



RED LAKE MARGARET COCHENOUR MEMORIAL HOSPITAL

-STATEMENT OF POLICY AND PROCEDURE-

SUBJECT: BOARD CHAIR, ROLE DESCRIPTION		DOC. ID#: BG-JD-04
MANUAL: BOARD OF DIRECTORS		Original Date: April-98
CATEGORY: ROLE DESCRIPTIONS		Last Revision Date: See electronic version
DEVELOPED BY: CEO	APPROVED BY: BOARD	Next Revision Date: See electronic version
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1. ROLE OF THE CHAIR:

The Board Chair is the leader of the Board of Directors. The Board Chair is responsible for:

- Ensuring the integrity and effectiveness of the Board's governance role and processes.
- Presiding at meetings of the Board and members.
- Representing the Board within the Hospital and the Hospital in the community.
- Maintaining effective relationships with Board Directors, management and stakeholders.

2. RESPONSIBILITIES:

Related to Board Governance:

The Board Chair ensures the Board meets its obligations and fulfills its governance responsibilities. The Board Chair oversees the quality of the Board's governance processes, including:

- Ensuring that the Board performs a governance role that respects and understands the role of management.
- Ensuring that the Board adopts an annual work plan that is consistent with the Hospital's strategic directions, values, vision and mission.
- Ensuring that the work of the Board Committees is aligned with the Board's roles and the annual work plan and that the Board respects and understands the role of the Board Committees and does not redo committee work at the Board level.
- Safeguarding Board succession by ensuring there are processes in place to recruit, select and train Directors with the skills, experience, background and personal qualities required for effective Board governance.
- Ensuring that the Board and individual Directors have access to relevant education.
- Overseeing the Board's evaluation processes and providing constructive feedback to individual Committee Chairs and Directors, as required.
- Ensuring that the Board's governance structures and processes are reviewed, evaluated, and revised regularly.
- The Chair performs such other duties as the Board determines, as needed.

As a Presiding Officer:

The Chair is the Presiding Officer at both regular Board meetings and meetings without management. As the Presiding Officer at these meetings, the Chair is responsible for:

- Setting agendas for Board meetings and ensuring matters dealt with at Board meetings appropriately reflect the Board's role and annual work plan.
- Ensuring the meetings are conducted according to applicable legislation, Hospital By-Laws, and the Hospital's governance policies.
- Facilitating the business of the Board, including preserving order at Board meetings.
- Encouraging input and ensuring that all sides of a debate or discussion are heard.
- Encouraging all Directors to participate and controlling dominant members.
- Facilitating decision-making.
- Ensuring relevant information is made available to the Board in a timely manner and that external advisors are available to assist the Board as required.
- Ruling on procedural matters during meetings.

3. REPRESENTATION:

- The Chair is the official spokesperson for the Board.
- The Chair represents the Hospital in the community and to its various stakeholders
- The Chair reports on behalf of the Board to the Hospital's Corporate Members at each general meeting.
- The Chair represents the Board within the Hospital, attending and participating in events as required.
- The Chair represents the Board in dealings with governance and regulatory authorities.

3. RELATIONSHIPS:

- The Board Chair facilitates relationships with, and communication among, Board Directors and Senior Management.
- The Chair establishes a relationship with individual Directors, meeting with each Director at least once a year to ensure that each Director contributes his/her special skill and expertise effectively.
- The Chair provides assistance and advice to Committee Chairs to ensure Committee Chairs understand Board expectations and have the resources that are required to perform their work.
- The Chair maintains a constructive working relationship with the CEO and Chief of Staff, providing advice and counsel as required:
 - The Chair works with the CEO and Chief of Staff to ensure they understand Board expectations.
 - The Chair ensures that both the CEO and Chief of Staff's annual performance objectives are established and that an annual evaluation of the CEO and Chief of Staff is performed.

5. SKILLS & QUALIFICATIONS:

The Board Chair will possess the following personal qualities, skills, and experience:

- All of the personal qualifications required for a Directorship.
- Proven leadership skills.
- Good strategic and facilitation skills; the ability to influence and achieve consensus.
- Ability to act impartially and without bias.
- Tact and diplomacy.
- Skillful communicator.
- Political acuity.
- Must have the time to continue the legacy of building strong relationships between the Hospital and stakeholders.
- Ability to establish trusted advisor relationship with CEO and other Directors.
- Governance and Board level experience in the health care sector.

- Outstanding record of achievement in one or several areas of skills and experience used to select Directors, as per the Board skills matrix.

6. TERM OF OFFICE:

- The Board Chair will serve an initial term of one (1) year, renewable for an additional two (2) terms of one (1) year at the discretion of the Board of Directors.
- No Director may serve as Chair or Vice-Chair, for more than three (3) consecutive years in one office, provided however that following a break in the continuous service of at least one (1) year the same person may be re-elected to any office.

7. EDUCATION:

Should possess or be willing to participate in:

- Certificate for Implementing the Ontario Hospital Association's Guide to Good Governance, and/or,
- Leadership Certificate for Hospital Board Chairs

8. CONFIDENTIALITY:

Maintain strict confidentiality of all information and abide by the Hospital's Confidentiality Policy.

9. AMENDMENT:

This job description may be amended by the Board of Directors.

<p>I have read and agree with this role description.</p> <p>_____</p> <p>_____</p> <p>_____</p> <p>_____</p> <p style="text-align: center;">Director's Signature</p> <p style="text-align: center;">Date</p>
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