

BRIEFING REPORT

REPORT TOPIC: Statutory and Council Committee Principles Policy (GP 4-25)

REPORT TO: COO Council

REPORT FROM: COO Governance Committee

DATE: December 3, 2018

REPORT PURPOSE:

☒ **Decision-Making - Policy Development/
Enhancement/Regular Review/Approval**

- ☐ Ends Policy
- ☐ Operational Boundaries Policy
- ☐ Council-Staff Relationship Policy

☒ **Governance Process Policy**

- ☐ **Council Implementation of Policy**
 - ☐ Council-Staff Relationship Policy
 - ☐ Governance Process Policy

☐ **Monitoring of Registrar, CEO Report**

- ☐ Ends (critical outcomes) Achievement
- ☐ Operational Boundaries Compliance

☐ **Council Linkage Report**

☐ **Incidental Report**

- ☐ Registrar, CEO
- ☐ Council President
- ☐ Other: Briefing Report

BACKGROUND

The policy topic “Statutory and Council Committees Principles Policy” (4-25) falls under the Governance Process policy quadrant. This policy is designed to describe Council’s principles for the use of Statutory and Council Committees, recognizing there are some differences in these two types of Committees.

The currency legacy policy descriptions for use of Council Committees are outlined below in Figure 1. The proposed revised policy is outlined in Figure 2.

RECOMMENDED MOTION

1. That the COO Governance Committee recommend to the Council that it approve the further revised wording for the GP4-25, Governance Process policy on Statutory and Council Committee Principles Policy.
2. Further, that the COO Council rescind the legacy descriptions (as outlined in Figure 1) from the Council policy manual.

Figure 1
Legacy Policy Wording

(i) Role Explanation

Role: The Committees of the College perform their statutory functions and work assigned to them by the Council. They can make recommendations to Council related to their mandate and bring items directly to Council.

Relationship with others: The Committees may communicate with the groups outside of the College in order to gather facts or information only in relation to their mandate. All such communications need to be appropriate to the circumstances (e.g., not disclosing more personal information than necessary; not usurping the role of Council on a major policy matter).

(ii) Education

All Committee members receive a half to full day orientation at the first Committee meeting of the year. The orientation will be provided by the Committee manager. The COO legal counsel may participate in at least a portion of the orientation. In addition, the committee members who are on Council will receive that orientation as well. Even non-Council committee members are requested to complete the College's Fiduciary Acknowledgement Form. Upon appointment and then annually afterwards, Committee members shall complete a form provided by the Registrar setting out their professional affiliations to assist in identifying and addressing conflicts of interest.

(iii) Evaluation

The Committees report regularly to Council at each Council meeting. The Committees have the obligation to submit reports to the Council on their activities at each Council meeting, as well as annual reports. Council can specify the information that has to be included in these reports.

The attendance record of Committee members will be kept for each meeting. The attendance records would be available to the Council and to the Executive Committee.

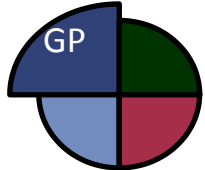
Statutory committees are subject to appeals and judicial reviews to the courts. In addition, the Registration Committee and the Inquiries, Complaints and Reports Committee are subject to reviews before the Health Professions Appeal and Review Board. The Registration Committee is also subject to scrutiny by the Office of the Fairness Commissioner. In addition, the Quality Assurance Committee and the Patient Relations Committee is subject to scrutiny by the Health Professions Regulatory Advisory Council.

(iv) Enforcement

The professional members of Committees are subject to election by the profession. The Council as a whole decides on the composition of Committees, based on the recommendation of the Executive Committee. A Committee member could be subject to disqualification for breach of the by-laws including the Code of Conduct.

Public members of Committees can be removed from the Council (and thus all committees) by the government. Professional members from Council can be disqualified from the Council (and thus all committees) by the Council.

FIGURE 1
PROPOSED REVISED POLICY FOR DISCUSSION

POLICY TITLE: STATUTORY AND COUNCIL COMMITTEE PRINCIPLES POLICY	POLICY SECTION: GOVERNANCE PROCESS	POLICY NO: GP 4-25	
APPROVED BY: COUNCIL	REGULAR COUNCIL POLICY REVIEW FREQUENCY: EVERY 3 YEARS	MONITORING OF BOARD COMPLIANCE WITH POLICY CRITERIA FREQUENCY: EVERY 2 YEARS	
DATE APPROVED: <ul style="list-style-type: none">Reviewed by Governance Committee Nov 7, 2018Ready for Council in Dec 2018 for approval	PRESIDENT’S SIGNATURE:		
DATE REVIEWED / REVISED:			

Background:

This policy applies to all Statutory Committees and any Council Committees (Standing or Ad Hoc) formed by Council. This policy does not apply to committees formed under the authority of the Registrar, CEO.

