

 <p style="text-align: center;"><i>North York</i> Family Health Team</p> <p style="text-align: center;">BOARD POLICIES & PROCEDURES</p>	Policy Number: GP – 4.1
	Approval Date: March 2014
	Date Reviewed: Review – 3 Years
SECTION: Governance Process	
SUBJECT: Director Recruitment and Nomination	

A. Introduction

Effective governance requires that the Board of Directors possess an appropriate mixture of skills, experience, personal qualities and diversity.

B. Policy

The Board of Directors recognizes the critical importance of ensuring that the Board of Directors possesses the necessary and appropriate skills, experience, personal qualities and diversity to exercise appropriate governance oversight over the North York Family Health Team's (NYFHT) affairs.

C. Procedures

1. The Board shall identify qualified candidates through the following process:
 - a. The number of Board vacancies shall be determined annually and the necessary criteria to fill those vacancies will be identified by conducting a skill-set and gap analysis.
 - b. Directors shall be evaluated based on their performance. Renewal of their election or appointment shall not be automatic.
 - c. An open call for nominations shall be made on NYFHT's website and interested parties will be encouraged to submit written applications in the form attached hereto as Schedule A.
 - d. Applications shall be submitted to the Chair of the Nominating Committee and shall be reviewed by the Nominating Committee.
 - e. A short-list of candidates shall be developed by the Nominating Committee of those individuals who meet the criteria as identified by the Board. Short-listed candidates

must be interviewed by the Nominating Committee even if they are standing for re-election.

- f. The Nominating Committee shall recommend candidates to the Board for its approval.

Through the nomination and election process, the Board will select directors according to their skill, experience and personal qualities, seeking a balance within the Board of skills and experience, while considering any unique or special requirements of NYFHT at the time.

NYFHT shall seek to ensure that the Board is appropriately representative of the membership's mix of age and gender and include Board members who have or have had demonstrated board experience and/or formal training in directorship and/or governance.

The skills, experience, knowledge and personal qualities that the Board will use to select potential directors are set out below:

Personal Qualities: Ideally, every Board candidate shall possess the personal qualities and behavioral skills set out below. It may not be possible to assess whether every candidate has every one of these qualities. Furthermore, not every candidate need have all of them. However, it would be relevant if any candidate either lacked a number of them, or demonstrably had all or most of them.

- (a) *Integrity:* including a commitment to understanding and fulfilling the duties and responsibilities of a Board member, and maintaining knowledge in this regard through professional development; putting the NYFHT's interests before any personal interests; being transparent and declaring any activities or conduct that might be a potential conflict, and maintaining Board confidentiality.
- (b) *Commitment and Interest:* A visible commitment to NYFHT's on-going success; prepared to invest the time necessary to ensure that success.
- (c) *Objectivity and independent-mindedness:* Capable of forming own judgments and opinions and presenting them clearly; able to ask tough questions and persist in requiring answers; able to argue a minority position.
- (d) *Willingness and ability to listen and ask questions:* Attentive and respectful listener, asks questions in a way that contributes to the debate.
- (e) *Flexibility:* Open to new ideas, forward thinking, and responsive to change.
- (f) *Informed judgment:* Able to focus on the important issues, and base decisions on sound principles, rational analysis, and common sense.
- (g) *Perspective:* Possessing broad knowledge and experience, and able to apply them to discussions.

- (h) *Analytical and innovative thinker*: Possessing well-developed conceptual thinking and problem-solving skills; able to develop innovative approaches and solutions to problems

Skills, Experience and Knowledge:

The Board will reflect a complementary mixture of skills, experience and knowledge, as set out in this matrix:

	Skill Categories	Directors: Who has what?	Prospects: Who has what?
Financial performance	Qualifications and experience in accounting or finance		
Policy Development	Ability to identify key issues for NYFHT and develop appropriate policies to define parameters within which NYFHT should operate		
Risk and compliance oversight	Ability to identify key risks to the NYFHT in the areas of legal and regulatory compliance, and to develop and monitor risk and compliance systems		
Governance	Knowledge and experience in best practice governance structures, policies and processes (particularly in the not-for-profit context)		
Information technology	Knowledge and experience in the strategic use of information management and information technology, particularly collection of health data and electronic health records, and including personal information privacy and security risk management.		
Executive management	Experience at an executive level including ability to appoint/evaluate the CEO; oversee strategic human resource management and employee relations; and oversee large-scale organizational change.		
Clinical governance	Knowledge and experience in clinical leadership, practice and governance; safety and quality standards of service delivery in primary health care, and		

	Skill Categories	Directors: Who has what?	Prospects: Who has what?
	associated performance measurement and reporting		



