



Board of Directors
Policy Manual

Table of Contents

Chapter 1: Ethics and Accountability.....	Page 3
Chapter 2: Role of the Board.....	Page 11
Chapter 3: Board Practices.....	Page 22
Chapter 4: Executive Director.....	Page 27
Chapter 5: Finance and Investments.....	Page 32
Chapter 6: Communications.....	Page 41
Chapter 7: Committees and Other Groups.....	Page 43
Chapter 8: Service Lines.....	Page 47
Chapter 9: Intellectual Property/Assets.....	Page 50
Chapter 10: Industry and Advertising.....	Page 53

Chapter 1: Ethics and Accountability

Adopted: October 2018

Last Modified: July 2020

Mission

Advancing sleep care and enhancing sleep health to improve lives

Vision

Sleep is recognized as essential to health.

Core Values

Adaptable

Diverse and Inclusive

Evidence-based

Innovative

Patient-centered

Visionary

Diversity, Equity and Inclusion Statement

The American Academy of Sleep Medicine (AASM) recognizes that the diversity of its community – including leadership, staff, members and volunteers – is a necessary component of the AASM’s mission to improve sleep health and promote high quality, patient-centered care for all people. We are devoted to maintaining an inclusive space by respecting, valuing and celebrating our unique attributes, backgrounds, and perspectives. To build a strong community, AASM strives to bring a wide-range of individuals together to consider a variety of opinions, experiences, and viewpoints. We welcome diversity as we work together to achieve optimal health through better sleep.

The Diversity, Equity and Inclusion committee reviews the Diversity, Equity and Inclusion statement at least annually and recommends revisions (if necessary) to the Board of Directors.

Conflict of Interest

Updated July 2020.

Purpose/Introduction

The purpose of the American Academy of Sleep Medicine (AASM) Conflict of Interest (COI) Policy is to maintain integrity, credibility, and ethical standards for individuals serving the AASM in volunteer and elected positions.

Potential conflicts of interest are circumstances that create a risk that professional judgments or actions regarding a primary interest will be unduly influenced by a secondary interest. A conflict of interest is a risk but does not necessarily confirm the existence of biased judgment or action. The AASM recognizes that its members and volunteers are subject to conflicts of interest. This policy outlines the required disclosures of financial or other relationships, which may be seen as potential conflicts, and the procedures for review and resolution of potential conflicts.

Tiers

Volunteer and elected positions within the AASM are separated into tiers based on the responsibilities of the position.

Tier 1:

- Board of Directors Officers and at-large members
- Executive Director

Tier 2:

- Editor-in-Chief of *JCSM*
- Deputy Editor of *JCSM*
- All members of ¹
 - Clinical Practice Guidelines Task Forces
 - Position Papers Task Forces
 - Consensus Conference Panels
 - Guidelines Advisory Panel
 - ICSD-3 Revisions Task Force

Tier 3:

- Accreditation Site Visitors
- AMA Relative Value Scale Update Committee (RUC), Current Procedure Terminology (CPT) and House of Delegates Representatives
- All other committee, task force, assembly, workgroup and panel members and other elected or volunteer positions not listed above, unless otherwise assigned by the COI Committee

¹ *Clinical Practice Guidelines Task Forces, Position Papers Task Forces, and Consensus Conference Panels will, ideally, be composed of ≥50% members without any level 1 or 2 conflicts. All members will be asked to not take on additional conflicts during their term on the task force.*

Levels of Conflict of Interest

Conflicts of interest are classified as either level 1 or level 2 conflicts and are managed/resolved as follows:

Level 1 – Persons with a current level 1 conflict of interest cannot hold the position in question unless the conflict is resolved (i.e., end the conflict or resign from AASM position).

Level 2 – Persons with a current level 2 conflict of interest can hold the position in question but must disclose the conflict and recuse themselves from relevant discussions or votes.

Definitions

For the purpose of this policy, the following definitions apply:

Advisory Board: A group of individuals appointed to provide strategic advice to the leadership of a commercial (for-profit) or nonprofit organization; may also be called a council or panel

Board of Directors: A group of individuals, elected to represent a profit or nonprofit organization's shareholders/members, who are responsible for setting the strategic direction for the organization and have overall responsibility for the activities and finances of the organization

Commercial entity: For-profit manufacturers, marketers and/or vendors of products and services

Consultant: A professional who provides expert advice in a specialized field or topic

Intellectual Property: A work or invention that is the result of creativity, such as a manuscript or a design, to which one has rights and for which one may apply for a patent, copyright, trademark, etc.

Sleep Entity: A sleep laboratory, sleep facility or independent sleep practice

Speakers' Bureau: A group of experts who are recruited and trained by a commercial entity to deliver information about the commercial entity's products and/or services to others in their field

Timeframe for reporting conflicts

Current conflicts, including conflicts within the one year prior to completing the COI disclosure form, should be reported. Generally, any conflict that ended more than one year prior to completing the disclosure form should not be considered a conflict.

Criteria/Rules

See Exhibit A.

Note: Should a conflict arise that is not outlined within the policy, the COI Committee shall recommend to the AASM Board of Directors or Executive Committee the most appropriate level of conflict to apply. For example, significant intellectual or professional interests (e.g., volunteer, scholarly or research work) that may be impacted by or may influence the goals of the committee, task force, assembly, workgroup or panel may be disclosed. These conflicts will need to be assessed on a case-by-case basis by the COI Committee in order to recommend a level of conflict that should be applied.

Conflict of Interest (COI) Committee

The COI Committee assists the Board of Directors with the annual review and implementation of the AASM's COI policy. The committee also reviews disclosed conflicts of interest and makes recommendations of appropriate action to the Board of Directors or Executive Committee.

The committee shall consist of no fewer than 3 and no more than 5 members. Each member of the committee shall be a member of the Board of Directors. The committee members shall be appointed annually by the Board of Directors. The Immediate Past President is Chair of the COI Committee. The President and the Executive Director shall serve as ex-officio members of the COI Committee.

Procedure

- 1) New and reappointed members to the Board of Directors and AASM committees, task forces, assemblies, workgroups and panels, as well as the Executive Director, will be provided a copy of the COI policy and asked to submit completed COI disclosure forms. Should a change of circumstances occur during the course of the year, a new COI disclosure form must be promptly completed.

Notes:

- a. *Conflicts unrelated to the mandate, goals or topic of the committee, task force, assembly, workgroup or panel are not considered conflicts and should not be reported.*
 - b. *For Accreditation-related activities: Participation in any capacity in the activities of a sleep entity is considered a level 2 conflict. It is understood that almost all members of the Accreditation Committee and site visitors will have such a conflict. The purpose of specifying these conflicts is to ensure that the member will recuse themselves from any accreditation decisions of entities that could be perceived to be in competition with their own entity.*
- 2) All COI disclosure forms will be reviewed by staff, and all level 1 and 2 conflicts of interest with respect to new nominees for Tiers 1 and 2, and any relevant conflicts that are newly reported by existing members of Tiers 1 and 2, will be referred to the COI Committee.
 - 3) COI disclosure forms for Associate Editors of *JCSM* will be reviewed by the *JCSM* Editor-in-Chief, who will also be responsible for resolving and managing all reported conflicts.
 - 4) The COI Committee will meet as needed (via conference call or e-mail discussion) to review these conflicts, affirm the level of conflict assigned to each and submit any level 1 conflicts to the Board of Directors or Executive Committee.
 - 5) Committee, task force, assembly, workgroup and panel Chairs and staff will be notified about any level 2 conflicts of their members in order to be aware of discussions or votes these members must recuse themselves from. They will also be notified of any level 1 conflicts and their resolutions.
 - 6) Preferably, the Board liaison assigned to the committee, task force, assembly, workgroup or panel will communicate all decisions related to level 1 conflicts to the member and the Chair. Resolution of a level 1 conflict (i.e., member ends the conflict or resigns from their AASM position) is relayed back to the COI Committee Chair to confirm that the conflict has been resolved. Any issues with resolving level 1 conflicts will be brought to the attention of the Board of Directors or Executive Committee.
 - 7) All completed COI disclosure forms will be securely stored in the AASM office and will not be placed on the website.

Failure to Disclose

1. The Board of Directors shall have the right to take whatever steps it deems necessary against any person who is required to submit a COI form but fails to disclose a current level 1 or 2 COI. These shall include, but not be limited to, removal from office and banning that person from holding any further office in the AASM for a specified or unlimited time. The same shall apply to persons with level 2 COI who do not recuse themselves as required by these rules.

2. Failure to submit a timely COI form may result in removal from office at the discretion of the Board of Directors.

Confidentiality

It is the policy that AASM board members, employees, contractors, and committee or task force members (collectively, "AASM Agents") may not disclose, divulge, or make accessible confidential information belonging to, or obtained through their affiliation with AASM to any person, including relatives, friends, and business and professional associates, other than to persons who have a legitimate need for such information and to whom AASM has authorized disclosure. AASM Agents shall use confidential information solely for the purpose of performing services for AASM. This policy is not intended to prevent disclosure when required by law.

AASM Agents must exercise care at all times to avoid unauthorized or improper disclosures of confidential information. Conversations in public places, such as restaurants, elevators, and airplanes, should be limited to matters that do not pertain to information of a sensitive or confidential nature. In addition, AASM Agents should be sensitive to the risk of inadvertent disclosure and should, for example, refrain from leaving confidential information on desks or otherwise in plain view and refrain from the use of speakerphones to discuss confidential information if the conversation could be heard by unauthorized persons.

At the end of a board member's term in office, upon the termination of an employee's employment or upon the end of a contractor's service, they shall return, at the request of AASM, all documents, papers, and other materials, regardless of medium, that may contain or be derived from confidential information in their possession.

A breach of confidentiality may require the AASM to pursue disciplinary or legal action.

See [Appendix](#) for current AASM Confidentiality Form.

Whistleblower Protection

A whistleblower as defined by this policy is an employee, consultant, board member or volunteer who reports an activity that he or she considers to be illegal or dishonest to one or more of the parties specified in this policy. The whistleblower is not responsible for investigating the activity or for determining fault or corrective measures; appropriate management officials are charged with these responsibilities.

An example of an illegal or dishonest activity is a violation of federal, state or local laws, including financial wrongdoing, such as theft or embezzlement. If an individual has knowledge of or a concern of illegal or dishonest fraudulent activity, an employee is to contact his or her immediate supervisor or the Executive Director; non-employees are to contact the Executive Director or AASM President. The individual must exercise sound judgment to avoid baseless allegations. An individual who intentionally files a false report of wrongdoing will be subject to discipline up to and including termination if an employee/consultant or removal from position if a board member or volunteer. All reports of illegal and dishonest activities will be promptly investigated and corrective action taken.

Whistleblower protections are provided in two important areas -- confidentiality and against retaliation. Insofar as possible, the confidentiality of the whistleblower will be maintained. However, identity may have to be disclosed to conduct a thorough investigation, to comply with the law, and/or to provide accused individuals their legal rights of defense. The Academy will not retaliate against a whistleblower.

This includes, but is not limited to, protection from retaliation in the form of an adverse actions such as termination/removal, compensation decreases, poor work assignments and threats of physical harm. Any whistleblower who believes he or she is being retaliated against must contact the Executive Director or AASM President immediately. The right of a whistleblower for protection against retaliation does not include immunity for any personal wrongdoing that is alleged and investigated.

A circumstance may occur where a matter cannot reasonably be brought to the attention of an employee supervisor or to the Executive Director. Examples would include complaints of misconduct by the Director. In such a case, an individual is requested to file a complaint with the AASM President who will take all necessary steps to investigate the complaint, confer with outside authorities as needed, confer with the Board, and take necessary corrective action as advised by the Board.

Record Retention and Document Destruction

Purpose

AASM has chosen to follow best practices in accordance with the Sarbanes-Oxley Act, which makes it a crime to alter, cover up, falsify, or destroy any document with the intent of impeding or obstructing any official proceeding, this policy provides for the systematic review, retention, and destruction of documents received or created by AASM in connection with the transaction of organization business. This policy covers all records and documents, regardless of physical form, contains guidelines for how long certain documents should be kept, and how records should be destroyed (unless under a legal hold). The policy is designed to ensure compliance with federal and state laws and regulations, to eliminate accidental or innocent destruction of records, and to facilitate AASM’s operations by promoting efficiency and freeing up valuable storage space.

Document Retention

AASM follows the document retention procedures outlined below. Documents that are not listed but are substantially similar to those listed in the schedule, will be retained for the appropriate length of time. Other than those listed as “permanent” documents, the timelines listed below indicate the minimum time for retention.

