

BRIEFING NOTE

TO: Board of Directors

FROM: Governance Committee

DATE: October 2, 2023

SUBJECT: Quarterly Policies for Content Review

☒ For Decision

☐ For Information

☐ Monitoring Report

Purpose:

To carry out a scheduled content review of policies 2-06 and 4-23 for the purpose of determining whether any amendments are necessary.

Background:

The Board has implemented a schedule to regularly review the content of its governance policies in order to ensure they remain relevant and continue to serve the board's needs and strategic objectives.

For Consideration:

The following policies are scheduled for content review in Q3 of 2023:

1. **Posting of Board Materials Policy 4-23:** No updates are proposed to this policy at this time (see **Appendix A**).

Public Interest Consideration:

The Board has a duty to make decisions that are consistent with the College's public interest mandate. It is incumbent on the Committee to consider this mandate when proposing updated policies.

Diversity, Equity and Inclusion Considerations:

It is incumbent on the Board to consider whether the proposed policy is consistent with the COO's organizational values relating to diversity, equity and inclusion.

Action Required:

That the Board approve no changes to the Investment Policy and the Posting of Board Materials Policy, as recommended by the Governance Committee.

POLICY TYPE: GOVERNANCE PROCESS

4-23 Posting of Board Materials Policy

The following policy shall govern the posting of information to the COO website regarding meetings of the Board of the COO:

Background

The Board of the College of Opticians of Ontario (“COO”) meets to discuss and make decisions about a wide range of issues affecting the governing of the profession. Board meetings are open to the public, unless the Board determines to exclude the public from all or part of a meeting in accordance with Schedule 2 of the *Regulated Health Professions Act (RHPA)*.

Schedule 2 of the *RHPA* also requires COO to post information on its website regarding upcoming Board meetings, and the information and documentation that will be provided to Directors at those meetings, except where the information or documentation relates to meetings or parts of meetings from which the public will be excluded.

Posting of Board Meeting Materials

Prior to Board meetings:

1. The Registrar, CEO will review Board meeting materials prior to any materials being posted to the website. The Registrar, CEO will make a determination as to whether Board meeting materials are to be considered “public materials” or “*in camera* materials” based on the following criteria:
 - a. “Public materials” will include all materials provided to the Board for the purposes of the meeting, including the agenda, briefing notes, reports and other supporting documents, with the exception of any *in camera* materials, as defined below.
 - b. “*In camera* materials” will consist of those materials that relate to a meeting or part of a meeting from which the Registrar, CEO anticipates that the Board will exclude the public, including agenda items detailing same. *In camera* materials will also include information or documentation relating to any legal advice to be received or discussed by the Board at the meeting.
2. Public materials will be posted to the COO website at least 5 business days in advance of Board meetings and will remain posted to the COO website after the meeting. Where the Registrar, CEO anticipates that the Board will exclude the public from all or part of a meeting, the grounds for doing so will be also be posted to the COO website at this time.
3. *In camera* materials will not be published.

Following Board meetings:

4. As soon as possible following Board meetings, a copy of the Board Meeting Highlights and any webinar relating to the meeting will be posted to the COO website.
5. Minutes of public Board meetings that have been approved by the Board will be posted to the COO website.
6. Minutes of *in camera* Board meetings will not be published.