

BRIEFING NOTE

TO: Board of Directors

FROM: Governance Committee

DATE: May 17, 2021

SUBJECT: 9.2(b) Board Policy Development Policy 4-24 Monitoring Report Template

For Decision

For Information

Monitoring Report

Purpose:

To review the Role of Board Policy Development Policy 4-24 Monitoring Report Template

Background:

On October 5, 2020, the Board approved the Board Policy Development Policy 4-24. The purpose of this policy was to codify a process for developing, approving, updating and evaluating the success of governance policies. The Board also approved the monitoring of eight of its own board policies in greater detail under Section 8b of the Board Policy Development Policy 4-24. This governance process supports the development of informed, engaged, and wise policy direction by the Board. The Board requested that Board Monitoring Achievement Report templates be created for each of the eight policies to be under review over the next two years.

For Consideration:

The Board Policy Development Policy 4-24 is attached as **Appendix A** and the monitoring template is **Appendix B**. The italicized portion of the template is provided to direct the responsible director to the possible questions they should turn their mind to when completing the template.

The monitoring report for the Board Policy Development Policy 4-24 is scheduled to be delivered to the Board at its meeting in December 2021. It is necessary for one director to take on the responsibility of completing this template and speaking to the matter at the meeting. In the event that no director volunteers, the Chair may designate a responsible director.

Recommendations:

That the Board approve the Board Policy Development Policy 4-24 monitoring template as recommended by the Governance Committee.

That the Chair appoint a Board director to complete the report and present it to the Board at its December 2021 meeting.

POLICY TYPE: GOVERNANCE PROCESS

4-24 Board Policy Development Policy

BACKGROUND

The College of Opticians of Ontario (COO) recognizes that one of its primary functions is to develop governance policies in accordance with its governance role and its mandate under provincial legislation.

POLICY**1. General Principles**

- a. It is the responsibility of the Board to develop, approve, update and evaluate implementation of its governance policies.
- b. The set of policies contained in the Policy Governance Manual (the “Board Policies”) shall be kept current at all times such that the policies accurately reflect current Board policy thinking and direction and so the policies remain relevant and useful.
- c. This policy applies to Board Policies only. The Board recognizes that the Registrar, CEO is delegated the responsibility of developing administrative policies and procedures to interpret and implement Strategic Outcomes and Operational Boundaries Policies. The Registrar, CEO may develop, amend, update and approve all administrative policies without Board review or approval.

2. Policy Categories

- a. Board Policies are grouped into four categories.
 - i. Strategic Outcomes Policies: These policies provide direction to the COO’s strategic vision, mission, impact and results.
 - ii. Operational Boundaries Policies: These policies set out the Board’s risk boundaries for COO operations.
 - iii. Governance Process Policies: These policies define the governance approach and processes the Board will use.
 - iv. Board-Staff Relationship Policies: These policies clarify the Board’s relationship with the Registrar, CEO and COO staff.

3. Policy Development

- a. Any individual (including a Director, committee member, Registrar, CEO, staff or external advisor), the Board as a whole, or a committee may request a new Board Policy or modifications to an existing Board Policy.
- b. In evaluating the request, the Board will consider the following:
 - i. The need for the Board to provide governance direction through a Board Policy statement.
 - ii. Whether the policy aligns with COO values, vision, mission and Strategic Outcomes Policies.
 - iii. Strategic implications and risk.
 - iv. Impact to the public interest, registrants, staff and other stakeholders.
 - v. Feasibility of implementing the request.
- c. The Board may assign the task of developing or modifying a policy to an appropriate committee.
- d. The Registrar, CEO and/or a committee may engage in initial stakeholder consultation before presenting a proposed policy to a committee or to the Board (see Board Decision-Making Policy, 4-20).

