

OVERVIEW OF PRHC and its PROCESS FOR RECRUITING BOARD MEMBERS

1. Overview of PRHC

PRHC is a regional acute care hospital serving over 300,000 people in Peterborough city and county, City of Kawartha Lakes and counties of Northumberland and Haliburton.

PRHC introduced its Strategic Plan in 2017. A copy of the Strategic Plan 2017-2020 is on PRHC's website. The new Strategic Plan 2020-2023 is currently in development. The Strategic Plan sets forth PRHC's current strategic goals and objectives:

- Deliver Culturally Safe, Outstanding Care
- Deliver Seamless Care Transitions
- Deliver Regional Programs in Collaboration with Our Care Partners
- Build Strong Foundations to Achieve Our Mission

PRHC's Vision, Mission & Values are:

- Exceeding your expectations, every day
- We are a regional hospital building healthier communities with our patients and partners
- Guided by You; Doing it Right; Depend on Us

PRHC has an annual operating budget of about \$250 million; approximately 2000 employees, 350 physicians and over 600 volunteers.

2. Overview of the Board

PRHC's Board is a skills-based Board whose Members reflect the diversity of the region which PRHC serves. The voting Members of the Board include the elected Members of the Board, and one Ex Officio voting Member of the Board namely the President of the PRHC Foundation. In addition, there are five Ex Officio non-voting Members of the Board, namely the CEO, Chief of Staff, President of the Professional Staff Association (PSA), Vice President of the PSA and the Chief Nursing Executive.

A skilled and diverse group of Board Members will be well prepared to make decisions to oversee the achievement of PRHC's Strategic Plan and to ensure the delivery of safe, high-quality health care services.

The Board has standing committees to perform certain functions and report to the Board. These are: Governance & Planning, Stewardship, Audit, and Quality of Care. Each committee is comprised of Board Members and a member of the administration. The Governance & Planning Committee oversees the governance of the Board including By-law, Policies, Procedures, Board education and orientation, as well as overseeing the development and implementation of the Strategic Plan including the Vision, Mission, Values and the strategic directions for PRHC. The Stewardship and Audit Committees oversee finance and financial reporting, information technology and systems, human resources, together with the internal audit function and the external Auditor respectively. The Quality of Care Committee oversees the delivery of excellent care at PRHC.

In addition, the Board has a Nominating Sub-Committee (NSC) which is comprised of: the past Chair of the Board, the current Chair of the Board; the current Vice Chair of the Board, and a Board Member. The NSC reports to the Governance & Planning Committee which reports to the Board.

The NSC is responsible for making recommendations for consideration at the Annual General Meeting each June regarding: (a) the election of individuals to the Board of Directors reflecting By-law requirements, vacancies, Board competencies, required skill sets and Board composition related to diversity; (c) the allocation of Board Members to committees; and (d) the appointment of Board Members as Chairs of the Board's standing committees.

- (a) **Elected Board Members:** PRHC's By-law provides for up to 15 elected Members of the Board. Board Members are elected for terms of one or two or possibly three years, provided that a Board Member may not serve more than, at a maximum, nine consecutive years. In order to provide for the flexibility and opportunity for continual renewal and succession planning at the Board level, it is anticipated that those Board Members who take on leadership roles such as Chair and Vice Chair would remain on the Board for up to nine years while those Board Members who do not, would remain on the Board for considerably less time. Board Members attend 6 Board meetings each year and, in addition, are assigned to a committee which meets about 5-6 times a year.
- (b) **Assignments to Committees:** In the spring of each year, the NSC deliberates and drafts a chart of committee membership which it recommends for approval by the Board. In this exercise, the NSC takes into account a number of factors such as the skills of each Board Member, the needs of the committees, any legislative requirements (e.g. that there be a minimum number of CPAs on the Audit Committee) and expressions of interest of each Board Member.
- (c) **Appointments of Board Chair, Vice Chair and Committee Chairs:** In the spring of each year, the NSC deliberates and makes recommendations concerning the appointment by the Board of the Board Chair and Vice Chair and the Chairs of each of the standing committees. The NSC considers a number of factors including the contributions of Board Members, the leadership roles they have fulfilled and their expressions of interest as set forth in their annual self-assessments which are completed each spring.

3. Overview of the Recruitment Process for elected Board Members

- (a) Each September, the NSC identifies what vacancies then exist and which vacancies are anticipated during the upcoming year.
- (b) The NSC then deliberates to identify what skill sets are the most important for the Board to have for its anticipated activities in the upcoming years and in terms of ensuring that the Board continues to reflect the diverse elements of the community served by PRHC.
- (c) The NSC then reviews the composite Competency Matrix which lists a variety of hard skills (e.g. legal, accounting, health care expertise), behaviour skills (e.g. courage to ask tough questions, ability to work as a team) and diversity (reflecting the diversity of the region served by PRHC (e.g. gender, representation of the area served, background), which all Board Members completed, to determine the gaps in the desired skills sets. The current form of the Competency Matrix is attached.

- (d) PRHC may advertise in the community to ask for applications from persons interested in becoming involved.
- (e) The NSC also reaches out into the community to seek out persons who could fill the identified gaps.
- (f) The NSC then conducts interviews of applicants.
- (g) For those applicants whom the NSC intends to recommend, two references are interviewed and a police check is obtained from the applicant.

4. **Additional Information concerning Board Members:**

PRHC has a Mentorship program by which a Board Member is a mentor to every Board Member in his or her first or second year of service as a Board Member.

The responsibilities of Board Members are set out in Article 4 of the By-law (which is on our website). These include the following duties: standard of care, the duty to act honestly and without a conflict of interest, the duty to read the materials, the duty to attend at least 70% of meetings and participate, and the duty of confidentiality.

There is an annual orientation program for Board Members.

Each year, there is a Board retreat.

Each spring, there is an annual individual performance assessment of each Board Member comprised of a self-assessment by each Board Member together with an assessment by his/her committee chair.

Board Members are required to attend an average of 15 hours per year of education sessions at committee meetings, webcasts, readings, orientation, etc.

The approximate time commitment for a Board Member is comprised of five to six monthly meetings each year of a committee; six Board meetings each year; reading of materials; a few social meetings; and any education sessions.

This document last updated February 2020.



Competency Skill
Matrix_2020.xlsx