

## Governance Committee

### Terms of Reference

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<b>RESPONSIBLE TO:</b>	Board of Directors	
<b>MEMBERSHIP:</b>	Board Vice Chair:	Committee Chair
	Members (max 2):	Elected by the Board
	Chair:	Ex-officio
	CEO:	Staff Representative (non-voting)

The governance committee must be made up of at least 1 member-elected director position and one or two non-member elected positions. A Committee member may be removed by a majority vote of the directors.

**MEETINGS:** One meeting required annually and additional meetings at the call of the chair

**QUORUM:** Two voting members

#### **FUNCTIONS:**

The Committee's general duties are to monitor and review the legal parameters, structures, and obligations of those legal entities operating as SafeCare BC as well as their by-laws, regulations and Board Policies. The Committee shall be responsible for the annual recruitment of candidates for the Board and maintaining a succession plan for leadership on the Board. Finally, the Committee shall be responsible for the recruitment and selection of members of the Technical Advisory Committee.

#### **RESPONSIBILITIES:**

1. Review existing constitution and by-laws and recommend appropriate changes to the Board;
2. Evaluate specific issues and recommend any new bylaws or policies as necessary;
3. Evaluate effectiveness of Board Policies and regulations and recommend any changes as necessary;
4. Work to maintain consistency amongst various by-laws, policies and regulations;
5. Facilitating an annual assessment of the effectiveness of the Board and its committees.
6. Periodically reviewing and recommending good governance practices to the Board.

The Governance Committee shall act as a Nominating Committee for the purpose of actively recruiting candidates for the Board of Directors who are committed to the mission and governing process of SafeCare BC, and who reflect the diversity of the community. Responsibilities include:

1. Reviewing the board matrix to identify the skills/proficiencies that the board needs;
2. Assessing the qualifications of candidates for election as directors;
3. Recommending a slate of candidates to the Board to be presented to members at the AGM;
4. Overseeing and coordinating the process of the appointment of appointed directors
5. Responsible for identifying suitable candidates to act as committee representatives and presenting to the board



No person shall be eligible for election as a director of the Association unless first approved by the Governance Committee.

The Governance Committee shall also act as the selecting body for the purpose of recruiting and selecting employer candidates for the Technical Advisory Committee. Responsibilities include:

1. Assessing the qualifications of employer candidates for selection as members of the Technical Advisory Committee.
2. Selecting the successful employer applicants.
3. Overseeing and coordinating the process of addressing Technical Advisory Committee employer vacancies.

Approved on: 15 November 2022

## Finance and Audit Committee

### Terms of Reference

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- RESPONSIBLE TO:** A Committee struck by the Board of Directors on an annual basis. The Chairperson is the Treasurer and they will report to the Board.
- MEMBERSHIP:** Treasurer  
Members (max 2): Board directors
- MEETINGS:** At least Semi-Annually and at the call of the Chair
- QUORUM:** Shall consist of two committee members. In the event that quorum is not founded, the committee will continue with the meeting. Recommendations will be made and sent electronically for review and voting, or referred to next meeting for discussion and voting.

**PURPOSE:**

The Finance and Audit Committee advises the Association Board of Directors on financial matters and has responsibility of budgeting and monitoring financial affairs.

**RESPONSIBILITIES:**

The responsibilities of the Finance and Audit Committee will be:

1. Review the Audited Financial Statements and Audit Report and recommend any corrective action required.
2. Advise the Board on the selection, retention and remuneration of the Auditor.
3. Review or revise as necessary the financial policies and present any changes to the Board at the end of each fiscal year for their review and approval.
4. Review annually SafeCare BC's investment strategy and make any recommendations to the Board as required

**REPORTING MECHANISM:**

The Audit Committee will bring forward formal recommendations to the Board of Directors and shall report every act or thing done in exercise of its power to the next meeting of the Board of Directors.

**EXPENSES:**

Committee expenses are reimbursable by SafeCare BC according to approved policy.

**TERMS OF OFFICE:**

The Finance and Audit Committee members shall be appointed at the first meeting of the Board following the Annual General Meeting. If mid-term vacancies occur, the board may



appoint a new member and obtain consent from the rest of the board by voting. Term is for 1 year and expires immediately following the next Annual General Meeting.

