

PAMS Board Positions and Responsibilities
- Cross reference PAMS Bylaws and Policies

PAMS Board	Responsibilities PAMS Bylaws ARTICLE IV – Board of Directors
<p>ARTICLE IV - BOARD OF DIRECTORS SECTION 1 - General Powers</p> <p>A. The affairs of the corporation shall be managed by its Board of Directors.</p> <ol style="list-style-type: none"> 1. The Board of Directors shall have appointed officers, agents and employees from whom it may require reports at least annually. It has the power to appoint special subcommittees for extraordinary purposes and to appoint a qualified individual to assist with the needs of PAMS. 2. PAMS Board of Directors shall become automatically members and officers of the Executive Committee of the Peruvian American Medical Society Para El Peru ("PAMS PARA EL PERU" or "PPP"), the Non-Government Organization ("NGO") of PAMS in Peru. 3. The Board of Directors shall report annually to the membership of PAMS or more frequently if necessary. <p>B. The composition of the Board of Directors of PAMS will be as follows:</p> <ol style="list-style-type: none"> 1. President of the Board 2. President-elect 3. Immediate Past-President 4. Treasurer 5. Secretary 6. Four Directors, nominated by the Advisory Council and elected by the General Assembly at the Annual Convention: Directors of Medical Missions, Medical Education, Finance, and Strategic Development. 7. The Chair of the Advisory Council 8. The Chair of the Chapter Presidents Committee 9. Two Members Elected at Large 10. Executive Director of PAMS 11. Presidente del Directorio del Policlinico PAMS PARA EL PERU. <p>SECTION 2 – Eligibility</p> <p>To be eligible for election or appointment as a Director, an individual must be a Full Member or Associate Member in good standing and have demonstrated leadership and commitment to the organization.</p> <p>SECTION 3 - Functions and Duties of the Officers and Members of the Board: A thru J below</p> <p>SECTION 4 - Duration of Officers' and Directors' Service:</p> <ol style="list-style-type: none"> A. The term of the following members of the PAMS Board of Directors is for one year: President-Elect, Treasurer, Secretary, Chair of the Chapter Presidents, Chair of the Advisory Council, and two members at large. B. The President and the two members at large can be re-elected after skipping one election period. C. The Secretary, the Chair of the Chapter Presidents and Treasurer can be re-elected in consecutive periods. D. The four elected PAMS Directors of Medical Missions, Medical Education, Finance and Strategic Development, recommended by the Advisory Council, will serve for a minimum of two years and a maximum of four years and their replacement will be staggered over four years. In the annual nomination process, the Board will provide the Advisory Council with an evaluation of the four Directors and replacement recommendations. The Advisory Council will nominate replacements to be elected by the General Assembly at the Annual Convention. E. The term of the Presidente del Directorio del Policlinico PAMS PARA EL PERU shall be determined by the Directorio del Policlinico PAMS PARA EL PERU. 	

<p>A. President of the Board</p> <ul style="list-style-type: none"> - Comes into position - can be re-elected after skipping one election period. 	<ol style="list-style-type: none"> 1. The President of the Board will be the official spokesperson for PAMS and will facilitate the implementation of the PAMS Strategic Plan during his/her tenure. The President will lead the deliberations of the PAMS Board and the PAMS Assembly, developing inter-institutional relations and cooperation, enhancing the PAMS medical missions, and enhancing the recruitment of new members, reactivating the activities of PAMS Chapters, assisting the local PAMS Chapters in their local fundraising activities and leading the efforts to organize the Annual Convention of PAMS. The PAMS President selects the leadership and the membership of all PAMS Committees that will assist him/her in carrying on the mission and vision of PAMS. 2. More specifically, the President shall: <ol style="list-style-type: none"> a. Preside at all meetings of PAMS. b. Oversee the immediate implementation of the Strategic Plan and will appoint committees and initiate projects as may be deemed necessary with the approval of the Board of Directors. c. Be an ex-officio member of all Committees. d. Maintain communication with the general membership. e. Act as a role model for all members. f. Maintain the prestige and harmony of PAMS at all times. g. Employ and dismiss a salaried staff. h. Plan and oversee the activities of the Annual Convention of PAMS. i. Work closely with the Executive Director, Committee Chairs, Regional Chapter Presidents in the U.S. and in Peru and the Board of Directors in all aspects of healthcare delivery, strategic planning, marketing, educational and research activities in favor of PAMS. j. Establish and promote a plan of volunteerism to involve PAMS members, friends and Peruvians living abroad or in Peru to participate in medical missions and all activities of PAMS. <p>SECTION 6 - Official Communications</p> <p>The President or his or her delegate is responsible for all official communications. No member of PAMS shall independently engage in communications that involve projects, agreements, contracts or programs representing the initiative, activity and responsibility of PAMS, unless specifically and duly authorized by the President of PAMS.</p>
<p>B. President-elect</p> <ul style="list-style-type: none"> - Elected by the Members - one year term 	<ol style="list-style-type: none"> 1. Assist the President as necessary. 2. Preside at meetings of PAMS in the absence of the President. 3. Automatically become President in the absence, disability or resignation of the President. 4. Automatically become President at the end of term as President-Elect. 5. Be the Chair of the Strategic Planning Committee.

