



The Application, Selection, and Election of NCCPA Public Directors at Large

We appreciate your interest in serving as a public director at large on NCCPA's Board of Directors. This packet has been developed to guide you in completing your application for the public director at large seat, which will be available January 1, 2010. We urge you to read the enclosed materials carefully and submit the required documents by July 15, 2009.

In order to ensure adequate, qualified public/consumer representation on the NCCPA Board of Directors, two seats have been designated for public directors at large. These directors shall represent the health care consumers. All directors are eligible to serve up to two consecutive, four-year terms. Public directors should possess most, if not all, of the following qualities:

- Maturity, sound judgment, wide-ranging intellect and personal and professional achievement
- Availability and willingness to commit time needed to prepare for and attend Board and committee meetings
- Knowledge of healthcare professions
- Ability to understand basic statistics
- Good communications skills
- Working knowledge of financial, legal, operational or other relevant aspects of national and/or not-for-profit organizations
- Commitment to consumer protection
- Possession of at least a baccalaureate degree and preferably an advanced or professional degree
- Experience on a board of governance, public board, college or university board, or organization with national scope or importance

During the terms of service on the NCCPA Board, a public director at large may not be a member of the PA profession, a supervisor or preceptor of PAs, a faculty member or instructor at PA programs, an employee of a PA related organization, a spouse or immediate family member of a PA, or a member of another health profession.

NCCPA's *Board Member Job Description* and the *Participation Agreement* are provided to further explain the commitment, requirements, and responsibilities of NCCPA Board members. (These documents are provided for information only and should not be submitted as part of your application.) A calendar of meeting dates for 2010-2012 is also included. For more information on our examination and certification programs, you may also wish to visit us online at www.nccpa.net.

Application

In order to complete the application process, please provide the following:

- A completed and signed *NCCPA Public Director at Large Application*
- A current curriculum vitae or resume
- Two letters of recommendation

All materials should be submitted together to NCCPA no later than July 15, 2009. Incomplete application packages will not be considered. NCCPA's address for submitting applications is:

12000 Findley Road, #200
Duluth, GA 30097
Attn: Tiffany Martin

Selection

All eligible candidates will be considered. NCCPA's Nominating Committee will review properly submitted applications and develop a slate of one or more candidates for the vacant position. That slate will be submitted to the NCCPA Board of Directors, who will elect one candidate to fill the public director at large seat by majority vote in November 2009.

Notification of Results

Candidates will be notified of the election's outcome immediately following the Board's November meeting, and the results of the election will be published at *NCCPA Connect* (www.nccpa.net).

If you have questions concerning the application or selection process, contact Tiffany Martin at 678-417-8115 or TiffanyM@nccpa.net.

National Commission on Certification of Physician Assistants, Inc.
(NCCPA)

BOARD MEMBER JOB DESCRIPTION

Board members are expected to provide leadership and vision for the organization, and they have a fiduciary responsibility to NCCPA. Individual board members are expected to meet high standards of personal conduct and should be willing to commit the time necessary to be effective. Rules, regulations and procedures should be honored. Board members should listen and take their duties seriously, making rational, prudent and practical decisions. Board members have no authority to act independently; they must meet in formal session to make corporate decisions.

Together, with other members of the NCCPA Board of Directors, each board member will:

1. Assist in establishing and developing NCCPA's mission and strategic plan.

A statement of the mission and purpose for NCCPA articulates our goals, means, and primary constituents served. It is the board's responsibility to assist in creating the mission statement, review it periodically for accuracy and validity, and fully understand and support it.

2. Assist in selecting the NCCPA president, and ensure that an appropriate succession plan is in place.

The NCCPA board must reach consensus on the president's job description. The board must ensure that management continuity is properly provided for and that a succession plan is in place. When a vacancy occurs, the board must undertake a careful search process to find the most qualified individual for the position.

3. Provide direction to and review the performance of the president.

The board should ensure that the president has the resources needed to advance the mission of the NCCPA. Also, the board should decide upon a periodic evaluation of the president's performance and participate in the review process.

4. Ensure effective organizational planning.

As stewards of the organization, board members should actively participate in the strategic planning process by articulating a vision for the organization, reviewing annual plans for consistency with that vision, ensuring that resources are in place for the implementation of those plans, and evaluating progress toward meeting strategic goals and objectives.

5. Manage resources effectively.

For the organization to remain accountable to its stakeholders and to safeguard its tax-exempt status, board members must assist in developing the annual budget and ensure that proper financial controls are in place. The board is responsible for making sure that the organizational strength and employee base can substantiate the mission and strategic goals.

