



TO: Chair and Members of the Governance Committee

FROM: Christopher Mackie, Medical Officer of Health

DATE: 2016 January 21

GOVERNANCE COMMITTEE TERMS OF REFERENCE – REVIEW

Recommendation

It is recommended that:

- 1) *Report No. 04-16GC be received for discussion; and further,*
- 2) *That staff integrate feedback from the Governance Committee, Mr. Graham Scott and changes to the Middlesex-London Health Unit Organizational Structure into a draft Terms of Reference for Governance Committee review.*

Key Points

- The Terms of Reference for the Governance Committee is to be reviewed biannually.
- Feedback from Mr. Graham Scott's board development session suggests potential revisions are necessary to the current Terms of Reference.
- Additional organizational changes at the Middlesex-London Health Unit need to be reflected in the Governance Committee Terms of Reference.

Background

The Governance Committee last reviewed the Terms of Reference ([Appendix A](#)) at the March 20, 2014 meeting. Since that time other factors have contributed to the need to review the Terms of Reference – these being Mr. Graham Scott's session regarding "Board of Health Critical Elements for Effective Governance" and the approved changes to the Middlesex-London Health Unit's organizational structure.

Critical Elements for Effective Governance Session

Mr. Scott provided an overview to the Board of Health regarding changing expectations of governance and accountability as well as aspects that are unique to public health boards. Relevant to the Governance Committee Terms of Reference were the items relating to:

- Importance of appropriate skill and expertise mix on the board and committees;
- Attendance minimums;
- Position description for the committee chair;
- Election of officers and committee members based on expressions of interest by board members;
- Rotation of committee chairs every two years for greater continuity of leadership; and
- Review of committee nomination, membership and terms of reference by the governance committee.

Changes to the Middlesex-London Health Unit Organizational Structure

Recommended changes to the Middlesex-London Health Unit organizational structure were approved by the Board of Health at the December 10, 2015 meeting. It is necessary to update the Governance Committee Terms of Reference to reflect the changes to staff that support the committee. These changes include:

- Amendment of Director, Human Resources & Corporate Strategy to Director, Corporate Services; and
- Amendment of Executive Assistant to the Board of Health to Executive Assistant to the Board of Health and Communications.

Next Steps

Keeping in mind the feedback provided during Governance Committee discussions, Mr. Scott at the board development session, as well as changes to the Middlesex-London Health Unit organizational structure, the Governance Committee could direct staff to integrating this content into a revised Terms of Reference.

This report was prepared by Mr. Jordan Banninga, Manager of Strategic Projects.



Christopher Mackie, MD, MHSc, CCFP, FRCPC
Medical Officer of Health