



Board of Directors Prospectus

2022

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Greetings,

On behalf of The Arc US Board Development Committee I thank you for your interest and commitment to the board member selection process. This work is essential to the future success of The Arc. The Board Development Committee is responsible for

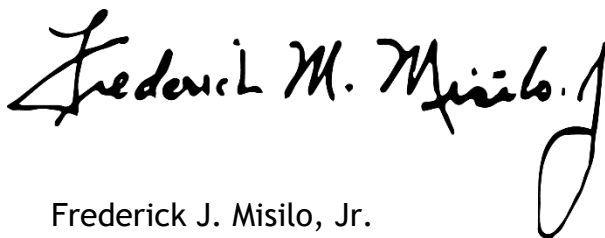
- establishing annual nominating priorities;
- conducting outreach to identify potential candidates to apply;
- screening and evaluating applicants;
- recommending a single slate of candidates for election.

As part of the outreach process the Board Development Committee has created this Prospectus about service on The Arc's Board. This prospectus outlines the nominating priorities that have been established for the 2022 nominating cycle and the roles and responsibilities of board members. It also includes an overview of The Arc's purpose and tenets, as expressed through our mission, core values and vision statements. We hope that review of this prospectus gives you a good understanding about what is involved in serving on The Arc's board and a good idea of whether you or someone you know might satisfy the 2022 nominating priorities.

During this nominating cycle the Board Development Committee will be accepting self- nominations and nominations of someone other than yourself for both officer and board member positions. If you know someone, personally or professionally, who has the personal characteristics and relationships in the areas identified in the 2022 nominating priorities, we encourage you to nominate them. Accepting both self- nominations and nominations of others will allow us to collect a large, diverse pool of candidates for board member positions.

Please take the time to review this document and let us know if you do have questions. The Board Development Committee will review applications on a rolling basis beginning January 1, 2022, so we encourage you to submit your nominations as soon as possible. Again, thank you for your commitment to The Arc.

Sincerely,

A handwritten signature in black ink that reads "Frederick J. Misilo, Jr." The signature is written in a cursive style with a large, stylized 'F' and a long, sweeping underline.

Frederick J. Misilo, Jr.
Chair, Board Development Committee



THE ARC OF THE UNITED STATES

Statement of Board Nominating Priorities for 2022

The Board Development Committee (“BDC”) takes into account a variety of factors in selecting candidates to be nominated to the Board of Directors of The Arc of the United States. Every two years, the BDC reviews the current composition of the board, considers future needs and sets priorities for the current nominating cycle. While other individuals may be considered for nomination, outreach will be conducted to identify candidates and preference will be given in 2022 to candidates that meet one or more of the Nominating Priorities. Board candidates that are not a good fit for the current nominating cycle are maintained on an interest list for possible future consideration.

Priority Factors

The Arc is committed to ensuring we are a diverse, culturally competent organization that can respond effectively to the changing needs of people with intellectual and developmental disabilities (IDD) and their families across the country. The candidate will help to make The Arc’s Board more representative of the community the organization serves in one or more of the following ways:

- The candidate has substantial volunteer leadership experience in state and local chapters of The Arc
- The candidate identifies as:
 - Black or African American
 - Hispanic or Latinx
 - Indigenous, Native American, or Alaskan Native
 - East Asian, Southeast Asian
 - Middle Eastern, North African, or Arab
- The candidate is the parent or sibling of a child or adult with IDD disability who has significant support needs, such as complex medical conditions, mental health, or communication challenges
- The candidate is an aging parent or sibling, age 65 or older, of an adult with IDD
- The candidate is a younger parent or sibling, age 18 - 39, of a child or adult with IDD
- The candidate identifies as a member of a religious minority (e.g. Jewish, Buddhist, Hindu, Muslim)

- The candidate resides in a rural community
- The candidate has knowledge, skills, or expertise, as a professional, in one or more of the following subject areas involving people with IDD
 - direct support work and/or supervision and management of direct support workers
 - case management and/or managed care
 - guardianship and alternatives to guardianship, such as supported decisionmaking
- The candidate has knowledge, skills, or expertise, as a professional, that is not disability specific, in one or more of the following subject areas
 - entrepreneurship, social innovation, venture capital
 - organizing and advocacy with and on behalf of low-income communities
- The candidate resides in one of the following states:

