



## Board Governing Policy

### 3.5A Covenant Community Boards – Terms of Reference

<b>Policy Number</b>	3.5A
<b>Policy Title</b>	Covenant Community Boards - Terms of Reference
<b>Date First Approved</b>	April 16, 2010
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**Preamble:** Covenant Health, Covenant Care and Covenant Living (hereinafter referred to as “Covenant”) Community Boards provide a critical link into the communities that Covenant serves; providing vital information to Covenant about their community and also embodying Covenant in their communities. Covenant and its Community Boards play a vital role in realizing Covenant’s overall vision and are committed to working in partnership to unite collective efforts towards a common goal.

Covenant Community Boards are composed of highly valued volunteers, who are committed to a constructive and collaborative approach to ambassadorship and advocacy through community engagement. Covenant Community Board members are committed to and informed by Covenant’s mission, vision and values and are passionate and knowledgeable about their community.

**Purpose:** These Terms of Reference set out a shared set of expectations and accountabilities for Covenant Community Boards and those supporting them. They are in keeping with best practices.

#### Purpose of Covenant Community Boards

Covenant Community Boards provide a critical link into the communities that Covenant serves; providing vital information to Covenant about their community and also embodying Covenant in their communities. Covenant and its Community Boards play a vital role in realizing Covenant’s overall vision and are committed to working in partnership to unite collective efforts towards a common goal.

#### Roles of Covenant Community Boards

Covenant Community Boards have two key roles that influence and contribute to Covenant’s overall Strategic Plan:

1. Representing community health interests to the Covenant Health Board, Covenant Care Board and Covenant Living Board (hereinafter referred to as “Board”) of Directors [ADVOCACY], and
2. Serving as local representatives for Covenant [AMBASSADORSHIP].

Covenant Community Boards serve informally and formally as **representatives** through advocacy and ambassadorship, meaning that Covenant Community Board members speak on behalf of the community and its interests to Covenant in one role, and in the other role speak on behalf of Covenant and its mission to their community.

Both of these roles can be accomplished through **community engagement**. Covenant Health defines community engagement as the process of building relationships with individuals and groups to:

- foster greater understanding, mutual support and a common commitment to influencing the health and wellbeing of Albertans
- ensure our services reflect the diverse values and needs of the communities we serve
- strengthen and advance the mission, vision and strategic directions of Covenant

Covenant Community Boards are **advisory** bodies in that they provide input to the Covenant Boards and are not responsible for the governance, operations, or management of Covenant programs, services, and facilities.

**Advocacy** means to act with or for those we serve towards a specific goal to bring about social, system or service improvement.

**Ambassadorship** means to model, represent, or promote vision, values and purpose to foster shared understanding/meaning, relationship and trust.

These key roles mean that Covenant Community Boards can be influential in increasing the awareness of the health needs in their communities within Covenant and the larger health system; equally, they can increase the awareness of Covenant's activities in the local community and increase support for Covenant, its mission, vision and values.

### Expectations related to the roles of Covenant Community Boards

The following are expectations of Covenant Community Boards in living out their role and ensuring their continued effectiveness. How Covenant Community Boards decide to meet these expectations are captured in their action plan.

#### ***ADVOCACY: Representing the interests of the Community to the Covenant Boards***

1. Engage with the local community to identify and understand:
  - Gaps in health needs
  - Opportunities in meeting needs
  - Positive health related activities
  - Risks in the community to health
2. Provide the information from 1 (above) to the Covenant Boards through Covenant's strategic planning process as facilitated by Covenant leadership.
3. In collaboration with Covenant leadership identify actions the Covenant Community Board can take to support the community's interest and advance Covenant's mission and strategic plan locally.

#### ***AMBASSADORSHIP: Serving as Local Representatives for the Covenant Board***

1. Be informed by, and act in accordance with, Covenant's mission, values and Strategic Plan.
2. Have an overall awareness and understanding of local Covenant facilities, which can include understanding:
  - Historical roots
  - Site programs and services
  - Mission and culture, quality and financial health
  - Strategic projects and activities
  - Issues which may impact the community
3. Promote the strategic contribution of Covenant in the community by establishing and fostering linkages with faith and other community groups, representing Covenant at local events, and educating and informing the community on the mission and vision of Covenant.
4. Develop support for Covenant and its mission through active engagement with local leaders and other key stakeholders as part of a coordinated Covenant Approach.
5. Support the Covenant Foundation or the local Covenant hospital/facility foundation in its fundraising initiatives.