Corporate Records

Annual Reports to Secretary of State/Attorney General	Permanent
Articles of Incorporation	Permanent
Board Meeting and Board Committee Minutes	Permanent
Board Policies/Resolutions	Permanent
Bylaws	Permanent
Construction Documents	Permanent
Fixed Asset Records	Permanent
IRS Application for Tax-Exempt Status (Form 1023)	Permanent
IRS Determination Letter	Permanent
State Sales Tax Exemption Letter	Permanent
Accreditation Records	10 years
Contracts (after expiration)	7 years
Conflict of Interest Disclosure Form	5 years
Correspondence (general)	3 years

Accounting and Corporate Tax Records

Annual Audits and Financial Statements	Permanent
Depreciation Schedules	Permanent
IRS Form 990 Tax Returns	Permanent
General Ledgers	Permanent
Business Expense Records	7 years
IRS Forms 1099	7 years
Journal Entries	7 years
Invoices	7 years
Sales Records	5 years
Petty Cash Vouchers	3 years
Cash Receipts	3 years
Credit Card Receipts	3 years

Bank Records

Check Registers	7 years
Bank Deposit Slips	7 years
Bank Statements and Reconciliation	7 years
Electronic Fund Transfer Documents	7 years

Payroll and Employment Tax Records

Payroll Registers	Permanent
State Unemployment Tax Records	Permanent
Earnings Records	7 years
Garnishment Records	7 years
Payroll Tax Returns	7 years
W-2 Statements	7 years

Employee Records

Employment and Termination Agreements	Permanent
Retirement and Pension Plan Documents	Permanent
Records Relating to Promotion, Demotion, or Discharge	7 years after termination
Accident Reports and Worker's Compensation Records	5 years
Salary Schedules	5 years
Employment Applications	3 years
I-9 Forms	3 years after termination
Time Cards	2 years

Legal, Insurance, and Safety Records

Appraisals	Permanent
Copyright Registrations	Permanent
Environmental Studies	Permanent
Insurance Policies	Permanent
Real Estate Documents	Permanent
Stock and Bond Records	Permanent
Trademark Registrations	Permanent

Leases	6 years after expiration
OSHA Documents	5 years
General Contracts	3 years after termination

Electronic Documents and Records

Electronic documents will be retained as if they were paper documents. Therefore, any electronic files, including records of donations made online, that fall into one of the document types on the above schedule will be maintained for the appropriate amount of time. If a user has sufficient reason to keep an e-mail message, the message should be printed in hard copy and kept in the appropriate file or moved to an “archive” computer file folder. Backup and recovery methods will be tested on a regular basis.

Emergency Planning

AASM’s records will be stored in a safe, secure, and accessible manner. Documents and financial files that are essential to keeping AASM operating in an emergency will be duplicated or backed up at least every week and maintained off-site.

Document Destruction

AASM’s Director of Finance is responsible for the ongoing process of identifying its records, which have met the required retention period, and overseeing their destruction. Destruction of financial and personnel-related documents will be accomplished by shredding.

Document destruction will be suspended immediately, upon any indication of an official investigation or when a lawsuit is filed or appears imminent. Destruction will be reinstated upon conclusion of the investigation.

Compliance

Failure on the part of employees to follow this policy can result in possible civil and criminal sanctions against AASM and its employees and possible disciplinary action against responsible individuals. The Director of Finance and Secretary/Treasurer will periodically review these procedures with legal counsel or the organization’s certified public accountant to confirm that AASM is in compliance with new or revised regulations.

Chapter 2: Role of the Board

Adopted: January 2019

Last Modified: July 2020

Role of the Board

Composition of the Board of Directors

As defined by the Bylaws, the Board of Directors consists of the President, President-Elect, Immediate Past President, Secretary/Treasurer, and eight (8) Directors elected by the voting members.

The board as a whole has three primary roles:

1. Setting organizational direction, including effective short term and long-range planning
2. Budgeting for the necessary resources, both financial and human
3. Providing oversight of the assets, programs, services, as well as the Executive Director.

Setting Organizational Direction

- Determine Mission and Vision
- Engage in strategic thinking
- Effective planning

Planning for Necessary Resources

- Executive Director selection
- Adequate financial resources
- Maintenance /enhancement of AASM's public standing

Provide Oversight

- Support and evaluate the Executive Director
- Protect assets and provide financial oversight
- Monitor and strengthen programs and services
- Legal and ethical integrity
 - Compliance
 - Act in accordance with the provisions of AASM's bylaws and articles of incorporation, amending them when necessary.
 - Verify that the organization adheres to local, state, and federal laws and regulations that apply to nonprofit organizations.
 - Transparency
 - Provide accurate information about an organization's revenue and expenses
 - Institute clear policies and procedures
 - Accountability
 - Maintain and invoke Conflict of Interest (COI) policies and procedures
 - Maintain organizational whistle-blower policy
 - Evaluate and take appropriate actions on annual board officer and director disclosure statements
 - Maintain official records for the time periods required
 - Review, take appropriate actions if needed, and approve annual audited financial statements and reports.

Individual Board Member Responsibilities

General Expectations

- Know the organization's mission, purpose, goals, policies, programs, services, strengths, and needs
- Serve in leadership positions and undertake special assignments willingly and enthusiastically
- Follow trends in sleep medicine and keep others informed
- Bring respect and goodwill to the board's deliberations
- Engage with AASM membership to better understand the needs of members

Meeting Expectations

- Prepare for and conscientiously participate in Board meetings
- Ask timely and substantive questions at board meetings
- Maintain confidentiality of the board's executive sessions and any confidential information
- Maintain the integrity of the decisions of the board, even if personally opposed
- Openly offer board meeting agenda items to AASM President and Executive Director to ensure that significant policy-related and strategic matters are discussed

Relationship with Staff

- Counsel the Executive Director as appropriate, providing support regarding difficult relationships with groups or individuals (staff or otherwise)
- Avoid asking the staff for favors, including special requests for extensive information that may take extraordinary time to gather and is not part of ongoing board or committee work – unless you have consulted with the Executive Director, President or appropriate committee chair
- Remember that the Executive Director – not individual board members or the board as a whole – is responsible for assessing staff performance

Avoiding Conflicts

- Serve the organization as a whole rather than any special interest group or constituency
 - Adhere to the Conflict of Interest Policy
 - Maintain independence and objectivity and do what a sense of fairness, ethics, and personal integrity dictate
- Never accept (or offer) favors or gifts from (or to) anyone who does business with the AASM in accordance with the Gift/Gratuity policy in Chapter 3

Fiduciary Responsibilities

- At all times, exercise prudence with the board in the control and transfer of funds.
- Faithfully read and understand the organization's financial statements and otherwise help the board fulfill its fiduciary responsibility.

Board Member Agreements

A Board Member Agreement (BMA) will be signed annually by all officers and directors of the Board of Directors (see [Appendix](#)).

Board Liaison Job Description

Term of Office

- One year. Reappointment at one-year increments while serving on the board.

Method of Appointment

- Board liaisons are appointed by the President-Elect

Accountability

- Report to: Board of Directors
- Key Relationships: Committee, subcommittee, assembly or task force chair and vice chair, staff liaison(s), President of the AASM

Purpose

- To foster communication about the AASM's strategic goals and priorities, to ensure committee and/or task force products are consistent with the group's charge and/or goals of the AASM, and to mentor the next generation of volunteer leaders.
- The liaison is an advisor and educator and is not serving as a subject matter expert for the work of the work group.

Responsibilities

- Serve as a bi-directional conduit between the Board of Directors and the committee.
- Serve as advisor to the committee or task force chair regarding the charge for the committee or task force, and regarding procedural issues related to BOD reports and/or approvals for works of the committee or task force. The liaison should refrain from acting as either the chair or as a member of the task force or committee.
- Mentor the committee or task force chair to assist in their development as leaders, taking special care to not act in any way so as to replace their leadership of the group.
- Educate others about the AASM's strategic plan, public board actions and decision-making rationale, and strategic trends affecting the AASM.
- Serve as a resource for information about the AASM's staff and volunteer structure (who does what), and business processes/procedures (how things get done), including nominations and appointments.
- Encourage innovative thinking in committee, subcommittee, assembly or task force deliberations.
- Act as a sounding board and advisor to current and emerging volunteer leaders, including chairs, vice chairs and co-chairs to help them strengthen their effectiveness, develop their leadership skills and maximize their contribution to the AASM.
- Assist the Nominating Committee and the Committee on Committees identify and/or assess potential candidates for board, officer, or committee, subcommittee, assembly and task force assignments.
- Review, suggest edits and provide feedback to the committee on all written documents being prepared for dissemination (e.g., publications in JCSM) with particular attention to the possible views and concerns of the Board of Directors.
- Generally, the advisory nature of the position will not assume authorship of any published products of the task force or committee. However, existing editorial policies will be followed in the event that the liaison has substantive contribution to written documents.

Board Liaison Minimum Requirements

Board of Directors are strongly encouraged to attend committee/task force meetings. When that is not possible, the Board liaison must communicate (via email or phone) with the committee/task force chair and staff liaison before the committee/task force meets. This communication will help ensure the committee is achieving its mandate and is in line with the planning of the Board of Directors. It can also be used as an opportunity to educate the chair on issues affecting the AASM and to provide mentorship. The Board liaison is expected to communicate back relevant information to chair or committee after each Board meeting. Attendance at the committee meeting during SLEEP is expected.

Decision Making Authority

- Make recommendations to chairs, members, staff and the board.
- The board liaison is not a voting member of the committee, however, may vote on decisions related to the committee during board meetings.

Qualifications

- Currently serving director or officer

Secretary/Treasurer Job Description

Term of Office

- Three years.

Method of Appointment

- Officers shall be nominated by the Nominating Committee and voted on by the members, according to the process stipulated in the AASM bylaws.

Accountability

- Reports to: President, Board of Directors
- Key Relationships: Executive Director, President, Immediate Past President, President-Elect, Executive Committee, Director of Finance

Purpose

- As Secretary, to ensure that actions of the board are documented appropriately. As Treasurer, to ensure the board's ability to discharge its fiduciary duties and to carry out responsibilities as outlined in the bylaws of the AASM.

Responsibilities

Assignments

- Preside as chair of the following entities:
 - Finance Committee
 - Governance Committee
- Serve as a voting member of the following entities:
 - Board of Directors
 - Executive Committee
 - Performance Review Ad-Hoc Committee

Duties

As Secretary

- Ensure that accurate minutes of all board meetings are prepared, distributed to the officers and directors in a timely fashion, and maintained at the corporate office; minutes shall record the time and place of meetings, whether regular or special, how the meetings were called, the names of those present or represented at the meeting and the proceedings.
- Ensure that all notices for meetings and other actions are given in accordance with the provisions of the bylaws or as required by law.
- Act as custodian of the records, including minutes.
- Certify and ensure that a current copy of the bylaws is maintained in the corporate office.
- Ensure that a current copy of the AASM policy manual is maintained in the corporate office.
- Serve as chair of Governance Committee
- Perform any other duties required by the bylaws, Articles of Incorporation, or the law.
- Disclose actual or potential conflicts, and refrain from voting on issues related to the conflict, which might require leaving the meeting for the duration of that discussion. Enforce conflict of interest policies, including requiring members' recusal from participating in discussions, meetings/calls and/or voting as appropriate.

As Treasurer

- Serve as financial officer of the organization.
- Serve as chair of the Finance Committee
- Work with the Executive Director and director of finance to ensure that accurate financial records are maintained and that appropriate financial reports are made available to the Board of Directors on a timely basis.
- Assist the Executive Director and the director of finance in preparing the annual budget.
- Ensure compliance with all relevant legal and regulatory requirements and ethical standards.
- Ensure that the organization's assets are protected, expended and invested according to board policies and procedures.
- Monitor adherence to financial policies and, when applicable, recommend financial policies to the board for approval.

As a Leader

- Act as a mentor and coach to senior volunteers and emerging leaders to help them strengthen their leadership skills and develop professional networks.
- Perform other duties as directed by the board.
- See Committee Chair job description (see Chapter 8: Committees and Other Groups).

Qualifications

Skills

- **Attention to Detail:** Accomplishes a task thoroughly. Monitors and checks work and plans and organizes time and resources efficiently.
- **Coaching:** Possesses the ability and desire to coach others in interpersonal skills, AASM processes, and issue management.
- **Communication:** Demonstrates strong verbal and written skills. Understands, complies with, and appropriately communicates relevant AASM policies and processes.
- **Conflict Resolution:** Uses a variety of approaches to manage and resolve concerns, disagreement, and conflict.