▪ Florida	▪ North Carolina
▪ Indiana	▪ Oregon
▪ Louisiana	▪ Tennessee
▪ Maryland	▪ Washington
▪ Michigan	
▪ New Jersey	
- The candidate has the capacity to make a major gift (e.g. a donation of \$5,000 or more) to The Arc and/or has access to other people with similar ability.
- The candidate is a senior-level executive with a Fortune 1000 company or other significant business entity that has a disability employment initiative or an employee resource group or other programs to support employees with disabilities or employees who are caregivers for people with disabilities, and/or has access to such individuals.
- The candidate has high-level connections with leaders in other national civil rights, social justice, religious or human services organizations.
- The candidate has connections into diverse and other marginalized communities, with reach that is national or multi-state.
- The candidate is a celebrity well-known among members of the general public, nationally, or has access to such individuals.

Other Factors

In addition to the above priority considerations, the BDC also considers the following factors in selecting persons to be nominated for election to the Board of Directors. We seek to maintain gender balance, include members who live and work throughout the country, and compose the board with a majority of members who are parents, siblings or other family members of people with I/DD, or self-advocates.

Knowledge, Skills, & Expertise - The BDC continues to seek to identify potential board members who have knowledge, skills, or expertise, as a professional, in one or more of the following subject areas:

- Public Policy Advocacy
- Individual Advocacy
- Corporate and/or Nonprofit Tax Law
- Disability Law
- Media/Community Relations
- Branding/Marketing
- Leadership
- Fundraising
- Investment Management
- Human Resources
- Nonprofit Governance
- Financial Management
- Legal Advocacy/Litigation
- Future Planning
- Criminal Justice
- Emergency Preparedness
- Aging and Disability
- Behavioral Health
- Information Technology, Online, Digital Strategy
- Clinical Care
- Early intervention Services
- Education for people with IDD
- Employment for people with IDD
- Housing for people with IDD
- Health Care for people with IDD
- Community Living for people with IDD
- Research relating to people with IDD
- Evidence Based Research

The BDC also continues to seek candidates that have:

- a large following on social media or a personal or professional relationship with a social media influencer.
- a personal or professional relationship with a journalist, producer, director, or business executive of a national or regional media company.

Qualifications to be a Board Member

To serve on the Board, an individual must be an “member” of The Arc. A nominee who is not currently a member may [join by signing up here](#), or through a state or local chapter, prior to beginning their board service.

Election Process

The Arc’s Board Development Committee is responsible for preparing a single slate of nominees (e.g. one nominee per vacant position) which is presented for an up or down vote by chapters of The Arc. The vote will be held at the Business Meeting that is part of The Arc’s National Convention in Fall 2022 (date and location to be determined). An individual who applied to serve on the Board as a self-nominee, but was not selected, may run against the slate if supported to do so by both their applicable state and local chapter

Additional information about qualifications, the election process, and the overall composition of the Board of Directors may be found in the [Bylaws of The Arc of the United States which are available on this page of The Arc’s website under Organizing Documents.](#)

Onboarding of New Board Members

The term for new board members begins immediately upon their election, however, the first regularly scheduled board meeting is in January 2023 (date to be determined). A half-day Board Orientation will be held the day before the Board meeting.

About Serving on The Arc's Board of Directors

The Board Development Committee is seeking candidates that believe in and will actively support the mission, vision, core values and guiding principles, position statements and public policy agenda of The Arc. The Arc's work is also guided by a strategic plan and an access, equity and inclusion plan. The Board of Directors of The Arc has also adopted two statements defining the roles of responsibilities of the Board, as a whole, and of individual board members. This information is provided, below, to assist individuals in understanding what is involved in serving as a member of The Arc's board.

Mission

The Arc promotes and protects the human rights of people with intellectual and developmental disabilities and actively supports their full inclusion and participation in the community throughout their lifetimes.

Vision

The Arc's vision is for people with intellectual and developmental disabilities (IDD) to be valued members of their communities, with the opportunity to realize their full potential and a future that is secure.

The Arc's Core Values and Guiding Principles

The Arc has adopted Core Values and Guiding Principles to guide the organization. The Core Values and Guiding Principles are reviewed for possible revision at least every five years. The current version was adopted by the Board of Directors in 2021 and has been presented for approval by chapters.

Core Values

1. Human Dignity

People with IDD have human dignity. The lives of people with IDD have value.

2. Personhood

People with IDD have varying strengths, abilities and interests. Each person is unique.

3. Choice

People with IDD can make decisions about their lives. People with IDD should be supported to do so as requested or needed.

