

# BRIEFING NOTE

**TO:** Board of Directors

**FROM:** Fazal Khan, Registrar

**DATE:** February 22, 2021

**SUBJECT:** 5.4 Emergency Registrar, CEO Succession Policy (2-80)

For Decision

For Information

Monitoring Report

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**Purpose:**

To provide the board with a monitoring report on the Emergency Registrar, CEO Succession Policy, in accordance with the monitoring report schedule approved by the board.

**CEO Interpretation and Evidence:**

The Emergency Registrar Succession Policy (**Attached**) was passed by the board in December 2018. The information contained in this monitoring report represents compliance with a reasonable interpretation of the policy. The monitoring report covers from January 2020 to January 2021.

The table below sets out the policy requirements, how it has been interpreted by the Registrar as well as supporting evidence.

| Policy   | Interpretation   | Evidence  |
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| 1. Ensuring one or more senior staff are familiar with board and Registrar processes and are capable of assuming Registrar responsibilities until an interim successor or permanent Registrar is hired by the board. | <p>The Acting Deputy Registrar (DR)/In-House Legal Counsel is in a position to assume responsibilities in the event of an emergency.</p> <p>The DR is tasked with carrying out the Registrar's duties when he is absent or unable to act. The DR is responsible for providing strategic advice to the Registrar, identifying and monitoring risks to the College, monitoring and reporting on risk-based regulation of the</p> | <p>COO Legal Counsel has been a key member of the College executive administration team and is apprised of all major strategic initiatives. As we transitioned responsibilities from the DR to the Acting DR, the Acting DR was cross trained and briefed on the DR's portfolio over the course of 6 weeks. HR and Finance responsibilities DR were split into a separate portfolio.</p> <p>The Acting DR has already interfaced with major stakeholders including the registrants (co-presented the Return to Practice</p> |

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|  | <p>profession, managing financial and human resources and assisting the Registrar in supporting Board and Committees with appropriate resources and information.</p> <p>During the maternity leave of the DR, the COO Legal Counsel (LC) is fulfilling the role of Acting Deputy Registrar as well as providing legal advice to the Registrar on regulatory law, governance, operations, by-laws and contracts; and to the board and Committees as required. The LC assists the Registrar with identifying and mitigating risks to the College.</p> <p>In the event of a sustained absence of the Registrar, The Acting Deputy Registrar can make the decision to outsource some or all of her responsibilities as Legal Counsel in order to fully focus on administering the College until a replacement is established.</p> <p>The COO now has a RO practice advisor on staff, which senior staff can rely on for opticianry related information in the event of the Registrar's absence.</p> | <p>Guidelines webinar), the Association (co-hosted several feedback sessions including Standards of Practice) and the teaching institutions (participating in COVID19 exam planning sessions and PAC meetings). The Acting DR has also attended national stakeholder meetings. The Acting DR is copied on all Registrar correspondence. The Registrar and Acting DR meet on a weekly (and as needed) basis to discuss organizational matters. The Acting DR has participated in all training sessions and is in charge of running staff meetings. The Acting DR has a strong understanding of the program and policy work being undertaken by each committee and attends each Governance Committee meeting.</p> <p>In 2020, the Acting DR attended one regulatory conference and completed over 10 hours of continuing education beyond CE provided by the COO. The Acting DR will attend various opticianry events and conferences in 2021. The Acting DR actively assists each Committee in policy and regulatory interpretation and attends all Governance Committee meetings.</p> <p>The Acting DR attends each Executive and the board meeting.</p> |
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| <p>2. Keeping the Board Chair informed (on behalf of board) of any major organizational problems and issues.</p> | <p>The Board Chair is kept abreast of major organizational issues as they arise and is well versed in regulatory and opticianry practice issues and trends on a provincial and national level.</p> | <p>In 2020, The Board Chair attended two national meetings, four opticianry educational events and two meetings with external stakeholders.</p> <p>Early in 2020, the Board Chair received media training to assist in carrying out the role as official Board spokesperson.</p> <p>The Registrar and Board Chair speak regularly, often on a weekly basis to confer on various matters.</p>   |
| <p>3. Maintain COO records in an organized and accessible manner.</p>  | <p>COO records are organized and accessible to all staff and as appropriate, board and committees.</p>   | <p>A file retention policy, developed by external Legal Counsel, was implemented in 2019, and the College's internal computer folder structure was reorganized according to the schedule. The result is a more streamlined structure, with a guide that staff can refer to in order to ensure that the organization of the structure is maintained regardless of staff turnover.</p> <p>In 2020 the College's files were migrated to a new cloud-based server with multiple layers of back up and security to address concerns of cyber threats.</p> <p>An updated virtual boardroom was launched in 2020 and has undergone a refresh in order to allow the appropriate staff to directly update records more efficiently. The updated VB has a streamlined interface for board members to navigate and additional resources have been added. The entire board has had a live walk through and training of the VB in January of 2021.</p> <p>In late 2019, a security audit of the College's data and technology practices was undertaken. Actions</p> |

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|  |  | <p>were taken to further enhance registrant security by building an online payment portal for fees payment (deficient QA portfolio etc.) and credit card numbers are no longer accepted or stored direct by the College.</p> <p>The College has implemented Multi-Factor Authentication at the administration and board level to add an additional layer of security when accessing the server for files and emails.</p> <p>Further refinement of security permissions is being explored by the Conduct department for ICR files with enhancement expected by Q2 of 2021.</p> |
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**Recommendations/Action Required:**

- 1) Does the Board agree that the Registrar, CEO's interpretation of the Emergency Registrar, CEO Succession Policy was reasonable?
- 2) Does the Board agree that the Registrar, CEO complied with this policy as reasonably interpreted?

## **POLICY TYPE: OPERATIONAL BOUNDARIES**

### **2-14 Emergency Registrar, CEO Succession Policy**

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#### **BACKGROUND**

It is important for the College of Opticians of Ontario (COO) to have sufficient organizational capacity for the continuous competent operation of the organization in the event of the sudden loss of the Registrar, CEO services.

#### **PURPOSE**

To outline the Board's expectations of and risk boundaries for the Registrar, CEO regarding emergency Registrar, CEO succession.

#### **POLICY**

In order to protect the Board and COO from such a sudden loss and to provide for robust business continuity, the Registrar, CEO shall not have less than one (or more) other senior staff member(s) familiar with Board and Registrar, CEO processes and issues.

Specifically, the Registrar, CEO shall not operate without:

1. Ensuring one or more senior staff member(s) are familiar with Board and Registrar, CEO processes and issues, and are capable of assuming Registrar, CEO responsibilities on an emergency basis until an interim successor or a permanent Registrar, CEO is hired by the Board.
2. Keeping the Chair (on behalf of the Board) informed of any major organizational problems and issues.
3. Maintain COO administrative policies, procedures, and business records in an organized and accessible manner.