	<p>6. Upon election as President-Elect he/she shall have 30 days, or as soon as possible, after his/her election to announce the members that will make up the Strategic Planning Committee.</p> <p>7. Working in close collaboration with the President and the Executive Director he/she shall assist in identifying the initiatives or programs that will require follow-up work or implementation the following year during his/her Presidency.</p> <p>8. Collaborate closely with the President, the Executive Director, and the Chairs of the Medical Missions and Education Committees, in the preparation of the Agenda and the overall program for the Annual Business Meeting.</p> <p>9. Participate actively in PAMS affairs, including commissions and special projects.</p>
<p>C. Secretary - Elected by the Members - one year term. Can be reelected in consecutive terms.</p>	<p>1. Keep a record of the minutes of all meetings.</p> <p>2. Keep all records and official papers belonging to PAMS, including its Charter and Bylaws.</p> <p>3. Notify all members as to the time and place of each meeting.</p> <p>4. Keep a current list of name, address and membership classification of each member of PAMS.</p>
<p>D. Treasurer - Elected by the Members - one year term. Can be reelected in consecutive terms.</p>	<p>1. Collect dues and be the custodian of funds of PAMS.</p> <p>2. Deposit all funds in a depository approved by the President and Board of Directors.</p> <p>3. Keep an itemized record of all accounts, receipts and disbursements.</p> <p>4. Supervise the distribution of funds in accordance with established budgets as well as policies and procedures of PAMS.</p> <p>5. Sign all checks.</p> <p>6. Render a written report of all financial transactions at each meeting of PAMS.</p> <p>7. Be responsible for filing State and Federal tax statements to retain non-profit status of PAMS.</p> <p>8. As requested by the Board of Directors or required by the State, oversee the performance of an Audit by a Certified Public Accountant approved by the Board of Directors.</p> <p>9. Oversee the development of an Investment Policy for PAMS that is consistent with the mission and vision of PAMS and its non-profit charitable 501(c)(3) status.</p>
<p>E. The Chair of the Chapter Presidents Committee - elected by Chapter Presidents - one year term. Can be reelected in consecutive terms.</p>	<p>1. Shall be elected by a majority of members of the Chapter Presidents Committee and ratified by the General Assembly at the Annual Convention.</p> <p>2. Shall convene meetings of the Committee at least quarterly to assure communication between the Chapters and the Board of Directors.</p> <p>3. Attend the Annual Convention of PAMS in representation of the Chapters of PAMS. This does not exclude the participation of the Chapter Presidents in these events.</p>
<p>F. Two Members at Large - elected by members - can be re-elected after skipping one election period.</p>	<p>1. Be members of the Board of Directors with vote and active participants in Board activities and discussions.</p>

	2. Be prepared to accept special commissions or projects on behalf of the President or the Board of Directors of PAMS.
G. Appointed Directors	<p>1. The immediate Past President of PAMS shall be a member of the Board of Directors with vote. Per Policy Chair of the Board Review Committee.</p> <p>2. The Executive Director of PAMS shall be a member of the Board of Directors with vote.</p>
<p>H. Directors nominated by the Advisory Council and approved and appointed by the General Assembly shall have the following duties:</p> <p>ARTICLE IV - BOARD OF DIRECTORS</p> <p>SECTION 4 - Duration of Officers' and Directors' Service:</p> <p>D. The four elected PAMS Directors of Medical Missions, Medical Education, Finance and Strategic Development, recommended by the Advisory Council, will serve for a minimum of two years and a maximum of four years and their replacement will be staggered over four years. In the annual nomination process, the Board will provide the Advisory Council with an evaluation of the four Directors and replacement recommendations. The Advisory Council will nominate replacements to be elected by the General Assembly at the Annual Convention.</p>	
1 Director of Medical Missions	<p>a. Provide guidance on policies to establish a PAMS medical mission and assess its effectiveness.</p> <p>b. Notify the Board of proposed solutions to challenges that need to be addressed, in Peru or in the U.S., to facilitate the work of the missions.</p> <p>c. Work with PAMS Executive Director and PAMS medical mission leaders to develop infrastructure for the medical missions in Peru.</p> <p>d. Be a member of PAMS Medical Missions Committee and offer guidance, assistance, and mentorship to new medical mission directors as they carry out the strategic plan for PAMS medical missions.</p>
2 Director of Medical Education	<p>a. Provide guidance in the development of educational and clinical Research programs in Peru.</p> <p>b. Establish collaborative links with medical schools, professional medical societies, Colegio Medico del Peru, and others.</p> <p>c. Promote long-distance education, telemedicine, and medical education of rural physicians in Peru.</p> <p>d. Develop links between PAMS and medical schools with global health programs in the U.S.</p> <p>e. Be a member of PAMS Medical Education Committee and offer guidance, assistance, and mentorship to new members as they carry out the strategic plan for PAMS medical education program.</p>
3 Director of Finance	<p>a. Provide guidance on all matters that relate to budgets and investments of PAMS and PPP.</p> <p>b. Assure the solvency of the organization and compliance with U.S. state and federal law, and Peruvian law.</p> <p>c. Guide the organization in standard business and auditing practices.</p>