- **Consensus Building:** Develops cooperation and teamwork while participating in a group, working toward solutions that generally benefit all parties.
- **Financial Acumen:** Maintains and applies a broad understanding of financial management principals to ensure decisions are fiscally sound and responsible.
- **Group Dynamics:** Enables cooperative and productive group interactions.
- **Networking:** Actively expands professional networks; leverages networks for AASM support.
- **Professional Stature:** Maintains broad-based clinical knowledge and experience. Holds strong professional credibility and reputation within or outside of AASM.
- **Strategic Planning Experience:** Has experience with planning, evaluation, and implementation of a strategic plan, including demonstrated ability to focus on long-term goals and strategic outcomes.
- **Subject Matter Expertise:** Applies in-depth specialized knowledge, skills and judgment to accomplish the goals of the committee and/or the AASM.
- **Volunteer Experience:** Demonstrates effectiveness on AASM committees, subcommittees or task forces.
- **Willingness to Serve:** Demonstrates a strong commitment, interest, and desire to serve the AASM. Makes the time to actively contribute and participate.

Competencies

- **Accountability:** Accepts full responsibility in meeting expectations.
- **Commitment:** Serves the needs of the AASM and the Sleep Medicine profession. Ensures that actions meet the needs of key stakeholders and aligns activities to meet these needs.
- **Continuous Learning:** Demonstrates a desire and drive to acquire necessary knowledge, skills, and competencies to best serve the needs of the AASM, its members, and the field of sleep medicine. Demonstrates the ability to reflect on and learn from experiences.
- **Decision Making:** Evaluates available information and resources to develop effective and viable solutions that meet the goals of the committee and AASM at large, often with limited information and under tight deadlines.
- **Developing Others:** Develops the ability of others to perform and contribute to the AASM by providing ongoing feedback, coaching and opportunities to learn through formal and informal methods.
- **Impact and Influence:** Gains support and buy-in and motivates others to act in the best interest of the AASM.
- **Innovation:** Addresses the future needs of the AASM and stakeholders through creative problem solving, informed risk-taking, and fostering new ideas.
- **Integrity:** Earns others' trust by behaving in an honest, fair, and ethical manner. Shows consistency in words and actions. Models high standards of ethics.
- **Organizational Knowledge:** Understands the mission and strategic objectives of the AASM, the structure, and culture as well as the regulatory, industry, and economic issues affecting the organization.
- **Problem Solving:** Identifies and analyzes problems and evaluates alternate solutions and makes recommendations in the best interest of the AASM.
- **Relationship Building:** Works collaboratively with others to develop positive working relationships to achieve the shared goals of the AASM.
- **Stewardship:** Efficiently utilizes the resources of the AASM to make informed decisions. Communicates decisions in an effective manner to stakeholders.
- **Strategic Thinking:** Formulates objectives and priorities and implements plans that support the long-term interests of the AASM. Takes advantage of opportunities and manages risks.

- **Team Leadership:** Effectively manages and guides group efforts and provides an appropriate level of feedback concerning group progress.

President-Elect Job Description

Term of Office

- One year.

Method of Appointment

- Officers shall be nominated by the Nominating Committee and voted on by the members, according to the process stipulated in the AASM bylaws.

Accountability

- Report to: Board of Directors
- Staff Liaison: Executive Director
- Key Relationships: Executive Director, President, Immediate Past President, Secretary-Treasurer, Executive Committee

Purpose

- To assist the President and strengthen leadership skills in preparation for becoming President.

Responsibilities

- Preside as chair of the following entities:
 - Committee on Committees
- Serve as a member of the following entities:
 - Board of Directors
 - Executive Committee
 - Nominating Committee
 - Performance Evaluation Ad-Hoc Committee

Other Duties

As President-Elect

- Assist the President in the execution of their duties.
- Act as a representative or spokesperson for the organization at the President's request.
- Perform the duties of the President in the President's absence or incapacity; including completing the Presidential term in the event of a vacancy.
- Act as a mentor and coach to senior volunteers and emerging leaders to help them strengthen their leadership skills and develop professional networks.
- Proactively strengthen professional networks and leadership skills in preparation for assuming the office of President.
- Appoint committee chairs and members, in consultation with the Committee on Committees, according to leadership development and succession planning procedures.
- Perform other duties as directed by the board or the President.

As Committee Chair

- See Committee Chair job description (see Chapter 8: Committees and Other Groups).

Qualifications

Skills

- **Attention to Detail:** Accomplishes a task thoroughly. Monitors and checks work and plans and organizes time and resources efficiently.
- **Coaching:** Possesses the ability and desire to coach others in interpersonal skills, AASM processes, and issue management.
- **Communication:** Demonstrates strong verbal and written skills. Understands, complies with, and appropriately communicates relevant AASM policies and processes.
- **Conflict Resolution:** Uses a variety of approaches to manage and resolve concerns, disagreement, and conflict.
- **Consensus Building:** Develops cooperation and teamwork while participating in a group, working toward solutions that generally benefit all parties.
- **Executive and Board Assessment Experience:** In partnership with the President, develops and assesses performance of Executive Director and board members. Partners with President and Executive Director on executive level succession planning needs.
- **Financial Acumen:** Maintains and applies a broad understanding of financial management principals to ensure decisions are fiscally sound and responsible.
- **Governance Experience:** Has served on a board, committees and task forces.
- **Group Dynamics:** Enables cooperative and productive group interactions.
- **Institutional Knowledge:** Possesses in-depth understanding of AASM history, policies and processes.
- **International Positioning:** Actively expands international networks; leverages networks to support AASM financially, strategically and collaboratively.
- **Mentoring:** Actively engages in identifying emerging leaders and is personally involved in their development. Fosters a mentoring environment with senior leaders.
- **Networking:** Actively expands professional networks; leverages networks for AASM support.
- **Professional Stature:** Maintains broad-based clinical knowledge and experience. Holds strong professional credibility and reputation within or outside of AASM.
- **Strategic Planning Experience:** Has experience with planning, evaluation, and implementation of a strategic plan, including demonstrated ability to focus on long-term goals and strategic outcomes.
- **Subject Matter Expertise:** Applies in-depth specialized knowledge, skills and judgment to accomplish the goals of the committee and/or the AASM.
- **Visibility:** Is recognized as a leader in the U.S. and/or internationally. Articulates and champions the best interests of the AASM.
- **Volunteer Experience:** Demonstrates effectiveness on AASM committees, subcommittees or task forces.
- **Willingness to Serve:** Demonstrates a strong commitment, interest, and desire to serve the AASM. Makes the time to actively contribute and participate.

Competencies

- **Accountability:** Accepts full responsibility in meeting expectations.
- **Commitment:** Serves the needs of the AASM and the Sleep Medicine profession. Ensures that actions meet the needs of key stakeholders and aligns activities to meet these needs.
- **Change Leadership:** Leads and manages change within the organization to meet the strategic goals of the AASM. Establishes a vision for the organization in an ever-changing environment.
- **Coalition Building:** Builds strategic relationships internally and with key external stakeholders to achieve common goals.

- **Continuous Learning:** Demonstrates a desire and drive to acquire necessary knowledge, skills, and competencies to best serve the needs of the AASM, its members, and the field of sleep medicine. Demonstrates the ability to reflect on and learn from experiences.
- **Decision Making:** Evaluates available information and resources to develop effective and viable solutions that meet the goals of the committee and AASM at large, often with limited information and under tight deadlines.
- **Developing Others:** Develops the ability of others to perform and contribute to the AASM by providing ongoing feedback, coaching and opportunities to learn through formal and informal methods.
- **Fostering Philanthropy:** Articulates and champions a culture of giving in support of the American Academy of Sleep Medicine Foundation.
- **Impact and Influence:** Gains support and buy-in and motivates others to act in the best interest of the AASM.
- **Innovation:** Addresses the future needs of the AASM and stakeholders through creative problem solving, informed risk-taking, and fostering new ideas.
- **Integrity:** Earns others' trust by behaving in an honest, fair, and ethical manner. Shows consistency in words and actions. Models high standards of ethics.
- **Organizational Knowledge:** Understands the mission and strategic objectives of the AASM, the structure, and culture as well as the regulatory, industry, and economic issues affecting the organization.
- **Problem Solving:** Identifies and analyzes problems and evaluates alternate solutions and makes recommendations in the best interest of the AASM.
- **Relationship Building:** Works collaboratively with others to develop positive working relationships to achieve the shared goals of the AASM.
- **Stewardship:** Efficiently utilizes the resources of the AASM to make informed decisions. Communicates decisions in an effective manner to stakeholders.
- **Strategic Thinking:** Formulates objectives and priorities and implements plans that support the long-term interests of the AASM. Takes advantage of opportunities and manages risks.
- **Team Leadership:** Effectively manages and guides group efforts and provides an appropriate level of feedback concerning group progress.

President Job Description

Term of Office

- One year.

Method of Appointment

- The President is not elected, but transitions from President-Elect to President after the nomination and voting process outlined as per the bylaws.

Accountability

- Report to: Board of Directors
- Staff Liaison: Executive Director
- Key Relationships: Executive Director, President-Elect, Immediate Past President, Secretary-Treasurer, Executive Committee

Purpose

- To enhance the organization’s reputation and effectiveness, ensure progress in implementing the strategic plan and foster an environment that attracts and energizes outstanding volunteer leaders.

Responsibilities

- Preside as chair of the following entities
 - Board of Directors
 - Executive Committee
 - Nominating Committee
 - Performance Evaluation Ad-Hoc Committee
 - Business meetings of the AASM Membership
- Serve as a member of the following entities
 - Ex-officio to all committees and task forces of the AASM

Other Duties

As President

- Serve as the AASM’s official representative and spokesperson.
- Convene meetings.
- Communicate regularly with the board about Executive Committee activities and other important issues.
- Work in partnership with the Executive Director to oversee implementation of the strategic plan, ensure organizational effectiveness and plan for future development.
- Ensure compliance with board policies and procedures and all relevant legal and ethical standards, including policies and standards governing corporate relationships.
- Act as a mentor and coach to senior volunteers and emerging leaders to help them strengthen their leadership skills and develop professional networks.
- Appoint task forces as necessary and delegate activities to committees and subcommittees, with board or Executive Committee approval.
- Consult with the President-Elect and Executive Director on the appointment of incoming committee chairs and members, consistent with the AASM bylaws.
- Approve formal AASM communications.
- Perform other duties as directed by the board.

As Committee Chair

- See Committee Chair job description (see Chapter 8: Committees and Other Groups).

Qualifications

- Current President. See qualifications for President-Elect.

Immediate Past President Job Description

Term of Office

- One year.

Method of Appointment

- The Immediate Past President position is assumed upon completion of the term as President.

Accountability

- Report to: Board of Directors
- Staff Liaison: Executive Director
- Key Relationships: Executive Director, President, President-Elect, Secretary-Treasurer, Executive Committee

Purpose

- To provide advice and counsel to the President and Executive Committee.

Responsibilities

- Preside as chair of the following entities:
 - Conflict of Interest Committee
- Serve as a member of the following entities:
 - Board of Directors
 - Executive Committee
 - Nominating Committee
 - Performance Evaluation Ad-Hoc Committee

Other Duties

As Immediate Past President

- Act as a representative or spokesperson for the organization at the President's request.
- Act as a mentor and coach to senior volunteers and emerging leaders to help them strengthen their leadership skills and develop professional networks.
- Ensure compliance with board policies and procedures and all relevant legal and ethical standards, including policies and standards governing corporate relationships.
- Perform other duties as directed by the board or the President.
- Act as a resource for institutional knowledge of the organization

As Chair

- See Committee Chair job description (see Chapter 8: Committees and Other Groups).

Qualifications

- Outgoing President. See qualifications for President-Elect.

Chapter 3: Board Practices

Adopted: April 2019

Last Modified: July 2020

Governing Principles

The bylaws of the AASM serve as the governing principles for the AASM and are developed in accordance with state and federal law. The AASM's bylaws are reviewed on a regular basis by the Governance Committee and recommendations are made to the Board of Directors. Changes to the AASM's bylaws must be approved by voting members. Please reference [Appendix](#) for the current version of the AASM bylaws.

Composition and Term of Office

The Board of Directors shall consist of the President, President-Elect, Immediate Past President, Secretary/Treasurer, and eight (8) Directors elected by the voting members. Directors shall serve a three-year term in office or until their successors are duly elected and take office, unless elected to serve an unexpired term, in which case they shall serve the unexpired portion of the term. A Director shall be eligible for re-election for not more than one additional consecutive term, with the exception that a Director elected to serve an unexpired term of one (1) year or less shall be eligible for re-election to not more than two (2) additional consecutive terms. The Directors' terms shall commence during the AASM Annual Membership Meeting following their election.

Nomination and Election of the Board of Directors

The Nominating Committee meets annually to review member nominations for the President-Elect, Secretary/Treasurer, Directors, and at-large member of Nominating Committee and presents their recommendations to the Board of Directors, generally at its winter meeting.