6. *Determine and monitor the organization's programs and services.*

Board members will actively participate in the determination of which programs are consistent with the organization's mission, their prioritization, and the monitoring of their effectiveness.

7. *Participate in the appeals process.*

Board members will participate in the appeals process in issues involving PAs and personnel after other avenues of redress have been exhausted, according to policy. Solid personnel policies, a well-defined and published appeals process, and clear delegation to the president, other appropriate staff and the Review Panel will reduce the risk of conflict.

8. *Assess performance.*

Board members will participate in assessing the board's performance by evaluating its overall performance in fulfilling its responsibilities and achievements and reaching consensus on which areas need to be improved.

SPECIFIC RESPONSIBILITIES OF A BOARD MEMBER

- Read and become familiar with the NCCPA Bylaws.
- Complete an NCCPA orientation program.
- Be prepared for each board meeting.
- Make every effort possible to attend the entire board meeting.
- Participate effectively in the board meeting by voicing opinions.
- Support board actions publicly even if personal reservations about decisions exist.
- Participate as a member on one or more committees.
- Keep up to date on issues affecting or potentially affecting the organization.
- Avoid or disclose unavoidable conflicts of interest.
- Keep confidential matters confidential until approved for disclosure.
- Respect the staff's right and need to prioritize and at times to redirect requests from board members for information or service.

**NATIONAL COMMISSION ON CERTIFICATION OF PHYSICIAN ASSISTANTS
(NCCPA)**

PARTICIPATION AGREEMENT

Terms of Participation for NCCPA Directors

1. Duty of Care

An NCCPA director must discharge his or her duties as a director, including his or her duties as an officer and a committee member:

- (a) in a manner the director believes in good faith to be in the best interests of the NCCPA, and
- (b) with the care, including reasonable inquiry, a prudent person would exercise in similar circumstances.

An NCCPA director may rely upon information provided by NCCPA officers, employees, experts, consultants, and committees in determining what action is in the best interests of the NCCPA.

A director may receive and consider information from his or her appointing organization concerning the opinions and pertinent policies of that organization regarding a particular matter before the NCCPA. However, each NCCPA director must vote in a manner that reflects his or her good faith determination that the vote is in the best interests of the NCCPA. Consideration of outside interests, including those of an appointing organization, violates the director's fiduciary obligations to the NCCPA.

As a corollary, an NCCPA director may not act at the direction of any third party including his or her appointing organization. The director should report to the NCCPA any attempts to unduly influence his or her actions as a director of NCCPA or his or her vote on any matter before the NCCPA.

2. Duty of Loyalty

An NCCPA director owes a duty of loyalty to the NCCPA. In accordance with that duty, an NCCPA director may not:

- (a) disclose confidential information of the NCCPA;
- (b) compete with the NCCPA;
- (c) act on behalf of a person or entity that competes with the NCCPA;
- (d) usurp a business opportunity of the NCCPA;

- (e) assist another person or entity to usurp a business opportunity of the NCCPA;
- (f) obtain secret or unfair profits through a transaction with the NCCPA; or
- (g) publicly, take positions against or disagree with statements, policies, or positions of the NCCPA.

3. Conflicts of Interest

Any relationship that may call into question whether an NCCPA director is acting solely in the best interests of NCCPA must be disclosed before the NCCPA director participates in any decision-making or takes any action on behalf of NCCPA which might be implicated by the relationship.

(a) Potential Financial or Personal Conflicts

1. An NCCPA director who has or may have a financial or personal interest in any matter before the NCCPA or a committee of the NCCPA must disclose the actual or potential conflict when the matter is first raised before the NCCPA or the committee and, at the discretion of the Board Chair or committee chair, must recuse himself or herself from voting on the matter.
2. Examples of relationships which raise potential conflicts of interest include the following:
 - (i) The NCCPA director owns stock or has any other financial interest in an entity which could be affected by a decision or action of NCCPA – or a direct competitor of such entity.
 - (ii) The NCCPA director is an officer, director, or employee of, serves as a consultant to, or has a close personal relationship with, any entity or person that could be affected by a decision or action of NCCPA – or a direct competitor of such entity.
 - (iii) The NCCPA director receives a payment, gift, or anything else of value greater than \$250 per year from an entity or person that could be affected by a decision or action of NCCPA – or a direct competitor of such entity.
3. Disclosure of any such relationship, or any other relationship that might present a possible conflict of interest, must be made as soon as the potential conflict becomes known by the NCCPA director.
4. Disclosure of a possible conflict of interest does not necessarily disqualify the NCCPA director from participation in a decision or action. Rather, it enables the NCCPA Chair or committee chair to determine the appropriate response. In some instances, it will turn out that there is no conflict at all. In others, disclosure of the relationship to the Board or relevant committee may suffice. In still others, the NCCPA director may be asked not to vote on an issue or not to play any role whatsoever in the discussion, decision

or action. The specific response will be determined by the NCCPA Chair or committee chair based on the nature of the relationship, its potential for affecting the NCCPA director's undivided loyalty to NCCPA, the significance of the NCCPA decision or action, and any other relevant factors.