4. Policy Approval

- a. Policies will be approved in accordance with the Board Decision-Making Policy, 4-20.
- 5. Policy Implementation**
- a. Strategic Outcomes and Operational Boundaries Policies will be interpreted and implemented by the Registrar, CEO.
 - b. Governance Process and Board-Staff Relationship Policies will be interpreted and implemented by the Board.
- 6. Regular Policy Review**
- a. The Board recognizes that Board Policies need to be reviewed and updated/refreshed regularly to ensure they remain relevant and current.
 - b. Each Board Policy, once approved, will include a frequency for review, which will not exceed at least once every 4 years.
 - c. The process for reviewing Board Policies will be facilitated and supported by the Governance Committee with input from other committees as needed.
 - d. The policy review schedule will be considered when the Board establishes its annual Strategic Agenda/Work Plan.
 - e. In addition, the Board may review any of its policies at any time if it believes a review to be necessary.
- 7. Policy Tracking and the Policy Governance Manual**
- a. All Board Policies will be recorded in the COO Policy Governance Manual (the “Manual”).
 - b. The Manual will be kept on the COO electronic portal where it will be available to all Directors and Committee Members.
 - c. The Manual will be kept up to date by COO staff.
 - d. Directors and Committee Members are encouraged to refer to the Manual for use at Board and Committee meetings.
- 8. Policy Monitoring and Achievement Evaluation**
- a. The Board will receive scheduled monitoring reports from the Registrar, CEO on their interpretation and achievement of Strategic Outcomes Policies, and their interpretation and compliance with Operational Boundaries Policies.
 - b. The Board will evaluate, based on a schedule set out in Appendix A, the Board Workplan, its achievement of the Governance Process and Board-Staff Relationship Policies.

| Board Self-Monitoring Schedule January 2021 to December 2022 | | |
|---|----------------------------|--------------------------|
| Governance Policy | Date to be Reviewed | Director Assigned |
| Board Monitoring System Policy 4-25 | February 2021 | Mike Smart |
| Board Annual Strategic Agenda/Workplan Policy 4-21 | May 2021 | Ingrid Koenig |
| Role of Board Officers Policy 4-05 | October 2021 | |
| Board Policy Development Policy 4-24 | December 2021 | |
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| Delegation to the Registrar Policy 3-03 | February 2022 | |
| Governance Approach Policy 4-01 | May 2022 | |
| Board Code of Conduct | October 2022 | |
| Board Terms of Reference Policy 4-03 | December 2022 | |

| Board Policy Development Policy 4-24 Monitoring Template | | | | | |
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| # | Policy Criteria | Board Interpretation of Policy Criteria (i.e. what does compliance with each policy criteria look like?) | Evidence Board has met the criteria | Deficiencies and Recommendations | Conclusion: Level of Achievement 1 – Compliance not achieved 2 - Compliance Partially Achieved 3 – Compliance Fully Achieved |
| 1 | The Board complies with its commitment to develop and approve new policies in the manner set out in the Policy. | <i>The Board will have fulfilled this policy criterion if...</i> | <i>Were any new policies identified for development/approval? If so, were those policies developed and approved? What were they?</i> | | |
| 2 | The Board complies with its commitment to regularly review existing policies. | <i>The Board will have fulfilled this policy criterion if...</i> | <i>Is there a review schedule? Is the review schedule followed? How many policies were reviewed in the reporting period?</i> | | |
| 3 | The Board complies with its commitment to track its policies. | <i>The Board will have fulfilled this policy criterion if...</i> | <i>Are policies tracked? If so how often are they tracked?</i> | | |
| 4 | The Board complies with its commitment to monitor the Registrar, CEO's compliance | <i>The Board will have fulfilled this policy criterion if...</i> | <i>Does the board receive scheduled monitoring reports from the Registrar?</i> | | |

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| | with Strategic Outcome Policies and Operational Boundaries Policies. | | | | |
| 5 | The Board adheres to its commitment to monitor its own compliance with Governance Process and Board-Staff Relationship policies | <i>The Board will have fulfilled this policy criterion if...</i> | <i>Has the Board adhered to its schedule/process for self-monitoring?</i> | | |

Respectfully submitted,

John Smith, Member
Board Director Facilitating Review

Date