4. Rights

People with IDD have human and civil rights which must be protected.

5. *Community*

People with IDD are part of and contribute to the fabric of society. Everyone benefits when people with IDD are present and participate.

6. *Support*

People with IDD have differing support needs. Society must support people with IDD to achieve their full potential. Society should also help families who provide support for loved ones with IDD.

7. *Equity*

Society must remove barriers and correct injustices that limit opportunities for people with IDD. Extra action is needed to help people with IDD, and their families, who face other forms of bias or discrimination.

8. *Diversity*

Human diversity is beautiful and powerful. We celebrate, honor, and seek to understand the differences in our identities and life experiences.

The Arc's Guiding Principles

1. *Advocacy First*

The Arc is a disability rights organization. We work with and for people with IDD, their families, and our communities, to achieve change. We use the power of advocacy to improve the lives of people with IDD.

2. *Stronger Together*

The Arc unites our chapters to advance the human rights and wellbeing of people with IDD and their families. The success of our advocacy depends on the strength of the chapter network. We are stronger together.

3. *Quality and Excellence*

The Arc provides programs and services that people with IDD and their families want, and depend upon in their daily lives. We strive for quality and excellence in all we do.

4. *Shared Leadership*

The Arc actively engages people with IDD and their family members, in leading and guiding our work. These voices are the most important. The strong partnership between volunteer, experts, and the people we serve is critical to our mission.

5. *Consensus*

The Arc leads by building consensus around a clear vision for the future of people with IDD. We unite and mobilize people behind goals and strategies that will make that vision a reality.

6. *For All People with IDD*

The Arc works with and for ALL people with IDD. While our work also helps all people with disabilities, our priority is people with IDD and their families.

7. *Partnership*

The Arc works in coalition with other disability, civil rights, and human services groups. We value joint effort and step up to provide leadership when needed.

8. *Open and Accountable*

The Arc is accountable to people with IDD, their families, donors, and the public. We are committed to honesty and transparency.

9. *Identity and Language*

The Arc respects the rights of people with IDD to decide if or when to self-identify and the language they use when doing so.

Position Statements

The Arc has written [Position Statements](#) describing the organization's beliefs and aspirations addressing critical issues affecting the lives of children and adults with intellectual and developmental disabilities and their families. The position statements are developed jointly with the American Association on Intellectual and Developmental Disabilities (AAIDD). At present, there are 29 position statements. Each statement is reviewed at least every six years for possible revision.

Position statements are used to inform The Arc's advocacy and programs, as well as to provide the national platform of positions of The Arc for use by chapters at all levels of The Arc in its work - national, state, and local. The statements also serve to inform our constituency, stakeholders, media, and the general public on the prevailing organizational view on key issues.

Chapters of The Arc pledge to advance and uphold, and strive to conduct their operations in a manner consistent with, the Mission, Core Values and Guiding Principles, Position Statements and Public Policy Agenda.

Strategic Framework for the Future of The Arc

In July 2020, The Arc's Board of Directors adopted a [Strategic Framework for the Future of The Arc](#) to guide the organization in the years ahead.

Public Policy Agenda

The Arc's Public Policy Agenda defines the organization's objectives for advancing public policy to benefit people with IDD at the state and local level. The current [Public Policy Agenda for the 117th Congress](#) was developed jointly with the American

Association on Intellectual and Developmental Disabilities ([AAIDD](#)), the American Network on Community Options and Resources ([ANCOR](#)), the Autism Society of America ([ASA](#)), the Autistic Self Advocacy Network ([ASAN](#)), [Easterseals](#), the National Association of Councils on Developmental Disabilities ([NACDD](#)), [TASH](#), and United Cerebral Palsy ([UCP](#)). The Public Policy Agenda is revised every two years, with the time frame corresponding to each new term of the United States Congress.

Access Equity and Inclusion Strategic Action Plan

On December 13, 2015, The Arc's Board of Directors adopted a [Diversity Strategic Action Plan](#) that emphasizes the organizations commitment to diversity and cultural competence that is critical to the long-term success of The Arc in an increasingly diverse society. That plan concluded in 2020. The Board's Access Equity and Inclusion Committee is in the process of developing a new plan that is expected to be presented to the Board for approval in January 2022.

Roles and Responsibilities of the Board of Directors

The Bylaws of The Arc of the United States specify the powers and duties of the board of directors to govern the organization. These include, but are not limited to, developing the Core Values and Guiding Principles and Positions Statements for approval by Chapters, determining the Public Policy Agenda, appointing and supervising the chief executive officer to preside over management of The Arc. The conduct of the board of directors is further guided by the provisions of Maryland Corporations and Associations Code Annotated.

