

Society of Critical Care Anesthesiologists (SOCCA) Policy Manual

1. Definitions and Types of Groups

All entities described herein are referred to subsequently as committees unless otherwise specified.

- a. **Standing Committee:** A permanent committee defined by the SOCCA Bylaws. Any alterations or dissolutions require formal amendments to the Bylaws.
- b. **Chartered Committee:** A group established by the Board of Directors (the Board) comprised of members to focus on specific association facets.
- c. **Subcommittee:** A specialized group created within an existing committee to focus on specific objectives, reporting directly to the parent committee.
- d. **Task Force:** A temporary, purpose-driven group with clearly defined goals and timeframes, dissolved upon completion of assigned tasks.
- e. **Advisory Council:** Groups comprising members and/or non-members providing specialized guidance, mutual support among participants, and advising the Board on emerging trends and strategic directions.

2. Committee Authority and Operational Guidelines

a. Authority and Limitations

In accordance with the SOCCA Bylaws, all committees serve at the pleasure of the Board and operate under its advisement. Committees function primarily as collaborative work groups and advisory bodies to support Board decision-making.

i. Prohibited Committee Actions

As further detailed in the Bylaws, committees may not take independent action on matters reserved for the Board. These include, but are not limited to, amending governance documents, authorizing mergers or dissolution, disposing of major assets, appointing or removing officers or directors, approving member-required actions, setting committee member compensation, or otherwise obligating the Society financially or contractually. Such actions require explicit delegation from the Board of Directors.

ii. Committee Functions and Decision-Making Authority

1. Collaborative Work (No Formal Action Required)

Committees may engage in the following activities through normal collaborative processes without formal quorum requirements: (1) research, analysis, and information gathering; (2) drafting recommendations, reports, and proposals for Board consideration; (3) planning and coordination of committee activities; (4) discussion and deliberation on matters within their scope; (5) preliminary review of issues and development of options; (6) routine administrative and logistical coordination.

2. Formal Committee Actions (Quorum and Voting Requirements Apply)

The following activities constitute formal committee actions and are subject to quorum and voting requirements as specified subsequently:

- a. Adoption of formal recommendations or resolutions to be presented to the Board
- b. Approval of committee-specific policies or procedures (subject to Board ratification)
- c. Decisions regarding committee meeting schedules, agendas, or operational procedures where formal committee approval is specifically required
- d. Any other matters where the committee is specifically authorized by the Board to take formal action

All formal recommendations and proposals developed by committees require Board approval before implementation or adoption as Society policy.

b. Confidentiality and Communication

Committee activities, discussions, and documentation are considered confidential unless explicitly designated for public dissemination by the Board.

c. Use of Third-Party Meeting Tools

To protect the confidentiality of Society meetings and discussions, the use of third-party applications or services to record, transcribe, or summarize

SOCCA meetings is prohibited unless expressly authorized by the Society. This includes platforms or software that autonomously join virtual meetings (with or without the user's presence) for the purpose of generating transcripts, recordings, or summaries. SOCCA-authorized platforms may be used for these purposes when the meeting host or chair initiates and controls the recording and transcription features in accordance with Society policy. Volunteers and participants must not allow or authorize external services to access or record any part of a SOCCA meeting, and such services should be removed from meetings where applicable.

d. **Volunteer Responsibilities and Duties**

- i. **Duty of Loyalty:** Volunteers must prioritize SOCCA's interests and avoid conflicts of interest.
- ii. **Duty of Care:** Volunteers must demonstrate prudent judgment and responsible management of organizational resources.
- iii. **Duty of Obedience:** Volunteers must comply with SOCCA bylaws, policies, and relevant laws.

e. **Code of Conduct**

Volunteers are expected to uphold professionalism, ethical behavior, integrity, and respectful interpersonal interactions. In accordance with the SOCCA Bylaws, actions resulting in a good faith determination by the Board that a member is undesirable for continued participation may be grounds for disciplinary action, including involuntary termination of membership

f. **Conflict of Interest**

In accordance with the SOCCA Bylaws, all individuals appointed or elected to positions within or on behalf of the Society must act in service of SOCCA's mission, avoiding any use of their role for personal gain or undue influence.

