



## BOARD OF DIRECTORS

### Role, Responsibilities and Time Commitment

#### What is the Board of Directors?

The Board of Directors (“Board”) is PARA’s governing body, elected by members and responsible for overseeing the business of the Association – setting its strategic direction, appointing the CEO, ensuring legal compliance and acting in the best financial interests of members. The Board holds the fiduciary duty to act with care, loyalty and good faith for the Association’s long-term health.

#### What are the responsibilities of the Board of Directors?

1. The Board of Directors oversees the affairs and business of the Association
2. The Board may adopt processes and policies as appropriate to carry out the purpose of the Bylaws and support the object, mission and strategic priorities of the Association
3. Hires and oversees the CEO, who is responsible for management and day-to-day operations of the Association; the CEO is the primary staff liaison to the Board
4. Establishes standing and special committees to facilitate the business and governance of the Association

#### Board of Directors Membership

As per Article 7.1 of the *PARA Bylaws*, the Board shall be composed as follows:

- i. President
- ii. Past President
- iii. Director, Finance
- iv. Director, Calgary and Southern Alberta
- v. Director, Edmonton and Northern Alberta
- vi. Director, Resident Affairs
- vii. Up to six (6) Directors-at-Large

#### Meetings/Time Commitment

- Onboarding retreat: An onboarding retreat with outgoing and incoming Board members will be held May 28 & 29, 2026 in Calgary (alternates between Edmonton and Calgary each year)
- Monthly virtual Board meetings (except December); held from 7-9 p.m.
- Quarterly Advisory Council meetings (September, November, February, May)
  - September meeting in-person (alternating between Edmonton and Calgary); remainder virtual
  - ~ three hours (1-4 p.m.)
- Twice yearly Board/staff retreat (August and January)
  - August meeting in-person (Edmonton); January meeting virtual
  - ~ three hours (10 a.m.-1 p.m.)
- Committee meetings throughout the year, as per committee commitments
- Incoming Board members will be invited to attend March, April, May, June 2026 Board meetings, as observers, to build understanding of Board operations and active files before formally assuming their roles on July 1, 2026

### **How does PARA support Board of Directors members and the time commitment?**

- Protected time off for PARA business is granted under Article 8.2 of the Resident Physician Agreement
  - A letter will be sent by PARA to the Program Director of each elected Board member following the close of elections, confirming the individual's election to the Board and encouraging the Program Director's support of the role and time requirements, particularly attendance at the onboarding retreat in May

### **Term**

- One year, unless otherwise extended
  - Board members may extend their term by one additional year without election; any subsequent service will require re-election

### **Honorarium**

- Each Board member will be eligible for an honorarium in recognition of time and commitment to supporting PARA's strategic objectives; to be paid at the end of the academic year