



Policy	Board Directors Responsibilities
<p>Purpose / Rationale</p>	<p>The purpose of the Board is to manage the affairs of the Association (Bylaw 6.1). The Board is accountable to the members (Bylaw 6.4e). On behalf of the members, the Board is to see that PABC fulfills its role to meet the professional needs of the membership community through informed and timely decision-making, and in doing so is ultimately responsible for oversight of resource allocation.</p> <p>The job of the Board is to represent the members in determining and expecting appropriate organizational performance in its execution of PABC's constitution, mission and vision.</p>
<p>Policy Statements</p>	<ol style="list-style-type: none"> 1. The Board of Directors shall supervise and direct the affairs and business of the Association. The Board may adopt rules and regulations as may be deemed advisable to carry out the purposes of the Bylaws and actively pursue the object, mission and goals of the Association (Bylaw 6.4a). 2. The Board is responsible for maintaining the connection between PABC, its members, and its stakeholders. 3. The Board will produce written governing policies in the following areas: <ol style="list-style-type: none"> a. Mission-based outcomes, which describe what good (results), for whom(recipients) and at what cost b. Board governance process, which specifies how the Board will ensure excellence in governance and monitor its own performance c. Organizational health, which defines expectations of, and limits the framework for, executive actions and decision-making d. Board-Chief Executive Officer (CEO) linkage, which describes the relationship between the Board and the CEO and describes the CEO role, authority and accountability



	<p>4. The Board shall appoint the Chief Executive Officer and shall delegate to such person the responsibility and accompanying authority for the management of the association (Bylaw 6.4b). They will hold the CEO accountable through monitoring of his or her performance against board established policies and organizational goals, and will take corrective action as needed.</p> <p>5. The Board will adhere to the following principles:</p> <ul style="list-style-type: none">• The members of the Board of Directors (“the Board”) are trustees of PABC on behalf of the membership.• Board members will adhere to the Directors’ Code of Conduct.• The Board will focus on developing policy positions and, in this regard, speak with one voice.• The Board will prescribe PABC’s key result areas, will establish the standards required to measure success, and will monitor against these pre-set standards.• Board decisions shall be made by the Board as a whole unless such authority has specifically been granted to an individual or committee.• The Board will monitor the CEO compliance with the CEO Code of Conduct and against other pre-set criteria, for example, key result areas.• The Board may establish any committee or task force to help it do its work.• The CEO may establish any committee or task force to help in the CEO’s work.• The Board will annually do a review of its own performance.• Individual Directors will participate in a debrief at the end of their term.• The Board will annually do a review of the CEO.
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	<ul style="list-style-type: none">• The CEO shall take direction from the Board as a whole and in this regard, the President of the Board shall be the spokesperson for the Board.
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ARTICLE SIX BOARD OF DIRECTORS

6.1 Board

The affairs of the Association shall be managed by a Board of Directors, each of whom at the time of his/her election or appointment and throughout his/her term of office, shall be a member of the Association with the exception of the External Director.

6.2 Composition of the Board

The Board will consist of twelve directors and one non-voting participant as follows:

- (a) eight (8) regional members elected or appointed pursuant to these Bylaws;
- (b) The President who assumes the office at the end of his/her term as President-elect; upon assuming the position, the President will no longer serve as a regional Director.
- (c) one person, who is not a member of the Association, appointed as "External Director";
- (d) two persons who are appointed as "Student Directors".
- (e) The Chief Staff Officer who is a non-voting participant of the Board.

6.3 Election or Appointment of Board of Directors

- (a) For the purposes of these Bylaws, the Province shall be divided into seven (7) Regions as determined by the Board of Directors, and reviewed as required, in consultation with regional members.
- (b) A member is eligible to be a candidate for election to the Board from any Region if:
 - i. the member is not an employee of the Association;
 - ii. the member resides or works in that Region;
 - iii. the member's nomination, in writing, is received by the Association in
- (c) President-elect: The nine elected members of the Board of Directors shall elect from amongst their number a President-elect who assumes the office of President at the end of their term as President-elect. In the year in which there is no President-elect, a Vice-President will be elected from amongst the elected Directors.



- (d) Director of Finance: The nine elected members of the Board of Directors shall elect from amongst their number a Director of Finance.
- (e) External Director: The nine elected members of the Board of Directors shall appoint one public representative to the Board.
- (f) Student Director: The nine elected members of the Board of Directors shall appoint two Student Directors to the Board from names put forward by the physiotherapy students at the University of British Columbia.
- (g) Private Practice Liaison: the nine elected members of the Board of Directors shall elect from amongst their number a Public Practice Liaison who shall also serve as a member of the Business Affairs Committee.
- (h) Public Practice Liaison: The nine elected members of the Board of Directors shall elect from amongst their number a Public Practice Liaison who shall serve as a member of the Public Practice Advisory Committee.

6.4 Duties and Responsibilities

- (a) The Board of Directors shall supervise, control and direct the affairs and business of the Association. The Board may adopt such Rules and Regulations as may be deemed advisable to carry out the purpose of these Bylaws and actively pursue the object, mission and goals of the Association.
- (b) The Board shall appoint the Chief Staff Officer and shall delegate to such person the responsibility and accompanying authority for the management of the Association. The Board may remove the Chief Staff Officer from office by a 75% majority vote.
- (c) The Board may establish standing and special committees and appoint the chair and members of such committees. The Board may remove the chair or other members of committees from office.
- (d) The Board may delegate to any committee or officer any or all power, duties, authority of the Board which may be lawfully delegated.
- (e) The Board shall be accountable to the members.

6.5 Term of Office Directors and Officers terms shall be as follows:

- (a) Directors: The term of office for elected Directors shall be two years.
 - (b) President: The term of office for the President shall be two years.
 - (c) President-elect: The term of office for the President-elect shall be one year.
 - (d) Vice-President: The term of office for the Vice-President shall be one year.
 - (e) Director of Finance: The term of office for the Director of Finance shall be one year.
 - (f) Private Practice Liaison: The term of office for the Private Practice Liaison shall be one year.
 - (g) External Director: The term of office for the External Director shall be two years.
 - (h) Student Director: The term of office for the Student Director shall be two years.
 - (i) Public Practice Liaison: The term of office for the Public Practice Liaison shall be one year.
- No Director shall serve more than three consecutive terms. The President may serve no more than two consecutive terms in the office of President.