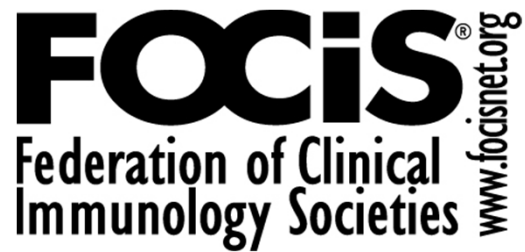


Board Orientation

Federation of Clinical Immunology Societies

AUGUST 2023

Board Orientation Agenda



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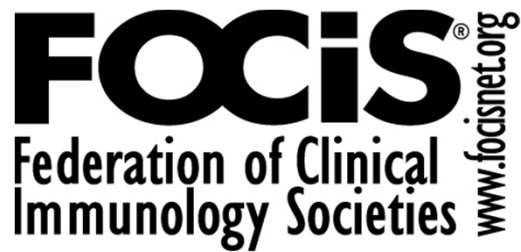
Strategic Plan

Diversity, Equity & Inclusion

Finances and Legal

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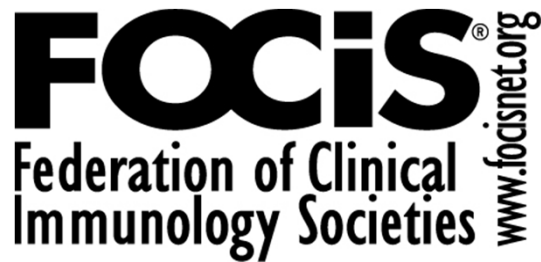
Meetings

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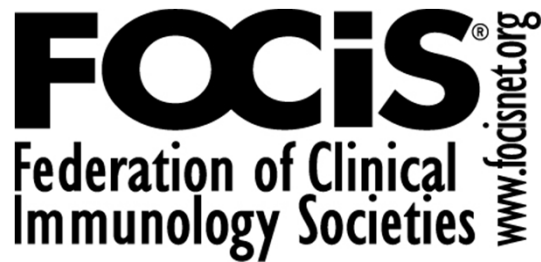
About FOCIS - History



FOCIS was conceived as a federation of clinician scientists and constituent societies sharing an interest in clinical immunology

- 2001 - the first annual meeting, held in Boston
- 2003 - FOCIS incorporated as a 501(c)(3) nonprofit organization

About FOCIS – Mission Statement



FOCIS applies the science of immunology to improve human health through interdisciplinary research, education, communication, and collaboration. *-Adopted May 2023*

Core Constituents:

- Translational & Clinical Immunologists (academicians, clinicians, researchers, industry experts, trainees, graduate/medical students)
- Member Societies and Individual Members
- FOCIS Centers of Excellence (FCEs)
- Industry Partners
- Government Partners

Learn more at www.focisnet.org

About FOCIS – by the Numbers



933
Members[^]

*[^]includes Group
Memberships
(1 Regular Member <4
other members from
same institution)*



62 Member
Societies



72
FOCIS Centers
of Excellence,
(FCEs)



44
Industry
Partners,
Collaborators
and
Supporters



7
Events
in 2023

About FOCIS – Annual Meeting

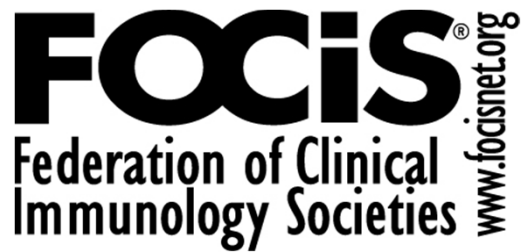


About FOCIS – Key Member Benefits



- Network with global immunology community
- Access to cutting-edge scientific research
- Collaborative opportunities with industry experts
- Educational courses and workshops to grow knowledge
- Discounts for FOCIS Annual Meeting, pre-meeting educational courses and other FOCIS-hosted events and education programs
- Publications, tools and resources that help advance career and knowledge base

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Governance

The board is the governing body responsible for (1) strategy, (2) policy, and (3) oversight.

Strategy

- Setting the strategic direction and vision. Advancing the organization's multi-year strategic plan.

Policy

- Creating policies (internal) and positions (external) to benefit members and advance the mission.

