list-style-type: none"><li>○ Finance</li><li>○ Science</li><li>○ Public Affairs</li><li>○ Education &amp; Human Resources</li></ul>
• 1 Secretary
• 3 Members-at-Large

Proposed Governing Board (11 voting members)
• 3 Presidents
• Vice President for Finance
• 1 Secretary
• 6 Board Members

## Recommendation 1:

Reconstitute Governing Board without disciplinary vice presidents

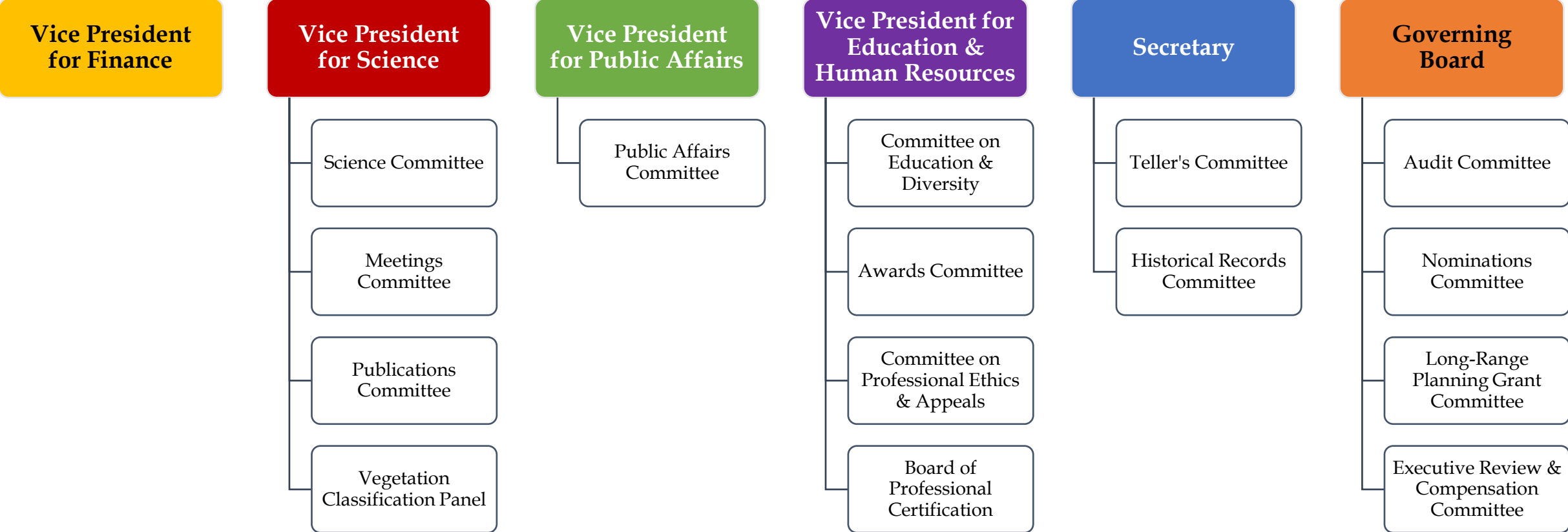
### Other Bylaws-Related Changes

1. Speaker of the Council is non-voting, ex officio member of Governing Board
2. Except for President, all board members (including other officers) serve 3-year terms that are renewable once
3. At least 3 meetings per year
4. Transition: New Bylaws go into effect January 1, 2022
  - a) For Vice Presidents who have already been elected
    - *Title:* Changes from Vice President to Governing Board member effective January 1, 2022
    - *Duties:* May continue to chair designated committee chair (Science Committee, Public Affairs Committee, Committee on Education & Diversity) until Annual Meeting 2022
  - b) Additional transition rules to be determined by Governing Board
    - *Intention:* To balance number of open positions on the ballot each year (e.g., shift from 3-3-5 cycle to 3-4-4 cycle going forward)
    - *Suggestion:* Delegate one-time authority for special appointments or extensions (if needed) to Governing Board as part of transition



**Recommendation 2:** Align committees into board, program, and administrative committees with appropriate reporting and supervising lines

**Current Committee Structure**



# Recommendation 2: Align committees into board, program, and administrative committees with appropriate reporting and supervising lines

## Proposed Committee Structure



## Recommendation 3: Refresh committee processes—how committees are charged, who creates committees, committees report out to the Council

