



## Advisory Council Terms of Reference

The Advisory Council is a designated standing Committee of the Board with membership and mandate in accordance with Article 9 of the Association Bylaws. The Advisory Council is comprised of regional and practice-specific representatives to represent members' interests and provide input to the Board regarding strategic direction.

### RESPONSIBILITIES AND DUTIES

#### A. Representation of Members

**Responsibility:** The Advisory Council is responsible to periodically review the Association's practices as they impact the relationship between members and the Association. Where feasible, make recommendations to the Board regarding practices, initiatives, regulatory requirements and emerging trends.

**Duties:**

1. Monitor the relationship between members and the Association, including communications, information and interactions between members and the Association.
2. Review with the CEO the general tenor and sentiment of members and report emerging issues to the Board.

#### B. Representation of Clinical Practice Areas

**Responsibility:** The Advisory Council is responsible for providing continuous updating of matters relating to members in the clinical practice areas of its members.

**Duties:**

1. At least bi-annually, review and make recommendations to the Board regarding matters specific to members in clinical practice areas.
2. Association's strategic planning process and the Board's role in that process.
3. Oversee the CEO's reporting to the Board on progress to achieve strategic initiatives.

#### C. Council Renewal, Education and Evaluation

**Responsibility:** The Advisory Council is responsible for making recommendations to the Board regarding the appointment or election of Council members and assisting Council members with training to allow them to effectively carry out their responsibilities.

## Duties:

1. Review and recommend to the Board appropriate orientation and training for new Council members and continuing education for all Council members.
2. Serve as a resource to the Board for ongoing education about Board members' duties and responsibilities.
3. Maintain records as to the education, skills, background, qualifications and attributes of Council members.
4. Recommend to the Board characteristics and attributes for the role of the President and Board members, which will be used to encourage qualified candidates to run in the election.
5. Provide ongoing review of matters important to members of the Association.

## MEMBERSHIP AND MEETINGS

1. **Membership:** Membership and composition of the Advisory Council is outlined in Article 9 of the Bylaws with representation of clinical practice areas.
2. **Orientation:** The Advisory Council will provide orientation to new members of the Committee with respect to their duties and responsibilities as members of the Council.
3. **Reporting to Board:** The Advisory Council Chair shall report to the Board on matters arising at Council meetings and present the Council's recommendations to the Board via the Council Chair.
4. **Quorum:** A quorum shall consist of 50%+1 of Advisory Council members, not including any Advisor(s). In the case of an equality of votes at a meeting of the Advisory Council, the Council Chair shall, in addition to the Chair's original vote, have a deciding vote.
5. **Meetings:** The Advisory Council shall meet at least four times each year. Meetings shall be held at the call of the Advisory Council Chair and Advisory Council members will be given a minimum of 48 hours prior notice of an Advisory Council meeting.
6. **In-Camera Sessions:** At each meeting, the Advisory Council shall consider meeting separately in-camera, with or without any other meeting participant such as senior management representatives or an Advisor(s), to discuss the relationship between them and any problems or issues relating to the fulfillment of the Council's responsibilities and duties.
7. **Conduct of Meetings:** Meetings may be held in person, by conference telephone call or videoconference, or by any individual member participating by conference telephone or videoconference.
8. **Agenda and Materials:** The Advisory Council Chair, in consultation with the CEO, shall establish the agenda for the meetings and ensure that materials are circulated to members in sufficient time for review prior to the meeting.
9. **Information Needs:** In order to fulfill its responsibilities, the Advisory Council should have access to accurate, relevant and timely information, industry and other external data to determine industry benchmarks or best practices, and other comparative information that is prepared on a consistent basis.

10. **Annual Plan:** The Advisory Council will create an annual work plan outlining its calendar of meetings and major activities to be covered.
11. **Annual Review:** The Advisory Council will review and assess the adequacy of these terms of reference on an annual basis and recommend it, including any changes that are appropriate, to the Board for approval.

*Date Approved: June 18, 2025*

*Date Revised:*