Oversight

- Overseeing resource allocation, including adoption of the annual budget, and evaluating performance of programs, products, services, and management services.

Governance Management

Mission (Purpose for existence)

Articles of Incorporation (Relationship to State Government)

Bylaws (Relationship to members)

Policies (Interpretation of the governing documents)

Strategic Plan (Roadmap for the organization)

Annual Budget (Financial position)

Guidelines (Key positioning documents on topics such as DE&I)

Available in the [Board Resources Manual LINK HERE](#)



Governance - Fiduciary Duties

Duty of Care

- The Duty of Care requires members to use reasonable care and good judgment in making their decisions on behalf of the organization.
- Commonly referred to as “duty of care that an ordinary prudent person would exercise in a like position and under similar circumstances”.
- Be a good steward of the organization and funds.

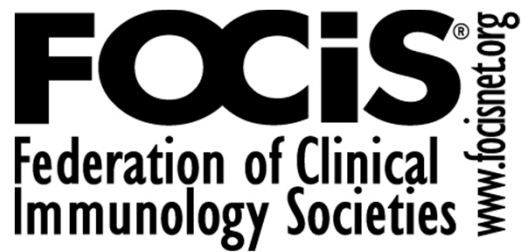
Duty of Loyalty

- Activities and transactions are advancing our mission.
- We recognize and disclose conflicts of interest.
- And we make decisions that are in the best interest of the nonprofit corporation, not as individuals.

Duty of Ethical Behavior

- The Duty of Ethical Behavior requires leaders to comply with governing documents (for example, articles of incorporation, bylaws, code of ethics, board policies, etc.).
- Be faithful to the Federation’s vision, mission, and goals.

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Board Roster

President
Megan Sykes
2-year Term

President-Elect
Ignacio Anegon
2-year Term

Secretary/Treasurer
William Robinson
3-year Term

Past President
Mark Anderson
2-year Term

FCE Chair
Jeffrey Rathmell

Multinational FCE Chair
Olivier Boyer

Education Chair
Stephanie Eisenbarth

Membership Chair
Betty Diamond

Scientific Program Chair
Joshua Milner

At Large Director
Jane Buckner

At Large Director
Jane L. Grogan

At Large Director
Terri Laufer

At Large Director
Leonie Taams

At Large Director
Laurence Turka

Ad Hoc Director
Todd Brusko

Ad Hoc Director
Megan Levings

Ad Hoc Director
Jonathan Maltzman

Ad Hoc Director
Miriam Merad

Ad Hoc Director
Elaine Reed

Compliance Officer
Jordan Pober

Board Roster

Nominating Committee selects candidates for President-Elect (two-year term) and Secretary-Treasurer (three-year term, renewable max 3 times); **ratified by SC**

New committee in 2022: Industry Relations Chair: Larry Turka (Executive Committee is Development Committee)

Unless mandated by governing documents, **committee member appointments** are made by committee chairs with president's approval. Two-year, renewable terms.

FOCIS Steering Committee

Elects Board of Directors

President
Megan Sykes
2-year Term

FOCIS Staff

President **appoints chairs**; ratified by SC. 2-year terms, renewable max 3 terms

Committee chairs and members serve 2-year terms, renewable max 3 terms

President-Elect
Ignacio Anegon
2-year Term

Secretary/Treasurer
William Robinson
3-year Term

Past President
Mark Anderson
2-year Term

FCE Chair
Jeffrey Rathmell

Multinational FCE Chair
Olivier Boyer

Education Chair
Stephanie Eisenbarth

Membership Chair
Betty Diamond

Scientific Program Chair
Joshua Milner

QUORUM
19 Votes Total
10 = Quorum

At Large Director
Jane Buckner

At Large Director
Jane L. Grogan

At Large Director
Terri Laufer

At Large Director
Leonie Taams

At Large Director
Laurence Turka

COMMUNICATION
Flows in all directions

Ad Hoc Director
Todd Brusko

Ad Hoc Director
Megan Levings

Ad Hoc Director
Jonathan Maltzman

Ad Hoc Director
Miriam Merad

Ad Hoc Director
Elaine Reed

Compliance Officer
Jordan Pober

Ad Hoc Directors appointed by President, 2-year term, eligible for reappointment

Compliance Officer Appointed, non-voting, term not limited

Board Member Responsibilities

Be a Visionary

- Focus on the big picture for the betterment of the field and FOCIS. Govern with consistency with FOCIS's mission, bylaws and other governing documents, and goals identified in the strategic plan.

