

Manual	Board of Directors	TERMS OF REFERENCE
Section	Terms of Reference	
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Approved by	PRESIDENT & CHIEF EXECUTIVE OFFICER	
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TERMS OF REFERENCE - TRANSFORMATION AND INNOVATION (T&I) COMMITTEE

Purpose and Scope

To oversee and make recommendations to the Board of Directors (Board) regarding Transformation and Innovation (T&I) in the context of strategic directions provided by the Ministry of Health and the Corporation's Strategic Plan.

Transformation and Innovation refers to a) driving adoption of transformational processes that further the strategic objectives for high reliability care, b) enabling continuous advancement and improvement of the Corporation's strategic direction and c) leveraging information, communication, automation and other technologies (ICAT) to achieve the Corporation's strategic direction.

Roles and Responsibilities

As a Committee reporting to the Board, the T&I Committee will do the pre-work of the Board in the following key areas of responsibility and in other areas as may be identified by the Board from time to time:

- a) **Transformation and Innovation strategy:** oversee the innovation and transformation strategy in the context of the overarching strategic direction of the Corporation and Ministry of Health.
- b) **Transformation and Innovation excellence:** ensure excellence in the area of innovation and transformation so as to advance and influence the Corporation's strategic evolution.

Risk

- Review specific organizational risks and mitigation strategies, as assigned annually by the Board of Directors through the Integrated Risk Management program, with a particular emphasis on areas where the residual risk remains high;
- Review any other risks and mitigation strategies the committee believes are necessary under their mandate.

Reporting relationship

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The Chair of the T&I Committee will provide written and verbal updates to the Board on a regular basis.

Membership and Voting

The T&I Committee will have a minimum of five (5) members. The Chair is appointed for a one-year term.

- At least three (3) elected Board members;
- Chair of the Board (voting);
- President and CEO (non-voting);
- Chief of Staff (CoS) (non-voting)
- Executive Vice President, Post Acute Care and Health Systems Partnerships (non-voting);
- Chief Information Officer (non-voting);
- Executive Vice President, Strategy, Corporate Services, and Chief, People Services (non-voting);
- Medical Innovation Lead (non-voting);
- Medical Staff Association Appointee (non-voting); and
- Lay Community Member (non-voting).

Quorum

A quorum shall consist of a majority of the elected Director members of the T&I Committee.

Meeting Frequency

The Transformation and Innovation Committee will meet a minimum of four times per year, or more often as required. Meetings may be held either face to face or via telephonic or electronic means.

The expectation is that members of the Committee will attend all meetings and every effort will be made to ensure that meeting times are scheduled at convenient times and with sufficient notice.

References

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