	Current	Proposed
<b>Authority</b>	<ul style="list-style-type: none"> <li>❖ Charged by and report to Vice President/Secretary</li> </ul>	<ul style="list-style-type: none"> <li><input type="checkbox"/> Established in Committee Leadership Manual (approved by Governing Board)</li> <li><input type="checkbox"/> Additional charges proposed by President and approved by Governing Board</li> <li><input type="checkbox"/> All committees report to Governing Board</li> </ul>
<b>Committee Chair</b> <i>3-year terms, renewable</i>	<ul style="list-style-type: none"> <li>❖ For some: Vice President/Secretary, elected by members</li> <li>❖ For others: Nominated by Vice President/Secretary, appointed by President</li> </ul>	<ul style="list-style-type: none"> <li><input type="checkbox"/> <i>Board Committees:</i> Proposed by President and approved by Governing Board</li> <li><input type="checkbox"/> <i>Program Committees:</i> Nominated by Ad Hoc Leadership &amp; Governance Committee and appointed by President</li> </ul>
<b>Committee Members</b> <i>3-year terms, renewable</i>	<ul style="list-style-type: none"> <li>❖ Nominated by committee chair (who may be Vice President/Secretary)</li> <li>❖ Approved by Vice President/Secretary in consultation with President</li> </ul>	<ul style="list-style-type: none"> <li><input type="checkbox"/> <i>Board Committees:</i> Proposed by President and approved by Governing Board</li> <li><input type="checkbox"/> <i>Program Committees:</i> Nominated by committee chair and approved by President</li> <li><input type="checkbox"/> President &amp; Executive Director are ex officio, non-voting members of all committees</li> </ul>
<b>Reports</b>	<ul style="list-style-type: none"> <li>❖ Written report to Council at Annual Meeting as part of “Annual Reports to Council”</li> <li>❖ Other reports to Governing Board as needed</li> </ul>	<ul style="list-style-type: none"> <li><input type="checkbox"/> <i>Board Committees:</i> Report to Governing Board</li> <li><input type="checkbox"/> <i>Program Committees:</i> Written report to Governing Board &amp; Council at Annual Meeting, other reports as needed</li> </ul>
<b>Funding</b>	<ul style="list-style-type: none"> <li>❖ Determined by Governing Board via budget</li> </ul>	<ul style="list-style-type: none"> <li><input type="checkbox"/> Determined by Governing Board via budget</li> </ul>

## **Recommendation 3: Refresh committee processes—how committees are charged, who creates committees, committee relationship with Council**

### **Bylaws-Related Changes**

1. *Only a few Board committees named in bylaws (because they relate to elections)*
  - Board of Professional Certification
  - Nominations Committee
  - Teller's Committee
2. *Remove other committees from bylaws, and define in Committee Leadership Manual*
  - To make committee structure more flexible, NOT to eliminate any committees

*Note: Ad Hoc Leadership & Governance Committee to review committee charges and development process for nominating committee chairs (approved and charged by Governing Board)*