Stay Engaged and Informed

- Show up and actively participate in discussions;
- Make actions and decisions that further the mission and advance the strategic plan;
- Participate in fundraising activities
- Stay informed and prepared
- Read materials and ensure understanding

Be Judicious

- Respectfully share and engage around dissenting opinions.
- Different perspectives and points of view strengthen our decision-making and offer a broader range of possible solutions for the issues we must address and the actions we take on behalf of FOCIS.

Be Accountable

- Focus energy on important issues
- Prepare beforehand and make productive use of time
- Respond in a timely manner

Give Oversight & Ensure Resources

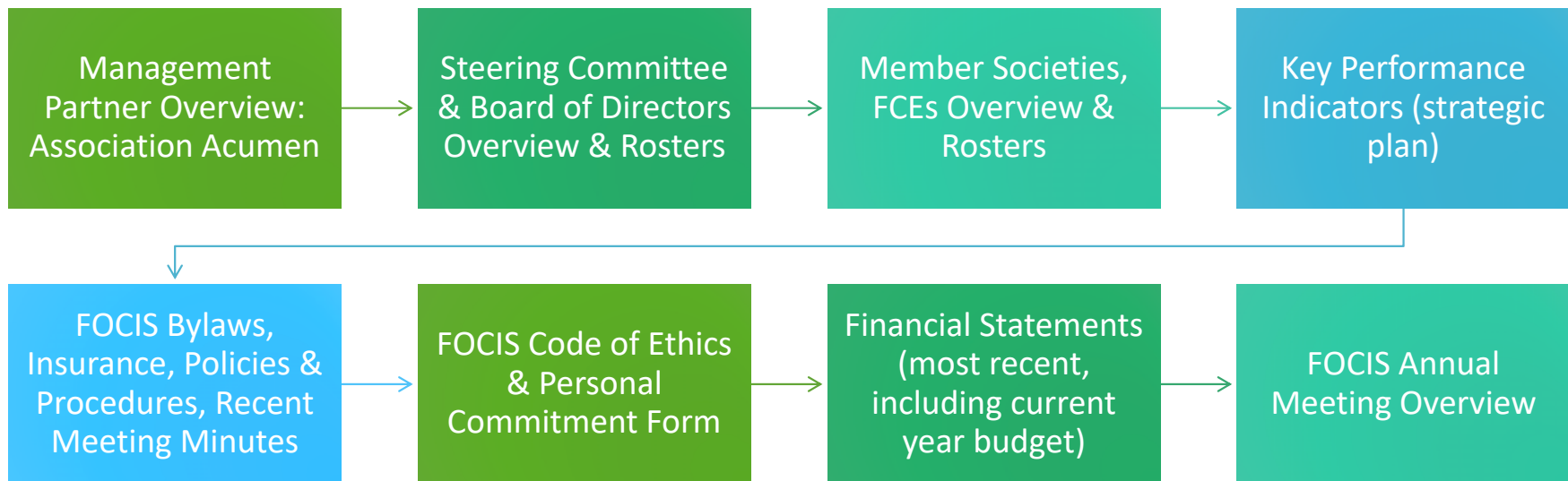
- Ensure effective organizational planning and adequate resources (structure, funds, time, volunteers, staff, technology, etc.).

Provide Insight

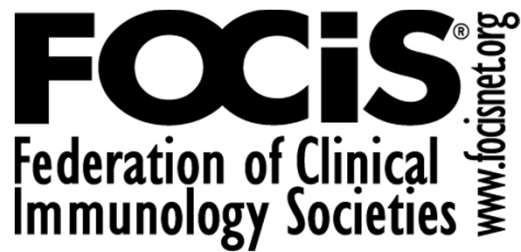
- Ensure legal and ethical integrity and maintain accountability. Determine, monitor and enhance programs, products and services. Partner with staff to communicate, assess and measure progress.

