

<b>Category: BOARD POLICY: BOARD-CEO RELATIONSHIP</b>	
<b>Title: Board, Board Committee and Chair Evaluation Process</b>	<b>Reference Number: AB420</b>
<b>Approved by: PHSA Board of Directors</b>	<b>Last Approved: April 14, 2011 Last Reviewed: February 9, 2011</b>

## **I. INTRODUCTION**

- A.** The Board evaluation process is designed to provide directors with an opportunity to examine Board effectiveness and to identify ways in which improvements might be achieved.
- B.** This evaluation process includes an assessment of the performance of the Board, Board Committees and Chair performance. It also provides, from time to time, for an assessment of the performance of individual directors.

## **II BOARD, COMMITTEE AND CHAIR PERFORMANCE**

- A.** The Governance and Human Resources Committee will regularly implement an appropriate evaluation process for the Board, Board Committees and Chair.
- B.** The evaluation process may change from event to event on the recommendation of the Governance and Human Resources Committee. In some instances it may be a comprehensive review of all aspects of Board activity. On other occasions it may be appropriate to focus on some aspect(s) of the Governance process that warrant attention.
- C.** Typically, the directors will be requested to complete a comprehensive questionnaire which asks for their individual evaluation of how well the Board is functioning in a variety of areas such as, but not limited to:
  - the timing, frequency, and length of meetings
  - the Board calendar
  - the adequacy of individual meeting Agendas and the quality/relevance of supporting information
  - the strategic planning process
  - the quality of Board input to the decision-making process
  - the opportunity for individual input to the discussions
  - policies & procedures
  - stakeholder communications
  - Board response to critical issues
  - management presentations and support
  - the handling of the public component

- committee and Chair performance
- D.** The CEO will also be asked to complete the questionnaire and to offer management's comments, focusing on opportunities for improvement.
- E.** The Chair of the Governance and Human Resources Committee will steward the input of the directors and the CEO on a confidential basis and review the summary with the Committee and the Board Chair. The Committee Chair may elect to engage a third party facilitator accountable to the Committee Chair, to conduct all, or a portion of, the review process.
- F.** The Committee Chair, and/or facilitator, will then report to the Board. Time will be set aside for a full and comprehensive discussion.
- G.** The evaluation methodology may vary from event to event and, in place of only using a questionnaire, the Governance and Human Resources Committee may elect to adopt a process whereby personal interviews are undertaken with each Director and the CEO.

### **III INDIVIDUAL DIRECTOR PERFORMANCE**

- A.** The Governance and Human Resources Committee will, from time to time, recommend to the Board a formal review of individual director performance. Such reviews will be conducted only when the directors have had an opportunity to become fully familiar with their roles.
- B.** When such reviews are conducted, directors may be asked to complete a comprehensive self-analysis in which they individually rate their own performance against a number of relevant yardsticks such as: preparation for meetings, attendance record, familiarity with the activities of the Health Authority; effective contribution to the Board discussion, comfort with the decision-making process, working relationships with fellow Directors, etc.
- C.** These completed questionnaires will be reviewed on a confidential basis by the Chair of the Governance and Human Resources Committee, or a third party facilitator accountable to the Committee Chair, who will advise the Board Chair of any situations that would appear to warrant follow-up in the form of additional training, a personal interview, etc.
- D.** The evaluation methodology may vary from event to event and, in place of only using a questionnaire, the Governance and Human Resources Committee may elect to adopt a process whereby personal interviews are undertaken with each Director and the CEO. The sole purpose of this assessment is to identify opportunities to improve performance. Any follow-up recommended by the Chair of the Governance and Human Resources Committee will be handled on a confidential basis and the questionnaires completed by the individual directors will be destroyed without record.

- E.** This process does not preclude the Board Chair from dealing with individual director issues or problems as they may occur from time to time.

Policy Created on: June 13, 2002

Revision Dates

- Dec 11, 2008
- Feb 9, 2011