BRIEFING NOTE

College of
Opticians
of Ontario

TO:	**Board of Directors Committee**
FROM:	**Governance Committee**
DATE:	**October 4, 2021**
SUBJECT:	**6.1 Governance Approach Policy 4-1 Monitoring Report Template**

☒ For Decision ☐ For Information ☒ Monitoring Report

Purpose:

To review the proposed Governance Approach Policy 4-1 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 Governance Approach Policy 4-1 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 Governance Approach Policy 4-1 is scheduled to be delivered to the Board at its meeting in May of 2022. 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.

Public Interest Considerations:

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. Monitoring important policies confirms that the Board is

fulfilling its duties and responsibilities and that the appropriate processes are in place to ensure that they are giving due diligence to planning and oversight over the College and will help to identify and analyze potential risks before they negatively impact the College.

Diversity, Equity and Inclusion Considerations:

It is incumbent on the Board to consider whether the proposed report is consistent with the COO's organizational values relating to diversity, equity and inclusion.

Recommendations:

That the Board approve the Governance Approach Policy 4-1 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 May 2022 meeting.

POLICY TYPE: GOVERNANCE PROCESS
4-01   Governance Approach Policy

The College of Opticians of Ontario Board (COO) will use the Policy Governance system to guide its approach to governing COO, creating policy direction, monitoring and being accountable to the public. The COO's governance approach will emphasize the following:

1. An outward focus on the public and mandate that it serves, rather than internal preoccupation;
2. Encouragement of diversity in viewpoints, skills and experiences;
3. Strategic and visionary leadership, rather than management detail;
4. Fostering public trust and community engagement;
5. Clear distinction between Board and Registrar, CEO roles;
6. Being proactive rather than reactive;
7. Accountability to the public and registrants through transparent, legal and ethical decision making; and
8. Inclusive and collaborative decision making.

In order to support this governance approach, the Board commits to ensuring:

9. **Role Distinction:** recognition that the Board's role is in governance and not management. Strong governance is achieved by selecting, supporting, and measuring the performance of an effective Registrar, CEO, who will be the Chief Executive Officer responsible for management of the organization.
10. **Role Explanation**: a clear written description of the mandate and responsibilities of each major entity within the organization.
11. **Role Education**: each person involved in the direction and operations of the College will receive appropriate orientation and training on their mandate and responsibilities to ensure they understand their role and how it relates to the other entities within the organization.
12. **Role Evaluation:** each person and entity within the organization will engage in an evaluation process and receive feedback on their performance.
13. **Role Enforcement**: a means of enforcing the organization's expectations where a person or entity within the organization is not participating appropriately in the affairs of the COO despite a clear explanation of their role, appropriate education, and evaluation of their performance.
14. **Policy Monitoring**: persistent due diligence through monitoring its adherence to, and achievement of, its policies.
15. **Board Responsibility:** the Board, not staff, will be responsible for Board performance.
16. **Board Discipline:** the Board will enforce upon itself whatever discipline is needed to govern with excellence. Board discipline will apply to matters such as attendance, preparation for meetings, responding to requests for feedback and input on key issues, policy making principles, respect of roles, speaking with one voice, and ensuring the continuity of governance capability.

Individual directors commit to supporting the Board's governance approach by:

17. **Director Responsibility**: acknowledging that their responsibility to the COO takes precedence over any role an individual director may have to represent a particular group or perspective

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18. **Skill Enhancement:** enhancing their skills and knowledge with respect to their role through participation in training and continuing education, and by actively building their sector and industry awareness

19. **Diligence**: bringing a knowledgeable, diligent and enthusiastic approach to their role.

The Board Chair commits to supporting the Board's governance approach by:

20. **Relationship Optimization**: Ensuring that the relationship between the Board and the Registrar, CEO is optimized.

21. **Spokesperson**: Acting as the spokesperson for the Board on governance matters and representing the Board to government and other related groups and boards/councils.

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For each policy criterion, please indicate how the Board has met the policy criteria

#	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
			Governance Approach Policy 4-1 Monitoring Template		
1	Role Distinction	*What does it mean for the Board to adhere to its commitment to role distinction?*	*Are there examples of the Board maintaining role distinction (e.g. policies that establish this principle or accomplish this goal)? Are there examples of the Board not meeting their responsibilities? If so, what did the Board do, if anything, to correct this?*		
2	Role Explanation	*What does it mean for the Board to adhere to its commitment to role explanation?*	*Are there examples of the Board maintaining role explanation (e.g. policies that accomplish this goal)? Are there examples of the Board not meeting their*		

			responsibilities? If so, what did the Board do, if anything, to correct this?		
3	Role Education	*What does it mean for the Board to adhere to its commitment to role education?*	*Are there examples of the Board engaging in role education (e.g. training, policies, etc)? Are there examples of the Board not meeting their responsibilities? If so, what did the Board do, if anything, to correct this?*		
4	Role Evaluation	*What does it mean for the Board to adhere to its commitment to role evaluation?*	*Are there examples of the Board engaging in role evaluation? Are there examples of the Board not meeting their responsibilities? If so, what did the Board do, if anything, to correct this?*		

5	Role Enforcement	*What does it mean for the Board to adhere to its commitment to role enforcement?*	*Are there examples of the Board engaging in role enforcement? Are there examples of the Board not meeting their responsibilities? If so, what did the Board do, if anything, to correct this?*		
6	Policy Monitoring	*What does it mean for the Board to adhere to its commitment to policy monitoring?*	*Are there examples of the Board engaging in policy monitoring? Are there examples of the Board not meeting their responsibilities? If so, what did the Board do, if anything, to correct this?*		
7	Board Responsibility	*What does it mean for the Board to adhere to its commitment to Board responsibility?*	*Are there examples of the Board taking responsibility for its performance? Are there examples of the Board not meeting their responsibilities? If so, what did the Board do, if anything, to correct this?*		

8	Board Discipline	*What does it mean for the Board to adhere to its commitment to Board discipline?*	*Are there examples of the Board taking steps to engage in discipline measures? Are there examples of the Board not meeting their responsibilities? If so, what did the Board do, if anything, to correct this?*		

Respectfully submitted,

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[John Smith, RO, Appointed Member]   **[Date]**
Board Director Facilitating Review