Approved on: 15 November 2022

# Technical Advisory Committee

## Terms of Reference

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**RESPONSIBLE TO:** Board of Directors

**MEMBERSHIP:**

The Technical Advisory Committee (TAC) will be comprised of a minimum of six and a maximum of twelve persons, not including ex-officio members. Members of the TAC will be recruited based on the following:

- Knowledge, skills, and abilities pertaining to the focus and needs of the TAC
- Demonstrated passion and commitment to workplace health and safety
- Expertise in injury prevention and safe work practices
- Background in curricula development, training, and safety management systems an asset

Every reasonable effort will be made to represent the diverse stakeholder group of the continuing care sector. Representation will be sought from:

- Large, medium, and small organizations operating in WorkSafeBC's classification units 766011 and 766006 (long-term care and community health support services, respectively)
- Organized labour groups with members in WorkSafeBC's classification units 766011 and 766006

Every reasonable effort will be made to ensure the balance between representatives from the 766011 and 766006 on the TAC reflects the balance of SafeCare BC's membership between these two classification units. In addition, efforts will be made to ensure there is regional representation on the TAC from across BC and that the overall committee composition maintains a 50/50 balance between labour and employer representatives.

Subject matter experts may be brought into the TAC on an as-needed basis to address specific project needs.

The Chair or Vice Chair must be a member of the SafeCare BC Board of Directors. Ex-officio members of the TAC will include a representative from WorkSafeBC, the SafeCare BC Chief Executive Officer, and the SafeCare BC Director of Health and Safety Programs. In the absence of the CEO, SafeCare BC's Director of Workplace Health and Safety Programs will attend on her behalf to support the Chair and Co-Chair in their responsibilities. These ex-officio members will be non-voting members of the TAC, along with any other SafeCare BC staff who are present for the meeting.

**APPOINTMENT PROCESS**

The Board's Governance Committee will manage the TAC appointment process regarding committee representatives, with the exception of labour representatives, and make every reasonable effort to maintain a 50/50 balance between labour representatives and employer representatives.

Organized labour groups with members in WorkSafeBC's classification units 766011 and 766006 may appoint representatives to the TAC. Appointing groups will notify SafeCare BC in writing of any such



appointments as soon as reasonably practicable. Without imposing any obligation upon organized labour or SafeCare BC in respect of the selection of representatives by organized labour, SafeCare BC encourages organized labour groups to apply rules of procedural fairness and to take reasonable measures to ensure that all eligible groups who desire to participate have the opportunity to have their members serve as labour representatives in proportion to each group's presence within the continuing care sector.

Criteria regarding desired committee member characteristics, as outlined in the membership section, will govern all appointments regardless of appointing / managing body.

## **MEETINGS:**

Four to Six meetings per year, or as otherwise determined by the SafeCare BC Board or TAC. Meeting agendas will be prepared and circulated 3-5 days prior to the meeting and actions will be circulated 3-5 days after the meeting, unless otherwise determined by the TAC. Meetings will be three hours in duration and may be held virtually, or in person as required. TAC members are required to read documents in advance of and in between meetings to provide advice and direction. Total time commitment per year is anticipated to be 20 to 24 hours.

## **TERMS:**

Term is for 24 months with one renewable term for all voting representatives, with the exception of labour representatives.

Labour representatives' terms shall be determined by their appointing group. In these instances, the appointing group will notify SafeCare BC in writing of the intended term length upon initially notifying SafeCare BC of the appointment.

For employer representatives, the Governance Committee may recommend a term extension for a maximum of one year if there are no other eligible nominees for the position. The extension is subject to the approval of the Board.

**ATTENDANCE:** Committee members who miss three consecutive meetings for unexcused reasons are deemed to have resigned from the Technical Advisory Committee

**ALTERNATES:** All non-labour members of the TAC will nominate one alternate for consideration to be approved by the Governance Committee. Labour representatives will nominate one alternate for consideration to be approved by their appointing group, and once approved, will notify SafeCare BC in writing as soon as reasonably practicable as to the identity of their alternate.

## **FUNCTIONS:**

The TAC provides input, expertise, and knowledge to strengthen the effectiveness of SafeCare BC initiatives, programs, and projects. Specifically, the TAC will provide input into activities as outlined in SafeCare BC's annual workplan.

## **RESPONSIBILITIES:**

The TAC will provide sector-specific input and recommendations on the following:



1. Programs, projects, and initiatives that support SafeCare BC's strategic and / or tactical objectives of preventing and reducing workplace injuries among continuing care workers in BC.
2. Education, training, resources, and return-to-work initiatives.
3. Industry engagement in occupational health and safety initiatives, including (but not limited to) SafeCare BC-led initiatives.
4. Identification of emerging health and safety trends, industry needs, and best practices.