Board Member Resources

2023-2025 Leadership Manual includes:



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Board Relationships

Area	Board of Directors	Committees	Staff
<p style="text-align: center;">Strategy & Oversight</p>	<p>Governs according to articles of incorporation, bylaws, policy and prevailing legal and other guidance</p> <p>Ensures fiduciary responsibility and oversight</p> <p>Maintains focus on mission, vision and strategic plan</p> <p>Supports leadership development of committee, board members and FOCIS members</p> <p>Establishes and communicates committee charges that support mission and organizational goals</p>	<p>Board president appoints committee chairs</p> <p>Chair oversees and facilitates the activities of the committee</p> <p>Chair recommends committee members for presidential approval</p> <p>Committees work with the board and staff to execute mission, vision and strategic goals which align with committee functions</p>	<p>Executes the mission, vision and strategic plan of the Board</p> <p>Handles day to day proactive management of the organization</p> <p>Works with committees to support communications and committee goals</p>

Relationships

- Governs in a manner consistent with organization's mission, bylaws and other governing documents, and goals identified in strategic plan
- Understands the needs, wants and values of the broader membership
- Provides oversight and ensures effective organizational planning and adequate resources (structure, funds, time, volunteers, staff, technology, etc.)
- Determines, monitors and enhances programs, products and services

Board



- Executive committee consists of the president, president-elect, past-president, and secretary/treasurer, supported by the executive director.
- Executive committee is empowered to act between board meetings on behalf of, but is accountable and reports to, the full board in a timely and transparent manner. Actions and discussions are regularly reported at board meetings.
- Serves as FOCIS Development Committee, along with FOCIS Industry Relations Committee Chair

Executive Committee



- Informs and implements board decisions
- Supports leadership and volunteers
- Routinely assesses progress on initiatives designed to advance the strategic plan
- Implements programs and services offered to members

Staff



Relationships

- Partners with the executive director and the board to provide long-term strategic guidance
- Chairs and facilitates board meetings

Board
President

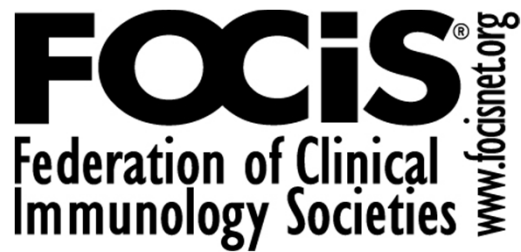


- Is responsible for day-to-day management of the organization
- Advises and consults with the president and board
- Develops and implements budgets and business plans
- Oversees staff and staff structure
- Ensures good governance
- Develops and implements operating policies, procedures and internal controls

Executive
Director



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Board Meetings

- **Meetings** - Everyone has a responsibility to support the decisions of the board, without second guessing or disagreeing after the meeting.
- **Quorum** - the minimum number of directors required to conduct business is defined in the bylaws. Ten for the current board membership.
- **Agenda** - identifies what must be addressed. It is developed in partnership between the board President and executive director.
- **Consent agenda** - reduces time spent on reading and listening to reports. Reports

are prepared and circulated in advance as part of the meeting packet. Discipline is necessary to prepare reports, to read them before the meeting, and to avoid regurgitating them at the meeting.

- **Minutes** - the work of leaders is documented in meeting minutes. They are not a newsletter for members.

Board of Directors Meeting Schedule

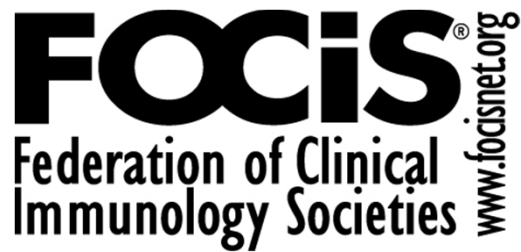
- Wednesday, August 16, 8:00 am PT / 10:00 am CT / 11:00 am ET / 3:00 pm GMT / 5:00 pm CET
- Wednesday, October 18, 8:00 am PT / 10:00 am CT / 11:00 am ET / 3:00 pm GMT / 5:00 pm CET
- Wednesday, December 20, 8:00 am PT / 10:00 am CT / 11:00 am ET / 4:00 pm GMT / 5:00 pm CET
- Wednesday, February 21, 2024, 8:00 am PT / 10:00 am CT / 11:00 am ET / 4:00 pm GMT / 5:00 pm CET
- Wednesday, April 17, 8:00 am PT / 10:00 am CT / 11:00 am ET / 3:00 pm GMT / 5:00 pm CET
- Thursday, June 20, 1:00 pm - 4:30 pm PT (in person during the FOCIS 2024 Annual Meeting, San Francisco virtual option will be available)

