



BOARD COMPOSITION COMMITTEE

Background

- The Board has established the Board Composition Committee to develop a list of board competencies.

Authority

- Health Professions Act (HPA) s. 19(1)(t); HPA Bylaws s. 19.

Mandate

- To develop a Board Composition Matrix which may include a list of competencies and attributes against which those wishing to serve as Board members, Board chairs and Board vice chairs will be assessed.

Reporting relationship

- The committee reports through the chair to the Board.

Membership

- The Board Chair
- The Board Vice Chair
- Three Board members at large of which a minimum of two will be public Board members.

Term of appointment

- The committee term will end with the completion and approval of a Board Composition Matrix by the Board.

Committee officers

- Board appoints a committee chair and vice-chair from among the members of the committee.

Voting rights

- Each committee member is entitled to one vote on all matters coming before the committee.

Meeting procedures

- Schedule:* The Board Composition Committee will meet at the call of the current Chair until completion and approval of the Board Competency Matrix by the College Board.
- Format:* In person, by teleconference or by videoconference.
- Agenda:* Developed by College staff in consultation with the committee chair with input from committee members.
- Attendees:* Committee members, College staff and invited guests are entitled to attend Board Composition Committee meetings
- Quorum:* A majority of the committee members.
- Minutes:* Drafted by College staff for review and approval at next committee meeting; filed at the College office.
- Secretariat Support:* Provided by the College, including meeting coordination, preparation and distribution of materials and drafting meeting minutes.

Conflict-of-interest disclosure

Members must declare conflicts of interest prior to the discussion of issues or at any time a conflict of interest or potential conflict of interest arises.

A conflict of interest refers to situations in which personal, occupational or financial considerations may affect or appear to affect the objectivity or fairness of decisions related to the committee activities. A conflict of interest may be real, potential or perceived in nature. Individuals must declare potential conflicts to the chair of the committee and must either absent themselves from the discussion and voting, or put the decision to the committee on whether they should absent themselves.

Confidentiality

Each committee member must sign a confidentiality agreement at the time of each appointment indicating their agreement to maintain the confidentiality, security and integrity of all materials during and after their term on the committee.

Remuneration

Committee members may claim honoraria and expense reimbursement in accordance with the Board's policy and guidelines for claiming committee expenses.

Amendment to terms of reference

The Board may amend the terms of reference at any time and from time to time.