### **ESA Policies & Procedures Handbook: To be updated**

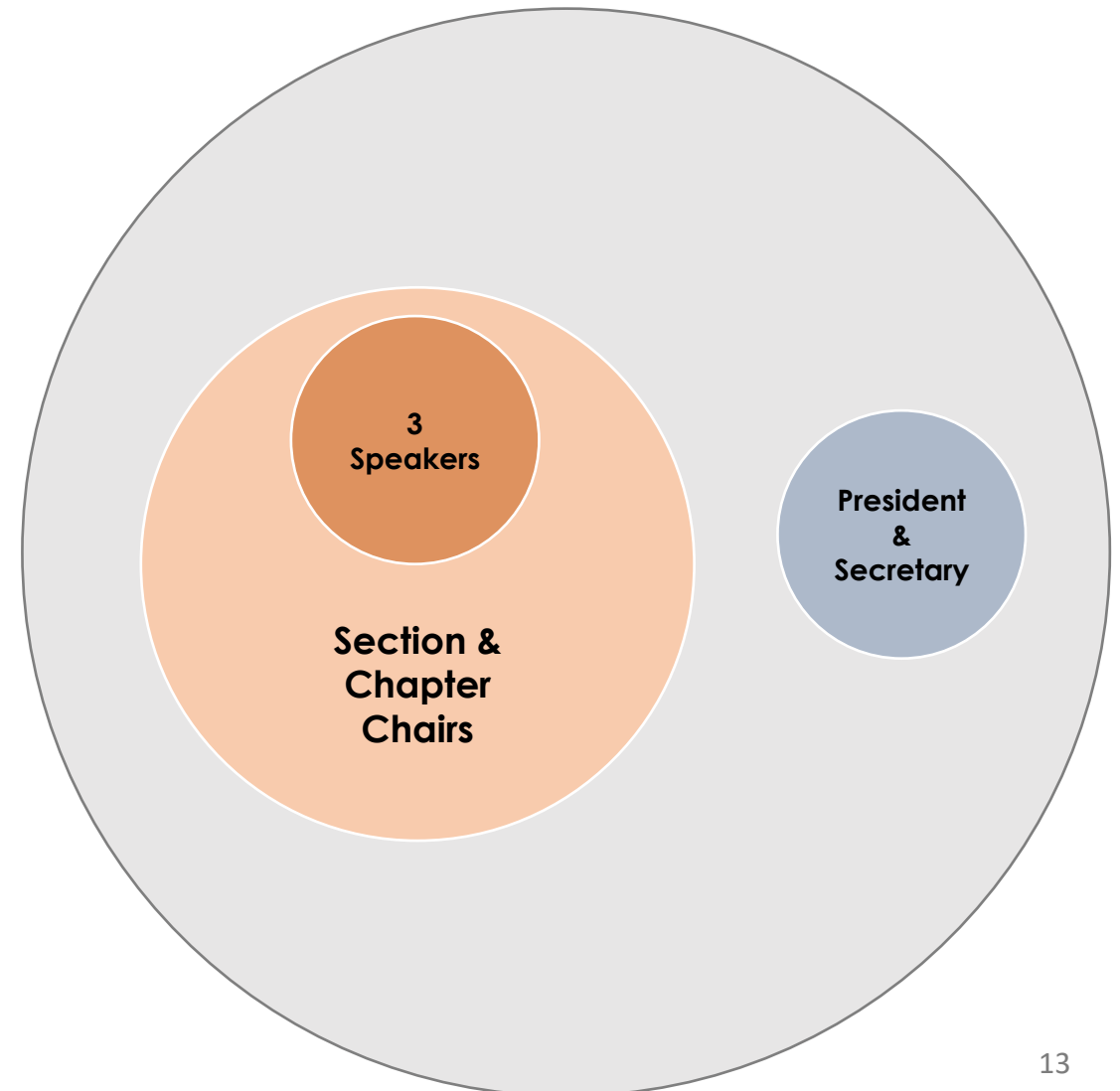
- ❖ *Officer Position Descriptions*
- ❖ *Committee Leadership Manual*
  - Charge & composition for all standing committees
  - Other standing committees include:
    - Audit Committee
    - Awards Committee
    - Diversity Committee (new)
    - Education Committee
    - Executive Review & Compensation Committee
    - Finance Committee (new)
    - Historical Records Committee
    - Meetings Committee
    - Professional Ethics & Appeals Committee
    - Public Affairs Committee
    - Publications Committee
    - Science Committee
    - Vegetation & Classification Panel

## Recommendation 4: Redefine the purpose and structure of Council

### Current Council Composition



### Proposed Council Composition



## **Recommendation 4:** Redefine the purpose and structure of Council

### **Council Purpose**

#### **Council as an engine for strategic planning and implementation**

*(Enhanced role)*

- ❖ Forward-looking body to provide early input on ESA strategic plan
- ❖ Forum for discussion of major committee recommendations to inform Governing Board decisions
- ❖ Venue for members' voices through sections and chapters

#### **Council as mechanism for member participation in governance**

*(No changes to current bylaws)*

- ❖ Approve and dissolve sections and chapters
- ❖ Final vote to amend bylaws
- ❖ Remove Governing Board members

## Recommendation 4: Redefine the purpose and structure of Council

	Status Quo (n = 66)	Sections & Chapters (n = 39)	Changes & Benefits
<b>Composition (Voting)</b>	Governing Board (11) Committee Chairs (8) Section Chairs (33) Chapter Chairs (6)	Section Chairs (33) Chapter Chairs (6)	<ul style="list-style-type: none"> <li>Downsized</li> <li>Includes all sections and chapters</li> </ul>
• <b>(Non-Voting)</b>	Editors-in-Chief (6)	President, Secretary & Executive Director	<ul style="list-style-type: none"> <li>Link to Governing Board through ex officio seats</li> </ul>
• <b>Council Chair</b>	President	Speaker of the Council (including Speaker-Elect and Past Speaker)	<ul style="list-style-type: none"> <li>Elects own Speaker, who is also non-voting member of Governing Board</li> </ul>
<b>Leadership</b>		Council Leadership Team: Speakers, President & Secretary May establish ad hoc study groups	<ul style="list-style-type: none"> <li>Self-organizing, subject to Governing Board approval (to prevent proliferation of work groups)</li> </ul>
<b>Meetings</b>	Open to Members	Open to Members	
• <b>Regular Meetings</b>	At least 1 (Annual Meeting)	At least 2 (Annual Meeting + “Synergy” Session with Board)	<ul style="list-style-type: none"> <li>Increased communication via at least 2 meetings (2<sup>nd</sup> meeting to be virtual)</li> </ul>
• <b>Section/Chapter Chair Calls</b>	Monthly	Monthly	
• <b>Special Meetings</b>	As needed	As needed	