Board Meeting Motions



- During a meeting, motions are statements that describe a proposed action or decision.
- Typically, the motion-making process begins with a chair requesting a motion or a member proposing on: “Would someone like to make a motion?” or “I move that...”, and another member chooses to second: “I second”.
- Once the group has a chance to discuss the motion, the board votes on the motion.

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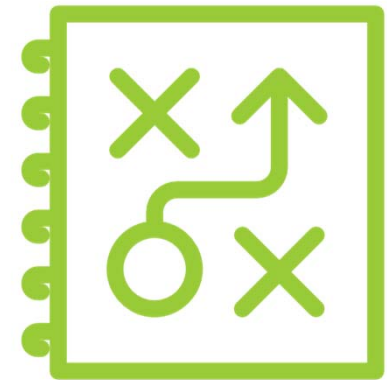
Finances and Legal

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Strategic Plan

The board and committees rely on a roadmap, especially realizing the succession of leaders each year. Priorities should not change with each newly elected officer.

The plan is a multi-year strategy for advancing the mission, goals and to best serve members.



FOCIS 2023-2025 Strategic Plan

Goal 1

Broaden Organizational Impact

Build a strong and sustainable organization committed to diversity and scientific excellence that is a respected and trusted resource in the immunology community.

Goal 2

Strengthen the Member Experience

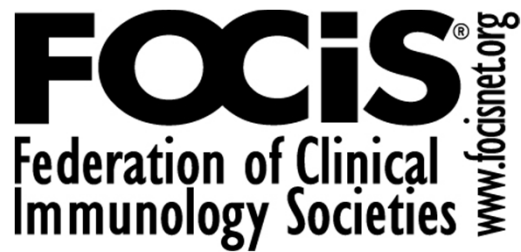
Provide exceptional member value through quality education, support and engagement.

Goal 3

Connect the Immunology Community

Facilitate communication and collaboration to expand opportunity and knowledge sharing throughout the industry.

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Diversity, Equity & Inclusion

FOCIS Commitment to Diversity, Equity, and Inclusion

FOCIS is committed to fostering a diverse, equitable, and inclusive organization within our educational and programmatic teaching and learning environment, the research endeavors undertaken by the medical and scientific community, and the quality of care available to all.

FOCIS embraces a definition of diversity that recognizes that diversity is not limited to gender, race, and ethnicity but must also include age, socioeconomic status, sexual orientation, gender identity, religious commitment, physical ability, and other varied backgrounds and life experiences.

FOCIS strives to ensure a robust community that promotes excellence in education, discovery, research, and health outcomes and the elimination of health disparities locally, regionally, nationally, and globally.

Guideline to Promote Diversity in FOCIS Leadership and Governance

Summary: The guideline aims to formalize the current informal, alternating male/female presidential track and expand it to include a representation that reflects the characteristics of the FOCIS membership on board and committee service.

Vision: To achieve parity with the characteristics of FOCIS membership in the leadership and governance of FOCIS.

Goal: The FOCIS leadership, which includes the President, Officers, Board Directors, Steering Committee, and Nominating Committee, will strive to create a diverse candidate pipeline and enlist qualified women and other demographics, including regional representation, to assume board and committee roles in each electoral and/or committee appointment cycle.