The Board of Directors of The Arc, acting as a whole and through appropriate committees, is responsible to:

1. Actively partner with executive leadership in long-range and strategic planning for the organization, including:
 - a. establishing a Vision for The Arc and the impact of The Arc's work on behalf of people with intellectual and developmental disabilities,
 - b. determining The Arc's Mission, and specific goals and strategies necessary to achieve the vision;
2. Exercise programmatic oversight by regularly assessing the organization's progress toward achieving the Mission and Vision;
3. Exercise fiduciary oversight to assure that the resources of the organization are used in furtherance of its tax-exempt purpose, including:
 - a. establishing an annual operating budget for the organization,
 - b. arranging for the financial statements of the organization to be audited, annually, by an independent certified public accountant,
 - c. regularly monitoring the financial performance of the organization in comparison to the operating budget,
 - d. establishing necessary financial, human resources and development policies, and
 - e. assuring the organization's legal and regulatory compliance and transparency to the public;
4. Provide policy direction and guidance for the organization, as well as state and local chapters, through the approval of core values, position statements, legislative agendas and similar documents that are fundamental to the operation of the organization;
5. Raise financial and other resources necessary to operate the organization;

6. Provide for the executive management of The Arc by hiring, setting the compensation, supervising and regularly evaluating the Chief Executive Officer;
7. Manage its own affairs, including the education, training, evaluation and development of board members and the assessment of its own performance; and
8. Collaborate with the Board Development Committee and the CEO in coordinated succession planning and leadership development.

Consistent with the above, The Arc of the United States is committed to upholding the highest standards of governance of nonprofit organizations as set forth in the [*Standards for Excellence: An Ethics and Accountability Code for the Nonprofit Sector.*](#)

Individual Responsibilities of Board Members

Individuals serving on the Board of Directors of The Arc of the United States (“The Arc”) are responsible to:

1. Uphold the Mission, Vision, Core Values and Guiding Principles and position statements of The Arc.
2. Attend and participate in quarterly meetings of the Board of Directors of The Arc. The failure to attend three consecutive board meetings shall be grounds for removal. Expenses relating to attendance at the board meetings (e.g. hotel, travel, per-diem) are reimbursable.
3. Stay informed about the business and affairs of The Arc, including the nature and extent of its programs and services, and exercise independent judgment in furtherance of the best interests of The Arc, rather than in furtherance of any actual or potentially conflicting personal, professional or business interests (including interests of any state or local chapters the individual may be affiliated with).
4. Actively participate on a board committee, task force or work group, or in individually tailored activities of importance to The Arc.
5. Provide counsel and advice, upon request of management, in areas of the board member’s expertise.
6. Abide by The Arc’s Conflict of Interest policy, including completing and signing an annual Conflict of Interest Disclosure statement.
7. Annually, provide a personal charitable contribution to The Arc in an amount that is personally significant.
8. Participate in The Arc’s fundraising efforts by:
 - a. for board members that are employed by businesses or corporations that engage in charitable giving, assist in obtaining a corporate or corporate foundation contribution or other support from the board members employer;
 - b. for all board members, identifying any personal or professional contacts the board member may have with individuals, foundations or corporations that may be prospects to support The Arc and, in consultation and coordination with The Arc’s Development Department, assist in cultivating relationships with those individuals.

9. Help extend The Arc's reach by building relationships and brokering introductions with civil rights, social justice, religious, human services organizations, and other groups representing marginalized communities, as well as to leaders in the business community and government.
10. Serve as an advocate and ambassador for The Arc and for the interests of people with intellectual and developmental disabilities and their families.
11. Direct requests from media, government officials, or others seeking formal comment from The Arc to the designated spokesperson(s).
12. Annually attend and participate in The Arc's National Convention
13. For new board members, attend a Board Orientation.

SUBMISSION REQUIREMENTS

To submit a nomination or a self-nomination, please the 2022 Nomination Application electronically by clicking [here](#).

If you need assistance, please contact Kristi Short, Executive Assistant, at kshort@thearc.org or Peter Berns, Chief Executive Officer, at berns@thearc.org

**THE BOARD DEVELOPMENT COMMITTEE WILL
REVIEW APPLICATIONS ON A ROLLING BASIS
BEGINNING ON JANUARY 1, 2022**