

## Time Commitment

Generally, it is expected that Directors make a commitment of three years. This commitment can be extended to a maximum of nine years through two additional 3-year terms before a person would leave the board.

Directors will devote at least 20 hours per month on Board business. This would include preparing for and attending regular board and committee meetings, attending special ad-hoc meetings, meetings with the LHIN and other community partners. It would include attending special events such as fundraisers or community engagements. Board directors are expected to achieve at least an 80 percent or better attendance rate at both Board and committee meetings.

Continuing education is an important requirement for effective governance. It is an expectation that all Directors commit to ongoing education beginning with a formal Orientation program. Each board meeting includes an education session, and Board Directors are supported to attend various conferences and education sessions. At least annually the Board also holds a full day board retreat for planning.



## Process to Become a Volunteer Director

To be eligible to be considered for a volunteer Director position you must meet the qualifications as set out in the Hospital Bylaws and related policies. It is also an expectation that Directors support the hospital's fundraising activities according to their means.

Governance Committee members review and short list all applications based on the identified skills and knowledge base required. We thank all applicants for their interest, however, only those selected for an interview will be contacted.

Short listed applicants are invited to meet with Governance Committee members and are required to complete a Police Criminal Record Check process.

After meeting with candidates, the Governance Committee prepares a recommendation for the Board who makes a final decision on candidates who will be recommended for election at the June Annual Meeting. As a Catholic sponsored hospital, directors must be approved by the Catholic Health Corporation of Ontario. Once approved Directors assume their position immediately.

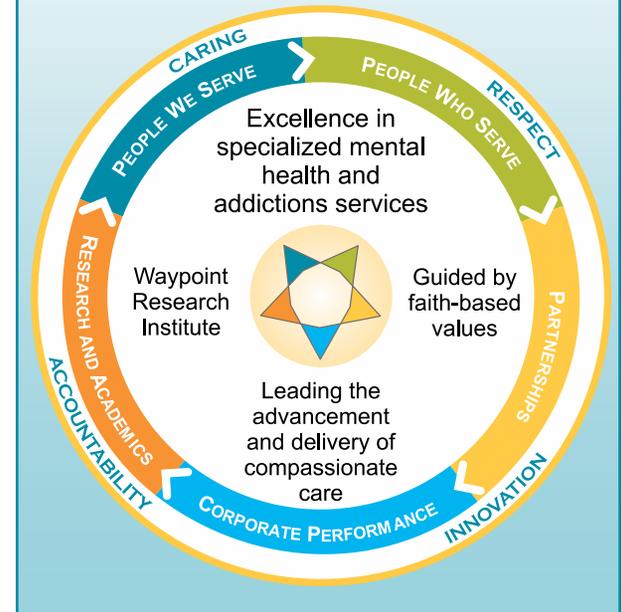
### Need more information?

Visit [www.waypointcentre.ca](http://www.waypointcentre.ca) or contact 705 549-3181 ext. 2201.



## Board of Directors

### Being a Volunteer Director and what it involves



Being part of the governance leadership at Waypoint will prove to be rewarding and interesting.

## Health Care in Ontario

Essentially, there is a three tiered model of health care accountability in Ontario with the provincial level provided by the Ministry of Health and Long-Term Care, regional level provided by the Local Health Integration Network (LHIN) and organizational-level governance provided by Boards of health service providers such as hospitals.

Ontario is the only Canadian province with an independent voluntary governance model for hospitals which is mandated through the Public Hospitals Act. It is through the LHINs that Hospitals are primarily funded.



## Governance at Waypoint

The Board of Directors at Waypoint is a skills based board comprised of 9 elected directors and 4 Ex-officio Directors. Elected Directors are eligible to serve a three-year term, renewable for a maximum term of office not to exceed nine years. Renewal of an elected Director's term is not automatic and subject to regular evaluation of the director's performance prior to the renewal of the term. As a not-for-profit provincial corporation, any compensation to the Directors for their Board duties is prohibited.

## What Do We Do?

Hospital Boards serve in a governance role and have a fiduciary responsibility only to the Corporation when fulfilling their primary duties and not to any other agency, group or individual. As a Catholic hospital, the Board Directors have the critical responsibility to ensure that the mission and core values of Catholic health care are lived out in the daily practice of the organization. The Board focuses on policy formation, strategic decision making and oversight, while management guides hospital operations in a manner consistent with policies set by the Board.

Board Roles	Board Responsibilities
Fiduciary – providing oversight and stewardship of tangible assets	<ul style="list-style-type: none"><li>• Establish Strategic Direction</li><li>• Oversee Quality and Risk</li><li>• Ensure Financial and Organizational Viability</li><li>• Provide for Excellent Leadership and Management</li><li>• Build and Maintain Positive Stakeholder Relationships</li></ul>
Strategic – providing foresight and working as effective strategists in partnership with management	
Generative – providing insight and understanding in deciding how the organization or the board wants to consider an issue	

**“Fiduciary Duty”** – act honestly, in good faith and in the best interest of the hospital and to apply the level of skill and judgment that is reasonable to expect of a person with their knowledge and experience.

The Board has seven Committees designed to support the Board in fulfilling its responsibilities to maximize the participation of individual Directors. The Board as a whole maintains ‘ownership’ of the work that is done on its behalf by Committees – the Board determines its priorities and how business is conducted through Terms of References for each committee outlining their respective roles and relationship to the board as well as setting annual workplans. It is an expectation that Directors sit on a least one standing Committees. Committees generally meet monthly with a few exceptions.

Directors must be aware of any potential, perceived or actual conflict of interest they may have and shall declare that conflict in advance of receiving any information or discussing any issues they may have a conflict with. Directors also have a duty of confidence not to disclose or discuss confidential information concerning the business and affairs of the hospital received in their capacity as Directors, unless otherwise authorized by the Board. This duty to confidentiality applies both during the term as a Director and after vacating the Director position. Annually, each Director is required to confirm their commitment to adhere to these policies by signing a Waypoint Board Confidentiality Agreement.

The Hospital Board governs according to its Bylaws and Board policies. The Board Policy Manual includes the policies and procedures that directly affect how the hospital is governed. Prospective Directors are strongly encouraged to review these documents prior to joining the Board..