# Related Issues: Council Terms & Leadership

## Additional Challenges

- ❖ Leadership Continuity
  - Section/chapter chairs currently have 1- or 2- year terms
- ❖ Coordination & Communication
  - Between management, program committees, and Governing Board
- ❖ Time Commitment
  - Increasing to 2 meetings per year
  - Members chair own sections and chapters

## Proposed Solutions & Bylaws-Related Changes

1. Each Section/Chapter has 1 representative on Council
  - Intended to be Section/Chapter chair, or chair may appoint another elected Section/Chapter officer
2. Each Council member serves 2-year term, without limit
  - Staggered (odd & even years) so at most only half of Council would change in any given year
3. Speaker of Council serves 3 years total
  - *Terms:* 1 year each as speaker-elect, speaker, past-speaker; regardless of section/chapter chair position; not eligible for re-election
  - *Other Roles & Responsibilities:*
    - Serves ex officio, non-voting on Governing Board
    - Appoints 1 Council member and 1 ESA member-at-large to Leadership & Governance Committee
4. Council Leadership Team meets as needed
  - *Composition:* 3 Speakers, President & Secretary
  - *Purpose:* Coordinate meetings and work of Council; recruit and nominate Speaker (elected by Council); listen, incubate, and bring ideas to Council when needed



# Next Steps

Timeline with Vote at July Council Meeting	
<b>1. Input from Council in advance</b> <ul style="list-style-type: none"><li>• Special meeting</li></ul>	April 14, 2021
<b>2. Agreement in principle from Governing Board</b> <ul style="list-style-type: none"><li>• Spring Meeting</li></ul>	May 11
<b>3. Final report to Council &amp; members</b> <ul style="list-style-type: none"><li>• 60-day notice required for bylaws change</li></ul>	May 28, 2021
<b>4. Review and approval from Council</b> <ul style="list-style-type: none"><li>• Council Meeting at Annual Meeting</li></ul>	July 30, 2021
<b>5. Elections for 2022 – 2023</b> <ul style="list-style-type: none"><li>• In accordance with “old” bylaws</li></ul>	September – November 2021
<b>6. Amended bylaws take effect</b>	January 1, 2022

# Appendices

- A. Section & Chapter Snapshot
- B. ESA Governing Documents
- C. ESA Policies & Procedures Handbook (Table of Contents)
- D. Benchmarking, Part 1: Board & Council
- E. Benchmarking, Part 2: Board & Committee Structure

