

Terms of Reference Executive Committee Approved 2021-12

Purpose

The Executive Committee provides a mechanism for continuity and decision making on urgent organizational matters between Council meetings.

Membership

Council annually elects the members of the Executive Committee.

Voting members are:

- [Council President](#), who serves as chair of the Committee
- [Council Vice-President](#), who serves as vice chair of the Committee and will chair the meeting when the President wishes to speak on a topic at a Council meeting.
- [Member-at-large](#), who may be called upon to chair Council meetings periodically.

If required, one other member will be appointed to the Executive Committee to ensure there is at least one public member or one physician member on the Committee.

Authority and Accountability

- As per Council Bylaws section 17 (6), the Executive Committee is a standing committee of Council.
- The Executive Committee does not have authority to direct the Registrar, but may delegate some of its power or duties to the Registrar. (see Bylaws section 17 (9) and 17 (10)).
- The Executive Committee cannot alter, repeal or suspend a decision of Council.
- The Executive Committee does not have authority to direct the Registrar unless expressly authorized to do so by Council.
- Members of the Executive Committee should have an understanding of Robert's Rules of Order.

Roles and Responsibilities

The Executive Committee:

1. Establishes the agenda for Council Meetings.
2. Follows up and takes actions as necessary with individual Council members based on requests by the Governance Committee regarding the annual sign off of the following documents: Conflict of Interest Declarations, Code of Conduct Agreement, Confidentiality and Non-disclosure Agreement, and Councillor's Oath.
3. Reviews the results of the Council Meeting Feedback Surveys to make improvements and adjustments to upcoming meetings.
4. Reviews the results of the Annual Evaluation of Council Effectiveness and takes actions as required. Council will be kept apprised of the actions taken based on the results from this evaluation.
5. Connects with all Councillors regarding the Registrar's performance evaluation on an annual basis.
6. Ensures and reviews the succession planning process for the Registrar
7. Addresses urgent, organizational issues between Council meetings and reports back to Council on those issues.
8. Works with the Governance Committee to develop and deliver an orientation program for new members.
9. Recommends policies and procedures to promote a just and respectful organizational culture through development of, review of, and compliance with Council and organization codes of conduct.
10. Promotes ongoing professional development of Council members
11. The President is ex-officio on all Committees and should ensure committee work is not being duplicated and that there aren't any gaps not addressed in a committee.
12. At Council Retreats, the President or another member of the Executive Committee should provide a formal introduction of any guests and speakers in attendance.
13. Represents Council at external meetings, including but not limited to:
 - a. Alberta Medical Association (AMA) Representative's Forum (twice a year, could be three times a year) – need to have a physician member who is able to vote attend.
 - b. Alberta Medical Association (AMA) and CPSA Presidents and CEOs meetings – four times a year
 - c. Alberta Medical Association (AMA) and CPSA Executive Committee Meetings – twice a year
 - d. Canadian Medical Association (CMA) annual Health Summit (and/or General Council) – need to have a physician member who is able to vote
 - e. Federation of State Medical Boards (FSMB) – one person to attend. (Does not need to be a physician)

- f. Dine and Dash meetings with provincial politicians – all executive members should be invited to attend.
 - g. Federation of Medical Regulatory Authorities of Canada (FMRAC) – all executive members encouraged to attend the annual meeting and conference.
 - h. College and Association of Registered Nurses of Alberta (CARNA) AGM – if president cannot attend, then request is sent to others on executive to attend. If no one from executive can attend, the request will be forwarded to all Council members.
 - i. Tri-professional meetings – Alberta College of Pharmacy (ACP), CARNA, CPSA, AMA (Colleges and Associations)
 - j. Any symposiums or conferences that are reaching out to physicians in general
 - k. Roadshows – the President should attend and if practical, other members of the executive should be given the option to attend.
 - l. Edmonton and Calgary Medical Staff meetings
 - m. Outreach to various groups such as the Female Physician Leaders
 - n. Association of Professional Engineers and Geoscientists of Alberta (APEGA) AGM -
14. Additional responsibilities as required.

Meetings

Frequency

- The Executive Committee meets at least annually, and normally will meet approximately 2 weeks before each Council meeting. The Chair will call other meetings as necessary.
- The Executive Committee meets with the AMA Executive twice a year.

Procedures

- The Executive Committee may determine procedures to be used at its meetings.
- The Executive Committee may meet in person, by teleconference or any other communications technology that permits all persons participating in the meeting to communicate with each other.

Decision Making

- Quorum shall be two members of the Executive Committee
- A decision of the Executive Committee may be made by consensus or simple majority support for a motion where the majority is determined based on the number of Committee members present for the vote.

- Decisions of the Executive Committee will be ratified by Council at its next scheduled meeting.

Records of the Committee

- Minutes shall be recorded for all meetings and will be approved by the Committee at its next meeting. Minutes will be made available to all Council members through the SharePoint site.
- The Executive Committee reports to Council on its activities as directed by Council.

Confidentiality

- All written materials and discussions related to decisions made at the meetings of the Committee are confidential except any information deemed necessary to communicate with stakeholders.
- The Confidentiality and Non-disclosure Agreement signed annually by all Council members extends to their work and actions on Council Committees.

Subcommittees

- Subject to sections 19 and 20 of the Health Professions Act, the Committee may, at its discretion, appoint a sub-committee to assist in the fulfillment of the Committee's roles and responsibilities.
- A sub-committee will have specific, defined tasks and deliverables as defined by the Executive Committee.
- A subcommittee's mandate shall end effective December 31 of each year but may be renewed at the discretion of the Executive Committee to complete assigned tasks.

Committee Resources (both financial and people resources)

- Council approves the budget for the Executive Committee.
- Executive Committee members are paid an honorarium and are reimbursed for their expenses as per CPSA's [Honoraria and Expense Policy](#) . This includes approximately four, one-hour meetings per year that are not attended by CPSA staff.
- The Registrar and/or a delegate(s) as well as the Chief of Staff attend all Executive Committee meetings.
- The Senior Executive Assistant or a delegate will attend the meeting to capture next steps.
- Other CPSA staff will attend the Executive Committee meetings as requested or required.