i. **Annual Disclosure Requirement**

All individuals in the above roles must submit a Conflict of Interest Disclosure Statement to SOCCA annually. This disclosure must detail any financial or employment relationships with industry, including salaries, grants, honoraria, travel payments, or other forms of compensation. The disclosure must include an attestation that the individual's role within SOCCA will not be used for personal benefit or influence. Statements are maintained on file by the Society and must be updated annually or upon any material change. Disclosures may

be reviewed during leadership or committee appointments to identify and address potential conflicts of interest and ensure fair and balanced decision-making.

ii. **Committee Chair Responsibilities**

Committee Chairs are expected to review disclosure statements of current and prospective committee members during the formation or restructuring of their committees. Chairs should raise any potential concerns to the President-Elect and, when appropriate, propose mitigation strategies (e.g., recusal from specific discussions, limited scope of participation). Transparency and balance should guide committee composition rather than disqualification.

iii. **Duty to Disclose and Cure Conflicts**

Any real or perceived conflict of interest involving a Society representative (including in liaison roles to external organizations, such as the ASA) must be promptly disclosed to the Board of Directors. The Board will review all such disclosures and take appropriate action to manage or eliminate conflicts in good faith. Transparency in disclosure does not inherently disqualify an individual from service but may require appropriate mitigation strategies (e.g., recusal from specific votes or roles).

iv. **Consequences of Noncompliance**

Any individual found to have used their SOCCA role for personal gain is subject to removal with cause, in accordance with the procedures set forth in the Bylaws. Failure to submit or update a disclosure as required may also be grounds for corrective action.

3. **Committee Management**

a. **Composition and Qualifications**

Committee membership and leadership eligibility criteria are defined by the Board, considering service within the organization, expertise, professional reputation, and membership standing.

b. **Committee Leadership**

i. **Committee Leadership Structure**

All committees, except Task Forces, should have a designated Chair and Vice Chair to ensure leadership continuity and succession planning. Committees may have a designated Secretary to further

continuity if operationally beneficial. Task Forces may have Co-Chairs if operationally beneficial.

ii. **Committee Leadership Appointment Process**

The President-Elect shall work with current committee leadership to identify succession candidates among those currently serving or from members of the Society. In the case of Advisory Councils, elections may be held among a similarly determined slate of candidates for leadership roles. Final appointments are recommended by the President-Elect and confirmed by a majority vote of the Board of Directors.

iii. **Off-Cycle Committee Leadership Appointments**

In the event of a vacancy in a committee leadership position occurring outside the regular appointment cycle, the following shall apply. The President-Elect, in consultation with the current committee leadership and subject to Board approval, may nominate an interim leader (e.g., Vice Chair stepping into Chair role). If no clear successor is available, the President-Elect may recommend an interim Chair or Vice Chair from within the committee or the broader SOCCA membership. Interim appointees shall serve until the next regular appointment cycle, at which point they may be reappointed to a full term in accordance with existing policy.

iv. **Committee Leadership Requirements**

Committee leaders must maintain SOCCA membership.

v. **Committee Leadership Terms**

Leaders may serve renewable, two-year terms in any given role, subject to Board approval.

vi. **Committee Leadership Transitions**

Leadership succession occurs sequentially from Vice Chair to Chair, subject to Board approval. The secretary (if applicable) may succeed to the position of Vice Chair.

vii. **Committee Leadership Expectations**

Leaders oversee operations, align committee actions with SOCCA goals, ensure that minutes are properly retained in the SOCCA office, and manage leadership transitions effectively.

c. **Committee Membership**

- i. **Committee Membership Structure**

Committee size is determined by operational needs and Board guidance.
- ii. **Committee Membership Appointment Process**

The President-Elect shall solicit nominations for committee membership from members of the Society and coordinate with current committee leadership to identify qualified candidates. Recommendations for committee member appointments shall be presented by the President-Elect and confirmed by majority vote of the Board of Directors. For Advisory Councils, participation is managed by leadership in accordance with the group's desired composition and ultimately subject to approval by the Board of Directors.
- iii. **Off-Cycle Committee Membership Appointment Process**

Off-cycle committee membership vacancies may be filled by nomination of the President-Elect, with input from the committee Chair and assent by the Board of Directors. New members appointed off-cycle will serve the remainder of the current term and may be considered for renewal during the regular cycle.
- iv. **Committee Membership Requirements**

