

PETERBOROUGH PUBLIC HEALTH
 Board of Health
POLICY AND PROCEDURE

Section: Board of Health	Number: 2-348	Title: Governance Committee, Terms of Reference
Approved by: Board of Health		Original Approved by Board of Health On (YYYY-MM-DD): 2010-05-12
Signature: <i>Original signed by Board Chair</i>		Author: Governance Committee
Date (YYYY-MM-DD): 2020-03-11		
Reference:		

NOTE: This is a **CONTROLLED** document for internal use only, any document appearing in a paper form should **ALWAYS** be checked against the online version prior to use.

Goal

1. To ensure that the Board of Health fulfils its legal, ethical, and functional responsibilities through adequate governance policy development, recruitment strategies, training programs, monitoring of board activities, and evaluation of board members' participation.
2. To promote and ensure effective governance by recommending to the Board of Health, Board of Health By-laws and policies and procedures that are relevant, current, and comprehensive.

Objectives

The Governance Committee will:

1. review and make recommendations to the Board regarding orientation of new members and the ongoing development of existing members;
2. be responsible to ensure that the By-law to select Board members for the Executive positions is followed and that no conflict, or perceived conflict is evident in the selection and voting process;
3. review, prepare and recommend revisions, where necessary, to Board of Health By-laws, policies and procedures;
4. advise the Board or a Board Committee of all corporate governance issues that the Committee determines ought to be considered by the Board or Committee as set out in an annual work plan;
5. oversee and advise on the annual selection of Board members for its standing Committees;
6. establish and administer a process for assessing the effectiveness of the Board, its Committees;
7. establish and administer a process for assessing the effectiveness of the Medical Officer of Health;

8. act as liaison between non-union staff and the Board of Health on matters related to compensation and working conditions.

Membership

The Committee will be composed of a minimum of three Board members in addition to the Chair of the Board.

The Committee will elect its own Chair and Vice-Chair at the first meeting of each calendar year.

Internal staff resources will be provided for the Committee through the Medical Officer of Health and the Director of Operations.

Quorum

A majority of Committee members constitute a quorum.

Reporting

The Committee will provide its minutes, once approved, to the Board of Health at the next scheduled meeting.

The Chair will take motions and/or recommendations deemed appropriate by the Committee forward to the Board of Health at the next scheduled meeting.

Meetings

The Committee will meet a minimum of quarterly and may meet more frequently

Extraordinary meetings to address specific items may be held at the call of the Chair of the Governance Committee.

Time-limited sub-committees may be formed to address specific issues.

The Governance Committee will meet with other Board Committees as required.

Minutes

The Executive Assistant to the Board of Health, or designate, will record the proceedings at meetings and provide secretarial support to the Committee.

The minutes are circulated in draft to Committee members prior to the next Committee meeting. Minutes are corrected and approved at the next meeting of the Committee.

The approved minutes are signed by the recorder and the Chairperson. Original copies of the approved minutes are kept in a binder in the Administration office.

Agendas

Agendas will be prepared and distributed according to the format set forth in Section 4 – Agenda and Order of Business, as written in Board of Health By-Law #3, Calling of and Proceedings at Meetings.

Evaluation

Committee members will be encouraged to complete online meeting evaluations following each meeting. These evaluations will be shared with the Committee Chair no later than two weeks following each meeting. The Chair will be responsible for ensuring that items and concerns arising from these evaluations are addressed in a timely manner.

Terms of Reference

The Terms of Reference of the Board of Health’s Governance Committee will be reviewed and updated at the first meeting of each new year or more often as needed.

Review/Revisions

- On (YYYY-MM-DD):** 2011-06-09 (Governance review)
- On (YYYY-MM-DD):** 2011-09-11 (Board)
- On (YYYY-MM-DD):** 2013-02-01 (Governance review)
- On (YYYY-MM-DD):** 2013-02-13 (Board)
- On (YYYY-MM-DD):** 2015-03-11 (Board)
- On (YYYY-MM-DD):** 2016-06-08 (Board)
- On (YYYY-MM-DD):** 2018-09-12 (Board)
- On (YYYY-MM-DD):** 2020-03-11 (Board review, no changes)