5. No NCCPA director may enter into any relationship of the sort described above within one year after NCCPA has made a decision or taken an action which might be deemed to bear on that relationship.
6. An NCCPA director may not directly or indirectly conduct or assist or participate in conducting a review program designed to prepare PAs for any NCCPA examination during, and for two years following, the undersigned's tenure of NCCPA service.

(b) Potential Conflicts Relating to Appointing Organizations

1. An NCCPA director may not concurrently serve as an employee or a member of the Board of Directors or similar governing body of any appointing organization, or any other national or international physician assistant-related organization that the NCCPA Board of Directors deems to present a potential conflict with the director's service to NCCPA.
2. An NCCPA director must vote in the best interests of the NCCPA – not the appointing organization.
3. An NCCPA director who is aware that a proposed NCCPA action would be in direct conflict with clearly articulated policy of the appointing organization must disclose the existence of the conflicting interest, and all facts of which the director is aware regarding the matter at issue, when the matter is first raised before the NCCPA or an NCCPA committee.

(c) Obligations Following Board Action

- (1) Once approved by the NCCPA Board of Directors, a transaction must be accepted and supported by all directors, including those who may have had a conflict of interest regarding the matter at issue.
- (2) All directors, including those who may have had a conflict of interest, must maintain the confidentiality of NCCPA deliberations as instructed by the Board of Directors or the President.

4. Confidentiality

In connection with a director's service to NCCPA, the NCCPA director will be exposed to highly confidential information regarding NCCPA and its activities, including but not limited to test materials, information related to test materials, data collected from examinations and surveys, and other candidate and/or certificant information, data regarding pass/fail percentages on examinations, audit results, internal memoranda, financial reports, and other materials, records, minutes, or data of a confidential nature (collectively, the "Confidential Information").

In order to protect the Confidential Information, the NCCPA director must promise not to make copies of, discuss, disclose, remove from a review or testing site or the NCCPA offices, or otherwise disseminate, or assist or permit others to copy, discuss, disclose, remove from a review or testing site, or otherwise disseminate, any Confidential Information and must promise not to use the Confidential Information for any purpose whatsoever except directly in connection with his or her service to NCCPA. Further, this promise of confidentiality shall be in effect during the tenure of the NCCPA director's service to NCCPA and at all times thereafter.

AGREEMENT

The undersigned, having read and understood the above Terms of Participation, hereby agrees to such Terms, as well as to the following:

1. Breach of Confidentiality

The undersigned acknowledges that a breach of any of the above promises of confidentiality could result in irreparable damage to NCCPA and its mission, as well as to the physician assistant profession and the public, for which a remedy at law will be inadequate, and the undersigned agrees that this promise may be enforced by an injunction. The undersigned agrees to pay all of NCCPA's costs and expenses, including attorney's fees, if NCCPA brings an action against the undersigned for breach of this confidentiality promise and prevails in such action.

2. Work for Hire

The undersigned, who currently provides or shall provide services to NCCPA as an officer, director, committee member, consultant, or agent in which capacity the undersigned will prepare and contribute certain materials for use by NCCPA, hereby agrees that any and all original material contributed by the undersigned shall be deemed to be a work made for hire for NCCPA. To the extent that such contribution is not deemed to be a work made for hire under the United States copyright laws, or is not similarly treated under the copyright laws of any other country, the undersigned hereby assigns to NCCPA all right, title, and interest in such contribution, including the right to sue for infringement.

3. Hold Harmless

The undersigned acknowledges and agrees that the decision to participate in NCCPA activities, including, but not limited to, attending meetings or traveling to any destination in support of those activities, is completely voluntary. The undersigned hereby agrees to hold NCCPA, and its officers, directors, members, employees and agents, harmless from any complaint, claim or damage arising out of or in connection with any attendance at, travel to, or participation in, any and all NCCPA activities. This hold-harmless agreement does not constitute a waiver of any rights of indemnification or insurance provided in the NCCPA Bylaws.

