

## BRIEFING NOTE

**TO:** Board of Directors

**FROM:** Alicia Munian, Facilitating Director

**DATE:** December 4, 2023

**SUBJECT:** Board Policy Development Policy Monitoring Report

For Decision

For Information

Monitoring Report

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**Purpose:**

To review the Board Policy Development Policy Monitoring Report.

**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.

This policy provides that the board will directly monitor eight of its own board policies. This governance process was implemented to ensure that the board is regularly checking to make sure it is following its most important Governance Process and Board/Staff Relationship policies, and to provide opportunities for feedback and/or course corrections where needed.

**For Consideration:**

A monitoring report on the Board Policy Development Policy is attached as Appendix A. A copy of the policy is attached as Appendix B.

**Public Interest Consideration:**

The Board has recognized the importance of strong governance in order to carry out its object of regulating the profession in the public interest and has invested significant time and resources into updating its governance policies and processes. Reviewing the content of these policies ensures that policies are consistent and effective, and that the College is up to date with regulations, technology, and regulatory best practices.

**Diversity, Equity and Inclusion Considerations:**

When reviewing the report, it is incumbent on the Board to consider whether any issues or concerns have arisen from a diversity, equity or inclusion perspective.

**Recommendation:**

That the Board evaluate the success of implementing the Board Policy Development Policy as presented by the facilitating director's report. In doing this, the board should consider the following questions:

1. The report identifies how the board has interpreted each part of the policy. Does the board agree that these interpretations are accurate?
2. Does the board believe that any policies areas should be interpreted differently?
3. Does the board agree with the evidence identified in the report?
4. Does the board have any recommendations on steps that should be taken to address any concerns that have been identified?

## Board Policy Development Policy 4-24

### Monitoring Report

#	Policy Criteria	Board Interpretation of Policy Criteria	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.	<p>The Board will have fulfilled this policy criterion if any individual (incl. 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.</p> <p>If the policy aligns with COO values, vision, mission and Strategic Outcomes Policies. If the Board assigns the task of developing or modifying a policy to an appropriate committee.</p>	<p>A Governance committee has been tasked with developing and updating policies.</p> <p>All policies were developed with a focus on public interest and DEI considerations.</p> <p>Legislative changes required by the Ministry of Health were also completed.</p>		3
2.	The Board complies with its commitment to regularly	The Board will have fulfilled this policy criterion if it does not	The below policies were identified by the College of Opticians to be reviewed in 2023.		3

	<p>review existing policies.</p>	<p>exceed review at least once every 4 years, once policy has been approved. (Appendix 2 in the Governance Manual)</p>	<p><b>December 2022 – Corporate Identity, Public Image and Communications Policy:</b> minor amendments were approved.</p> <p><b>December 2022 – Director Job Description Policy:</b> reviewed but no amendments were proposed.</p> <p><b>December 2022 - Board Strategic Agenda and Work Plan Policy:</b> approved changing the format to make it easier to read and to align with other policies.</p> <p><b>December 2022 - Pre-Election/ Pre-Appointment Screening Process Policy:</b> establishes a review and publication of competencies and a time frame for review of candidate members. Proposed changes were approved.</p> <p><b>December 2022 – Investment Policy:</b> approved a risk management system for periodic checks to achieve desired results.</p> <p><b>December 2022 – Reserves Policy:</b> review of general reserves and discretionary reserves. Required to draw on reserve funds to offset a revenue deficit was not needed.</p> <p><b>December 2022 – Registrant Relations Policy:</b> review of how the college is collecting data and obligations to the Human Rights Code and AODA. No changes were made.</p> <p><b>March 2023 – Strategic Outcomes Policy:</b> amendments proposed and approved to reflect the College’s 2023-2025 Strategic Plan.</p>		
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			<p><b>March 2023 – Role of Board Officers’ Policy:</b> reviewed and no changes were required.</p> <p><b>March 2023 – Appointed Members’ Policy:</b> minor amendments were proposed and approved but no substantive changes were made to the policy.</p> <p><b>April 2023 – Emergency Class Regulatory Amendment:</b> new requirements for an emergency class of registrants. Amendments include eligibility requirements, conditions for certification, validity periods and transitioning to a Register Optician status.</p>		
3.	The Board complies with its commitment to track its policies.	The Board will have fulfilled this policy criterion if all Board Policies are recorded in the College of Opticians Policy Governance Manual.	<p>All policies are tracked and kept up to date electronically by COO staff.</p> <p><b>November 2022 – Technology and Cybersecurity Policy:</b> approved in October 2022, training for all staff and Board members needs to be completed.</p> <p><b>November 2023 – Pre-election and Pre-appointment Policy:</b> approved in December 2022, needs to be reviewed.</p> <p><b>December 2022 – Board Code of Conduct Monitoring Policy:</b> two areas of improvement were identified. 1/ Thoroughness of review by Board members. 2/ Removal of systemic bias – DEI training recommended.</p> <p><b>December 2023 – Board Policy Development Policy:</b> the Board will monitor 8 of its own board policies over a 2-year cycle. 1/ Board Monitoring System Policy. 2/ Board Policy Development Policy. 3/ Role of Board Officers’ Policy. 4/ Board Annual Strategic Agenda.</p>		

