

**TERMS OF REFERENCE COMPLIANCE – COMMITTEE WORK PLAN
KHSC BOARD EXECUTIVE COMMITTEE
2023-24**

Review: July 26, 2023 Senior Leadership Team Meeting
Discuss: August 9, 2023 Committee Chairs Planning Session
Endorse: Endorse at November 24, 2023 Committee Mtg
Approved by KHSC Board: October 23, 2023

| | | | | |
|--|----------------------------------------|---------------|-------------------------------------------------|------------------------|
| | Month | MRP(s) | November 24 | May 29 |
| | Date | | 2023 | 2024 |
| | Focus | | Committee schedule, work plan & ONCA | ONCA compliance |
| | Terms of Reference Requirements | | | |

| | | | | |
|---------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1.0 General Responsibilities | Recommend an annual work plan to the Board based on terms of reference | Carlton | | Final executive work plan provided with year-end committee report |
| | Present a year-end report to the Board | Carlton | | Draft year-end committee report |
| | Review, confirm and recommend revisions to the Board policies for which they have oversight responsibilities | Carlton | Review Executive Committee oversight policies at committee Detailed policy review every 3-years, revision recommendations as required. | Updated/revised policies to Governance for reporting at June Board |
| 1.1 General Responsibilities | Make decisions binding on the Board in situations where it is not possible or practical to call a meeting of the Board (provided that an attempt has been made to call a Board meeting), or where the Board has authorized the committee to act and report the decision at the next Board meeting | Pichora | | |
| | Other duties as assigned by the Board | Pichora | ONCA compliance recommendations (as needed) Update on OHA Special Committee on Hospital Leadership Recruitment & Retention Confirmation of annual corporate filings | ONCA compliance recommendations (as needed) |
| 1.2 General Responsibilities | Develop a process to oversee the performance and compensation of the chief executive officer and chief of staff by: | | | |
| | - Developing a position description for the CEO and COS for Board approval | Carlton | Provide CEO and COS position descriptions to support 2023-24 evaluation process | |
| | - Overseeing CEO and COS recruitment, selection and succession planning | Carlton | Approach to succession planning framework for Executive & Physician Leaders | Update overall succession planning for executive team and physician leadership group CEO & COS to confirm candidates for sudden CEO and Cos succession Planning |

**TERMS OF REFERENCE COMPLIANCE – COMMITTEE WORK PLAN
KHSC BOARD EXECUTIVE COMMITTEE
2023-24**

Review: July 26, 2023 Senior Leadership Team Meeting
Discuss: August 9, 2023 Committee Chairs Planning Session
Endorse: Endorse at November 24, 2023 Committee Mtg
Approved by KHSC Board: October 23, 2023

| | | | | |
|--|----------------------------------------|---------------|-------------------------------------------------|------------------------|
| | Month | MRP(s) | November 24 | May 29 |
| | Date | | 2023 | 2024 |
| | Focus | | Committee schedule, work plan & ONCA | ONCA compliance |
| | Terms of Reference Requirements | | | |

| | | | | |
|-----------------------------------------|----------------------------------------------------------------------------------------------------------------------------|---------|------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------|
| | - Reviewing and recommending to the Board the CEO and COS annual objectives | Carlton | Update on measureable metrics to support CEO/COS Evaluation process Q1 & Q2 CEO & COS Performance Objectives Reporting on 2023-24 | Update on CEO and COS annual learning plans Q3 & Q3 CEO & COS Performance Objectives Reporting on 2023-24 |
| | - Development and conducting a process to review the performance of the CEO and COS and reporting the results to the Board | Carlton | Finalize approach & framework for 2023-24 Performance Evaluation Process for CEO & COS | Finalize report to Board on 2023-24 Performance Evaluation Process for CEO & COS |
| | - Recommending CEO and COS compensation for Board approval | Carlton | Confirm pay for performance for 2022-23 has been completed | Ensure QIP link to performance metrics for 2024-25 2023-24 Pay for Performance recommendation to Board Confirm Approach to 2024-25 P4P metrics |
| 3.0 Board Reporting Requirements | Board reports due at CEO's office Board mailing date Board meeting date | Kemp | December 1 December 4 December 11 | June 3 June 10 June 17 |