Board Chair

ATTACHMENT: North York Family Health Team Director Recruitment / Nomination Policy

SCHEDULE A
NORTH YORK FAMILY HEALTH TEAM DIRECTOR RECRUITMENT /
NOMINATION POLICY

NORTH YORK FAMILY HEALTH TEAM
Application for Membership to the Board of Directors

Instructions:

To apply to be a member of NYFHT's Board of Directors, please complete this form and submit your completed form, along with a copy of your current CV, by mail, fax or email to:

Chair, Nominating Committee,
North York Family Health team,
(*insert information)

*For more information about the application process, please contact (*insert information).*

APPLICANT CONTACT INFORMATION:

Surname:	First Name:
Home Address:	
Home Phone Number:	Business Phone Number:
Email Address:	
Preferred Method of Contact:	

ELIGIBILITY CRITERIA AND CONDITIONS OF APPOINTMENT:

- (a) Directors must be at least 18 years of age.
- (b) Undischarged bankrupts are ineligible to serve as Directors.
- (c) A Director may not be a an employee of NYFHT.
- (d) A Director is expected to commit the time required to perform Board and Board committee duties.
- (e) Directors must fulfill the requirements and responsibilities of their position – for example, preparing for and attending board and committee meetings, upholding their fiduciary obligations and working cooperatively and respectfully with other Board members. Directors must comply with legislation governing NYFHT, NYFHT's by-laws, policies and procedures, and all other applicable rules.
- (f) Directors must sign a declaration confirming their agreement to adhere to their

fiduciary duties, and board and corporate policies.

CONFLICT OF INTEREST DISCLOSURE STATEMENT:

Directors must avoid conflicts between their self-interest and their duty to NYFHT. In the space below, please identify any relationship with any organization that may create a conflict of interest, or the appearance of a conflict of interest, by virtue of being appointed by the Board.

KNOWLEDGE, SKILLS AND EXPERIENCE:

The Board seeks a complementary balance of knowledge, skills and experience. Please complete schedule A of this form.

Please indicate your current occupation or past, if retired:

Please list current or prior board experience (including any Board Committees that you have served on):

What areas of Board work are of particular interest to you?

Please describe any involvement you have or had with other health care groups or community agencies within your community.

Please provide at least 3 references.

DECLARATION:

By submitting this application, I declare the following:

- (a) I meet the eligibility criteria and accept the conditions of appointment set out above;
- (b) I have read and agree to comply with the following (attached to this application):
 - I. Position Description – Board of Directors’ Duties and Expectations of a Director
 - II. Board Code of Conduct
 - III. Conflict of Interest Policy
- (c) I certify that the information in this application and in my resume is true.

Signature: _____ Date: _____

**Application for Membership to the NYFHT Board of Directors
Schedule A - Knowledge, Skills and Experience**

Please indicate your areas of knowledge, skills and experience by checking off the relevant boxes in the table below. It is not expected that you possess knowledge, skills and experience in all the areas set out in the table. Please indicate only those areas that apply to you.

Accounting / Finance <input type="checkbox"/> Basic <input type="checkbox"/> Intermediate <input type="checkbox"/> Advanced	Information Technology <input type="checkbox"/> Basic <input type="checkbox"/> Intermediate <input type="checkbox"/> Advanced
Board & Governance <input type="checkbox"/> Basic <input type="checkbox"/> Intermediate <input type="checkbox"/> Advanced	Legal <input type="checkbox"/> Basic <input type="checkbox"/> Intermediate <input type="checkbox"/> Advanced
Business & Management <input type="checkbox"/> Basic <input type="checkbox"/> Intermediate <input type="checkbox"/> Advanced	Quality & Patient Safety Management <input type="checkbox"/> Basic <input type="checkbox"/> Intermediate <input type="checkbox"/> Advanced
Clinical <input type="checkbox"/> Basic <input type="checkbox"/> Intermediate <input type="checkbox"/> Advanced	Quality & Performance Management <input type="checkbox"/> Basic <input type="checkbox"/> Intermediate <input type="checkbox"/> Advanced
Health Care Administration & Policy <input type="checkbox"/> Basic <input type="checkbox"/> Intermediate <input type="checkbox"/> Advanced	Human Resources Management <input type="checkbox"/> Basic <input type="checkbox"/> Intermediate <input type="checkbox"/> Advanced
Strategic Planning <input type="checkbox"/> Basic <input type="checkbox"/> Intermediate <input type="checkbox"/> Advanced	Risk Management <input type="checkbox"/> Basic <input type="checkbox"/> Intermediate <input type="checkbox"/> Advanced