



TO: Chair and Members of the Governance Committee

FROM: Christopher Mackie, Medical Officer of Health

DATE: 2016 April 21

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## TERMS OF REFERENCE REVISIONS & GOVERNANCE POLICY REVIEW

### ***Recommendation***

*It is recommended that the Governance Committee:*

- 1) Receive Report No. 010-16GC for information;*
- 2) Recommend to the Board of Health approval of the revised Terms of Reference for the Governance Committee attached as [Appendix A](#);*
- 3) Recommend to the Board of Health approval of the revised Terms of Reference for the Finance and Facilities Committee (FFC) attached as [Appendix B](#); and*
- 4) Recommend that staff review, revise and develop Board of Health Governance Policies based on the proposed model in [Appendix C](#).*

### **Key Points**

- Board of Health Governance Policies and Terms of References for standing committees are the responsibility of the Governance Committee to review on at least a biannual basis.
- Feedback from Mr. Graham Scott's board development session, changes to Middlesex-London Health Unit organizational structure and discussion at the January 21, 2016 Governance meeting were integrated into the Terms of References for the Governance Committee and the Finance and Facilities Committee.
- There is a need to review, revise and develop Board of Health Governance Policies to take into consideration requirements under the Ontario Public Health Organizational Standards and best practices in governance.

### **Background**

The Board of Health Governance policies represent the general principles that set the direction, limitations and accountability frameworks for MLHU. The Ontario Public Health Organizational Standards state that bylaws must be in place for board operation as well as suggestions for additional policies to "promote organizational excellence, establish the foundation for effective and efficient program and service delivery and contribute to public health sector with a greater focus on performance, accountability and sustainability." The Board of Health Governance Committee should ensure that these policies and associated terms of references are revised or reviewed biannually.

### **Integration of Terms of Reference Feedback**

The discussion from the January 21, 2016 Governance meeting was integrated as appropriate into the revised Governance Committee Terms of Reference ([Appendix A](#)). The Terms of Reference for the FFC ([Appendix B](#)) was reviewed and approved to be forwarded to the Governance Committee on April 7, 2016. Additional items that were discussed included attendance minimums to ensure quorum and accountability. These items

are not reflected in the revised terms of references as they will be incorporated into future governance policy revisions.

### **Current Policy Model**

The current Board of Health Governance policies cover many of the items outlined in the Ontario Public Health Organizational Standards. These were reviewed comprehensively in 2012-13 by the Board with additional revisions recently being made to:

- Organizational Structure; and.
- Financial Signing Authority.

Further changes to Board of Health Governance policies have been discussed at both the Finance and Facilities Committee and Governance Committee regarding attendance minimums and Board member accountabilities.

### **Proposed Policy Model**

There are several components of the Ontario Public Health Organizational Standards as well as items that were discussed during Mr. Graham Scott's session regarding Critical Elements for Board Governance that are not currently covered in our Board of Health Governance policies. Revisions are also necessary to the Governance policies to address feedback from the Governance and Finance and Facilities Committee. A proposed policy model ([Appendix C](#)) has been outlined to meet these needs.

### **Next Steps**

The Governance Committee can provide direction to staff for the review, revision or development of Board of Health Governance Policies.

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



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