Nomination for At-Large Director on Executive Committee

Board members should have at least two years' experience on the Board of Directors before being considered for the at-large director position on the Executive Committee. Depending on the composition of the Board of Directors, there will be a variable number of candidates. Board members wishing to be considered for an open at-large director position on the Executive Committee may inform the AASM President. The Executive Committee will consider nominees and provide a recommendation to the full Board of Directors during the applicable board meeting.

Board Member Removal

Any Officer or Director may resign by giving written notice to the Board of Directors. Resignations shall take effect immediately unless a later time is specified. Any Officer or Director may be removed if they have a level 1 conflict of interest as defined in the AASM COI policy or in accordance with the provisions set forth in the Minnesota Nonprofit Corporation Act ("Act") with or without cause whenever the best interests of the AASM would be served by such removal.

Three (3) consecutive unexcused absences from a board meeting shall be interpreted as resignation from the Board of Directors unless otherwise excused by the Board of Directors.

Board Vacancies

In the case of a board vacancy, the Nominating Committee shall provide recommendations to the AASM board, at the discretion of the board.

Compensation of Board Members

Officers and Directors who serve on the AASM board are eligible to receive a stipend for their services to the AASM. The stipend is determined by the Board of Directors. Since October 2014, the stipend for Directors has been \$17,000 annually. The President-Elect and Secretary/Treasurer receive an additional stipend of \$27,500 and the President receives an additional stipend of \$55,000. All stipends are prorated quarterly.

Gifts/Gratuities

Board members and Executive Director are not permitted to accept, directly or indirectly, any of the following from suppliers, vendors, members, contractors or others doing business - or seeking to do business - with the Academy: personal gifts, gifts to institutions on your behalf, payments, loans, services or other forms of compensation, benefit or persuasion. It is also a violation to give gifts to individuals or firms with whom the Academy does business. The exchange of normal business courtesies, such as luncheons or dinners, is permissible when they are proper and consistent with regular business practice. Such entertainment should not exceed \$100 in value per event and should be limited to no more than four times per year. Also permissible are advertising or promotional materials, holiday gifts, or other gifts that are of nominal value (less than \$50).

Board members are prohibited from accepting stipends or honoraria when speaking on behalf of AASM. As an alternative, Board members should encourage host organization to donate to the AASM Foundation in lieu of a stipend or honorarium.

It is not always possible to reject gratuities that are offered or sent without prior knowledge or approval. In these instances, the nature of any gift or gratuity with an estimated value of \$50 or more and the organization providing it must be reported to the AASM President and Executive Director, who will determine the appropriate disposition of the gift.

Board Member Expense Reimbursement

Travel expenses incurred while participating in meetings and activities related to or on behalf of the AASM will be paid for by the AASM if the expenses are reasonable, properly approved, and documented. The AASM's policy covers reimbursement for transportation, auto mileage, auto rentals, hotel lodging, meals, gratuities, tolls and parking, and other miscellaneous expenses. It also details the documentation required, as well as describing travel advance procedures and the authorizations needed for reimbursement. Please see Chapter 5 for the reimbursement guidelines.

Quorum for Board Meetings

The majority of the board members shall constitute a quorum for transacting official business of the AASM. When members are unable to be physically present, they may fully participate by teleconference or video conference. The speakerphone or video connection must enable board members to hear the other member(s) not physically present and enable the member(s) not physically present to hear and participate in the board discussion.

Schedule of Common Events for Board of Directors

The Board of Directors typically meets five times a year – Winter, Spring, Summer, Fall, and at the annual SLEEP meeting. Below is a listing of common activities that occur at each of these meetings:

Winter:

- Review Nominating Committee suggestions. The call for volunteers is typically sent out in November or December. The Nominating Committee meets in either December or early January.
- Select recipients of the Nathaniel Kleitman Distinguished Service Award, William Dement Academic Achievement Award, Award for Excellence in Education and Mark O. Hatfield Public Policy or Advocacy Award.
- Board meeting locations and dates for the following year are announced.

Spring:

- Review Committee on Committees recommendations. The call for volunteers is typically sent out in February. The Committee on Committees meets in early March.
- Election results are ratified.
- A director is selected to serve on the Executive Committee.
- AASM Foundation and ABSM Leadership selected
- Review audit report. Depending on status, this may occur at June meeting.

June (SLEEP meeting):

- Appoint Finance, Governance and COI committees.

Summer:

- Review policy manual.
- Review potential changes to the bylaws, if indicated.

Fall:

- Review budget.

Special Meetings

Special meetings may be called by the President or at the request of three (3) Officers and/or Directors. Notice for in-person special meetings shall be given at least ten (10) days prior and may be delivered personally, by mail, facsimile or email to each Officer and Director at their address on record. The business to be transacted at any special meeting of the Board of Directors shall be specified in the meeting notice. Additional agenda items may be proposed and considered by a motion of any Officer or Director at the meeting.

Meetings by Other Means

When an in-person meeting is not possible logistically, any action to be taken at a Board of Directors meeting, may be taken on a conference call or by other means that allows communication with each other in a remote synchronous fashion. Participation shall constitute presence at the meeting. Any meeting to be held by these other means may be held upon a minimum of twenty-four (24) hours prior notice.

Electronic Voting

Should an action be needed by the Board of Directors in absence of a meeting, an electronic vote can occur. However, all actions must be approved unanimously.

Executive Session

Due to the sensitive nature of some topics, any meeting can include an executive session where some attendees at the meeting may be asked to be excused. An executive session can be held for any reason permitted by law and the content discussed is considered confidential.

General Membership Meeting

The general membership meeting occurs every year in June, typically during the SLEEP meeting and is open to all AASM members. During the membership meeting, generally the following activities occur:

- An overview of the finances of the Academy is presented by the Secretary/Treasurer
- The outgoing President reflects upon the previous year
- The passing of the baton occurs which officially transitions the presidency
- The incoming President presents the vision for the upcoming year
- Members are given an opportunity to ask questions of the AASM Board of Directors

Endorsement Policy

When societies ask the AASM to endorse documents or statements that have already been developed and completed, the request will be:

1. Endorsed if the documents or statements do not require any substantive edits, the Board of Directors has the expertise to verify that the documents or statements are accurate and appropriate, and the statement closely aligns with the policies, positions and/or guidelines of the AASM.
2. Supported if the documents or statements do not require any substantive edits and closely align with the mission of the AASM, but the Board of Directors does not have the expertise to verify that the documents or statements are accurate and appropriate.
3. Politely declined if the documents or statements require substantive edits, do not align with the mission, policies, positions and/or guidelines of the AASM.

Membership Dues

The Board of Directors is responsible for approving any change in membership dues, which also includes discounts.

AASM Conference Grant Support Program

The Conference Grant Support Program (CGSP) seeks to enhance the mission of the AASM to educate professionals and support optimal sleep health. From time to time the AASM will award small grants to support specialized conferences that supplement AASM educational course offerings that have not been covered in other venues or to support unique research topics. These programs may involve speakers and attendees outside of the membership.

The AASM does not require educational credits to be offered as part of the CGSP. However, if the applicant desires to offer educational credits as part of their proposed conference it must conform to all applicable educational credit guidelines with respect to conflict of interest disclosure and industry support.

Requests for funding must include a detailed description of the program, the aims, significance and potential impact on the field. In addition, the request must include a list of speakers and topics. The target audience and goals must be defined. Budgetary information must include the cost of the program, how funds will be spent, and other sources of support.

Program Preferences

Preference will be given to conferences that support the AASM mission and expand the knowledge base for care of sleep disorders patients. These will include but are not limited to:

- Conferences that focus on emerging areas of the strategic needs of the field, patient-oriented research, novel patient assessment or therapy or improvement of patient care
- Conferences that include speakers from specialties other than sleep medicine such as genetics and translational research, surgical specialties and medical informatics
- Conferences that provide training in sleep medicine for primary care, pediatrics, geriatrics or other groups that influence the provision of sleep medicine
- Conferences that meet the needs of the AASM membership
- Conferences that include continuing education credits
- Conferences that have matching funds from other organizations or societies
- Conferences or workshops that lead to manuscripts submitted to the Journal of Clinical Sleep Medicine

The CGSP does not favor:

- Annual conferences with established ongoing funding
- Conferences that compete with or overlap current AASM educational offerings
- Support for “general funds” or non-educational expenses
- Grant requests in excess of \$25,000 unless circumstances are exceptional
- Support for conferences not held in the United States

Chapter 4: Executive Director

Adopted: January 2019

Last Modified: July 2020

Job Description

DUTIES OF THE EXECUTIVE DIRECTOR

The Executive Director of the American Academy of Sleep Medicine (“AASM”) reports to the Board of Directors (“board”), and works with the Executive Committee, President and other Officers. The Executive Director is responsible for fulfilling the AASM’s mission as a not-for-profit medical professional society. The purview of the Executive Director includes but is not limited to general administration, management of financial resources, membership, accounting, adherence to association law, appropriate use of digital technology, management of human resources, and providing direction for government affairs and health policy. It is the expectation that the Executive Director will maintain the core values of dedication, persistence, continuous improvement, decency, fairness, respectfulness, humility and integrity.

The Executive Director is also responsible for ensuring that AASM employee working conditions meet all local, state, and federal legal requirements, are humane and safe, and that employees are treated in an equitable, professional manner. The Executive Director should

- Ensure that employment decisions are based on the individual’s qualifications and ability to perform the job.
- Set a compensation framework reasonably required to attract and retain employees with the skills and experience necessary to accomplish the organization’s mission.
- Develop and maintain appropriate personnel policies in a handbook available to all staff.

PROGRAM DEVELOPMENT AND ADMINISTRATION

The Executive Director will:

1. Guide AASM to a long-range strategy that fits with its mission and has tactical plans for achieving its goals in a consistent and timely manner.
2. Provide leadership in developing program, organizational, and financial plans, and, with staff, carry out board plans and policies.
3. Maintain official records and documents, and ensure compliance with federal, state and local regulations.
4. Maintain a working knowledge of significant developments and trends in medicine, especially the field of sleep medicine. Use that knowledge to help the board realize, imagine, or innovate new opportunities that maximize the value of AASM to its members.
5. Be responsible for support of all activities associated with the board, including management of staff for meetings (board, Executive Committee, and Task Force/Committee and others), meeting schedules, locations, and development of agenda and meeting materials.
6. Define problems, collect data, establish facts and draw valid conclusions regarding programs and administration of programs of AASM; exhibit independent judgment in the development, implementation and evaluation of plans, procedures and policies; interpret a variety of technical instructions and navigate various abstract and concrete variables.

ADMINISTRATION AND HUMAN RESOURCES

The Executive Director will:

1. Be responsible for the recruitment, employment, and release of all personnel, both paid staff and volunteers.
2. Maintain adequate staffing levels, appropriate training and foster employee growth.
3. Develop job descriptions, regularly evaluate staff, and ensure that sound human resource practices are followed.
4. Ensure that an effective management team, with appropriate provision for succession, is in place.
5. Encourage professional development of all staff.
6. Maintain a climate that attracts, keeps, and motivates a diverse and highly qualified staff.
7. Foster commitment to the organization's mission and vision.

COMMUNICATIONS

The Executive Director will:

1. Fully inform the board on the condition of AASM and all important factors influencing it.
2. Publicize the activities of AASM, its programs and goals.
3. Work with the President to conduct official correspondence of AASM, and jointly with designated Officers, execute legal documents.
4. Establish sound working relationships and cooperative arrangements with other groups and organizations.
5. Represent the programs and point of view of AASM to agencies, organizations, and the general public.
6. Read, analyze and interpret general business periodicals, professional journals, financial reports, legal documents, technical procedures, or governmental regulations; write reports, business correspondence and procedure manuals; efficiently respond to questions from membership and staff; communicate effectively in both written and oral form; and, effectively present information to membership, the public, and board.
7. Communicate effectively with AASM staff, including the development of effective personnel policies and procedures.

CONTRACT ADMINISTRATION FOR THE MANAGEMENT OF AFFILIATES

The Executive Director will:

1. Develop terms, conditions and budgets for all management agreements administered by AASM.
2. Provide staff assignment and management for the proper administration of the management agreements.
3. Provide guidance on programs, legal issues and industry trends to Affiliates and their respective administrator and/or Board of Directors.

BUDGET AND FINANCE

The Executive Director will:

1. Be responsible for developing and maintaining sound financial practices.
2. Work with the staff, the Finance Committee, and the board in preparing a budget, and operating within the policies outlined within *Chapter 5 - Finance Investment* and as directed by the board.
3. Grow the financial health of the AASM in a manner that benefits its members, expands its future opportunities, and helps to assure the future leadership position of the AASM.

