



## BOARD POLICY – BOARD PROCESS

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<b><u>POLICY TITLE</u></b> <b>TERMS OF REFERENCE</b> President and CEO	
<b><u>AUTHORIZATION</u></b> Board of Directors	<b><u>DATE APPROVED</u></b> December 17, 2014
<b><u>CURRENT VERSION DATE</u></b> December 2016	

### DATE(S) REVISED / REVIEWED SUMMARY

Version	Date	Comments / Changes
1.0	December 2014	Initial Policy
2.0	December 2016	Reviewed, no changes

### 1. INTRODUCTION

- A. The President and Chief Executive Officer (the “CEO”) reports to the Fraser Health Board of Directors (the “Board”) and maintains open communication with the Board Chair. The CEO is not a member of the Board.
- B. The CEO is responsible for:
  - i. Providing leadership, general supervision, management and control of the operations of the Authority on a day-to-day basis in accordance with the strategies, plans and policies approved by the Board;
  - ii. Providing overall leadership and vision in developing that tactics and plans necessary to realize objectives; and
  - iii. Managing the Authority to ensure strategic and annual plans are effectively implemented, the results are monitored and reported to the Board, and financial and operations objectives are attained.

### 2. DUTIES AND RESPONSIBILITIES

- A. Lead and manage the Authority within parameters established by the Board.
- B. Develop and recommend strategic plans and policy to the Board consistent with the Vision and Mission and the Government Letter of Expectations (GLE). This



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includes updating and making changes as required, and involving the Board in the early stages of developing strategy.

- C. Formulate annual operating plans, capital plan and other supporting initiatives base on the objectives and strategies identified in the strategic plans and present the related operating and capital budgets to the Board for approval.
- D. Successfully implement the corresponding annual operating and capital plans. Review and report regularly to the Board on the overall progress and results against operating and financial objectives and initiate courses of action for improvement.
- E. Ensures development and attainment of the overall financial performance including annual operating forecasts of revenue, expenditures, and operational plans. These forecasts serve as operating and financial guidelines and do not require Board approval.
- F. Monitor and report to the Board all significant operation, financial and material matters relevant to the Authority. This includes external items emanating from Governments and stakeholders.
- G. Authorize the commitment of funds to capital projects included in budgets approved by the Board. May also authorize the commitment of funds to capital projects not included in a budget or otherwise approved by the Board to a maximum outlined in the Limits of Spending Authority policy such capital commitments shall be submitted to the Board for ratification at the next regularly scheduled Board meeting.
- H. Authorize commitment of corporate resources. Within the limits of authority granted by the Board, enter into agreements, contracts, leases, etc. in the ordinary course of business, in order to purse the approved strategies, plans and objectives of the Authority, provided however, that major commitments, exposures, and risks shall be reported to the Board on a regular and timely basis.



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- I. Identify the principal risks of the Authority's business and implement appropriate systems to manage these risks.
- J. Direct and maintain a sound, effective organizational structure, and ensure capable management succession, progressive employee training and development programs.
- K. Annually establish and maintain a Board approved plan for senior management development and succession.
- L. Establish effective control and co-ordination mechanisms for all operations and activities. Ensure the integrity of the internal control and management systems.
- M. Ensures quality (efficiency, effectiveness, satisfaction, safety and risk) and access improvement through measurement, analysis and comparison to best practices.
- N. Ensure a comprehensive communications program is in place that meets the policy expectations of the Board.
- O. Fosters relationships with agencies, universities, professional regulatory bodies, the Ministry of Health, other health delivery organizations, special interest groups, the general public and other key stakeholders to encourage understanding and cooperation in the development, implementation and evaluation of the operational and strategic plans of the Authority.
- P. Manage and oversee the required interfaces between the Authority and the Government and stakeholders and act as the principal spokesperson for the Authority.
- Q. Ensure the safe, efficient operation of the Authority and ensure compliance with the Authority's environment, health and safety policies and practices.



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- R. Ensure all operations and activities of the Authority are conducted in accordance with laws, regulations, the Authority's Code of Conduct and Conflict of Interest guidelines, sound business practice and in accordance with the policies and practices approved by the Board of Directors.
- S. Foster a corporate culture that promotes ethical practices and encourages individual integrity and social responsibility.
- T. Act as an ambassador of Fraser Health in its relationships with Authorities, government, media, associations and that public and maintains a positive, high profile in the communities in which Fraser Health serves.