

BOARD OF DIRECTORS

Health Sciences North / Horizon Santé-Nord

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CATEGORY: Part V-B – Governance Process

SUBJECT: BOARD ORIENTATION

Having recruited skilled and qualified Directors, it is then the Board's governance responsibility to ensure that there are supports in place that allow these Directors to maximize their contribution in the best interests of the Corporation.

It is the responsibility of the Board to ensure that new Directors and new Committee members receive orientation on their roles as members of the Board and/or members of a Committee.

Directors

Directors have a duty to be knowledgeable about not only the affairs of the Corporation, but also about the Board's governance processes and their rights, duties and obligations as members of the Board. In addition, it is important that the Board conduct mandatory orientation sessions and provide Directors with access to ongoing education.

After becoming a Director, new Directors should:

- Review the Corporation's by-laws and financial statements, as well as its external website
- consider again whether they have any potential real or perceived conflicts of interest in relation to the Corporation's activities
- become familiar with the Corporation's reporting requirements
- receive information from the Corporation regarding liability insurance and/or indemnification for Directors and Officers

A. Director Orientation

Orientation will take place in a timely manner following the Annual Meeting and no later than the first Board meeting of the new Board cycle. Evaluations of the Board orientation session will be conducted after the new Directors have attended two or three Board meetings to assess the value of such orientation in preparing new Directors for participation on the Board. Orientation will be mandatory for all new Directors, including ex-officio Directors. Directors commencing a renewal term will strongly be encouraged to re-attend orientation sessions to refresh their knowledge and to serve as a resource to new Directors. All other Directors will also be offered the opportunity to re-attend annually.

Orientation will include four components:

- Health sector environment;
- Hospital operations;
- Stakeholders and key relationships; and
- Board governance.

B. Director's Reference Materials

Every Director will be provided with reference materials. The materials will contain important information, including all orientation materials, the policies of the Board and the Hospital By-Laws.

The Governance and Nominating Committee should periodically review the quality of the Board's orientation program. Directors should receive materials that support the orientation in a format that allows the materials to be updated from time to time.

C. Mentoring

When possible, each new Director will be paired with a mentor on the Board or the senior leadership team. The mentors may wish to attend orientation sessions with their initiates and/or debrief with them following Board and/or Committee meetings, and will ask if the information presented was clear and answer any questions they may have about the meetings.

Committee Members

Non-Board members who are newly assigned to a Board Committee (i.e., community representatives, staff representatives, and physicians) will receive orientation to the Committee in question, particularly for issues currently before the Committee.

Where the Board assigns non-Board members to a Committee, a general orientation program will be developed for the Committee in question. The Committee Chair will work with the Executive Lead / Resource for that Committee to develop such a program.

References and Related Documents

Ontario *Not-for-Profit Corporations Act, 2010*

Ontario Hospital Association Guide to Good Governance

Accreditation Canada Governance Standard

Policy Review Log

Date	Action
July 8, 2003	Issued
February 21, 2013	Revised
February 19, 2015	Revised
March 16, 2017	Reviewed
January 28, 2020	Revised

September 27, 2022	Revised
March 25, 2025	Revised