Committee members must hold SOCCA membership. Non-members may participate in Advisory Councils and Task Forces to leverage external expertise and perspectives.
- v. **Committee Membership Terms**

Members serve staggered two-year renewable terms, evaluated during the applicable annual appointment process.
- vi. **Committee Member Expectations**

Committee members must actively participate and contribute meaningfully to committee objectives.
- vii. **Committee Member Resignation and Removal**

In accordance with the SOCCA Bylaws, committee members may resign at any time by providing written notice to SOCCA. Resignations take effect upon delivery, or at a later date if specified. Committee members may be removed with or without cause by majority vote of

the Board of Directors at any regular or special meeting, as provided in the Bylaws.

d. **Committee Appointment Timeline**

Appointments to SOCCA committees, including leadership and member roles, shall take effect concurrently with the date of the Society's Annual Business Meeting. The process for identifying and selecting committee members typically begins approximately 120 days prior to the Annual Meeting to ensure a smooth transition and continuity of work. This timeline may be adjusted at the discretion of the Board of Directors for good cause, including but not limited to changes in the Annual Meeting schedule, emergent organizational needs, or alignment with strategic planning efforts.

e. **Committee Vacancies**

In accordance with the SOCCA Bylaws, vacancies in committee membership or leadership are filled through the same appointment process used for the original appointment, including recommendation by the President-Elect and confirmation by the Board of Directors.

f. **Reporting Structures and Deliverables**

- i. **Standing and Chartered Committees:** Direct reporting to the Board via assigned liaisons (typically Chair and Vice Chair).
- ii. **Advisory Councils:** Chairs and Vice Chairs serve as ex-officio directors, ensuring bidirectional communication.
- iii. **Subcommittees, Task Forces, and Other Working Groups:** Report directly to their parent body. Regular updates and formal recommendations, where applicable, are required.
- iv. **Committee Records**
In accordance with the SOCCA Bylaws, committees are responsible for maintaining complete records of deliberations, recommendations, and actions. These must be submitted to the SOCCA office for recordkeeping purposes. In addition, each committee must submit an Annual Report prior to the Annual Business Meeting, or as otherwise directed by the Board.
- v. **Committee Reporting**
All committees are expected to provide a written report of activity two

weeks prior to every meeting of the Board of Directors or when otherwise requested.

g. **Committee Meetings**

Committees shall meet as needed to fulfill their responsibilities and to address any directives or requests issued by the Board.

h. **Committee Quorum**

A quorum is required to conduct formal committee business at a meeting. Unless otherwise specified by the Board, one-third of the voting members of a committee constitutes a quorum for any meeting at which formal action is taken.

i. **Committee Actions and Voting**

Formal actions taken during a meeting require a majority vote of those present, provided quorum is achieved. In accordance with SOCCA Bylaws, committees may also act by written consent in lieu of a meeting. Written consent may include electronic ballots, emails, or other secure methods approved by the Board. Formal actions taken outside of a meeting require a majority vote of all voting committee members, unless otherwise approved by the Board.

j. **Establishment Processes**

Chartered Committees and Advisory Councils require formal Board approval as described elsewhere in this document. Subcommittees and Task Forces require notification and acknowledgment from the Board.

k. **Dissolution Processes**

Chartered Committees and Advisory Councils are considered enduring and otherwise may be dissolved by board action when their objectives are met, become obsolete, or at the board's discretion. Task Forces and Subcommittees may be similarly dissolved and/or dissolved when their objectives have been completed.

4. **Specific SOCCA Committees and Advisory Councils**

a. **Standing Committees:** The Executive Committee, Nominating Committee, and Bylaws Committee are defined and described in the SOCCA Bylaws.

b. **Chartered Committees**

i. **Membership Committee:** Enhances membership growth, retention, and member value.

- ii. **Education Committee:** Oversees educational content and activities.
- iii. **Research Committee:** Facilitates research initiatives and collaborations.
- iv. **Communications Committee:** Manages internal and external communications strategies.
- v. **Clinical Practice Committee:** Develops clinical practice standards and resources.

c. **Advisory Councils**

- i. **Program Directors' Advisory Council:** Serves as a collaborative forum for anesthesia critical care fellowship program directors, supporting the match, program development, and mutual guidance while also advising the board on trends in training pathways.
- ii. **Service Chiefs' Advisory Council:** Serves as a collaborative forum for critical care service chiefs, supporting leadership in clinical operations, promoting institutional engagement, and offering mutual assistance while also advising the board on workforce and practice trends.