	d. Be a member of PAMS Finance Committee and offer guidance, assistance, and mentorship to new members as they carry out PAMS strategic financial direction.
4 Director of Strategic Development	<p>a. Provide guidance on the development of PAMS's strategic direction in the U.S. and in Peru, relative to PAMS's mission and vision.</p> <p>b. Enhance PAMS Marketing, Public Relations, Fundraising, Publications, website, Membership, new member recruitment, and Nominations.</p> <p>c. Be a member of PAMS Strategic, and the Marketing and Fundraising Committees to offer guidance, assistance, and mentorship to new members as they carry out PAMS's strategic plan.</p>
I. Executive Director	<p>1. The ED position description is set by the Board.</p> <p>2. The ED is hired by and serves at the pleasure of the Board.</p> <p>3. The Board will complete an annual performance review of the ED's contract responsibilities.</p> <p>4. The Executive Director shall have nonprofit management, grant writing, and fundraising experience.</p> <p>5. Experience in health care would be helpful, but not necessary.</p> <p>6. ED compensation should be commensurate with demonstrated expertise in management, grant writing and fundraising.</p> <p>7. The Executive Director will run the day-to-day activities of PAMS and implement the Board's Strategic Plan.</p> <p>8. The Executive Director will work closely and collaboratively with the Board of Directors to facilitate the discharge of his/her responsibilities.</p> <p>9. The Executive Director will have a close relationship with the legal representative of PAMS PARA EL PERU in Peru to assure the appropriate coordination of activities of the organization in the U.S. and in Peru.</p> <p>10. The Executive Director will represent the organization at official events as requested by the President or Board.</p> <p>11. The Executive Director will participate in meetings of the Board with vote. He/she will provide reports of his/her activities at the meetings of the Board. Whenever possible and necessary, these reports shall be in writing.</p> <p>12. The Executive Director will work closely with the Administrative Assistant of PAMS to assist him/her on the conduct of his/her responsibilities.</p> <p>13. The Executive Director will assist in the training of potential new leaders of the organization.</p>
J. Presidente del Directorio del Policlinico PAMS PARA EL PERU	<p>1. Be the official spokesperson for the Policlinico PAMS PARA EL PERU.</p> <p>2. Maintain communication with PAMS Board.</p>

<p>- term determined by the Directorio del Policlínico PAMS PARA EL PERU.</p>	<p>3. Preside at meetings of the Directorio del Policlínico PAMS PARA EL PERU.</p> <p>4. Implement the Strategic Plan for the Policlínico PAMS PARA EL PERU with the Directorio del Policlínico PAMS PARA EL PERU.</p>
<p>The Chair of the Advisory Council of Past Presidents - elected by Advisory Council - one year term</p>	<p>ARTICLE V – ADVISORY COUNCIL</p> <p>SECTION 1 - Composition</p> <p>PAMS’s past Presidents, who are Full Members in good standing, shall be members of the Advisory Council.</p> <p>SECTION 2 - Duties</p> <p>A. Serve as an Advisory Council to the PAMS Board of Directors.</p> <p>B. Act as a source of information and historical knowledge for PAMS.</p> <p>C. The Chair of the Advisory Council:</p> <p>1. Shall be nominated and elected by the members of the Advisory Council, and ratified by the General Assembly.</p> <p>2. Shall automatically become temporary President in the absence, disability or resignation of the President and President-Elect.</p> <p>3. Act as a role model for all members.</p> <p>4. Maintain the prestige and harmony of PAMS at all times.</p> <p>5. Serve as a Member of the Board of Directors (see Article IV above).</p> <p>6. Will seek nominations from the Advisory Council to identify four PAMS Candidates for Directors of Medical Missions, Medical Education, Finance and Strategic Development, subject to ratification by the General Assembly.</p> <p>7. Will call a meeting of the Advisory Council at a minimum twice a year and before the Annual Convention.</p>