# Appendix A. Section & Chapter Snapshot

Based on data as of 03/29/21

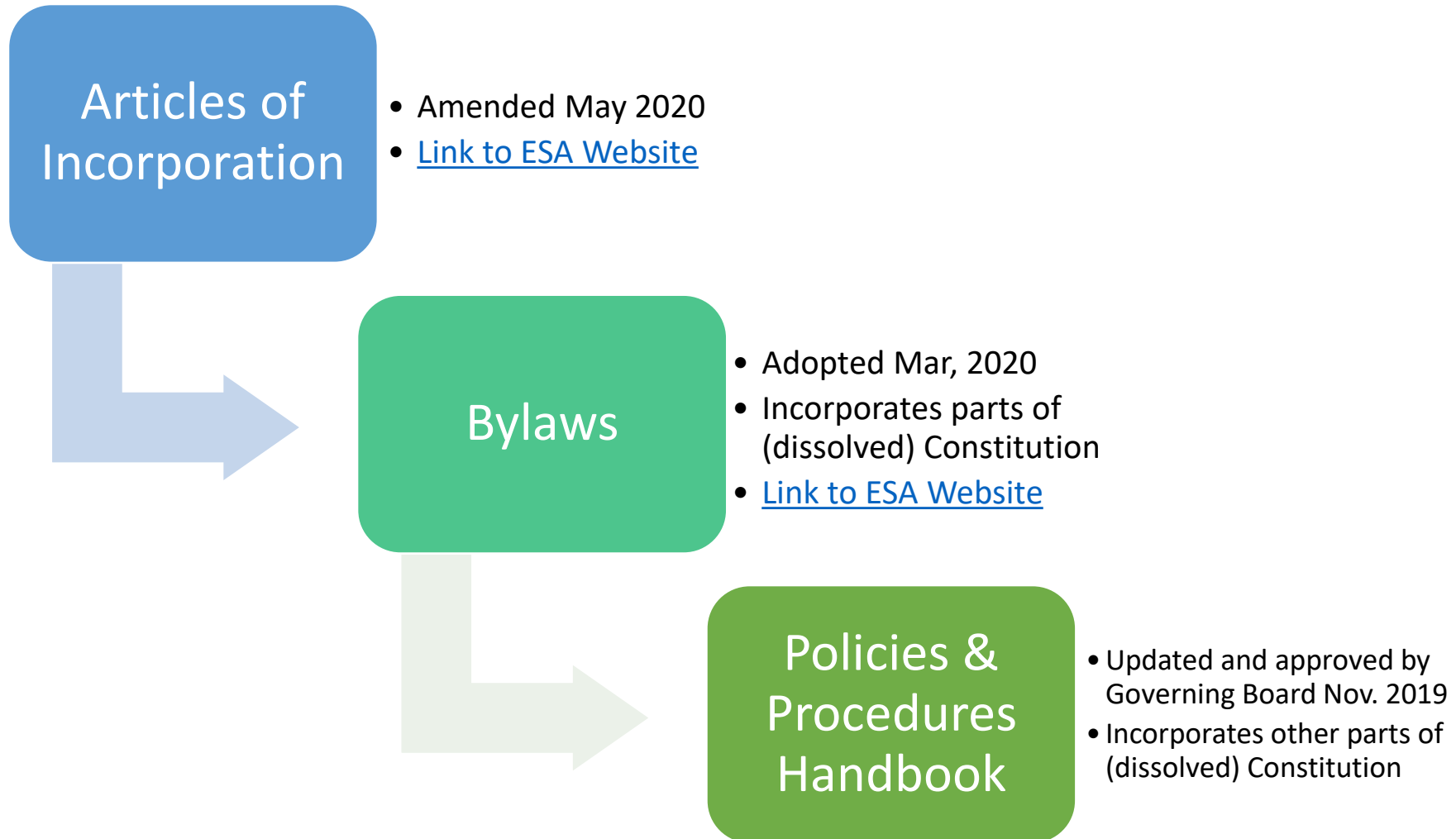
**32 sections + 6 chapters = 38 sections & chapters** (1 chapter is brand new)  
 Average section/chapter size is **317** members (smallest has 58 members, and largest has 810 members)

ABOUT THE CHAIR	Sections	Chapters	Total	%
<b>Term Length</b>				
1-year term	17	3	20	<b>53%</b>
2-year term	12	3	15	<b>39%</b>
Not Available	3	0	3	<b>8%</b>
<b>Re-election</b>				
Yes	4	1	5	<b>13%</b>
No	1	0	1	<b>3%</b>
Silent	18	5	23	<b>61%</b>
Not Available	9	0	9	<b>24%</b>
<b>Succession</b>				
Automatic	18	5	23	<b>61%</b>
Not Available	14	1	15	<b>39%</b>
<b>Chair Tenure</b>				
1 year	12	3	15	<b>39%</b>
2 years	13	3	16	<b>42%</b>
> 2 years	5	0	5	<b>13%</b>
Not Available	2	0	2	<b>5%</b>

SECTION/CHAPTER ACTIVITY	Sections	Chapters	Total	%
<b>Group Leadership Participation</b>				
Monthly Calls				
• Attended 4+ calls	17	2	19	<b>50%</b>
• Attended 1 - 3 calls	11	3	14	<b>37%</b>
• Did not attend any calls	4	1	5	<b>13%</b>
Annual Business Meeting	2	4	6	<b>16%</b>
No. of Council Reports (in last 3 years)				
• 2 – 3 Reports	26	4	30	<b>83%</b>
• 0 – 1	6	0	6	<b>17%</b>
<b>Annual Meeting Activities</b>				
Reviewers	29	4	33	<b>87%</b>
Registration/Award Funding	18	3	21	<b>55%</b>
Networking (Member Mixer)	19	0	19	<b>50%</b>
Other Social Event	2	0	2	<b>5%</b>
<b>Other Activities</b>				
Symposium/Special Session	12	1	13	<b>34%</b>
Water Cooler	5	0	5	<b>13%</b>

