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| ISSUE DATE: | September 13, 2016 | REVIEW DATE: | March 28, 2023 |
| CATEGORY: | Part II – Provides for Excellent Management | PAGE: | 1 of 3 |
| SUBJECT: | Joint Policy for the Selection, Appointment & Termination of the CEO of the Hospital and the CEO of the Research Institute | | |

1. Purpose

The purpose of this Joint Policy is to establish a jointly agreed process for the selection, appointment and termination of the Chief Executive Officer (“CEO”) of the Hospital who shall also serve as the CEO of the Research Institute.

2. Selection of CEO

- a) In the event of a vacancy in the position of the CEO for any reason, selection of a new Hospital CEO, who shall also be the CEO of the Research Institute, shall be done in accordance with the Hospital’s CEO Succession Policy.
- b) The Board of Directors of the Research Institute shall identify one (1) representative from their number to participate as a member of the Hospital’s CEO Succession Search Committee (“the Search Committee”).

3. Criteria for Selection

The Hospital and the Research Institute agree that the Search Committee shall consider the following criteria, and such other criteria as may be jointly identified by the Boards of Directors of the Hospital and the Research Institute for the selection of a new Hospital CEO, with the understanding that this individual shall also serve as the CEO of the Research Institute:

- Progressive senior administration experience in hospital/regional health authority management or equivalent (as VP, COO and/or CEO)
- Academic preparation commensurate with the CEO role
- Experience of reporting directly to a Board of Directors, or equivalent
- Evidence of significant engagement of external constituencies (funder(s), other health delivery partners, community, academic linkages)
- Experience in government relations and/or advocacy
- Experience leading transformational organizational and/or cultural change
- Experience working in or with an academic health sciences centre to further the academic/teaching and research mission
- Evidence of successful leadership of innovative projects/initiatives demonstrating an appetite for excellence and bold enterprise
- Fiscally astute with a solid grasp of operations and operating metrics
- Oversight of or exposure to health service delivery in rural/or northern communities

- Facility in English and in French is preferred

4. Termination

- a) Should the CEO's employment with the one party end at any time for any reason, his/her employment with the other party shall also terminate.
- b) In the event that the Hospital or the Research Institute desires to terminate the CEO, they shall provide notice (the "Notice") to the other party. Upon receipt of the Notice, the Hospital and the Research Institute shall within 30 days convene as appropriate to reach a determination on whether or not the individual shall be terminated as the CEO of the Hospital and the CEO of the Research Institute. For certainty, neither party shall terminate the individual as their CEO without the mutual agreement of the other party.

5. Dispute Resolution

If a dispute, controversy or claim arises out of or relates to this policy, the Parties agree to attempt to negotiate a resolution to the dispute.

- a) The Hospital and Research Institute shall, acting in good faith, seek to resolve the dispute or conflict in an amicable and constructive manner.
- b) If the Hospital and the Research Institute are unable to successfully resolve the dispute or conflict, within ten (10) days of reference to them, either Party to the dispute may at any time thereafter request that a mediator be retained to assist the Parties in resolving the dispute. In the event a request for mediation is made, the Parties shall, within no more than five (5) business days of such request, make reasonable attempts to agree on a mediator.
- c) If a dispute is not resolved within forty-five (45) days of reference to the Hospital and Research Institute, or within thirty (30) days of a request for mediation, whichever is the later, either Party to the dispute may at any time thereafter terminate this Policy.
- d) The mediation costs shall be borne equally between the Parties.
- e) The Parties shall continue the performance of their obligations under this Policy during the resolution of any dispute or disagreement.
- f) The process for replacing the CEO shall be in accordance with Section 2 above.

6. Interim CEO

In the event of a vacancy in the position of the Hospital CEO due to sudden loss, resignation, retirement or termination, or in the event of a planned vacancy where a new Hospital CEO has not been appointed prior to the departure of the current Hospital

CEO, an interim CEO for the Hospital shall be appointed in accordance with the Hospital's CEO Succession Policy. HSN will advise HSNRI on the appointment of the interim CEO, at which point HSNRI may opt to appoint the same or a different individual to the position of interim CEO for HSNRI.

7. Costs

Each of the Hospital and the Research Institute shall be responsible for its own costs associated with the implementation of this Policy.

Policy Review Log

| Date | Action |
|--------------------|----------------------|
| September 13, 2016 | Issued (Jointly) |
| January 29, 2019 | Revised (HSN Board) |
| October 6, 2020 | Revised (HSN Board) |
| March 28, 2023 | Reviewed (HSN Board) |