



(Draft January 18, 2015)

Role:

Member of the Board of Directors

Term of Office:

A Director shall be elected to hold office for a term of three (3) years from the date of their election, serving a maximum of two terms.

Time Commitment:

Meetings are held at least twice annually, once in-person in June, and once via teleconference in January. Other meetings may be required throughout the year and discussion via email may be required at various times. The June in-person meeting is a day-long meeting. The January teleconference is 3-4 hours in length. Board members must be in attendance for the duration of each meeting.

Directors must attend at least one meeting each calendar year in order to continue serving.

General Job Description:

Individual board members will deliberate and strive to make all decisions in the best interests of the organization. Board members will consider the varying interests of its members and other stakeholders, along with other influences (such as legislation, market trends) to achieve its mission.

Duties of Directors:

- Have knowledge of the corporation and its bylaws.
- Have knowledge of the mission of the corporation and what it does in practice, that is, how the corporation puts its purposes into action.
- Act honestly and in good faith and in the best interests of Acupuncture Canada.
- Attend at least twice annual meetings of the Board of Directors and, in advance of each meeting, review the agenda and supporting materials, and be prepared to discuss the business before the meeting in a knowledgeable way.
- Establish policies and enact them and bylaws as necessary.
- Avoid acting in a way that personal interests conflict with the interests of Acupuncture Canada.
- Undertake critical reviews of financial reports.
- Act within the scope of their own authority.
- Identify strategic directions and priorities.

Code of Conduct:

- Consistently abide by Acupuncture Canada core values.
- Distinguish clearly between board and employee roles and refrain from inappropriate interference with operations and programs.

- Maintain decorum and respect difference of opinion in decisions taken in the broader interests of Acupuncture Canada.
- Publicly support board decisions and policies outside of board meetings.
- Avoid wherever possible conflicts of interest and perceptions of conflict of interest.
- Declare immediately any conflict of interest, either business or personal to the Chair or designate and have it officially recorded and thereafter refrain from participating in further discussions of the matter.
- Refrain from divulging any confidential information obtained as a board member unless legally required to do so.
- Abstain from using information obtained as a board member for the advantage of other than Acupuncture Canada.
- Do not use a Board position to obtain for themselves, family members or close associates, employment or preferment within Acupuncture Canada.
- Resign from the Board prior to making application for an employee position at Acupuncture Canada.