*13 sections/chapters (34%) have not had any events in the past year*

# Appendix B. ESA's Governing Documents



# Appendix C. ESA Policies & Procedures Handbook

## Table of Contents (with hyperlinks)

### LEADERSHIP STRUCTURE

1. **Council:** [Statement of Council Responsibilities](#)
2. **Governing Board**
  - A. [Statement of Governing Board Responsibilities & Expectations](#)
  - B. [Elected Officer Position Descriptions](#)
  - C. [Meeting Travel & Reimbursement Policy – Governing Board Members](#)
3. **Committees**
  - A. [Committee Leadership Manual](#)
  - B. [Awards Manual](#)
4. **Chapters & Sections:** [Chapter & Section Leadership Manual](#)
5. **Executive Director**
  - A. [Executive Director Position Description](#)
  - B. [Executive Director Performance Evaluation Process](#)
  - C. [Executive Leadership Transition Plans](#)

### POLICIES & PROCEDURES

6. **Nominations & Elections:** [Nominations & Elections Procedures](#)
7. **Legal Matters**
  - A. [Conflict of Interest Policy](#)
  - B. [Whistleblower Protection Policy](#)
  - C. [Document Retention & Destruction Policy](#)
8. **Financial Matters**
  - A. [Investment Policy Statement](#)
  - B. [Corporate & Commercial Support or Donations Policy](#)
  - C. [Unrestricted Net Assets Policy](#)
  - D. [Awards Establishment & Fundraising Guidelines](#)
9. **Journals & Publications**
  - A. [Editor-in-Chief Ad Hoc Search Committee \(Template\)](#)
  - B. [Editor-in-Chief Job Description \(Template\)](#)
  - C. [Editor-in-Chief Evaluation Process](#)
10. **Ethics & Conduct**
  - A. [ESA Code of Ethics](#)
  - B. [Procedures for Ethics Complaints](#)
  - C. [Code of Conduct for ESA Events](#)
  - D. [Professional Ecologist Certification Process](#)
  - E. [ESA Diversity Statement](#)

# Appendix D. Benchmarking, Part 1: Board & Council

Source: "Sample governance models: informal survey of other science societies" prepared by Catherine O'Riordan, April 25, 2019

## OVERVIEW

This appendix summarizes research of existing science society governance models. The focus was specifically on the role of Sections, Chapters, and a Council. Nine societies were reviewed: AGU, ACS, APS, AAPT, SIAM, AFS, ISA, ASABE, AAS.

- **Council Purpose:** In several societies (AGU, APS, ACS, SAIM), the Council has a scientific role to play. Duties may include forming or recommending science policy, advising the Board on science issues, or recommending new science or technical initiatives. Often the Council participates in or has primary responsibility for strategic planning.
- **Council Structure:** Council can be chaired by the President-elect, or by someone elected from the Council, sometimes it is chaired by the President. Because it may be large, it can also have a leadership team or executive committee to represent ideas to the board and act between meetings.

Note that ACS allows non-members to serve on the Council but they cannot vote.

- **Comparisons**
  - AAPT dissolved its Council after removing the fiduciary role and giving it to the Executive Board (they also gave the role of selecting a meeting venue to the Board).
  - ISA has a 150-member Council that meets for one hour per year.
  - AFS, AAS and SIAM have similar structures to ESA.
  - The following pages provide more information about other society governance structures for comparison.