Statutory Committees are required by the *Regulated Health Professions Act, 1991*, and their composition is set out in the COO Bylaws. Statutory Committees support the work of Council and contribute to producing the Council's Ends (Critical Outcomes), which are the responsibility of the Registrar and CEO (see Council-Staff Relationship Policies). Statutory Committees are accountable to the Registrar and CEO in the performance of their regulatory operational duties and to Council for any governance related matters.

The Council may also establish Council Committees (Standing or Ad Hoc Committees), when required, to assist Council in carrying out its governance responsibilities.

Purpose:

To outline the principles used by the COO Council to mandate and operate the Statutory Committees and the Council Committees.

Policy:

Council Committees will be assigned to support and reinforce the work of the entire Council. They are expected to reinforce the wholeness of Council's job, and will not interfere with delegation from Council to Registrar, CEO. Statutory Committees are designed to both address the independent operational work to implement the COO's regulatory processes as well as to advise Council on any related governance policy work needed.

Statutory and Council Committees may communicate with groups outside of the College in order to gather information in relation to achieving their mandate. In doing so no Committee should usurp the role of Council.

All Committee members (Council and non-council) will receive appropriate orientation and education at the first committee meeting of the year and ongoing as needed. All Committee members will annually complete the College's Fiduciary Acknowledgement Form setting out their professional affiliations to assist in identifying conflicts of interest.

All Statutory and Council Committees will report regularly to Council. All committees and all committee members will participate in an annual Council Committee evaluation.

1. **Council Committees**

The following principles apply for Council's use of Council Committees:

- 1.1. A committee is a Council Committee only if its existence and mandate come from Council. The only standing Council Committees are those which are set forth in by-law and have a clear mandate, product, authority, timeline, and staff support considerations.
- 1.2. Council Committees will assist the Council by preparing recommendations with implications for Council deliberation primarily focused on Council policy development and Council processes.
- 1.3. Given that Council Committees are designed to assist the Council with its role, Council committees are not created by the Council to advise staff, help staff do their jobs, or exercise authority over staff.
- 1.4. Council Committees may not speak or act for the Council except when formally given such authority for specific and/or time-limited purposes.
- 1.5. All Council Committee members shall function in accordance with Council policies, including but not limited to the Code of Conduct, Confidentiality, and Conflict of Interest Policy.
- 1.6. Except as defined in their written Terms of Reference Policy, no Council Committee has authority to commit funds or resources of the College.
- 1.7. Any member of a Council Committee may serve as the Chair except where otherwise stated in the bylaws.

Policy Note: *The Council works to comply with its own requirement to have one third of committee members be public members. There are occasions when public member positions are vacant, that this self-imposed requirement cannot be met.*

2. Statutory Committees

The following principles apply to the use of Statutory Committees:

- 2.1. Statutory Committees conduct the independent regulatory work of the COO. In addition, they can assist Council by preparing policy alternatives and their implications for Council as governance issues arise in the process of conducting the independent regulatory work.
- 2.2. Statutory Committees may not speak or act for the Council except when formally given such specific authority for time-limited purposes.
- 2.3. The Statutory Committee composition is set out in the College's bylaws.
- 2.4. A Council-approved Terms of Reference Policy must exist for each Statutory Committee, which includes the purpose/mandate, authority, objectives and membership consistent with COO Bylaws.
- 2.5. Statutory Committees cannot direct the work of management or exercise authority over staff. The Registrar, CEO is not required to obtain the approval of a Statutory Committee before taking an executive action related to achieving the Council's Ends (Critical Outcomes) Policy within Operational Boundaries (i.e. as laid out in the Registrar, CEO Position Description).
- 2.6. A Statutory Committee will not be used to monitor Registrar & CEO organizational performance, because the Council as a whole retains the sole responsibility and authority for monitoring Registrar, CEO and organizational performance.
- 2.7. All Statutory Committee members shall abide by the Council's "Code of Conduct, Confidentiality and Conflict of Interest Policy".
- 2.8. The Chair and Vice-Chair of each committee, other than the Executive Committee, shall be elected from among the members of the respective committees. (As stated in by-law 12.1b).
- 2.9. No Statutory Committee has the authority to commit COO funds or resources except as laid out in their Terms of Reference Policy.