



Terms of Reference:

## **EXECUTIVE COMMITTEE**

### **Mandate**

The Executive Committee provides oversight of key strategic activities, and reviews, on an annual basis, the organizational work plan and performance. It also conducts periodic reviews of the role, functioning and mandates of the organization and its sub-committees, and plays a key role in succession planning.

### **Chair and Membership**

- The Executive shall consist of up to seven members – ideally representing each region as defined by the Ministry of Health’s regions for health units.
- Executive shall consist of:
  - Co-chair
  - Co-chair
  - Secretary
  - Treasurer
  - Up to three members at large
- In any event, the Executive shall not be less than three (3) persons.
- No more than two of the members of the Executive shall be employed in any one of the regions as defined by the Ministry of Health’s regions for health units.
- The normal length of terms shall be three years.
- There shall be a maximum of two consecutive terms for all members of the Executive.
- The Executive will be determined by vote from the membership. Positions of Co-chairs, Secretary and Treasurer, and members at large will be determined by the Executive.
- Executive members will be identified as liaisons to sub-committees. They are responsible for staying up-to- date on that sub committee’s work and reporting to the Executive.
- Executive members may no longer serve if:
  - they resign from the committee;
  - fail to attend three consecutive meetings; resign from their employment;
  - breach confidentiality or cause embarrassment to the membership.
- When a vacancy occurs within the Executive during a term, the Executive will recruit a new member who will be assigned to member at large position. If this requires realignment of the Executive portfolios, this is at the sole discretion of the Executive.



## Meetings

The Executive shall meet ten times per year by teleconference and a quorum of members will attend the Annual General Meeting.

## Quorum

Quorum for the Executive is 2/3 of members.

## Roles & Responsibilities

The roles and responsibilities of the Executive Committee:

### *Strategic Issues*

- Develop a Strategic Plan for the Executive
- Identify strategic issues for OACPH
- Review and approve the agendas for Executive Committee meetings and retreats

### *Performance Outcomes – Annual Planning and Oversight*

- Oversee the overall performance and monitor implementation of the Strategic Plan
- Oversee the planning for annual reviews including: the Terms of Reference for the OACPH general membership and Executive Committee, and Professional Standards

### *Subcommittees and Task Forces*

- Executive shall form and oversee subcommittees and task forces as the need arises.
- Standing subcommittees will include:
  - Professional Development
  - Online Community
- A member of the Executive will sit on each subcommittee/task force and serve as the liaison to the Executive. The Chair of the subcommittee/task force will ensure the liaison is kept informed and up-to-date.
- Subcommittees/task forces will be subject to regular review.



- Expert communicators who are non-members may be invited to participate on subcommittees and task forces, subject to the approval of the Executive Committee.
- Executive approval is required for the following subcommittee/task forces items:
  - Projects that require budget allocation, with the exception of the annual professional development session where a budget will be assigned by the Executive
  - Projects requiring budget will include a work plan with cost projections
  - Issues of political, advocacy or reputation management in nature
  - Association policies
  - Documents created that will represent OACPH
  - Email communication to entire OACPH membership

### *Succession Planning*

- Provide direction on succession planning activities

### *Specific Roles*

**Duties of Co-chair:** The Co-chair shall, when present, preside at all meetings of the Executive and members; call meetings of the Executive and members; sign such contracts, documents or instruments in writing as require his or her signature and shall have such other powers and duties as may from time to time be assigned to her or him by the Executive or as are incidental to her or his office.

**Duties of Secretary:** The Secretary shall attend and act as recording secretary at all meetings of the Executive and shall ensure that minutes of those proceedings are produced and retained. The Secretary shall process the memberships and ensure that the lists of Executive and members of the Association are up to date. The Secretary shall also have such other powers as may from time to time be assigned to her or him by the Executive.

**Duties of Treasurer:** The Treasurer of the Association shall have responsibility for the funds and securities of the Association and shall ensure that full and accurate accounts of all assets, liabilities, receipts and disbursements of the Association. The Treasurer shall also be responsible for deposit of all monies, securities and other valuable effects in the name and to the credit of the Association in such financial institution as may be designated by the Executive from time to time. He or she shall disburse the funds of the Association as may be directed by proper authority, taking proper vouchers for such disbursements, and shall render to the Co-chair and Executive at the regular



meetings of the Executive, or whenever they may require it, an accounting of all the transactions and a statement of the financial position of the Association. He or she shall also perform such other duties as may from time to time be assigned by the Executive. He or she shall give the Association a bond, should the Executive so require, in a sum and with one or more sureties satisfactory to the Executive for faithful performance of the duties of his or her office, and for the restoration to the Association in case of his or her death, resignation, retirement or removal from office, of all books, papers, vouchers, money and other property of whatever kind in his or her possession or under his or her control belonging to the Association.

**Duties of Members at Large:** The Members at Large shall have responsibility to attend all meetings of the Executive and members and shall have such other powers and duties as may from time to time be assigned to her or him by the Executive.

## Reporting

The Executive Committee will report at each Annual General Meeting on all of its proceedings since the last Annual General meeting.

## Evaluation

The OACPH Executive Committee terms of reference will be reviewed annually.

## Appointment

At each Annual General Meeting.

## Terms of Reference

Approved: December 2011

Revised: November 25, 2016