## Appendix D. Benchmarking, Part 1: Board & Council

*	Board	Council	Council Composition	Leadership	Meetings	"Groups" Structure
<a href="#">American Chemical Society</a> \$600.3 million <sup>2017</sup> 157,000 members Executive Director & CEO	Board of Directors = 15 Legal representative	Council = 400 (est.) Popular deliberative assembly Advisory body in matters pertaining to the general management	Presidential line, including all pasts Representatives from Local Sections (80%) & Divisions (20%) ED & Secretary			
<a href="#">American Physical Society</a> \$55.5 million <sup>2016</sup> 55,000 members CEO	Board of Directors = 13 Ultimate responsibility for Society 4 presidential line Treasurer Speaker of the Council 8 Councilors	Council of Representatives = 34 All matters of science, members, and science policy	4 General Councilors 4 International Councilors Treasurer Representatives from Divisions, Forums & Sections	Speaker of the Council: Elected by Council Council Steering Committee: 4 elected councilors, speaker, president- elect, and CEO	Board: 3/year Council: 2/year	21 committees
<a href="#">American Geophysical Union</a> \$35.8 million <sup>2016</sup> 60,000 members Executive Director	Board of Directors = 16 General authority, including fiscal, organizational policy, hiring ED, governance policies	Council = 61 Forming science policy, generating and deliberating science-related ideas, and advising on science and member issues	Section presidents & presidents-elect 6 students, early career Committee chairs (Honors, Recognition, Meetings, Pub) 5 appointed members AGU President ED (nonvoting)	Council Chair = President Elect Council Leadership Team (CLT): President-Elect, 7 Council members (elected by Council), ED	Board: 4/year Council: 4/year (2 in person, 2 virtual) CLT: Monthly (calls)	Executive Committee of the Board Section & Focus Groups Governance Committee Special & Standing Committees Development Board
<a href="#">International Society of Automation</a> \$14.1 million <sup>2017</sup> 40,000 members Executive Director	Executive Board = 19 Including 2 observers Sets the strategic direction, approves budget, and acts on matters of policy	Council of Delegates = 150 Ultimate authority: Approving bylaws, raising dues, dealing with rogue members	Representation from each section	Council Chair: President (elected)	Council: 1/year @ 1 hour	Board: 10 committees 3 Assemblies (5 Standing Committees) Certification Board 14 Districts
<a href="#">Society for Industrial &amp; Applied Mathematics</a> \$13.1 million <sup>2017</sup> 14,000 members Executive Director	Board of Trustees @ 13 Budget and finances Hiring the Executive Director	Council = 22 Formulate scientific policies, monitor & propose technical activities, recommend action to Board, instruct to appoint committees	12 elected members 9 officers Board chair	Council Chair: President Board Chair: Elected by Board	Board: 2/year Council: 1/year	23 committees Activity Groups Sections (Student) Chapters

\*Annual budget numbers obtained from GuideStar Form 990s (current year revenue)

## Appendix D. Benchmarking, Part 1: Board & Council

	Board	Council	Council Composition	Leadership	Meetings	"Groups" Structure
<a href="#">American Astronomical Society</a> \$12.3 million <sup>2017</sup> 7,500 members Executive Officer	Board of Trustees = 15 Overall responsibility	Strategic Assembly = 51 Standing advisory committee Formulate, review, and revise strategic plan and goals, review progress	Board of Trustees Committee Chairs (appointed) 6 Topical Division Presidents (elected)	Assembly Chair: President	Assembly: 2/year	4 presidential advisory committees 2 advisory committees 18 committees, work groups & task forces 12 grant, prize & award committees
<a href="#">Ecological Society of America</a> \$6.5 million <sup>2016</sup> 8,000 members Executive Director	Governing Board = 11 Fiduciary responsibility Receive reports, designate Annual Meeting date and location, hire and fire employees	<i>CURRENT</i> Council = 60 Receive reports; final approval on budget, dues and subscription rates; changes to Bylaws; approve/remove Sections & Chapters	<i>CURRENT</i> Governing board, section & chapter chairs, standing committee chairs, chair of board of professional certification	<i>CURRENT</i> Council Chair: President	<i>CURRENT</i> Board: 3/year Council: 1/year	Standing Committees Section & Chapters Board of Professional Certification
<a href="#">American Association of Physics Teachers</a> \$6.2 million <sup>2017</sup> 6,500 members Executive Officer	"We've had two major changes in AAPT governance over the last 20 or so years. 1) About 20 years ago, AAPT went from a large Council (60 or so individuals) that had fiduciary responsibility for the organization to a Council and separate Executive Board. The Council was mainly comprised of representatives from each of AAPT's approximately 50 independent sections (based on geography) and the EB. The responsibility for approving the budget became a responsibility of the EB, not Council. The Council's main responsibility then became approving locations of future national meetings. 2) However, with the changes in the NY Not for Profit law in 2015 and with advice from our attorney, the Council was dissolved in 2016 since we determined that the main function of approving future meetings is fiduciary and is a responsibility of the Board."					
<a href="#">American Society of Agricultural &amp; Biological Engineers</a> \$2.7 million <sup>2017</sup> 7,000 members Executive Director	Board of Trustees = 15 Ensure missions fulfilled Committees	4 Councils: Report to board Membership Development, Meetings, Publications, Standards & Technical				Executive level committees Sections (geographic) 9 Technical Communities
American Fisheries Society \$2.6 million <sup>2016</sup> 8,000 members Executive Director	"At AFS, immediately before I came on board in 2014, the governance model was modified to be somewhat along the lines of where ESA seems to be. It has mostly worked but there are still challenges and areas where we could improve."					