## **OPERATION:**

Wherever possible, committee recommendations will be made by consensus. If the TAC is unable to reach consensus on an issue after thorough debate, the TAC Chair will refer the issue to the SafeCare BC Board of Directors.

The TAC Chair or Vice Chair (whichever position is represented from the SafeCare BC Board) will be responsible for liaising between the TAC and the SafeCare BC Board of Directors. The TAC Chair or Vice Chair will report to the SafeCare BC Board of Directors on committee recommendations and will similarly relay Board decisions on committee recommendations to the TAC.

The TAC Chair or Vice Chair will be identified by the Governance Committee, and formally approved by the Board of Directors. The TAC will be responsible for identifying a Vice-Chair to fulfill the duties of Chair in the event the Chair is unable to attend a committee meeting, subject to Board approval. The Vice-Chair will be selected in accordance with the process by the voting members of the TAC:

1. Call for Nominations for the position:
  - a. Confirmation of Nominees
  - b. If more than one (1) nominee per position is presented, ballots are circulated and counted
  - c. Position is elected based off majority vote

## **SELF-ASSESSMENT:**

To ensure that the committee continues to serve its intended purpose, an evaluation will be conducted every two years to provide an opportunity for the members to assess if the Technical Advisory Committee is meeting expectations.

The process and form used to conduct the evaluation will be reviewed and modified as needed by the Governance Committee.

The TAC will be informed of the results at the next meeting after the evaluation.

## **REIMBURSEMENT:**

Expenses incurred in the course of executing TAC functions will be reimbursed in accordance with SafeCare BC's Board Policies.

Approved last: November 5, 2024

## Partnerships Task Force

### Terms of Reference

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**PURPOSE:** The Partnerships Task Force will be responsible for developing and strengthening strategic partnerships within the health care sector. The purpose of the task force is to build and maintain an effective and constructive network with partners, stakeholders or contacts who may be helpful in achieving organizational goals, particularly during this pivotal time. This includes fostering growth and development in our partnerships.

**RESPONSIBLE TO:** Board of Directors

#### MEMBERSHIP

The Partnerships Task Force will be comprised of three Directors of the Board representing a diverse stakeholder group of the continuing care sector: long term care, home care and organized labour groups. The BC Care Providers Association CEO will be a non-voting member of the committee. The Chair will be appointed by the SafeCare BC Board.

The SafeCare BC CEO will sit on the task force as an ex officio member. The SafeCare BC Sr. Director of Innovation and Partnerships may also attend as an ex officio member.

Subject matter experts may be brought into the Partnership Task Force on an as-needed basis to address specific needs.

#### DESIRED OUTPUTS:

- Develop a comprehensive partnership framework to guide collaboration efforts.
- Identify and implement strategies for growth in partnership activities and outcomes.

#### RESPONSIBILITIES

1. Cultivate meaningful relationships with organizations within or connected to the health care sector.
2. Increase collaboration with sector associations to leverage board member expertise and affiliations.
3. Strengthen relationship with the Ministry of Health (MOH), health authorities and other government agencies to increase communication and understanding of the breadth and impact of SafeCare BC's work and expertise.
4. Build engagement with other health and safety organizations in order to remain attuned to current and emerging issues as well as best practices.
5. Elevate the profile of SafeCare BC and highlight the value of its work in interactions with relevant network contacts.

#### APPOINTMENT PROCESS

The Board's Governance Committee will manage the Partnership Task Force's appointment process. The recommended membership will be submitted to the Board for approval.



## **MEETINGS**

The meetings will be called at the discretion of the chair. Meeting agendas will be prepared and circulated 3-5 days prior to the meeting. Meetings will be 1 to 2 hours in duration and may be held virtually, or in person as required. Partnership Task Force members may be required to read documents in advance of and in between meetings to provide advice and direction. Total time commitment per year is anticipated to be 6-10 hours.

## **TERMS**

The task force has a two year-term and may be renewed subject to the recommendation of the Governance Committee and approval of the Board based on the need for continuation.

## **OPERATION**

Aside from groups with which SafeCare BC already has an existing relationship, the Board of Directors may also identify priority groups to focus on depending on the current sector landscape. The Partnerships Task Force may also put forward recommendations on organizations that would be beneficial for SafeCare BC to collaborate with, subject to Board approval.

The task force will provide an update to the Board on activities when new updates are made available.

## **REIMBURSEMENT**

Expenses incurred in the course of executing Partnership Task Force functions will be reimbursed in accordance with SafeCare BC's Board Policies.

Approved last: November 5, 2024