5. **Establishment of new Committees**

a. **Chartering Process**

New committees, apart from Subcommittees and Task Forces, are chartered by majority vote of the Board, based on identified strategic priorities or organizational needs. A formal charge must be defined, outlining the committee's purpose, scope, reporting structure, and anticipated deliverables.

b. **Initial Leadership and Membership**

In the formative period following chartering, committee leadership and membership may be appointed directly by the President-Elect with Board confirmation. The initial term lengths for Chairs, Vice Chairs, or members may be extended to promote early stability and operational continuity. These exceptions should be time-limited and reviewed after the first full term.

c. **Early Operations**

To support effective early committee function, the group should define clear

goals, emphasize early successes, and maintain regular reporting with the Board or other liaisons.

d. Transition to Standard Operations

After its initial term, a newly chartered committee should adopt standard leadership and membership terms as defined elsewhere in this document. At the end of its initial term the committee will, in addition to regular reporting, submit a progress evaluation to the Board outlining achievements, ongoing needs, and any recommended modifications to mission, scope, or composition.

6. Liaisons to External Organizations

a. Purpose and Role

SOCCA may appoint official liaisons to external professional organizations to represent the Society's interests, strengthen inter-organizational collaboration, and provide bidirectional communication regarding emerging issues, advocacy efforts, and opportunities for partnership.

b. Appointment Process

Unless otherwise specified, selection and service of liaisons is at the discretion of the President. When applicable, liaison roles may follow the appointment and term structure set by the partner organization and are ratified by the SOCCA Board.

c. Term and Expectations

i. Term

Unless otherwise specified by the partnering organization, SOCCA Bylaws, or Board resolution, liaisons serve renewable three-year terms.

ii. Performance and Other Expectations

Liaisons are expected to maintain SOCCA membership, attend meetings and functions as required by the partner organization, provide formal reports to the SOCCA Board at least annually or upon request, and disclose any actual or potential conflicts of interest as outlined above.

d. Accountability and Transition

Liaisons are accountable to the SOCCA Board and may be removed with or without cause by majority vote of the Board. Outgoing liaisons are expected

to participate in knowledge transfer and orientation of incoming representatives.

e. Specific Liaisons to External Organizations

i. Delegate and Alternate Delegate to the American Society of Anesthesiologists (ASA) House of Delegates

The Delegate and Alternate Delegate to the ASA House of Delegates shall serve as an Ex-Officio Director without voting privileges. They represent SOCCA's interests and report back to the Board.

7. Association Policies

a. Dues Refund Policy

Membership dues refunds are evaluated individually by the Membership Committee and approved by the Executive Committee, typically only under special circumstances (e.g., administrative errors).

b. Antitrust Avoidance

Discussions or actions violating antitrust laws, including pricing, competitive practices, profitability, and market segmentation, are strictly prohibited.

c. Financial Audits and Oversight

The Treasurer submits an annual financial report and proposed budget to the Board and presents a summary at the Annual Meeting. If the Board authorizes an external examination, an independent auditor will be engaged to conduct a review or audit in accordance with Generally Accepted Auditing Standards. The resulting report is delivered to the Board for review and any necessary follow-up. The Board should assess the need for an external audit each fiscal year, with advisement by the Society's Director, and commission one whenever circumstances warrant.

d. Record Retention and Document Destruction

Records retention follows a legally advised retention schedule. Critical documents (bylaws, IRS filings) are permanently retained.

e. Whistleblower Protection and Reporting

Any individual may confidentially (or anonymously) report suspected violations of law, policy, or ethical standards to the President, any Officer, or the Society's Director. The Board will appoint an impartial ad-hoc review panel, recusing anyone with a conflict, to investigate and report findings.

Retaliation against individuals who make a good-faith report or participate in an investigation is strictly prohibited.

f. **Public Records and Document Requests**

SOCCA complies with public record access laws, providing IRS-related public records upon request. Members in good standing may request additional records, subject to board approval.

g. **Meeting Minutes and Records Management**

Meeting minutes must succinctly document key discussions and decisions, be distributed within 30 days, and securely archived. Other records of meeting proceedings may be destroyed after minutes' approval.