Performance Evaluation Process

The board monitors the performance of the Executive Director on an ongoing basis, culminating with a formal annual performance review at least once per year. The Executive Committee or a designated portion of the Executive Committee, called the Executive Evaluation Advisory Group (typically including the President, the Past President and the President-Elect) will conduct periodic evaluation and a formal annual review and appraisal of the Executive Director's performance. Performance evaluation should be an ongoing collaborative process that enhances the working relationship between the Executive Director and the Board of Directors, with opportunities for two-way communication throughout the process. The performance review cycle will typically begin in October of each year, and metrics will be collaboratively established for the coming year. The formal, annual performance review will typically occur at the Spring Board meeting of the year following the performance period.

January/February

The Executive Director and a representative of the Executive Evaluation Advisory Group (typically the President) will meet and collaboratively agree on the evaluation process for the prior calendar year, using the agreed-upon metrics decided for the previous year.

Evaluation Process

As part of the formal annual evaluation, the Executive Director will provide a self-evaluation of performance. This may include a narrative description and/or relevant data points related to each agreed-upon metric. The Board of Directors should be provided with the Executive Director's self-evaluation and other materials with sufficient time to review these documents, ask questions and obtain clarification prior to the formal annual performance evaluation (see below).

The Executive Evaluation Advisory Group will seek input, in multiple forms, from other stakeholders. This will include input from the Board of Directors, and may include other relevant stakeholders including staff, affiliated organizations and others. Such stakeholders may be provided the opportunity to offer input on the Executive Director's performance during the performance period and/or to assess organizational performance.

Sources of information gathering from stakeholders may include informal verbal discussions, a written survey, or a combination of verbal and written responses. Responses can be rated categorically as "satisfactory," "non-satisfactory," or "needs improvement" or using numeric scales such as 1-5 ratings.

Assessments should include a review of what the Executive Director has achieved during the review period, how agreed-upon goals and objectives were achieved, and whether the Executive Director modeled the core values of the organization.

March/April

Typically, the formal performance evaluation of the Executive Director by the Board of Directors will take place in the Spring and will apply to the period of time since the prior evaluation (typically, one year). The Board will have access to the Executive Director's self-assessment, input from key stakeholders, responses to inquiries from the Board of Directors about the self-assessment or other assessments, and other information gathered by the Executive Evaluation Advisory Group during the prior year.

After the performance review is completed, written feedback will be provided to the Executive Director by a representative of the Executive Compensation Advisory Group (typically, the President). This feedback will address each of the agreed-upon performance metrics. Feedback may also address other areas of accomplishment or targets for improvement identified by the Board of Directors during the formal annual performance review.

June/July

A mid-year review will typically be conducted in the summer with a representative from the Executive Compensation Advisory Group (typically the President) and Executive Director holding a meeting to discuss progress on the agreed-upon metrics for the year. Mid-year feedback from the Board may also be provided to the Executive Director. Changes to the agreed-upon performance metrics must be reviewed and approved by the Board of Directors. This should not be viewed as a re-discussion of agreed-upon metrics, but rather, an occasion to consider revision of metrics in response to specific changes or events that alter the priority of the metrics (e.g., development of new strategic goals, natural disasters).

September/October

Metrics for Executive Director evaluation for the coming year will be developed through collaboration between the Executive Director and a member of the Executive Evaluation Advisory Group. These metrics will be agreed upon by the ED and Board of Directors, and generally will apply to the next calendar year.

Executive Director Compensation

AASM's goal is to provide fair, reasonable and competitive Executive Director total compensation consistent with market-based compensation practices for individuals possessing the experience and skills needed to improve the overall performance of the organization. Because of this, AASM's executive compensation program is designed to:

- Attract and retain a high-caliber Executive Director by providing a competitive compensation and benefits package .
- Ensure that the total compensation and benefits package is perceived to be fair, equitable, in line with industry standards.
- Balance the need to be competitive within the limits of available financial resources and organizational goals.
- Ensure that the compensation program complies with state and federal laws and regulations.

Oversight and Administration of Executive Compensation

The AASM executive compensation program is administered by the Executive Committee or a designated portion of the Executive Committee, called the Executive Compensation Advisory Group (at a minimum including the President, President-Elect and Secretary-Treasurer). The Executive Compensation Advisory Group will utilize multiple sources in establishing and evaluating the Executive Compensation package, which may include published non-profit compensation surveys, IRS 990 tax filings, input from outside experts, and historical organizational records. The compensation program will be assessed by the Executive Compensation Advisory Group, who may seek advice from an executive compensation consultant at least every three years, to ensure that the compensation falls within a reasonable range of competitive practices for comparable positions among similarly situated organizations. Following the compensation review, the Executive Compensation Advisory Group will provide recommendations to the board regarding the compensation program.

Executive Transition

In order to provide for orderly and effective succession planning and transitions, the President may at any time appoint a task force to anticipate and plan for Executive Director termination or succession. Whenever a vacancy is known or imminent, the Board shall appoint a search committee and a committee chair to conduct the search for a new Executive Director.

Reward Points and Incentive Programs

The Executive Director acts on behalf of the AASM when executing contracts. Some contracts, especially related to travel and credit cards may offer reward points. When the services being offered are on behalf of the entire organization (e.g., hotel for a meeting, AASM credit cards), points can only be accumulated for the organization. When reward programs do not support organizational accounts, points will be declined.

Chapter 5: Finance and Investments

Adopted: July 2018

Last Modified: July 2020

Fiscal Year

The fiscal year of the AASM is January 1 to December 31 of each year.

Budget Process and Implementation

The AASM Board of Directors (BOD) shall approve an annual operating budget for each calendar/fiscal year that will project income and expenses for the year. The BOD will approve the annual budget prior to the start of the fiscal/calendar year.

The BOD authorizes the Executive Director to manage the organization in accordance with the approved annual operating budget. Programmatic or operational changes that may have a significant impact on the annual budget shall be reviewed by the BOD between budget cycles and may lead to a budget revision.

Capital Expenditures

Definition

A capital acquisition is an individual asset and/or class of assets that has a useful life of at least three years and a cost of \$2500 or more.

Budget

Anticipated capital acquisitions shall be included in the normal budgetary process, and when necessary, as part of the separate capital acquisitions budget. The annual budget shall include information regarding anticipated purchase requests for all new and replacement acquisitions.

Purchasing

Individual equipment with an estimated value of \$10,000 or more shall be purchased through competitive bidding or comparative pricing by at least three vendors when appropriate. Comparative pricing or competitive bidding should also be used periodically for regularly purchased materials, supplies, services, and insurance.

Executive Authority

The Executive Director shall have the authority to make purchases that are part of the approved annual budget without additional approval from the BOD.

Discretionary Spending

The Executive Director shall have the authority to spend up to \$20,000 of discretionary funds on any single acquisition without prior approval from the BOD. In an emergency situation (for example damage to the national office from a weather event), if the Executive Director spends more than \$20,000, they must inform the Secretary/Treasurer immediately and disclose the expenditure to the BOD at the following face-to-face meeting. The Executive Committee shall have the authority to authorize up to \$50,000 of discretionary funds on behalf of the BOD. Expenditures greater than \$50,000 will require full BOD approval.

Property

Any direct investment in, or sale of, real estate must be approved by the BOD.

Financial Controls

Finance Committee

The finance committee is comprised of the Director of Finance and no fewer than 3 and no more than 5 members of the BOD. The committee meets prior to each BOD meeting and reviews the financial and investment statements/reports. Duties of the Finance Committee include:

- Create, approve, and update policies to help ensure the assets of the organization are protected.
- Ensure policies and procedures for financial transactions are documented, reviewed, and updated as necessary.
- Ensure approved financial policies and procedures are being followed.

Check-Signing Authority/Authorized Payments

- The President, Secretary/Treasurer, Executive Director, and up to three senior staff members other than the Director of Finance, as designated by the Executive Director, may be authorized to sign checks and authorize ACH payments
- Checks up to \$50,000 require one signature by any person listed above.
- Checks over \$50,000 and up to \$100,000 require the signature of the Executive Director.
- All checks over \$100,000 require two signatures, one of which is the Executive Director.
- In unforeseen circumstances, the Secretary/Treasurer has the authority to make exceptions to the above.

Cash Disbursements

- In general, cash disbursements will not be used for routine transactions.
- Cash may be used in limited circumstances, for example at the annual meeting and at educational courses for the purpose of providing change to participants who are paying cash for goods or services.

Investments

Preamble

It is the policy of the BOD to treat all assets of the AASM, including funds that are legally unrestricted, as if held by the AASM in a fiduciary capacity for the sake of accomplishing its mission and purposes. The following investment objectives and directions are to be judged and understood in light of that overall sense of stewardship. In that regard, the basic investment standards shall be those of a prudent investor as articulated in applicable state laws. The BOD will review the investment objectives and directions on an annual basis.

Investment Assets

For purposes of these policies, investment assets are those assets of the AASM that are available for investment in the public securities markets as stocks, bonds, cash, or cash equivalents, either directly or through intermediate structures.

Supervision and Delegation

The BOD of the AASM has adopted these policies and has formed a finance committee to whom it has delegated authority to supervise AASM investments. The BOD reserves to itself the exclusive right to amend or revise these policies.

Finance Committee

With regards to the AASM investments, it shall be the responsibility of the committee to:

- supervise the overall implementation of the investment policies of the AASM
- monitor and evaluate the investment performance of the portfolio of the AASM
- report regularly on AASM investment matters to the BOD
- recommend changes in approved policy, guidelines, and objectives as needed
- execute such other duties as may be delegated by the BOD

Whenever these policies assign specific tasks to the committee, the policies assume that the actual work will (or may) be performed by the Director of Finance or other designated staff members, subject only to the committee's overall supervision.

Investment Consultant(s), Advisor(s), and Agent(s)

The finance committee is specifically authorized to retain one or more investment advisors (advisors) as well as any administrators, custodians, or other investment service providers required for the proper management of the portfolio of the AASM. The committee may utilize an advisor as an investment consultant (consultant) to advise and assist the committee in the discharge of its duties and responsibilities. In that regard, a consultant may help the committee to:

- develop and maintain investment policy, asset allocation strategies, risk-based fund objectives, and appropriate investment management structures
- select, monitor, and evaluate investment advisors and/or investment entities
- provide and/or review quarterly performance measurement reports and assist the committee in interpreting the results
- review portfolios and recommend actions, as needed, to maintain proper asset allocations and investment strategies for the objectives of each fund
- execute such other duties as may be mutually agreed

In discharging this authority, the committee can act in the place and stead of the BOD and may receive reports from, pay compensation to, enter into agreements with, and delegate discretionary investment authority to such advisors. When delegating discretionary investment authority to one or more advisors, the committee will establish and follow appropriate procedures for selecting such advisors and for conveying to each the scope of their authority, the organization's expectations, and the requirement of full compliance with these policies.

Objectives

The primary investment objective of the AASM is to preserve and protect its assets by earning a total return for each category of assets (a "fund"), which is appropriate for each fund's time horizon, distribution requirements, and risk tolerance. As of April 1st, 2017, the AASM established three funds with the following objectives:

- Operating Reserve Fund, to support the ongoing operations of the AASM. The Operating Reserve Fund has a minimum balance of \$3M and maintains a balance of \$3M-\$5M.
- Strategic Reserve Fund, to fund larger projects deemed necessary by the BOD. The Strategic Reserve Fund maintains a balance of \$8M-\$12M.
- Long-Term Reserve Fund, to ensure the long-term financial viability of the AASM.

AASM may add other funds in the future. These policies apply to all AASM funds, although the specific objectives, risk parameters, and asset allocation will vary, as appropriate, from fund to fund.

Asset Allocations

Actual asset allocations for each fund will be established and maintained by AASM on the advice of its consultant and/or advisors. Current investment allocations are made according to most recent investment policy statement (IPS). Please see [Appendix](#) for a current version of the current IPS.

When appropriate, specific objectives for each fund, including specific asset allocation parameters and performance standards, may be reflected in an [Appendix](#) attached to these policies. Such specific objectives shall nonetheless be within the foregoing ranges, which can only be modified by the committee with the approval of the BOD at a minimum of every 2 years.

Fund Rebalancing Procedures

The finance committee will monitor the asset allocation of each fund based on reports provided by consultant and/or investment advisors of the AASM. The Operating Reserve Fund and Strategic Reserve Fund will be rebalanced two times per year, in January and July. The guidelines for rebalancing are the following:

- Operating Reserve Fund: All funds exceeding either \$5M or the projected operating needs of the AASM (if greater than \$5M) will be transferred to the Long-Term Reserve Fund. Any shortages in the Operating Reserve Fund will be replaced by the transfer of funds from the Strategic Reserve Fund.
- Strategic Reserve Fund: All funds in excess of \$12M will be transferred to the Long-Term Reserve Fund.

