



Policy Name: Roles and Responsibilities of the Board Policy

Section: **Board Governance**

Approval Authority: **Board of Directors**

Approval Date: **February 16, 2023**

Next Review: **February 2026**

1.0 Policy Statement

The Board of Directors will define its roles and responsibilities to ensure compliance with regulations while fostering best practices.

2.0 Purpose

To ensure that the Board has a shared understanding of its governance role.

3.0 Responsibilities

The Board is responsible for the overall governance of the affairs of Arnprior Regional Health. Each director is responsible to act honestly, in good faith and in the best interests of the corporation.

a) Strategic Planning and Mission, Vision, Values

- i. Participates in the formulation and adoption of the organization's Mission, Vision, Values (MVV) statements;
- ii. Ensures the development and adoption of a strategic plan;
- iii. Oversees operations for consistency with strategic directions;
- iv. Receives regular progress reports on the implementation of strategic directions;
- v. Ensures that its decisions are consistent with the strategic plan and MVV.

b) Performance Measurement and Monitoring

- i. Establishes a process and schedule for monitoring and assessing organizational performance, including:
 - o Oversight of management performance;
 - o Quality of patient care and services;
 - o Finances;
 - o External relations;

- Board effectiveness.

c) Quality and Risk Oversight

- i. Establishes policies and plans related to quality, including the Quality Improvement Plan, patient/resident safety, experience and access;
- ii. Monitors quality performance against approved performance standards and indicators;
- iii. Ensures plans are in place to address variances and the implementation of remedial plans;
- iv. Oversees the organization's risk management program;
- v. Ensures that appropriate processes are in place to protect against risk.

d) Financial Oversight and Legal Compliance

- i. Ensures stewardship of financial resources;
- ii. Approves policies for financial planning, as well as the annual operating and capital budgets;
- iii. Monitors financial performance against annual budgets;
- iv. Approves investment policies and monitors compliance;
- v. Approves annual audited financial statements;
- vi. Ensures measures are in place for integrity of internal controls;
- vii. Ensures that processes are in place for compliance with legal requirements.

e) Oversight of CEO and Chief of Staff

- i. Recruits the CEO and Chief of Staff including development of a job description, recruitment and selection, approval of annual corporate performance goals, reviewing performance and establishing compensation;
- ii. Ensures CEO and Chief of Staff succession planning is in place;
- iii. Ensures oversight of CEO supervision of senior management;
- iv. Ensures oversight of the Chief of Staff, including the annual credentialing process and evaluation of any board appointed chief of department.

f) Community Engagement and Accountability

- i. Identifies and understands its accountability to stakeholders;
- ii. Ensures appropriate communication with stakeholders;
- iii. Contributes to the maintenance of strong stakeholder relationships;
- iv. Educate itself to make informed decisions concerning the future of the organization;
- v. Encourage diversity in viewpoints;

- vi. Maintain clear distinction of board and management roles;
- vii. Ensure that policies are established that provide guidelines and limitations to the Board, staff, physicians and volunteers in carrying out the objectives of Arnprior Regional Health;
- viii. Work in collaboration with the Chief Executive Officer;
- ix. Discipline itself in matters such as attendance, compliance with Board policy, respect of roles, confidentiality and conflict of interest.

g) Governance

- i. Establishes governance structures to facilitate Board performance and enhance Director performance;
- ii. Completes the annual evaluation of the Board Chair;
- iii. Recruits skilled, experienced and qualified Directors;
- iv. Ensures ongoing Board training and development;
- v. Periodically assesses its structures and processes to ensure optimal performance

4.0 Principles of Governance

- a) In the fulfillment of its mandate as the governing body, the Board of Directors will endeavour to maintain high standards of governance. Specifically, the Board will:
- i. Be accountable for the decisions that it makes in the best interests of Arnprior Regional Health as an organization;
 - ii. Conduct itself in an ethical and responsible manner;
 - iii. Focus on the mission, vision and values of the organization;
 - iv. Educate itself to make informed decisions concerning the future of the organization;
 - v. Encourage diversity of perspectives and viewpoints;
 - vi. Maintain clear distinction of board and management roles;
 - vii. Ensure that policies are established that provide guidelines and limitations to the Board, staff, physicians and volunteers in carrying out the objectives of Arnprior Regional Health;
 - viii. Work in collaboration with the Chief Executive Officer and Chief of Staff;

- ix. Discipline itself in matters such as attendance, compliance with Board policy, respect of roles, confidentiality and conflict of interest.
- b) To guide the Board in making decisions in the best interests of the Corporation, the Board has confirmed the following accountabilities of the Corporation:
- i. **To Patients, Residents, Families and Clients:** For quality services, patient safety, person-centred care, and best practices.
 - ii. **To the Community We Serve:** For efficient utilization of resources, clear communication, transparent processes, advocacy, and expectation management.
 - iii. **To the Ministry of Health and Long-Term Care:** For compliance with applicable legislation, performance, regulation, and policies, including funding policies for capital.
 - iv. **To Staff, Volunteers, and Physicians:** For establishing and communicating expectations and providing a safe work environment.
 - v. **To Health System Partners:** For cooperation and collaboration.
 - vi. **To Members of the Corporation:** For complying with the by-laws and applicable legislation as it governs the corporation, and for the achievement of its mission and vision in a manner consistent with its values and accountabilities.