***EFFECTIVENESS: Ensure the overall effectiveness and functioning of the Covenant Community Board***

To ensure the Covenant Community Boards are able to live out their roles the following is expected:

1. Promote the Covenant Community Board role and encourage efforts for recruitment.
2. Have an awareness and understanding of the Community Board members' terms and submit resignations, appointments, reappointments and other special requests within the identified timeline.
3. Identify education needs for the Covenant Community Board.
4. Evaluate effectiveness and functioning.

**Accountability and Supporting Structure**

Covenant is committed to the success of Covenant Community Boards, recognizing the gifts that members bring with their passion to contribute. Thus there is a desire to establish the structure and support that helps Covenant Community Boards to contribute in meaningful ways.

Covenant Community Boards are ultimately accountable to the Covenant Boards of Directors. However, as Covenant Community Boards exist at a local level, linkages into Covenant occur across all levels, from the Covenant Boards all the way to the local staff. Covenant Community Boards can therefore expect partnership and direction to be received from various levels of Covenant Leadership, in addition to the Covenant

Boards, as they live out their roles.

An accountability and a supporting structure are accomplished through the following means:

- Action Planning:
  - The Covenant Boards, through the Covenant Mission and Engagement Committee, are accountable to receive, review, and provide feedback on Covenant Community Board action plans annually
  - Covenant leadership will work with Covenant Community Boards to establish an appropriate process for action planning and facilitate as needed
- Council of Chairs:
  - Covenant leadership is accountable to establish and maintain a Council of Chairs that acts as a unifying and facilitative body to foster connection, collaboration, and communication amongst Covenant Community Boards, Covenant leadership and the Covenant Boards. Additionally, the Council of Chairs will identify key needs for the continued effectiveness and appropriate support of Covenant Community Boards
- Covenant Community Board Retreats:
  - Attendance is encouraged to the Covenant Community Board retreats at which the Boards, leaders and other Covenant Community Board members will be present to learn, contribute and connect
- Communication:
  - The Covenant Board of Directors will communicate with the Community Boards to provide highlights of their Board meetings through various means
  - Covenant leadership will communicate with the Covenant Community Boards to keep them apprised of the organizations and the local facilities through various means
- Community Engagement Fund
  - To assist in fulfilling their role, Covenant will provide an annual Community Engagement Fund of \$3,000 to each Covenant Community Board as part of Covenant's Budget allocation. The intent of the use of these funds is to increase awareness of Covenant services and mission in its community. See *Community Board Community Engagement Fund* policy for further details

### Membership, Term of Office, and Termination

Covenant Community Boards are comprised of highly valued volunteers, who are committed to a constructive and collaborative approach to ambassadorship and advocacy through community engagement. Covenant Community Board members are committed to and informed by Covenant's mission, vision and values and are passionate and knowledgeable about their community.

Covenant Community Boards have between 5 (five) members and twelve (12) members, appointed by the Covenant Governance Committee of the Board.

Covenant Community Board candidates must complete and submit an Application of Interest form. The Community Board reviews these applications for fit and recommends candidates to the Covenant Governance Committee for review and appointment in

accordance with the *Covenant Community Board Appointment and Reappointment policy*.

Covenant Community Board terms are: three (3) years with the option for reappointment for two additional consecutive terms to a maximum of nine (9) consecutive years. Each term begins in January and ends December 31. This is consistent with best practice.

Reappointments to the Covenant Community Board will be made by the Covenant Governance Committee of the Board, taking into consideration the recommendations of the Covenant Community Board and in accordance with the *Covenant Community Board Appointment and Reappointment policy*. In addition, Covenant Community Board Chairs can be selected by a vote of the majority of the Community Board members and with a notification to the Covenant Governance Committee of the Board.

The Covenant Governance Committee of the Board may grant extensions to the Terms of Office at their discretion, for exceptional circumstances.

A Covenant Community Board member may resign by formal notice to the Covenant Governance Committee as per the *Covenant Community Board Appointment and Reappointment policy*.

Covenant Community Boards are created by the Covenant Boards and may be restructured or terminated at any time by the Covenant Boards. In addition, the Covenant Boards may terminate any individual Covenant Community Board member that is not adhering to the Code of Conduct.

### **Code of Conduct and Confidentiality**

All Covenant Community Board members must sign the Covenant Community Board Code of Conduct. The Code of Conduct will be signed annually and submitted to the Governance office. All Covenant Community Board members must maintain confidentiality of all information that Covenant deems confidential, and will not release or share confidential information without the permission in writing, of the person who provided it. Covenant Community Board members must also not knowingly take advantage of or benefit from information that is obtained in the course of Community Board duties as a Covenant Community Board Member, and that is not generally available to the public.