# Appendix E. Benchmarking, Part 2: Board & Committee Structure

## OVERVIEW

- **Board Size:** ESA's board is on the smaller side. That makes governing easier, but it makes it harder for members to be part of where the Society leadership is really happening.
- **Vice Presidents:** Only 1 other society has discipline-designated vice presidents — Society for Conservation Biology. The others have a combination of 2 - 4 vice presidents, plus a treasurer and secretary. It looks like the VP positions are used as a leadership ladder.
- **Other Board Members:** Most of the societies have members elect their other board members, but 2 still have seats reserved for sections and chapters. 2 of the 7 societies include students on the board; they happen to be the smallest of this group in terms of budget.
- **Committees:** Committee structures are all over the place, with a mix of board committees, program committees, and other (administrative) committees.
  - Only a few societies are clear about who the committees report to (board or council). Some are good at clarifying how committees relate to programs and activities of the society.
  - Only a few societies are explicit about whether board members chair committees. This may require a little further digging through bylaws and committee chair names.
  - A few societies have presidential advisory task forces, which complicates rather than streamlines committee structures.

# Appendix E. Benchmarking, Part 2: Summary Board & Committee Structure

	Association for Science of Limnology & Oceanography	Entomological Society of America	Society for Conservation Biology	American Society for Cell Biology	Ecological Society of America	American Astronomical Society	American Geophysical Union
Budget	\$1.3M	\$4.5M	\$5.4M	\$6.4M	\$6.5M	\$12.3M	\$35.8M
# Members	4,300	7,000	4,000	9,000	8,000	7,500	60,000
Board Size	14	17	16	17	11	11	16
<b>Presidential Succession</b>	<b>3</b>	<b>2</b>	<b>4</b>	<b>3</b>	<b>3</b>	<b>3</b>	<b>3</b>
• President	X	X	X	X	X	X	X
• President Elect	X		X	X	X	X	X (Council Chair)
• Past President	X	X	X	X	X	X	X (Gov Cee Chair)
<b>Other Officers</b>	<b>2</b>	<b>3</b>	<b>6</b>	<b>2</b>	<b>5</b>	<b>5</b>	<b>3</b>
• Vice Presidents		VP VP Elect	VP Prog & Nom VP Membership VP Ed & Outreach		VP Science VP Public Affairs VP Ed & HR	Senior VP 2 <sup>nd</sup> VP 3 <sup>rd</sup> VP	
• Treasurer	X	X	X	X	VP Finance	X	
• Secretary	X		X	X	X	X	Gen Sec & Treas Intl Sec
• Other			DEI Officer				Council Vice Chair
<b>Other Board Members</b>	<b>9</b>	<b>11</b>	<b>7</b>	<b>11</b>	<b>3</b>	<b>5</b>	<b>6 – 8</b>
• At-Large	7 at-large			11 member-elected (council)	3 at-large	3 trustees 2 at-large trustees	6 member-elected
• Sections/Chapters		4 section reps 6 branch reps	7 section reps				
• Other	2 students	1 student					Up to 2 prez-appt
<b>Committees, Etc.</b>	<b>19</b>	<b>18</b>	<b>10 – 13</b>	<b>13</b>	<b>15</b>	<b>36</b>	<b>18</b>
• Committee Structures	<ul style="list-style-type: none"> <li>6 <i>standing</i> committees</li> <li>2 committees have 12 <i>subcommittees</i> between them</li> <li>1 <i>ad hoc</i> committee</li> </ul>	<ul style="list-style-type: none"> <li>15 committees <i>report to board</i></li> <li>3 <i>presidential</i> committees &amp; task forces</li> </ul>	<ul style="list-style-type: none"> <li>4 committees <i>chaired by board members</i></li> <li>9 chairs appointed by board</li> </ul>		<ul style="list-style-type: none"> <li>Organized by vice president</li> </ul>	<ul style="list-style-type: none"> <li><i>Standing</i>: 12 + 5 working groups + 1 task force</li> <li><i>Advisory</i>: 4 presidential + 2 Society</li> <li><i>Other</i>: 12 awards committees</li> </ul>	<ul style="list-style-type: none"> <li>7 <i>report to board</i></li> <li>8 <i>shared</i></li> <li>1 reports to <i>council</i></li> <li>2 <i>other</i></li> </ul> <p style="text-align: center;">26</p>