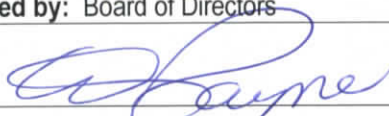


Policies and Procedures

Section: Governance	Policy Number: 2011-02
Subject: Statement of the Roles and Responsibilities of the Board	Effective Date: June 8, 2011
Approved by: Board of Directors	



Chairperson

Aug 23 / 16

Date

Statement of the Roles and Responsibilities of the Board

Purpose

To ensure that the board has a shared understanding of its governance role, the board has adopted this Statement of the Roles and Responsibilities of the Board.

Responsibility of the Board

- Responsible for the overall governance of the affairs of the corporation.
- Responsible to act honestly, in good faith and in the best interests of the corporation and, in so doing, to support the corporation in fulfilling its mission and discharging its accountabilities.
- Responsible to understand the Bylaws, legislation and Strategic Plan of the corporation.
- Responsible to understand and follow the policies related to the duties of Board members.
- Prepare for and attend all meetings of the Board, contribute to discussions and activities and share professional expertise.
- Keep informed on the activities of the corporation and be aware of trends in the community, province and country related to the delivery of primary health care services.
- Participate on working groups and committees of the Board, along with staff or other individual appointed by the board.
- Demonstrate the knowledge, skill and ability of reasonable person in similar circumstances.
- Express clearly any disagreement to actions or decisions being considered; express clearly any conflict of interest
- Once decisions are made and approved by the Board, to support those decisions and speak as one-voice.
- Respect the distinction in roles between the staff and board.

Policies and Procedures

Section: Governance	Policy Number: 2011-02
Subject: Statement of the Roles and Responsibilities of the Board	Effective Date: June 8, 2011
Approved by: Board of Directors	

Governance

- Responsible for the quality assurance of the board's own governance.
- Establish governance structures to facilitate the performance of the board's role.
- Responsible for the recruitment of a skilled, experienced and qualified board.
- Responsible for ongoing board training and education through annual evaluation and board education and tasking schedule
- Assess and review its governance through periodic evaluation of the board structure. This includes board recruitment processes, and board composition and size, number of committees and their Terms of Reference, processes for appointment of committee chairs, processes for appointment of board officers and other governance processes and structures.

Strategic Planning and Mission, Vision and Values

- The board participates in the formulation and adoption of the organization's mission, vision and values.
- The board ensures that the organization develops and adopts a strategic plan that is consistent with its mission and values, and which will enable the organization to realize its vision. The board participates in the development, and ultimately approves the strategic plan.
- The board oversees operations for consistency with the strategic plan and strategic directions.
- The board receives regular briefings or progress reports on implementation of strategic directions and initiatives.
- The board ensures that its decisions are consistent with the strategic plan and the mission, vision and values.
- The board conducts an annual review of the strategic plan as part of the annual board education and tasking schedule

Quality and Performance Measurement and Monitoring

The board is responsible for establishing a process and a schedule for monitoring and assessing performance in areas of board responsibility including;

- Fulfilment of the strategic directions in a manner consistent with the mission, vision and values.
- Oversight of Leadership performance
- Quality of operations and services through QIP reports, dashboard and leadership reports.

Policies and Procedures

Section: Governance	Policy Number: 2011-02
Subject: Statement of the Roles and Responsibilities of the Board	Effective Date: June 8, 2011
Approved by: Board of Directors	

- Financial conditions.
- External relations.
- Board's own effectiveness.
- The board ensures that Leadership has provided appropriate measures of performance.
- The board monitors organizational and board performance against board-approved performance standards and indicators.
- The board ensures that Leadership has plans in place to address variances from performance standards indicators.

Financial Resources

- The board is responsible for stewardship of financial resources including ensuring availability of, and overseeing allocation of, financial resources.
- The board approves policies for financial planning, and approves the annual operations and capital budget.
- The board monitors financial performance against the budget.
- The board approves monthly financial reports.
- The board approves investment policies and monitors compliance.
- The board ensures the accuracy of financial information through approval of annual audited financial statements.
- The board ensures Leadership has put measures in place to ensure the integrity of internal controls.

Risk Identification

- The board is responsible to be knowledgeable about risks inherent in the corporation's operation and ensure that appropriate risk analysis is performed as part of board decision making.
- The board ensures that appropriate programs and processes are in place to protect against risk.
- The board is responsible for identifying unusual risks to the organization and for ensuring that there are plans in place to prevent and manage such risks.

Selection, Supervision and Succession Planning for the Administrative Lead and Nurse Practitioner Lead

The board recruits and supervises the Administrative Lead and Nurse Practitioner Lead by:

Policies and Procedures

Section: Governance	Policy Number: 2011-02
Subject: Statement of the Roles and Responsibilities of the Board	Effective Date: June 8, 2011
Approved by: Board of Directors	

- Developing and approving both job descriptions.
- Undertaking a recruitment process and selecting the Administrative Lead and NP Lead.
- Reviewing and approving both the Administrative Lead and NP-Lead's annual performance goals.
- Reviewing performance and determining compensation of both the Administrative Lead and NP-Lead.
- Ensuring succession planning is in place for both positions.
- Collaboratively participates in exit interviews where agreed to by both parties for both the Administrative Lead position and the NP-Lead position.

Legal Compliance

The board ensures that appropriate processes are in place to ensure compliance with legal requirements.

Annual Board Calendar

The annual board meeting schedule will be distributed in June at the AGM. The board evaluation for improvement and learning needs will be completed in June and the annual board calendar and tasking schedule will be developed from the results of this survey and board discussion.

Annual performance evaluations of the Leadership Team will be conducted by the Chair after seeking input from all board members every year.