

## POLICY TYPE: GOVERNANCE PROCESS

### 4-26 Board Effectiveness Self-Evaluation Policy

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#### **POLICY**

In order for the Board to achieve its public protection mandate, it must govern with excellence and integrity and hold itself accountable. The Board recognizes that poor governance ultimately costs COO much more than does allocating resources to support the Board in learning to govern well. The Board, as a whole, and individual Directors will invest time and resources to enhance their understanding and ongoing implementation of governance excellence. Further, the Board recognizes that in order to do so, it needs an ongoing plan for Board effectiveness self-evaluation and continuous Board learning and development.

Given this commitment, the Board will assess its performance by conducting an Annual Board Effectiveness Self-Evaluation that adheres to the principles and process outlined below:

1. Directors are required to participate in the Board self-evaluation. In addition, Directors and Appointed Committee Members are required to complete a committee effectiveness evaluation.
2. The Board effectiveness self-evaluation will pertain to the Board's performance as a whole, as well as an overall summary of individual member contributions. The Committee evaluation will address each specific Committee's effectiveness and will be used annually.
3. These effectiveness self-evaluations will take place in the last quarter of the calendar year. A report to the results of the self-evaluation will be forwarded to the Governance Committee, which will review the draft report and discuss the:
  - Analysis of key themes identified in the report, and
  - Conclusions and the recommended action plan

The Committee will then share the report and its recommended action plan for discussion with the Board and Board approval at the February Board meeting.

4. The Governance Committee will guide the process on behalf of the Board. To ensure objectivity and efficiency of the process, a qualified, independent third party will be engaged to administer the data collection, prepare the initial analysis, and provide a data summary.
5. The Board Chair is authorized to take steps to ensure that all Directors and committee members complete the self-evaluation and do so in a timely manner.
6. The Board will discuss the results of this Board self-evaluation in closed session. The Governance Committee will work with the Board and the Registrar, CEO to develop a governance action plan as appropriate. The plan will be linked to and recorded in the Board's Annual Integrated Strategic Agenda/Work Plan.

7. Following the Board discussion regarding the results, the Board will report in public session the following:
  - a. The record of the Board effectiveness self-evaluation taking place
  - b. The number of Directors participating
  - c. The Board's related action plan in response to the learning resulting from the evaluation
  
8. Committee evaluation results will be forwarded to the first Committee meeting of the year for their review, analysis, and action planning. Each Committee will be asked to report back to Board on their findings and related plan at the May Board meeting.