



BOARD OF DIRECTORS Policy Manual

Policy:	Roles and Responsibilities of the Board of Directors	Policy Number: V-A-2
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Issued By:	Governance & Nominating	Original Effective Date: Nov 2008
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The Board of Directors for Stevenson Memorial Hospital (SMH) performs the following roles:

Policy Formulation Establish policies to provide guidance to those empowered with the responsibility to manage SMH operations.

Decision-Making On matters that specifically require Board approval, choose from alternatives, which are consistent with Board policies and that advance the goals of the Hospital.

Oversight Be responsible for governance and oversee the management of the affairs of the Corporation and appropriately exercise all such other powers and do all such other acts and things as the Corporation is, by its charter or otherwise, authorized to exercise and do.

The Board of Directors for SMH fulfills the following responsibilities:

Strategic Direction

- Establish and periodically review the Hospital’s mission, vision and values;
- Engage with the Local Health Integration Network (LHIN), other health service providers and the communities served when developing plans and setting priorities;
- Contribute to the development of and approve the Hospital’s strategic plan, ensuring that it is aligned with Ministry of Health & Long Term Care (MOHLTC) policy, the LHIN integrated health services plan, and promotes, where appropriate, interdependencies with other health service providers;
- Conduct a review of the strategic plan as part of a regular annual planning cycle; and
- Monitor corporate performance regularly against the approved strategic and operating plans and Board-approved performance indicators.

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Excellent Management

- Select and appoint the Chief Executive Officer (CEO) with consultation with the CEO of Southlake Regional Health Centre (SRHC) as per the Stevenson Memorial Hospital /Southlake Regional Health Centre Management Services Agreement;
- Establish measurable annual performance expectations in cooperation with the SMH CEO;
- Assess the CEO’s performance annually and determine compensation;
- Delegate responsibility and authority to the CEO for the management and operation of SMH Hospital and require accountability to the Board;
- Select and appoint the Chief of Staff from a member of the Active or Associate Medical Staff;
- Establish measurable annual performance expectations in cooperation with the Chief of Staff, assess the Chief of Staff’s performance annually and determine compensation;
- Delegate responsibility and authority to the Chief of Staff for the supervision of the practice of medicine, dentistry and midwifery and require accountability to the Board;
- Ensure that there is an effective working relationship between the CEO and Chief of Staff;
- Ensure a contingency plan for CEO and Chief of Staff succession in the event that they are unable to fulfill their duties;
- Review the Management Services Agreement with SRHC annually including the succession plan for senior management;
- Appoint chiefs and other medical leadership positions, on the recommendation of the Chief of Staff, as required under the Hospital’s medical staff by-laws and the Public Hospitals Act; and
- Establish and monitor implementation of policies to provide the framework for the management and operation of SMH in compliance with applicable laws and regulations.

Monitor Program Quality and Effectiveness

- Review and approve appointments, reappointments and privileges for medical and dental staff, and midwives as recommended by the Medical Advisory Committee, in consideration of the Hospital’s resources and the community’s needs and be assured as to the effectiveness and fairness of the total credentialing process;
- Review and approve a process and schedule for monitoring Board-approved indicators of quality of care, patient safety and organizational risk;
- Review and approve policies to provide a framework for addressing ethical issues arising from care at SMH; and
- Ensure that management has plans in place to address variances from performance standards and oversee implementation of the remediation plans.

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Ensure Financial and Organizational Viability

- Approve the annual operating and capital budget and monitor financial performance against the budget and performance indicators in the Hospital Services Accountability Agreement (H-SAA);
- Ensure that management undertakes multi-year financial planning, optimizes the use of resources and operates within the H-SAA and acceptable levels of risk;
- Ensure that organizational risks are identified and managed and that mitigation plans are in place;
- Approve an investment policy and monitor compliance;
- Ensure that management has in place a financial reporting process with appropriate internal controls;
- Ensure the accuracy of financial information through review of financial reports and approval of annual audited financial statements;
- Ensure that business continuity plans are in place.

Ensure Board Effectiveness

- Recruit Directors who are skilled, experienced and committed to the Hospital and plan for the succession of Directors and Officers from within the SMH catchment area;
- Establish a comprehensive Board orientation program and ongoing Board education;
- Establish an annual work plan for the Board and its committees and ensure that the Board receives timely appropriate information to support informed policy formulation, decision-making and oversight;
- Establish and periodically review policies concerning governance structures and processes to maximize the effective functioning of the Board; and
- Establish a policy and process for evaluating the performance of the Board as a whole and of individual Directors that fosters continuous improvement.

Build Relationships

- Ensure that the Hospital builds and maintains good relationships with the MOHLTC in fulfilling its obligations under provincial policies;
- Ensure that the Hospital builds and maintains good relationships with the LHIN in fulfilling SMH's H-SAA;
- Ensure that the Hospital is filling its role within the LHIN region by fostering effective coordination of patient care and positive working relationships with SRHC and other health service provider organizations;
- Ensure that the Hospital builds and maintains good relationships with community stakeholders including volunteers, political leaders and donors and related organizations; and
- Ensure that the Hospital has a policy to enable it to communicate effectively with its stakeholders and the public generally.