Method: Strive for representation that reflects the characteristics of the FOCIS membership in service on the Board of Directors and committees can be achieved by:

- Employing active and intentional actions to enlist women and other demographics and promote regional representation in leadership roles
- Strengthening policies, procedures, processes, and systems to ensure transparent and bias-free recruitment, selection, election, and succession planning, with decision-making premised on individuals' qualifications, experience, and contributions to FOCIS and immunology
- Focusing on diversity during the recruitment and nomination process, creating a diverse candidate pipeline
- Training on diversity and inclusion
- Tracking, measuring, and holding the organization accountable for diversity and inclusion efforts

Strategies:

- Alternate male/female Board Presidents each electoral cycle and strive for additional regional and other diversity from underrepresented groups
- Strive to alternate male/female appointments for other officers, board, and committee chair and member positions in each electoral cycle and strive for additional regional and other diversity that reflects the characteristics of the FOCIS membership

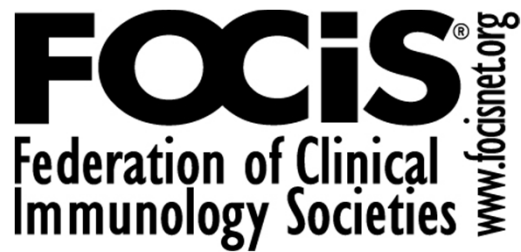
Outcomes:

- Advance women, underrepresented groups, and regional representation in the leadership and governance of FOCIS
- Promote equality of gender and other underrepresented groups in the organization and ensure women leaders and leaders from other underrepresented groups are recognized, supported, and promoted within FOCIS
- Strengthen gender balance, regional representation, and diversity in the organization by reviewing policies, processes, and systems

These guidelines are not intended to be prescriptive but instead to be aspirational.

Approved, Board of Directors, February 15, 2023

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Finances

All directors should be familiar with the financial situation.

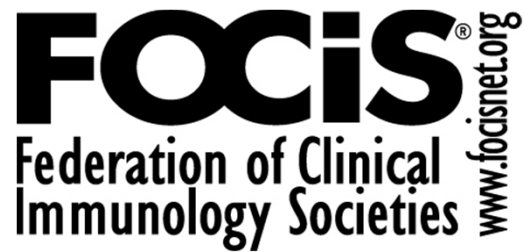
- **BUDGET.** The budget identifies anticipated income and expenses for the year. The minutes will reflect that the board has approved the annual budget as a roadmap for fundraising and expenses. The board must consider the balance of dues to non-dues income and ensure a diversified financial portfolio.
- **FINANCIAL STATEMENT.** The report of income and expenses (compared against budget), investment performance, cash flow, and assets and liabilities. It is presented and reviewed for “acceptance” at every board meeting.
- **IRS FORM 990.** The IRS requires annual reporting by exempt organizations. The governing body is expected to review (not approve) the form before submission. The form is a public record.
- **AUDIT.** An outside independent professional prepares an annual audit. Directors should be familiar with the policy and the resulting audit.

FOCIS is a 501(c)(3) Organization

- Nonprofit organization
- May collect dues and donations **which are tax-deductible.**
- **Prohibited from** engaging in political campaign intervention activities.
- Read more at www.irs.gov/eo



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FOCIS and Association Acumen/AMC



FOCIS contracts with Association Acumen for administration and executive support, and for a specific scope of services.



Association Acumen is an accredited AMC (Association Management Company), a designation less than 16% of AMCs have attained.



FOCIS contracts with Association Acumen for full management services and scope of services, including:

- Board, Committee, FCEs and Program Coordination
- Annual Meeting Management
- Financial Management
- Membership Management

FOCIS Executive Staff



**Caley Mutrie,
CAE, IOM**

Executive Director,
100%



**Betsy Smith,
CPA, MST**

Consulting Director,
20%



**Melinda
Waite**

Associate Executive
Director, 100%



**Lori Conaway,
CAE**

Director of Programs,
50%



**Amy
Zignego**

Meeting Manager,
70%



**Stephanie
Hipp**

Membership & Marketing
Coordinator, 60%

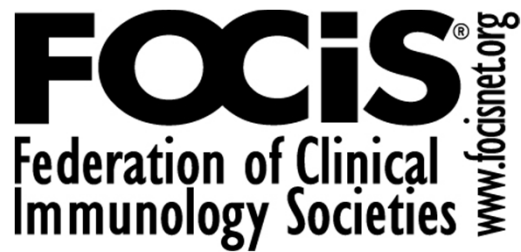
*The position of **Communications & Membership Manager**, 100%.
This role is hired and starts in September.*

Menomonee Falls, WI, USA

Phone: 414-359-1670

Email: info@focisnet.org

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