

Duties of CUHMA/ACHMS Board of Directors members

- a. **President** – The President of the board must be a licensed physician and Regular member of the Corporation. The President shall be the chief executive officer of the Corporation and shall be responsible for implementing the strategic plans and policies of the Corporation. The president shall, subject to the authority of the board, have general supervision of the affairs of the Corporation. The President shall preside at all meetings of the board of directors and of the members. Upon retirement or defeat in an election for a new term of office the outgoing President shall become the Past-President of the Corporation. If the outgoing President is unwilling or unable to serve as Past-President then the Board of Directors may, by majority vote, appoint the current Past-President (previous President) to continue in that position.
- b. **Vice-President** – The Vice-President of the board must be a licensed physician and Regular member of the Corporation. The Vice-President of the board, if one is to be appointed, shall be a director. If the President of the board is absent or is unable or refuses to act, the vice-President of the board, if any, shall, when present, preside at all meetings of the board of directors and of the members. The vice-President shall have such other duties and powers as the board may specify.
- c. **Secretary** – The Secretary of the board may be a Regular member or an Associate member. If appointed, the secretary shall attend and be the secretary of all meetings of the board, members and committees of the board. The secretary shall enter or cause to be entered in the Corporation's minute book, minutes of all proceedings at such meetings; the secretary shall give, or cause to be given, as and when instructed, notices to members, directors, the public accountant and members of committees; the secretary shall be the custodian of all books, papers, records, documents and other instruments belonging to the Corporation.
- d. **Treasurer** – The Treasurer, who may be a Regular or an Associate member, shall have the custody of the funds and securities of the Corporation and shall keep full and accurate accounts of all assets, liabilities, receipts and disbursements of the Corporation in the books belonging to the corporation and shall deposit all monies, securities and other valuable effects in the name and to the credit of the Corporation in such chartered bank or trust company, or, in the case of securities, in such registered dealer in securities as may be designated by the Board of Directors from time to time. The Treasurer shall disburse the funds of the Corporation as may be directed by proper authority taking proper vouchers for such disbursements, and shall render to the President and

Directors at the regular meeting of the Board of Directors, or whenever they may require it, an accounting of all the transactions and a statement of the financial position, of the Corporation. If appointed, the treasurer shall have such powers and duties as the board may specify.

- e. **President-Elect** - At the end of the term of office of the President, the President-elect shall automatically assume the office of President. The President-elect must be a licensed physician and Regular member of the Corporation and shall fulfill such duties as may be determined by the President and the Board of Directors.

- f. **Past-President/Honorary Past-President** - The Past-President shall be the most recently retired President, The Past-President shall perform such duties as may be determined by the Board of Directors and may exercise the duties of President in the absence of President and Vice-President. In the event that the first President is elected as President or is unwilling or unable to serve as Past-President, then the Board of Directors shall appoint a physician who is a Regular member to serve as Honorary Past-President. In the event that the Past-President or Honorary Past-President is unable or unwilling to serve or ceases to be a physician Regular member in good standing then the Board of Directors shall appoint an Honorary Past-President to fill the position for a two-year-term. The position of Past-President or Honorary Past-President shall not be directly elected by members of the Corporation.

Directors-At-Large elected by all members at or before the annual meeting in the same manner as the Officers of the Corporation. Normally there should be at least two Directors-At-Large, one of whom should be a Regular member and one of whom should be an Associate member. If necessary to ensure that at least two-thirds (2/3) of the membership of the Board of Directors are physician Regular members, the Board may appoint or call for an election of additional physician Regular members as Directors-At-Large. The Board of Directors may appoint or call for an election of additional Associate Member or Regular Member Directors-At-Large if this is determined to be in the interests of the Corporation, provided that at all times at least two-thirds (2/3) of the Board are physician Regular Members.

Directors-At-Large shall fulfil such responsibilities as may be determined by the Board of Directors.