			<p><b>March 2023 – Strategic Outcomes Policy:</b> monitoring report with new 2023 – 2025 Strategic Plan reviewed. Target goals and KPIs (key performance indicators) were identified.</p> <p><b>March 2023 – Financial Planning and Budgeting Policy:</b> was last updated in 2020. The plan covered a multi-year strategic focus for reasonable fund assignment, regular analysis, financial projections, reserve fund expenditures and budget development.</p> <p><b>March 2023 - Corporate Identity, Public Image and Communications Policy:</b> next report due in March 2025. Outlines guidelines for the external use of corporate identity, use of the corporate seal, internal/external communications and public relations.</p> <p><b>March 2023 – Emergency Registrar, CEO Succession Policy:</b> last updated in 2021. Outlines requirements as interpreted by the Registrar around responsibilities and maintaining COO records.</p> <p><b>October 2023 – Reinstatement Policy:</b> legacy policy contained outdated provisions. Proposed change to remove the outdated suggested activity was approved.</p> <p><b>October 2023 – Language Proficiency Policy:</b> the original regulation does not limit the Colleges to accept other tests or demonstrations of language proficiency outside of IICC (test by Immigrations, Refugees and Citizenship Canada). Proposed change with more English proficiency options were approved.</p>		
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4.	The Board complies with its commitment to monitor and evaluate its policies.	<p>The Board will have fulfilled this policy criterion if:</p> <ol style="list-style-type: none"> <li>1. The Board receives scheduled monitoring reports from the Registrar, CEO and their interpretation and achievement of Strategic Outcomes Policies, and their interpretation and compliance with Operational Boundaries Policies.</li> <li>2. 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.</li> </ol>	<p><b>January 2023 – Board Code of Conduct Monitoring Policy:</b> training on Code of Conduct for board and committee members.</p> <p><b>January 2023 – Board Code of Conduct Monitoring Policy:</b> DEI training on Indigenous cultural safety and humility completed.</p> <p><b>June 2023 – Emergency Registrar, CEO Succession Policy:</b> 2-day strategic planning session training.</p> <p><b>June 2023 – Financial Planning and Budgeting Policy:</b> no updates were proposed.</p> <p><b>June 2023 – Investment Policy:</b> Review completed of investment management, investment parameters and evaluation of results. The report covered the period from January 2023 to May 2023. The next report is due December 2023.</p> <p><b>June 2023 – Financial Condition Policy:</b> no updates were proposed. Review of financial position, expenditures, debt, reserve funds, payments and receivables were reviewed. The next financial report will be due in June 2024 covered the period from June 2023 to May 2024.</p> <p><b>June 2023 - Discipline Committee Terms of Reference and Mandate Policy:</b> no updates were proposed.</p> <p><b>June 2023 - Role of Committee Chairperson Policy:</b> no updates were proposed.</p> <p><b>June 2023 – Strategic Agenda/Workplan Policy:</b> the monitoring report for the period from May 2021 to May</p>		3
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		<p>2023 was reviewed. The next monitoring report will be due in June 2025.</p> <p><b>June 2023 – Currency of Practice Policy:</b> amendments to the Opticianry Act, 1991 were submitted to the Ministry of Health in 2017. A new policy will be required to align with the new regulatory requirement that registrants demonstrate currency on an ongoing basis. Approved amendments were submitted to the Ministry in August 2023.</p> <p><b>June 2023 – Practicum Policy:</b> amendments to the Opticianry Act, 1991 were submitted to the Ministry of Health in 2017. A new policy will be required to align with the new regulatory requirement that registrants demonstrate currency on an ongoing basis. Approved amendments were submitted to the Ministry in August 2023.</p> <p><b>June 2023 – Reinstatement and Changing from Inactive to Active Practice Policy:</b> amendments to the Opticianry Act, 1991 were submitted to the Ministry of Health in 2017. A new policy will be required to align with the new regulatory requirement that registrants demonstrate currency on an ongoing basis. Approved amendments were submitted to the Ministry in August 2023.</p> <p><b>October 2023 – Posting of Board Materials Policy:</b> no updates were proposed.</p> <p><b>October 2023 – Role of the Board Officers’ Policy:</b> codify a process for developing, approving, updating and evaluating the success of governance policies. Compliance was fully achieved in all categories.</p>		
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			<p><b>October 2023 – Communication and Support for the Board Policy:</b> this is the second monitoring report submitted to the Board. This report covers the period from September 2021 to September 2023. Policy details and evidence of effort were presented.</p> <p><b>October 2023 – Technology and Cybersecurity Policy:</b> training for all staff and Board members was completed.</p>		
5.	<p>The Board complies with its commitment to Governance Process and Board-Staff Relationship policies, as set out in the policy and Appendix A to the policy.</p>	<p>The Board will have fulfilled this policy criterion if tasks of development or modifying a policy have been assigned to appropriate committee members.</p> <p>The Board kept the review schedule in the manual, Section 4-24, Appendix A.</p>	<p><b>October 2023 – Quarterly Policies for Content Review:</b> scheduled content review to determine if amendments are necessary.</p> <p><b>October 2023 – Executive Election Process:</b> guidelines around composition, timing and eligibility.</p> <p><b>October 2023 – Role of Board Officers’ Policy:</b> roles and responsibilities proposed for all 5 officer positions.</p>	<p>As committed in 2022, the Board will monitor 8 of its key policies over a 2-year cycle. Some of the 8 have been reviewed in 2023 but not all. Effort needs to be made to ensure the review of all 8 are completed by the end of 2024.</p> <ol style="list-style-type: none"> <li>1. Board Monitoring System Policy</li> <li>2. Board Annual Strategic Agenda/Workshop Policy</li> <li>3. Role of Board Officers Policy</li> <li>4. Board Development</li> </ol>	3

				Policy	
				5. Delegation to the Registrar Policy	
				6. Governance Approach Policy	
				7. Board Code of Conduct	
				8. Board Terms of Reference Policy	

Respectfully submitted,

**Alicia Munian**

**November 14, 2023**

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Name

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Date

## 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.