**2.10 Committees**

 **Preamble**

The Board may establish committees and work groups to help carry out its responsibilities. To preserve Board integrity, committees and work groups will be used sparingly and to not interfere with delegation from the Board to the Chief Executive Officer. Committees are intended to be long term or on-going; whereas, work groups are for time limited purposes with a clear outcome.

**Policy**

To achieve the work of the Board in the most effective manner via committees and work groups.

**Procedures**

When Board committees/work groups are established the Board will approve Terms of Reference. This includes mandate, membership, decision-making responsibilities, frequency of meetings, reporting requirements, time frames and any requirements for minutes of meetings.

Board committees/work groups are encouraged to consider when additional expertise may be warranted to achieve the goals of their mandate.

When there is a request to shift a work group to committee status or vice versa, a clear rationale must be provided by those requesting the change.

Committees with community members shall have its members sign 2.9.1 Appendix I – Committee Member’s Code of 2.9.2 Conduct and Appendix II – Statement of Confidentiality

**Accountability**

The Board has created necessary committees and work groups which report on a regular basis or as necessary to the Board. The Board will review committees/work groups Terms of Reference at least annually or as necessary.

*Created: April 1992*

*Approved By: Board of Directors*

*Date of Review or Revision: June 1992, January 2000, May 2000, January 2007, January 2013, November 2013, May 2018, December 2018, December 2019, November 2020, December 2020, November 2021, April 2022, November 2022, November 2023., February 2024*

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**Appendix I - Committee Members’ Code of Conduct Agreement**

I, [insert name of committee member], as a member of the [insert Board year and committee name], will represent un-conflicted loyalty to the interests of the Centre. This accountability supersedes any conflicting loyalty such as that to advocacy or interest groups or as staff of other organizations. This accountability supersedes the personal interest of any committee member acting as an individual user of the Centre’s services.

**CONFLICT OF INTEREST**

I shall act in the best interest of South Riverdale Community Health Centre (“SRCHC”) and perform my duties in such a manner that the community’s confidence and trust in the integrity, objectivity and impartiality of SRCHC are conserved and enhanced. I understand the following definitions of and requirements around conflict of interest (“COI”):

* A real or potential COI occurs when a Committee member is in a position to affect or has a potential to affect a decision within the scope of their responsibility, and has a personal, professional or financial interest in the outcome of the decision.
* A perceived COI exists when a reasonable and objective observer viewing such actions would conclude that the Committee member participating in such actions will or may benefit, either directly or indirectly, from these actions.
* Committee members must arrange and conduct their personal, professional and private affairs in such a manner that will prevent real, potential or perceived COIs from arising. All three are considered COIs for the purposes of this Agreement.
* Committee members must disclose any possible COI to the Committee in a timely manner and remove her/himself from the circumstances creating the COI. Declaration of any COIs shall be standing preliminary agenda items for Committee meetings.

 **COMMITTEE ACTS AS A WHOLE**

Committee members may not attempt to exercise individual authority over the Committee or its proceedings.

**CONFIDENTIALITY**

Committee members must sign a Confidentiality Agreement per Organizational Policy 2.5 and must at all times preserve confidentiality regarding member and client matters and other confidential information that they may become privy to.

**FREEDOM FROM DISCRIMINATION AND HARASSMENT**

SRCHC believes in an environment free from discrimination and harassment where respect and tolerance are promoted, practiced and upheld.

In keeping with the Values of SRCHC, it is important that Committee members are able to carry out their work in an environment which is respectful , free from discrimination and harassment due age, ancestry, citizenship, creed, colour, disability, family and marital status, gender identity, gender expression, genetic characteristics, national or ethnic origin, place of origin, race and related grounds, receipt of public assistance, race, record of offences, religion, sex, sexual orientation or any other personal characteristics deemed discriminatory. Accordingly, it is the responsibility of everyone to ensure that they support practices at SRCHC that comply with this commitment.

I understand that breaching any aspect of this Code of Conduct agreement may result in termination of my Committee membership at South Riverdale Community Health Centre.

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Signature Date

*Approved By: Board of Directors*

*Date of Review or Revision: November 2021, November 2022, November 2023.*

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**Appendix II – Committee Members’ Confidentiality Agreement**

I, [insert member’s name], as a member of the [insert board year and committee name], have read and understand Governance Policy 2.5 on Committees of South Riverdale Community Health Centre (SRCHC). I agree that all matters regarding personal health/medical records of SRCHC clients, and/or any other personal or confidential information overheard, observed or read, inside or outside of committee meetings, are to be kept strictly confidential and are not to be divulged in any manner whatsoever.

I understand that there is likelihood that I may learn certain facts of a confidential nature about individuals, clients or staff as a result of my association with SRCHC. Examples of this information include medical conditions, client status, family relations, personal or work phone numbers and personal information. This information, whether concerning a client or staff member, is confidential. I agree not to disclose or discuss any such information unless specifically authorized to do so while volunteering at SRCHC or in the future.

I understand that all client information is considered privileged, confidential, and, to the extent that it falls within the definition of “personal health information”, must be handled in accordance with the rules set out in the Personal Health Information Protection Act, 2004.

I understand that the SRCHC Privacy Officer is available to me should I have any confidentiality questions or concerns.

I understand that disclosure of confidential information may result in termination of my committee membership at South Riverdale Community Health Centre.

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*Signature Date*

*Approved By: Board of Directors*

*Date of Review or Revision: November 2021, November 2022, November 2023.*