### **Meetings**

#### **Frequency**

Covenant Community Boards shall determine their meeting schedule based on their availability and needs, meeting a minimum of four (4) times per year. The Covenant Community Board may convene special meetings at the request of the Chair or by a majority of the Covenant Community Board members to address special or urgent matters.

#### **Quorum**

Quorum for nominations (new member appointments and reappointments, and Chair/Vice-Chair appointments), Covenant Community Engagement Fund expenditures, or other recommendations to the Covenant Governance

Committee is the majority of the Community Board membership (greater than half).

### ***Recorder/Minutes/Agenda***

The Covenant Community Board Chair together with the Covenant Site Administrator, and or the Senior Director of Operations are responsible for preparing Covenant Community Board meeting agendas. The Covenant Site Administrative support is responsible for recording and distributing meeting minutes and meeting materials.

### **Remuneration**

Covenant Community Board members serve on a volunteer basis without compensation. Reimbursement for travel, accommodation, and meals for Covenant sponsored Covenant Community Board events will be provided as per the Covenant Health Travel, Hospitality, and Working Session Expenses policy.

### **Linkage to the Covenant Foundation and/or Community Foundation Boards**

For those Covenant Community Boards whose site(s) fall within the Covenant Foundation mandate, appropriate communication and connection must be made between both parties to ensure the Covenant Community Board can support the efforts of the Covenant Foundation at their local level.

For those Covenant Community Boards that also interact or act within a local Covenant Community Foundation, it is imperative to collaborate and support the efforts of the local foundation. It is also imperative however to keep the activities of either separated, as the roles and accountabilities of the local foundation differ to those of the Covenant Community Board. For further information related to the roles and responsibilities of the local foundation please reference their specific Bylaws.

### **Responsibilities of Covenant Supports**

#### **Covenant Boards of Directors:**

- Receives for information membership updates for Covenant Community Board appointments/reappointment
- Provides feedback to Covenant Community Boards on their annual action plans

#### **Governance Committee of the Boards:**

- Approves membership updates for Covenant Community Board appointments/reappointment

#### **Mission and Engagement Committee of the Boards:**

- Receives, and recommends feedback to the Board of Directors on Covenant Community Board annual action plans
- Monitors action plan progress

#### **Covenant Community Board 'Council of Chairs':**

- Provide a venue to foster connection , collaboration, and communication and offer support and direction to the Covenant Community Board Chairs in their leadership role
- Identify key needs for the continued effectiveness and functioning of Covenant Community Boards

**CEO:**

- Support and direction for representing Covenant Board at the local level
- Support and direction for representation of local issues to Covenant Board as well as key decision makers and funders when appropriate
- Support local work and Foundation events
- Support issues as required

**Governance Office:**

- Maintains Master Covenant Community Board Membership & Term tracker
- Sends reminders regarding reappointment/appointments due dates and collects/compiles submitted information for the Governance Committee
- Facilitate involvement in annual strategic planning process
- Provide orientation program and maintain Covenant Community Boards Handbook
- Key contact into the Covenant Board and CEO
- Facilitate action planning as needed
- Provide information updates and support as needed

**Senior Leadership Team:**

- Support local work aligned with specific portfolios
- Attend Foundation Board events.

**Senior Operating Officer, Rural (Covenant Health) & Senior Leadership (Covenant Care/Living):**

- Provide guidance and support to the Senior Directors and serves as the primary link to the Senior Leadership Team for Community Board operationally related matters.
- Provide further specific corporate direction and oversight for Covenant Community Boards, e.g. key messages from events

**Senior Director Operations (Covenant Health):**

- Oversee the provision and prioritizing of support and guidance to the Covenant Community Boards, and link with Covenant Corporate Support to ensure Covenant Community Boards are an integral part of Covenant activities
- Provide a consistency between boards
- Brings higher organizational level operational information
- Advances local issues to appropriate support personnel
- Assists in strategic action plan development with members

**Local Leadership:**

- Work closely with the Senior Director Operations to provide support and guidance to the Covenant Community Boards, and serve as the primary local contact with the Covenant Community Boards.
- Represents the site locally
- Logistics support for meetings

**Local Administrative Support:**

- Support creation and distribution of various materials including but not limited to: agendas, minutes, logistics for meetings and events, action plan population