

BRIEFING NOTE

TO: Board of Directors

FROM: Fazal Khan, Registrar, CEO

DATE: March 3, 2025

SUBJECT: Global General Operational Constraint Policy (2-01) Monitoring Report

☐ For Decision ☐ For Information ☒ Monitoring Report

Purpose:

To provide the Board with a monitoring report on the Global General Operational Constraint Policy (2-01), in accordance with the monitoring report schedule approved by the Board.

Registrar, CEO Interpretation and Evidence:

The Global General Operational Constraint Policy (2-01) was approved by the Board in October 2017.

The information contained in this monitoring report represents compliance with a reasonable interpretation of the policy. This monitoring report covers the period from **January 2022 to January 2025**.

The next Global General Operational Constraint Policy Monitoring Report is due in **March 2028**.

Policy Requirement	Interpretation and Evidence
Imprudent or unlawful conduct	<p>Throughout the reporting period the COO has met all legal and regulatory obligations in full and without delay, including:</p> <ul style="list-style-type: none"> - Annual audited financial statements - Corporate filings - Regulatory reporting obligations (Office of the Fairness Commissioner, College Performance Measurement Framework, Health Personnel Database, Quarterly Registration Data, etc.) <p>Moreover, the COO has taken steps to safeguard confidential information from unauthorized access, including the introduction of multi-factor authentication and updates to the virtual boardroom.</p>
Violations of commonly accepted business or professional ethics	<p>During the reporting period, steps were taken to ensure that all organizational practices, decisions and circumstances were in line with commonly accepted business and professional ethics, including:</p>

	<ul style="list-style-type: none"> - Compliance with all policies related to asset protection, vendor relations, investments, financial planning, budgeting and financial reserves. <p>Monitoring reports relating to these policies were delivered on schedule and received board approval.</p>
Consistency with COO values	<p>The following steps were taken during the reporting period to ensure that all practices, decisions and organizational circumstances were consistent with the COO's values:</p> <ul style="list-style-type: none"> - The 2023-2025 Strategic Plan that was approved by the Board in December 2022 incorporated diversity, equity and inclusion (DEI) goals into each of the three plan pillars. - All board and committee members participated in a training session on Indigenous Anti-Racism in January 2023. - All COO briefing notes were updated during the reporting period to include the following three sections, to ensure these factors are considered by committees and the board for each policy decision: <ul style="list-style-type: none"> o Public Interest Considerations o Diversity, Equity and Inclusion Considerations o Risk Management Considerations - In 2024, all board and committee members participated in training sessions on appreciative inquiry and DEI. - The College continues to broadcast all public board meetings on YouTube as part of its commitment to transparency and accessibility
Unreasonable risk	<p>The following steps were taken during the reporting period to ensure the organization was not put at unreasonable risk:</p> <ul style="list-style-type: none"> - Introduction of multi-factor authentication to safeguard COO data. - Prudent investing in accordance with the Investment Policy and as reported in the Investment Policy Monitoring Reports delivered during the reporting period. - Prudent budgeting in light of the introduction of a new Inactive class of registration in 2025. - Maintaining all financial reserves at acceptably prudent levels to ensure no risk to COO operations - Prudent succession planning to ensure the organization would be protected in the event of a sudden loss of Registrar, CEO services (See Emergency Registrar, CEO Succession Policy Monitoring Report, delivered annually and included in the March 2025 Board Package)
Preparation for emergency situations	<p>The following steps were taken during the reporting period to ensure the COO is prepared for emergency situations:</p>

	<ul style="list-style-type: none"> - Approval of a regulatory amendment in 2023 to create a new Emergency Class of registration. - Migration of COO data to a cloud-based server with enhanced data protection reliable remote access for the COO team. - Continued investment in technology to ensure reliable and efficient operations. - Prudent financial planning and budgeting that made it possible to draw on reserve funds in the event of an emergency. Financial reserves currently provide sufficient funds for the COO to continue operations for a period of 9 months in the event of an interruption in revenue. - Prudent succession planning to ensure the organization would be protected in the event of a sudden loss of Registrar, CEO services (See Emergency Registrar, CEO Succession Policy Monitoring Report, delivered annually and included in the March 2025 Board Package).
Conflicts of interest	<p>During the instant reporting period:</p> <ul style="list-style-type: none"> - All board and committee members were required to complete annual fiduciary acknowledgment forms and declare any and all conflicts of interest. - All board and committee members received training on their duty to identify, declare and prevent conflicts of interest as part of the annual board orientation (2023, 2024 and 2025). - Board members are required to complete an updated COI questionnaire prior to each board meeting - Conflict checks are done at every committee and board meeting. -

Recommendations/Action Required:

- 1) Does the Board agree that the Registrar, CEO's interpretation of Global General Operational Constraint Policy was reasonable?
- 2) Does the Board agree that the Registrar, CEO complied with this policy as reasonably interpreted?

POLICY TYPE: OPERATIONAL BOUNDARIES

2-01 Global General Operational Constraint Policy

BACKGROUND

The College of Opticians of Ontario (COO) Board has a multifaceted approach to governance. One of the primary components to this approach is the use of operational boundaries, which are outlined in Operational Boundaries Policies and which are instructive to the Registrar, CEO. These policies address the major areas of enterprise-wide risk and identify the Board's risk tolerance in each of these risk subject areas.

POLICY

The Registrar, CEO shall not cause, allow, or fail to take reasonable measures to prevent any practice, decision, or organizational circumstance which:

2. Is imprudent or unlawful
3. Is in violation of commonly accepted business and professional ethics
4. Is inconsistent with COO values
5. Puts the organization at unreasonable risk
6. Leaves the organization unprepared for emergency situations
7. Is a conflict of interest