

**VNPC Governance Structure**

March 2024

<b>VNPC VACE Roundtable</b>			
<b>Comprised of</b>	<b>Terms</b>	<b>Requirements</b>	<b>Purpose</b>
80-100 representatives involved in the care of those who are pregnant and their infants such as physicians, advanced practice nurses, midwives, doulas, community health workers, staff nurses, pharmacists, social workers, respiratory therapists, hospital administrators, public health personnel, epidemiologists, or patient advocates.	Ongoing	<p>VACE Roundtable members are required to attend the Annual Summit in October. If this is not possible, they must participate in no less than two VNPC events within each calendar year.</p> <p>All VACE Roundtable members in good standing will have access to educational and networking opportunities provided by VNPC to include webinars, trainings, and in-person meetings.</p>	<p>VACE Roundtable members serve as subject matter expert representatives and should represent the various racial, ethnic, geographical, and socioeconomic demographics of the Commonwealth of Virginia.</p> <p>VACE Roundtable members vote on the slate of potential members of the VNPC Board of Directors, and topics for upcoming QI projects, awareness campaigns or other significant/emerging topics that the VNPC should consider for future awareness.</p>
<p>The VNPC <b>Vision Alignment Champion Execution (VACE) Roundtable</b> is a collective of subject matter experts with a variety of lenses and experiences coming together to elevate challenges, create awareness, and identify potential solutions to improve maternal and infant health outcomes across the Commonwealth.</p>			
<b>Advisory Committees</b>			
<b>Comprised of</b>	<b>Terms</b>	<b>Requirements</b>	<b>Purpose</b>
<p>There are 3 Advisory Committees to represent:</p> <ol style="list-style-type: none"> <li>1) obstetrics</li> <li>2) community care</li> <li>3) pediatrics/neonatal</li> </ol> <p>Each advisory group may have up to 20 members.</p>	<p>Advisory Chairs will be appointed by the Board of Directors and serve a three-year term. After serving a three-year term, the Advisory Chair may apply for up to one additional three-year term.</p>	<p>Members shall be respected, high-level health professionals with statewide influence or community leaders with relevant knowledge of the varying aspects of community care.</p>	<p>VNPC advisory members will be responsible for listening to General Council to identify and advocate for VNPC projects, initiatives, and strategic priorities as it relates to their respective areas of focus to make recommendations for Board approval.</p>

## Board of Directors

Comprised of	Terms	Requirements	Purpose
<p>The VNPC Board of Directors shall be composed of up to 17 volunteer voting members and 3 non-voting members (Advisory Committee Chairs). The Board of Directors will be selected from active VNPC VACE Roundtable members. The Board of Directors will include vested supporters involved in the care of those who are pregnant, those who are parenting, and their infants up to their first birthday.</p> <p>Quorum for meetings will be majority plus one of voting members.</p>	<p>Each Board Member will serve a three-year term. After serving a three-year term, the board member may apply for up to one consecutive three-year term.</p> <p>New board members will be recruited and vetted by current board members who will then prepare a slate for VACE Roundtable members to vote on at the annual summit in October. If the slate is voted down, the Board will prepare a second slate for a virtual vote with VACE Roundtable members in good standing. If the second Board slate is voted down by the VACE Roundtable members, the Board will vote on the slate and finalize selections.</p>	<p>Board members shall be representatives of the various racial, ethnic, geographical, and socioeconomic demographics of the Commonwealth of Virginia.</p> <p>The Board of Directors will meet every quarter on the fourth Monday in January, and third Monday in April, July from 10am to 3pm and October (at the Annual Summit). It is an expectation that all Board Members will attend quarterly meetings. Ad hoc meetings may be held virtually as needed.</p> <p>Board members may be asked to participate in project-based workgroups.</p>	<p><b>Duty of Care</b> — Each Board Member has a responsibility to participate actively in making decisions on behalf of the organization and to exercise their best judgment while doing so.</p> <p><b>Duty of Loyalty</b> — Each Board Member must put the interests of the organization before their personal and professional interests when acting on behalf of the organization in a decision-making capacity. The organization’s needs come first.</p> <p><b>Duty of Obedience</b> — Board Members bear the responsibility of ensuring that the organization complies with the applicable federal, state, and local laws and adheres to its mission.</p>

## Workgroups

Comprised of	Terms	Requirements	Purpose
<p>VACE Roundtable members in good standing who have subject matter expertise related to the VNPC project or who have vested interest based on a level of expertise, professionally or personally, that can contribute to the VNPC project.</p>	<p>Project-based workgroups will be created by the Executive Director and have a definitive start and end date that corresponds to the project timeline. Each project-based workgroup will have a staff-appointed chair to lead the workgroup. The chair will work with VNPC staff to develop the agenda for meetings and preside at all meetings of the project-based workgroup.</p> <p>If the chair is not available for the meeting, they may appoint a proxy with the approval of the Executive Director.</p>	<p>A project-based workgroup is required to provide meaningful suggestions and ideas to create a project implementation strategy for a board approved project to include, goals, a work plan, and supporting documents.</p>	<p>VNPC staff will prepare quarterly updates on workgroup progress for the Board of Directors.</p> <p>Each project-based workgroup will collaborate with VNPC staff to recruit, select, and retain workgroup members.</p> <p>Each project-based workgroup will be charged with establishing their own meeting schedule based on the needs and demands of their workgroup. In-person and virtual meetings should be expected.</p>