IN ACCORDANCE WITH MY OBLIGATIONS AS AN NCCPA DIRECTOR, I HAVE READ AND UNDERSTOOD THE ABOVE TERMS OF PARTICIPATION AND I HEREBY AGREE TO BE LEGALLY BOUND BY THEM.

Print name

Signature

Date

AGREED TO:

**NATIONAL COMMISSION ON CERTIFICATION
OF PHYSICIAN ASSISTANTS**

By: _____
Name

Title

Signature

Date



Public Director at Large Application

Type or print in blue or black ink. An electronic version of this form is available by contacting Tiffany Martin at TiffanyM@nccpa.net.

Section 1. Identification and Contact Information

Name & Credentials: _____

Address: _____

Office Phone: _____

Home Phone: _____

Cell Phone: _____

E-mail Address: _____

Section 2. Professional Information

Current Employer: _____

Current Position: _____

Number of Years in Current Position: _____

Please indicate the areas in which you have past work experience. (Select all that apply.)

- Education
- Entrepreneurship
- Finance/Investment/Auditing
- Government or State Board Experience
- Healthcare
- Healthcare Administration
- Human Resources
- Leadership/Management
- Legal
- PR/Communications
- Testing/Assessment/Credentialing
- Other (please specify)

Section 3. Personal Statements

Please answer the questions below or attach your typed responses.

Why are you interested in NCCPA?

What is the extent of your knowledge/experience with NCCPA or with physician assistants?

Please provide information on any previous experience you have as a board member.

NCCPA’s Board of Directors and committees meet four times per year and may also convene by conference call or schedule additional meetings as needed. Serving on the Board requires time to prepare for, attend, and actively participate in meetings. Please briefly indicate if you have the time to commit to serving on the Board and if you also have the support of your employer for this endeavor.

Section 4. Statement of Affirmation and Signature

I affirm that the information provided on this application and in the accompanying curriculum vitae or resume is accurate to the best of my knowledge. I further affirm that I have received, read and understand the NCCPA Board Member Job Description and expect to be able to fulfill the responsibilities described therein if elected to serve on the NCCPA Board of Directors.

Signature: _____ Date: _____

Section 5. Optional Information

Completion of the remainder of this application is *optional*. NCCPA recognizes the importance of diversity among Board members. The following information will help us in making sure our organization is well represented by ethnicity, age, geographic location, and setting.

Please indicate your race/ethnicity and age.

- | | |
|---|----------------------------------|
| <input type="checkbox"/> American Indian/Alaskan Native | <input type="checkbox"/> 25 - 30 |
| <input type="checkbox"/> Asian American | <input type="checkbox"/> 31 - 40 |
| <input type="checkbox"/> Black or African American | <input type="checkbox"/> 41 - 50 |
| <input type="checkbox"/> Hispanic or Latino | <input type="checkbox"/> 51 - 60 |
| <input type="checkbox"/> Native Hawaiian/Other Pacific Islander | <input type="checkbox"/> Over 60 |
| <input type="checkbox"/> Multiracial | |
| <input type="checkbox"/> White | |

Please indicate your geographic location.

- | | |
|---|---|
| <input type="checkbox"/> Northeast (New England, Middle Atlantic) | <input type="checkbox"/> Midwest (West North Central, East North Central) |
| <input type="checkbox"/> South (South Atlantic, East South Central, West South Central) | <input type="checkbox"/> West (Pacific, Mountain) |

Please select the type of community in which you *live*.

- | | |
|-------------------------------------|--------------------------------|
| <input type="checkbox"/> Inner City | <input type="checkbox"/> Rural |
| <input type="checkbox"/> Suburban | <input type="checkbox"/> Other |

Please select the type of community in which you *work*.

- | | |
|-------------------------------------|--------------------------------|
| <input type="checkbox"/> Inner City | <input type="checkbox"/> Rural |
| <input type="checkbox"/> Suburban | <input type="checkbox"/> Other |

If you have any questions regarding NCCPA that you would like to have answered, please list them below.

Submit the completed application with CV and letters of recommendation to NCCPA at:

**12000 Findley Road, #200
Duluth, GA 30097
Attn: Tiffany Martin**

*To be considered, completed applications must be received by NCCPA no later than
July 15, 2009.*

NCCPA Board & Committee Meeting Dates
2010-2012

2010	2011	2012
February 18-21	February 10-13	February 9-12
April 29-May 2	April 28-May 1	May 3-6
July 29-August 1	July 28-31	August 2-5
November 11-14	November 3-6	November 8-11