To achieve rebalancing, AASM may either move money from one asset class to another or may direct future contributions and expenditures from classes as is most convenient. Prior to rebalancing, the Secretary/Treasurer will be consulted and will be the final authority to approve the rebalancing of funds.

Investment Guidelines

To accomplish its investment objectives, the AASM is authorized to utilize any legal investment structure including separately managed portfolios, mutual funds, exchange traded funds, limited partnerships, and other commingled investment entities. This authority is subject to the requirements and restrictions contained in these policies.

When utilizing mutual funds or other commingled entities, the committee shall see that the staff of the AASM, consultants, and/or investment advisors have selected the investment entity appropriately based on the strategies and provisions contained in the entity's prospectus. In that event, the terms and conditions of the prospectus are deemed to control the entity's internal asset allocation, asset quality, diversification, and other requirements.

For separately managed portfolios, the following additional requirements shall apply:

Proxy Voting

Subject to any specific instructions received from AASM or contained in AASM's mission guidelines (see Mission-Based Investment Criteria below), each advisor shall vote proxies according to their firm's established procedures and shall provide a copy of such procedures to the committee upon request.

Cash Flow Requirements

AASM will be responsible for advising the consultant and each advisor in a timely manner of AASM's cash distribution requirements from any managed portfolio or fund. Each advisor is responsible for providing adequate liquidity to meet such distribution requirements.

Investment Restrictions

AASM's investment assets are to be managed with regard to the following restrictions for tax, risk, or mission purposes:

Tax-Based Restrictions

AASM is a tax-exempt organization under § 501(c)(6) of the Internal Revenue Code. Consequently, its income is generally exempt from federal and state income tax with the exception of income that constitutes unrelated business income (UBI). Since UBI can be generated by leveraged investments (resulting in "debt-financed income"), AASM will not utilize margin, short selling, or other leveraged investment strategies unless the finance committee grants a specific exception as described in the exceptions to the investment restrictions section.

Risk-Based Restrictions

AASM will not engage in commodities transactions or option strategies (puts, calls, straddles) nor will it invest in any non-publicly traded securities including but not limited to managed futures funds, hedge funds, private equity funds, or other alternative investments unless approved by the committee as provided below.

Mission-Based Investment Criteria

The AASM desires to invest in companies whose business conduct is consistent with AASM's goals and beliefs. Therefore, the consultants and/or investment advisors of the AASM will use their best efforts to avoid holding securities of any individual company known to participate in businesses the BOD deems to be socially or morally inconsistent with AASM objectives.

Exceptions to the Investment Restrictions

The BOD recognizes the evolving nature of the investment world and that, under some circumstances, AASM may wish to utilize newer or more complex investment strategies. Therefore, the finance committee is authorized to grant exceptions to the foregoing restrictions. For tax-based restrictions, the committee is to determine if a particular strategy or investment will generate Unrelated Business Taxable Income (UBTI), for which it may rely on advice of counsel. When granting exceptions, the committee must determine that the potential rewards outweigh the incremental risks. All such exceptions shall be made in writing and shall be communicated to the BOD as part of the next regular finance committee report.

Reporting Requirements

1. *Monthly* — The Director of Finance will obtain and review written monthly custodial statements. Such statements should contain all pertinent transaction details for each account that holds all or a portion of any AASM investment portfolio. Each monthly statement should include:
 - The name and quantity of each security purchased or sold, with the price and transaction date
 - A description of each security holding as of month-end, including its percentage of the total portfolio, purchase date, quantity, average cost basis, current market value, unrealized gain or loss, and indicated annual income (yield) at market

- In addition, if not included in the custodial reports, the consultant and/or the investment advisor(s) should provide a report for each security or portfolio showing the month-end allocation of assets between equities, fixed-income securities, and cash. The monthly review of custodial statements may be delegated to AASM accounting staff.
2. *Quarterly* — The finance committee chair should obtain from the investment consultants and/or investment advisors, a detailed review of AASM’s investment performance for the preceding quarter and for longer trailing periods as appropriate. The chair will present to the committee and BOD. Such reports should be provided as to each fund and as to AASM investment assets in the aggregate. As to each fund, the committee should establish with its investment consultants and/or investment advisors the specific criteria for monitoring each fund’s performance including the index or blend of indices that are appropriate for the objectives of each fund and for the investment style or asset class of each portfolio within a fund. The committee shall meet with the consultant to conduct such reviews to the extent it deems necessary.
 3. *Periodically* — The finance committee, or preferably the full BOD, should meet with its investment consultant at least annually to review all aspects of AASM’s investment assets. Such a review should include 1) strategic asset allocation, 2) manager and investment entity performance, 3) anticipated additions to or withdrawals from funds, 4) future investment strategies, and 5) any other matters of interest to the committee.

Reserves

The financial objective of AASM is to establish a financial reserve in the Long-Term Reserve Fund to provide for no less than 36 months of operating expenses. The BOD needs to authorize any disbursements from this fund. The funds for the reserve fund will come from the surplus from operations, or the net operating excess for each fiscal year.

Annual Audit

The financial records of the AASM and its affiliates shall be audited annually by an independent CPA firm that has a significant group of nonprofit clients. The finance committee shall be responsible for selecting the audit firm to conduct the annual audit. If the same audit firm conducts the audit for more than five consecutive years, the finance committee shall review the firm’s services and decide if the firm or the audit partner needs to rotate.

The audit firm will not be hired to perform non–auditing services, except for tax preparation and Form 990 preparation and shall not perform substantial services for any officer or director personally. The audit firm shall be engaged to present annual audit findings to the chief executive and the finance committee, and if needed, the BOD. The finance committee shall review the audit and make its recommendation to the BOD.

Loans

- No loans shall be contracted on behalf of the AASM unless specifically authorized by the BOD.
- No loans shall be made by the AASM to any of its directors or officers or to any other corporation, firm, association or other entity in which any of its directors or officers is a director or officer or holds a substantial financial interest.

IRS Forms 990

Required filings (e.g., tax returns and agency reports) including the Form 990 will be filed yearly by the due dates. The circumstances for requesting an extension shall be reported to the Secretary/Treasurer and to the BOD. The Secretary/ Treasurer will approve the required filings prior to filing. The completed Form 990 will be presented to the BOD for their review.

Insurance

The AASM will purchase necessary policies to insure the organization against risk. Types of insurance to be purchased should include:

- Insurance against employee theft and dishonesty
- Indemnification
- General liability (personal and property damage and punitive damage)
- Commercial (for physical assets)
- Nonprofit Officers' and Directors' Liability (also known as association professional liability)
- Workers' Compensation
- ERISA Fiduciary Liability

The types of insurance purchased may also include:

- Meeting Cancellation

Additional types of insurance needed to protect the organization must be approved by the BOD.

Stipends for Officers and Directors

Officers and Directors who serve on the AASM BOD are eligible to receive a stipend for their service to the AASM. The stipend is determined by the BOD.

Reimbursement for Expenses Related to AASM Activities

Travel expenses incurred while participating in meetings and activities related to or on behalf of the AASM will be paid for by the AASM if the expenses are reasonable, properly approved, and documented. The AASM's policy covers reimbursement for transportation, auto mileage, auto rentals, hotel lodging, meals, gratuities, tolls and parking, and other miscellaneous expenses. It also details the documentation required, as well as describing travel advance procedures and the authorizations needed for reimbursement. Please see below for a current version of the reimbursement guidelines. .

Guidelines for Reimbursement

1. The AASM will pay sustenance and transportation expenses of committee chairs, members, or AASM volunteers specifically requested to attend meetings, scheduled events, or participate as faculty at an educational event, except for the APSS Annual Meeting.
2. The AASM will pay sustenance and transportation expenses for AASM board members to attend all AASM board meetings. At the APSS Annual Meeting, the AASM board members will have transportation expenses reimbursed and receive one-night hotel accommodations for the evening before the board meeting.
3. The AASM will pay sustenance and transportation expenses of individuals who participate as faculty at an educational event.
4. Sustenance expenses are expected to commence no earlier than the evening preceding the scheduled event or continue beyond the morning after the conclusion of the event. Circumstances of travel connections or other situations requiring extra time must be noted on the expense form.

5. The AASM will reimburse foreign travel only on a case-by-case basis with approval by the Board of Directors.

Faculty members participating at an AASM course are entitled to the following reimbursements:

Mode of Travel

- **Air Travel** - Airfare will be reimbursed provided reservations are made at least 21 days in advance for coach seating on common carriers. The individual assumes the responsibility for the difference in price for tickets purchased outside these guidelines. The purchase of tickets can be direct-billed to the AASM when using the official travel agency. Change fees, cancellation fees, and reissue fees will be reimbursed one time up to a maximum of \$100.
- **Car Travel** - If the member chooses to drive instead of fly, reimbursement within 300 miles radius will be at the current IRS mileage rate. If the destination is greater than 300 miles, the AASM will reimburse the lesser of mileage or the lowest airfare.
- **Transportation** - Transportation between home/airport and between the airport/site destinations should be via shuttle or taxi as the situation warrants; limousine or other car services, such as car rentals, should be avoided and may not be reimbursed unless prior authorization was obtained. Use of a personal vehicle for transportation between home/airport will be reimbursed mileage at the current IRS mileage rate.
- **Parking** – Airport parking or related charges will be reimbursed only when a receipt is provided.

Lodging

In most cases, the staff person in charge of the event will arrange the event lodging. The master account will cover room and tax charges; incidentals will be the responsibility of the individual. For instances requiring the member to cover the cost of the lodging expenses, the member will need to provide an original, detailed, itemized hotel bill that reflects the bill as paid in full. The regular room rate for single occupancy will be reimbursed. If the member desires enhanced accommodations (i.e. suite), they will assume the difference in cost. Charges of a personal nature (in-room movies, laundry, bar, etc.) will not be reimbursed and are the responsibility of the individual.

Meals

When a meal is provided by an event, (including continental breakfast, lunch, buffet or AASM sponsored dinner) no reimbursement for the associate meal will be made. For meals not included in the event, the member will be reimbursed for all moderate meal expenses, not to exceed \$60 per person for dinner, \$40 per person for lunch, and \$25 per person for breakfast. Requests for reimbursement of meals must have the detailed receipt, which itemizes the meal expenses, included with the request.

Communications

The AASM will reimburse a maximum of \$25 per day for the use of telephone and/or Internet services.

Acceptance of Guidelines

Individuals that attend meetings/events on behalf of the AASM must agree to adhere to all the above reimbursement guidelines. Individuals that cannot commit to these guidelines should not participate in meetings, events, or agree to speak at courses, etc.

Honoraria for AASM-related Activities

Honorarium is offered as an ex gratia payment for the professional expertise and service individuals provide to the AASM. Honoraria is determined by the BOD. In general, independent contractors are not eligible for honoraria. Please see [Appendix](#) for the current guidelines on honoraria for educational courses. At times, the Board may provide honoraria for other activities. Payments should be aligned with honoraria for educational courses.

Chapter 6: Communications

Adopted: April 2019

Last Modified: April 2019

Scheduled for Review: July 2021

Board Members Speaking for the Board to the Public or Media

As a member of the AASM Board of Directors, it is the responsibility of leadership to make themselves available to speak with media for stories related to the AASM, the sleep medicine field or sleep disorders. The AASM President is the official spokesperson for the AASM and is responsible for serving as the primary public face representing the membership. At various times, other members of the Board of Directors or other identified individuals who have preferably undergone AASM-sponsored media training may serve as spokespersons for the AASM in light of the particular topic or other considerations such as the availability of the President. The Board of Directors has approved several Health Advisories ([Appendix](#)) that are often used for public relations initiatives.

Board Member Representation to Other Organizations

Frequently, outside entities invite an individual member of the AASM to speak as a representative of the organization on a topic related to a specific AASM program, policy, product or initiative. With the exception of state sleep societies, all requests for formal AASM representation at an event must be directed by the sponsoring entity to the Board of Directors for consideration and action.

No member or employee of the AASM, regardless of position held within the AASM may accept an invitation from any outside organization or party to represent, in whole or in part, the AASM or any of its programs and policies without prior approval. The only exception to this is the sitting President as the AASM President is considered the official spokesperson for the American Academy of Sleep Medicine.

If and when the President or the Board of Directors agrees to appoint an AASM representative to an event, the individual must agree to uphold the policies and positions of the AASM and not their individual opinion and beliefs. If out of pocket expenses occur that the outside entity does not reimburse the individual for, AASM may reimburse according to the reimbursement policy.

