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COMMITTEE:	Governance	REVISION DATE:	June 2023
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SUBJECT: DIRECTOR & NON-DIRECTOR MEMBER¹ DECLARATION

The following is the declaration each director or non-director will be required to sign on an annual basis before being accepted to serve on the KHSC Board or a Board Committee.

The declaration will be delivered to each director or non-director following the annual general meeting for completion.

Annual Director Declaration and Consent

To: Kingston Health Sciences Centre
And to: The Directors thereof

Consent

- I am an individual elected or appointed to the Board and hereby acknowledge and declare that I:
- a) Consent to act as a director of the Corporation;
 - b) Am at least 18 years of age;
 - c) Have not been found under the Substitute Decision Act, 1992 or under the Mental Health Act to be incapable of managing property;
 - d) Have not been found to be incapable by any court in Canada or elsewhere;
 - e) Do not have the status of an undischarged bankrupt; and
 - f) Am not any "ineligible individual" as defined in the Income Tax Act (Canada) or any regulations made under it.
 - g) I have a Canadian Police Information Centre (CPIC) on record with the Secretary of the Board and confirm that there have been no changes to this record since I filed this information with KHSC.
- I am an individual appointed to a Board committee and consent to serve the Corporation as a non-director Board committee member.

Meeting Participation Consent

- I consent to the holding of Board and Board Committee meetings by telephonic or electronic means that permit all persons participating in the meeting to communicate adequately with each other during the meeting. I also consent to the participation by any Director or Board Committee member at a Board or Board Committee meeting by such telephonic or electronic means.

¹ A Non-Director member refers to community members on Board Committees, who are not directors of the Board, but are members of the Committee.

I also understand that meetings I participate in may have my voice electronically captured by the recording secretary for the purpose of creating meeting minute documentation and that, once the minutes have been transcribed, the recording is deleted.

I hereby confirm that I have provided the CEO's office with a secure e-mail address/account to receive board information/materials which may be considered confidential. I will undertake to advise the Hospital in writing of any change of personal address/email as soon as possible after such change. I understand that my email address and contact phone number is visible on the BoardEffect meeting portal.

Compliance with Policies

I confirm that I have read and understand all of the Board-approved policies and codes of conduct and any other applicable KHSC policies, as amended or supplemented from time to time (the "**Policies**"), including by not limited to:

- a) III-5 Privacy and Security of Information
- b) III-6 Patient Feedback
- c) V-2 Conflict of Interest provisions for directors and external members
- d) V-3 Board Code of Conduct
- e) V-4 Confidentiality
- f) V-A-6 Position Description – Board of Directors
- g) V-B-7 Board & Committee Attendance

I agree and comply with the Not-for-Profit Corporations Act, 2010 (the "**Act**") and the Corporation's articles, bylaws, and policies ("**Governance Documents**").

I agree to take all reasonable precautions in protecting the security of my devices and login credentials used in accessing any board and committee related materials and communications. I understand that a lock screen must be enabled on all devices used to access board and committee related activities and information, and that I must not share my login credentials with anyone at any time. I understand that a lock screen requires a password, passcode, lock pattern, or fingerprint/face recognition to unlock a device that it is enabled on.

Conflicts

In accordance with the Act and the Corporation's Governance Documents, I make the following disclosure:

I have an interest, directly or indirectly, in the following entities or persons, or matters, which includes entities in which I am a director or officer:

- 1. (insert name)
- 2. (insert name)
- 3. (insert name)

This disclosure is a general notice of interest pursuant to Act and the Corporation's Governance Documents, and accordingly, I should be regarded as interested in any of the above entities, persons or matters.

I acknowledge that this disclosure is in addition to my obligations to comply with the Act and the Corporation's Governance Documents in respect of any specific conflict that may arise.

I declare the above information to be true and accurate as of the date hereof.

Notice

Notice for Board and/or Board Committee meetings may be sent to me at the address set out below:

Address: _____

Email: _____

Telephone: _____

Attention: _____

Dated this _____ day of _____, 20XX.

Signature

Name of Director (Please Print)