Survey Policy

Surveys provide the staff, committees, task forces, and the Board of Directors with a better understanding of AASM constituents, the overall healthcare environment and important topics related to the sleep medicine field. However, it is important to not overwhelm our constituents with surveys. There are three types of surveys the AASM typically conducts:

Full Participation Surveys

Full participation surveys are surveys that are sent to all constituents (e.g., members, accredited facilities, ISR users). An example of this would be a member satisfaction survey sent to all active members. Full participation surveys should be the most infrequent of all surveys. They may only be conducted two times per year and may only be offered not more than once per quarter. Full participation surveys require approval from the Executive Director.

Representative Participation Surveys

Representative participation surveys are delivered to a representative sample of a larger group (e.g., members, accredited facilities, ISR users). An example of this would be a survey sent to some members regarding physician burnout. Those being surveyed shall not constitute more than 20% of the larger group. Additionally, recipients may not receive more than two representative participation surveys a year. All representative participation surveys require approval from the Executive Director.

Follow-up Survey

Following the completion of an activity, participants may receive a survey asking them about their experience. An example of this would be an exit survey sent to all members who declined to renew their membership. A second example would be a post educational course survey. A final example would be an exit survey sent to a facility that chose to not renew their accreditation. Only one survey is allowed per activity and there is no limit on the amount of these surveys one person may receive in a given year. All follow-up surveys require approval from the Executive Director or Assistant Executive Director.

Regardless of the survey type, all efforts will be made to limit the quantity of surveys being sent. This will be accomplished by evaluating upcoming surveys and combining them whenever possible.

Surveys that do not fall under one of the above categories or require a deviation of the above policy must be approved by the AASM Executive Committee or Board of Directors.

Chapter 7: Committees and Other Groups

Adopted: January 2019

Last Modified: January 2019

Scheduled for Review: January 2021

AASM Committees and Groups

The AASM has several types of volunteer groups that are organized according to individual mandates and goals. These types of groups include the Executive Committee, Committees of the Board of Directors, Presidential Committees, Standing Committees, Subcommittees, Advisory Panels, Task Forces, and other groups (including Assemblies). This section explains how each of these groups operate.

Executive Committee

The Executive Committee consists of the President, President-Elect, Immediate Past President, Secretary/Treasurer and one additional member of the Board of Directors that is appointed by the Board of Directors. The Executive Committee meets monthly to make decisions and conduct business between meetings of the Board of Directors. Such decisions may not be contrary to established policy as previously determined by the Board of Directors and must be reviewed by the Board of Directors at subsequent meetings.

Committees of the Board of Directors

The Board of Directors may establish and appoint committees of the Board of Directors as needs dictate. These committees do not have the authority to act on behalf of the Board of Directors. Each board committee consists of no fewer than 3 and no more than 5 members. Appointment to the board committees is for one year. The Board of Directors appoints members to the board committees annually at the Board of Directors meeting during the annual SLEEP meeting. The President and Executive Director serve as ex-officio members of all board committees.

There are four permanent board committees that are responsible for oversight of key elements of the governance of the AASM. The following is a list of these permanent board committees with their current composition and mandates:

- **Finance Committee**
Each member of the committee shall be a member of the AASM Board of Directors. The committee is chaired by the Secretary/Treasurer. The Finance Committee mandate is to assist the board with its oversight of the accuracy and integrity of the AASM financial statements including the balance sheet, statement of activities, and investment reports. Further, the committee shall oversee AASM compliance with legal and regulatory requirements; review qualifications of the external auditor, its independence and performance; review investment performance, the qualifications and performance of all investment advisors, and to report to the Board of Directors at each meeting. (Refer to *Chapter 5* for more details)
- **Governance Committee (formerly the Bylaws Committee)**

Each member of the committee shall be a member of the AASM Board of Directors. The committee is chaired by the Secretary/Treasurer. The Governance Committee mandate is to oversee both the AASM bylaws and AASM policy manual. The Governance Committee is responsible for receiving and reviewing any requests for changes to the bylaws and policy manual. The committee shall evaluate the impact of such changes and make recommendations to the board on the validity of such proposals and, if appropriate, propose exact language. The committee will regularly review the AASM bylaws and policy manual to determine if and when changes are necessary to ensure accuracy and legal requirements of the AASM. Finally, the committee shall supervise the process of all bylaw changes.

- **Conflict of Interest Committee**
Each member of the committee shall be a member of the AASM Board of Directors. The committee is chaired by the Immediate Past President. The Conflict of Interest Committee mandate is to assist the board with the annual review of the AASM’s conflict of interest policy and implementation of the conflict of interest policy. The committee also serves as a panel to review conflict of interest and make final recommendations to the Board of Directors.
- **Committee on Committees**
The Committee on Committees is composed of the President-Elect, Secretary/Treasurer, and one additional member who must also be a member of the Board of Directors appointed by the President-Elect. The President-Elect serves as the Chair of the Committee on Committees. The Committee on Committees meets annually to set mandates and goals for each standing committee. It may also set mandates and goals for task forces. The Committee and Committees shall recommend appointment of members to AASM standing committees and task forces based on a call for volunteers, which is sent to the membership via multiple communication platforms. To finalize recommendations, the Board of Directors must ratify the recommendations of the Committee on Committees.

Presidential Committees

The President may appoint ad-hoc committees as deemed necessary provided the mandate of the Presidential Committee does not duplicate the mandate of any other volunteer group. The purpose of Presidential Committees is to address an issue of importance to the President, and all recommendations are made directly to the President. The President is the appointing authority. Presidential Committees expire with the completion of the charge or term of the President. The President, President-Elect and Executive Director are ex-officio members of all Presidential Committees

Nominating Committee

The Nominating Committee consists of the President, President-Elect, Immediate Past President and two (2) at-large members elected by the eligible voting membership. The President shall serve as the Nominating Committee Chair. The Nominating Committee requests and reviews member nominations for the President-Elect, Secretary/Treasurer, Directors, and at-large member of Nominating Committee and presents their recommendations to the Board of Directors at its spring meeting. The at-large members will serve staggered two-year terms and are not eligible for re-election.

Standing Committees

Standing committees are appointed by the Committee on Committees and subject to confirmation by the Board of Directors. They are responsible for addressing ongoing issues of importance to the AASM membership. They must report all recommendations to the Board of Directors for consideration. Committee membership is restricted to members of the AASM except when the purpose of the committee requires the addition of knowledgeable individuals from other fields. Members of AASM standing committees are appointed for a one-year term. Committee members are eligible for re-appointment annually for a maximum of three consecutive years. Committee members are evaluated annually by the committee chair using standardized metrics. The Committee on Committees considers these evaluations when selecting committee membership.

No member of the Board of Directors may serve as chair of any standing committee. Chairs of standing committees are appointed for to a one-year term. They are evaluated on an annual basis by the board liaison as well as the Committee on Committees using standardized metrics. The Committee on Committees makes recommendations considering these evaluations and the current needs of the committee. The chair is eligible to serve a total of three one-year terms.

No member of a Standing Committee may serve more than three continuous years on the same committee; however, if made chair, vice chair or are appointed to a subcommittee, they may serve an additional three years. An individual may serve as a consultant if it is believed they have special expertise that would continue to help the committee beyond the individual's term. In such capacity, they shall have no vote. The President and Executive Director are ex-officio members of all standing committees.

Subcommittees

Subcommittees may be developed to assist a standing committee with its charge. The charge is determined by the committee. Subcommittees submit all recommendations to the committee to which it reports and has no reporting responsibility to the Board of Directors. Subcommittee membership is restricted to members of the AASM except when the purpose of the subcommittee requires the addition of knowledgeable individuals from other fields. Subcommittee members are appointed for to a one-year term. No member of a subcommittee may serve more than three continuous years on the same subcommittee.

Task Forces

Task forces are typically appointed by the Committee on Committees and subject to confirmation by the Board of Directors. They are responsible for addressing single issues of importance to the AASM membership. Task forces sunset with the completion of the charge. They must report all recommendations to the Board of Directors for consideration. Task force membership is restricted to members of the AASM except when the purpose of the task force requires the addition of knowledgeable individuals from other fields.

Members of AASM task forces are appointed for a one-year term. Task force members are eligible for re-appointment annually for a maximum of three consecutive years. Task force members are evaluated annually by the task force chair using standardized metrics. The Committee on Committees considers these evaluations when selecting task force membership.

No member of the Board of Directors may serve as chair of any task force. Chairs of task forces are appointed for to a one-year term. They are evaluated on an annual basis by the board liaison as well as the Committee on Committees using standardized metrics. The Committee on Committees makes recommendations considering these evaluations and the current needs of the task force. The chair is eligible to serve a total of three one-year terms.

No member of a task force may serve more than three continuous years on the same committee; however, if made chair or vice chair, they may serve an additional three years. An individual may serve as a consultant if it is believed they have special expertise that would continue to help the task force beyond the individual's term. In such capacity, they shall have no vote. The President and Executive Director are ex-officio members of all task forces.

Advisory Panels

The Board of Directors may establish Advisory Panels as it deems necessary. Members shall be selected and confirmed by the Board of Directors. The Board of Directors shall be responsible for establishing purpose, participation, operational guidelines and structure as deemed appropriate and in the best interest of the organization and the membership.

Other Member Groups

The Board of Directors may establish member groups with similar professional backgrounds or shared interests. These may be referred to as Assemblies and shall be suitably identified. The Board of Directors shall be responsible for establishing purpose, participation, operational guidelines, structure and financing for all member groups as it deems appropriate and in the best interest of the organization and the membership.

Governance of Committees and Other Groups

Mandates

Except for the Executive Committee, the authority establishing each committee or other group (e.g., the Board of Directors) has the sole authority to establish the mandate. The mandate describes the tasks, the limits of the mission, and the scope of activities. Mandates are reviewed annually and ratified by the Board of Directors. Approved mandates are communicated to the committee, subcommittee or task force chair.

Board Liaison

Each AASM standing committee and task force has a board liaison, which is appointed on an annual basis by the President-Elect as part of the Committee on Committees process. To clarify the role, the job description of the board liaison (See Chapter 2) is communicated to the committee chair on an annual basis.

Quorum

A quorum for any committee or other group is a majority of the members.

Rules of Order

Meetings shall be conducted following standard parliamentary procedures (e.g., Robert's Rules of Order).

Chapter 8: Service Lines

Adopted: June 2019

Last Modified: June 2019

Scheduled for Review: July 2021

Accreditation

AASM Standards for Accreditation

AASM accreditation is the gold standard by which the medical community and the public can evaluate sleep medicine services. The Standards for Accreditation of Sleep Facilities, Independent Sleep Practice (ISP) and Durable Medical Equipment, ensure that sleep medicine providers display and maintain proficiency in areas such as testing procedures and policies, patient safety, clinical follow-up, and physician and staff training. The various Standards for Accreditation are updated on a regular basis by the AASM to ensure consistency with technology, policy and models for patient care. Please see [Appendix](#) for the current Standards for Accreditation for Sleep Facilities, ISP and Durable Medical Equipment.

AASM Accreditation Process and Policies

Due to the exclusivity and competitive advantage that AASM accreditation provides sleep facilities, accreditation poses the greatest legal risk to the association. In addition, accreditation is critically important in AASM successfully achieving its mission. For those reasons, policies and procedures related to the administration of the accreditation program must be reviewed by legal counsel on a schedule consistent with this chapter's scheduled review.

Policies related to the accreditation process, application and site visit can be found in [Appendix](#).

AASM Accreditation Decision

All initial accreditation decisions can be made by the Accreditation Committee. Accreditation Committee members must recuse themselves from discussion and votes on sleep centers that are within a 50-mile radius of where they practice. The Board of Directors and/or Executive Committee are responsible for appeals of accreditation decisions. Board members must recuse themselves from discussion and votes on sleep centers that are within a 50-mile radius of where they practice.

Accreditation Records Release Policy

All documents, records and data related to the accreditation of a facility are considered confidential and may not be shared with a third-party (outside of employees, volunteers and agents) unless legally required or by written permission of the facility.

Management of Other Entities

The AASM provides management services to other sleep-related associations and entities. Some entities are designated as independent, meaning the association and its leadership are fully independent of the AASM. Currently, the following organizations retain AASM as their managing agent:

- AASM Foundation
- AASM Sleep™ LLC
- American Alliance for Healthy Sleep
- American Board of Sleep Medicine
- Associated Professional Sleep Societies
- Sleep Research Society (independent)
- Sleep Research Society Foundation (independent)

Conditions for Providing Management Services

The AASM will not provide any service to any group that conflicts with policies adopted by the AASM Board of Directors, any provision contained in its bylaws, articles of incorporation or terms of its tax-exempt status as a 501(c)(6) not-for-profit organization, as designated by the Internal Revenue Service.

Executive Director of Independent Entities

The AASM Executive Director is prohibited from serving as Executive Director of independent entities (e.g. SRS, SRSF). However, a different AASM employee may serve as the Executive Director for independent entities.

Management Agreements

Each managed entity has a management agreement with the AASM that is signed by the AASM Executive Director and an official signatory of the managed entity. Typically, the management agreements are for a term of one-year. All current management agreements can be found in [Appendix](#).

Associated Professional Sleep Societies, LLC

In 2002, the AASM formed the Associated Professional Sleep Societies, LLC (APSS), a limited liability company, in conjunction with the Sleep Research Society. Today, APSS is responsible for the oversight and management of the annual SLEEP meeting, the official annual meeting of AASM and SRS. The APSS management agreement can be found in [Appendix](#). The operating agreement outlines the details of the partnership and provides guidelines on distribution of income achieved through the APSS. The operating agreement can be found in [Appendix](#).

Journal of Clinical Sleep Medicine

Journal of Clinical Sleep Medicine was established in 2005 and is the official, peer-reviewed journal of the American Academy of Sleep Medicine. This monthly, online publication includes clinical trials, clinical reviews, clinical commentary and debate, medical economic/practice perspectives, case series and novel/interesting case reports. In addition, the journal publishes proceedings from conferences, workshops and symposia sponsored by the American Academy of Sleep Medicine or other organizations related to improving the practice of sleep medicine.

Editor-In-Chief

The editor-in-chief (EIC) is the top editor at the journal. The EIC is ultimately responsible for the final published product. The EIC also sets the tone, editorial direction and policies specific to the publication and makes sure every issue is consistent on these measures. The EIC is involved in budgeting and strategic planning for the journal. The EIC may write an occasional column or editorial piece. The EIC also represents the publication at social and business events as necessary.

Editor-In-Chief Term

The typical term of the EIC is five (5) years and is renewable for one term.

Editor-In-Chief Selection/Appointment

When there is a vacancy in the position of the Editor for JCSM, a subset of the AASM Board of Directors is chosen by the full board to serve as a JCSM Editor-In-Chief Search Committee. The search committee may or may not involve a consultant/consulting firm to assist in the search. The process typically begins with a nationwide call for applicants. The applicants apply based on a templated set of questions and by providing their CV. Thereafter the committee may screen the applicants with the initial information provided and ask the top 3-6 applicants to participate in a phone interview. Historically, in order for the committee to provide a final recommendation to the full Board of Directors, a face to face interview of the top 3 candidates is typically held. The committee then makes its recommendation to the full Board of Directors for approval at the subsequent board meeting.

Deputy Editor

The deputy editor is a title designated to one associate editor. The deputy editor assists the EIC in editorial operations of the journal as requested by the EIC. The deputy editor will perform the editor's duties in the case of prolonged absence or illness of the EIC. The deputy editor will be the interim editor if the EIC vacates their office before expiration of their term until a new editor is appointed by the AASM Board of Directors. Additionally, the deputy editor may perform the editor's functions when the EIC has a conflict of interest in any matter. An example of this kind would be submission of a manuscript where the EIC is an author or co-author.

Deputy Editor Term

The typical term of the deputy editor is congruent to the EIC's term.

Deputy Editor Selection/Appointment

Should a vacancy occur, the EIC shall provide a recommendation to the Board of Directors for the appointment of a new deputy editor. The Board of Directors is responsible for approving all incoming deputy editors.

Associate Editor Selection/Appointment

The selection and appointment of the associate editors of the *Journal of Clinical Sleep Medicine* is at the discretion of the EIC.

Editorial Board Selection/Appointment

The selection and appointment of the editorial board members of the *Journal of Clinical Sleep Medicine* is at the discretion of the EIC.

Compensation

The compensation of the EIC will be reviewed annually, typically the January Board of Directors meeting. The total dollar amount for the honoraria for the deputy editor and associate editors will be approved annually at the same board meeting though the actual distribution will be at the discretion of the EIC.

Chapter 9: Intellectual Property/Assets

Adopted: April 2019

Last Modified: April 2019

Scheduled for Review: July 2021

Educational Courses and Events

Speakers at educational courses and events sponsored by the AASM are requested to complete and remit a Presenter Agreement. This agreement assigns to the AASM copyright of the presentation (PowerPoint or other platform), photographs of the speaker, and/or audio and video renderings of the speaker captured at the event. The presentation and renderings are used by the AASM for educational and promotional purposes. Please see [Appendix](#) for the current version of the Presenter Agreement.

Journal of Clinical Sleep Medicine

JCSM focuses on the publication of papers with direct applicability and/or relevance to the practice of clinical sleep medicine. In addition, *JCSM* publishes proceedings from conferences, workshops and symposia on topics related to the practice of clinical sleep medicine.

The author policy for *JCSM* includes the provision that manuscripts submitted to *JCSM* for consideration must not be concurrently submitted to any other publication, print or electronic. All accepted manuscripts are checked for plagiarism using plagiarism software. The Editor-in-Chief is ultimately responsible for determining if an accepted manuscript contains plagiarized material. All accepted manuscripts are subject to manuscript editing for conciseness, clarity, grammar, spelling, and *JCSM* style. Published manuscripts become the permanent property of the AASM and may not be published elsewhere without written permission from the AASM; authors are required to complete and remit a Copyright Assignment Form upon submission of the manuscript. Please see [Appendix](#) for the current version of the Copyright Assignment Form.

AASM Content

Any entity – for-profit, non-profit or individual – interested in using intellectual property of the AASM for educational, promotional or commercial purposes must obtain express written permission from the AASM. All use of AASM material by outside entities must include an attribution to the AASM. Please see [Appendix](#) for reference.

Translation of AASM Intellectual Property

With express prior permission, the AASM grants the translation of intellectual property into languages other than English for non-commercial, educational purposes. Please see [Appendix](#) for the current version of the guidelines.

Asset Protection Policy

The American Academy of Sleep Medicine (“AASM”) is committed to building and fostering partnerships and collaborations that further AASM’s not-for-profit mission and protect AASM’s investments in its intellectual property, organized workforce, equipment, space and other resources (the “Policy”).

A. Persons Covered

This Policy applies to any organization that is subject to compliance with AASM policies and procedures (collectively “Covered Persons”).

B. Intellectual Property Rights

To the extent a partnership between AASM and a Covered Person involves the joint development of Intellectual Property, AASM shall take appropriate actions to protect its Intellectual Property, and all of its Intellectual Property Rights therein, which includes, but is not limited to, securing an ownership interest in or license to the Intellectual Property, as appropriate based on the nature of the partnership.¹

C. Protection of Organized Workforce

AASM dedicates significant resources into the professional development and growth of its employees, as evidenced by its training programs, mentoring programs and other initiatives. AASM is committed to protecting its investment in its employees. To the extent Covered Persons are subject to AASM policies, Covered Persons are prohibited from soliciting, offering employment to, or employing AASM employees during the term of the applicable services agreement and for a minimum of one year thereafter, unless authorized by the Board of Directors, to the extent permitted by law.²

D. Use of AASM Resources and Services

The use of AASM resources and services shall be documented in a written agreement between AASM and the party requesting such resources and services, which shall be reviewed and approved by the appropriate persons within AASM and executed by an individual with signatory authority and

¹ For purposes of this Policy, “Intellectual Property” means any and all (i) ideas, inventions, discoveries, developments, techniques, processes, methods, concepts (ii) works of authorship, designs, sketches, photographs, graphs, drawings, notes, analysis, compilations, studies, summaries, and other materials, computer software and programs, source and object codes, computer and database technologies, systems, structures, and architectures (iii) trade secrets, know-how, specifications, data, formulae, marketing, financial, business, and other types of information, and (iv) biological materials, samples, chemical compounds and compositions, cell lines, DNA/RNA, organisms, and proteins, and (v) improvements of any of the foregoing. “Intellectual Property Rights” means all past, present and future trade secret rights, patent rights, copyrights, moral rights, and other proprietary rights in any Intellectual Property in any jurisdiction throughout the world.

² Covered Persons who are already bound by contract to comply with AASM policies and procedures per the terms of the applicable agreement shall receive a copy of this Policy and notice that this Policy shall apply to them as of the Adoption Date. Agreements with partners and clients that do not include such a non-solicitation provision and who are not subject to AASM policies under the terms of the existing contract shall be amended to include such terms at the next available opportunity (e.g., renewal or amendment of contract), to the extent permitted by law. Any new agreements with Covered Persons will include such a non-solicitation provision.

authorization to act on AASM's behalf, and shall document that AASM shall receive fair market value compensation for such services and resources.

E. Exceptions

From time to time, it may be in the best interests of AASM to make exceptions to this Policy. Exceptions shall be made after consultation with interested parties, and only upon authorization signed by the Board of Directors or the Executive Director. If a Covered Person is concerned that their conduct or activities may pose a conflict with this Policy, the Covered Person should immediately seek advice from AASM on how best to proceed, keeping in mind that this Policy shall take priority over other rights or obligations of the Covered Person.

F. Other Policies and Procedures

This Policy is intended to supplement other AASM policies and procedures and does not replace or supersede existing policies and procedures on similar or related topics.

Chapter 10: Industry and Advertising

Adopted: June 2019

Last Modified: June 2019

Scheduled for Review: July 2021

Industry Support

The AASM may form strategic business relationships with organizations that are supportive of the AASM mission, vision and values, through a variety of opportunities (i.e. exhibits, sponsorships, advertising, grants, etc.) that are intended to support the development and growth of the AASM and the field of sleep medicine. A strategic business relationship is defined as a mutually beneficial exchange by which an organization receives value in return for cash, goods or services-in-kind provided to the AASM for the purpose of promoting or marketing any trade, business, service, facility, or product. This type of relationship provides a well-defined way for organizations to support a variety of activities and initiatives relevant to the AASM and to expose members to products or services that may benefit their professional lives.

- The AASM at its sole direction reserves the right to accept or reject strategic business relationships at any time. The AASM's acceptance of a strategic business relationship shall in no way imply a direct affiliation or partnership with the AASM and shall in no way include any perceived endorsement by the AASM.
- The AASM will be vigilant in ensuring that strategic business relationships do not compromise the integrity and objectivity of the AASM's activities.
- The AASM will not work with organizations that reflect in a negative manner on the AASM or do not align with its organizational objectives.
- Organizations with strategic business relationships with the AASM:
 - will not have any influence on AASM operational or policy matters.
 - must submit all promotional/advertising materials that reference or promote the strategic business relationship with the AASM to the AASM National Office for review and approval. These items need to comply with the AASM's advertising terms and conditions and where appropriate meet the Accreditation Council for Continuing Medical Education (ACCME) advertising guidelines.
- Individual AASM staff should not receive any substantial benefit from organizations who have strategic business relationships with the AASM. Any offers of commissions, substantial gifts, or other financial benefits exceeding a value of \$250 should be brought to the attention of the Executive Director. In the event the Executive Director receives such an offer, it must be brought to the attention of the AASM President and documented in writing.

Mailing List Rental

Outside entities, both for-profit and non-profit, solicit the AASM for rental of mailing list. The rental of mailing lists can be used for purposes that abide by the industry support policy and must be approved by the Executive Director. Prohibited purposes for mailing list rental include: 1) solicitation for membership to any organization or group and 2) solicitation for attendance at any education program felt to compete directly an AASM-sponsored educational program.

The AASM mailing list is proprietary and is the sole exclusive property of the AASM. Utmost care must be taken to protect it and the privacy of everyone contained within it. The AASM does not grant permission for use of the AASM mailing list to create or update any mailing lists or databases for any purpose other than that which may be set forth in the agreement between the AASM and the list renter. These same principals apply to Mailing Houses that request use of the AASM mailing list. Please see [Appendix](#) for the current mailing list rental agreement(s).

Application Procedures

Applicants must fill out the proper documentation and submit it to the AASM national office (See [Appendix](#) for current application). Applications will be considered by the AASM Board of Directors. Additional information may be requested. The board may elect partial support of a program depending on availability of funds. The decision of the board is final.

A group may receive a CGSP not more than one time per year. Members of the AASM Board of Directors and their families are not eligible to apply or receive funding.

Guidelines for use of funds

Recipients must agree to follow CGSP guidelines for usage of funds and post-event reporting in all cases where support is provided regardless of amount. Funds may be used for:

- Faculty honoraria. Faculty must meet the AASM requirements to receive honoraria.
- Faculty travel and hotel expenses directly related to the program; Travel reimbursement must conform to AASM reimbursement policies.
- Production of learning materials for attendees
- Food and beverage for attendees
- Meeting space and audio-visual expenses

The meeting must prominently recognize the contribution of the AASM in its materials.

A post-event summary must be sent to the Board of Directors within ninety (90) days of the conclusion of the conference. The summary report must include a full accounting of fund expenditures in the form of a final budget. The conference organizer must also provide a final count of attendees and copies of any post-event surveys or assessments. All materials (application and post-event reporting) should be sent to the AASM national office.