

**TERMS OF REFERENCE FOR THE
PRESIDENT AND CHIEF EXECUTIVE OFFICER**

1. INTRODUCTION

- (1) The President and Chief Executive Officer (the “CEO”) reports to the Interior Health Authority (the “Authority”) Board of Directors (the “Board”) and maintains open communication with the Board Chair. The CEO is not a member of the Board.
- (2) The CEO is responsible for:
 - (a) providing leadership, general supervision, management and control of the operations of the Authority on a day-to-day basis in accordance with the strategies, plans and policies approved by the Board;
 - (b) providing overall leadership and vision in developing the tactics and plans necessary to realize objectives; and
 - (c) managing the Authority to ensure strategic and annual planning is effectively implemented, the results are monitored and reported to the Board, and financial and operational objectives are attained.

2. DUTIES AND RESPONSIBILITIES

- (1) Lead and manage the Authority within parameters established by the Board.
- (2) Develop and recommend for approval an annual Service Plan to the Board consistent with the Authority’s *Vision, Mission, Goals, Values and Principles* and the Government Mandate Letter. This includes updating and making changes as required, and involving the Board in the early stages of developing strategy.
- (3) Undertake annual operational planning and other supporting initiatives based on the objectives and strategies identified in the Service Plan and present the related operating and capital budgets to the Board for approval.
- (4) Successfully implement the annual operating and capital budgets. Review and report regularly to the Board on the overall progress and results against operating and financial objectives and initiate courses of action for improvement.
- (5) Keep the Board fully informed of all significant operational, financial and other matters relevant to the Authority. This includes external items emanating from Governments and stakeholders.

**TERMS OF REFERENCE FOR THE
PRESIDENT AND CHIEF EXECUTIVE OFFICER**

- (6) Authorize the commitment of funds to capital projects included in budgets approved by the Board. The CEO may also authorize the commitment of funds to capital projects not included in a budget or otherwise approved by the Board to a maximum established by the Board approved *Limits of Spending Authority*. Such capital commitments are required to be submitted to the Board for ratification at the next regularly scheduled Board meeting.
- (7) Authorize commitment of corporate resources. Within the limits of authority granted by the Board, the CEO may enter into agreements, contracts, leases, etc. in the ordinary course of business, in order to pursue the approved strategies, plans, and objectives of the Authority, provided however, that major commitments, exposures, and risks shall be reported to the Board in a regular and timely basis.
- (8) Identify the principal risks of the Authority's business and implement appropriate systems to manage these risks.
- (9) Develop and maintain a sound, effective organization structure, and ensure capable management succession, progressive employee training and development programs.
- (10) Annually review with the Board the Authority's succession plans.
- (11) Provide the Board, at Board and committee meetings, with exposure to the Authority's key management.
- (12) Ensure that all members of the Authority have their responsibilities and authorities clearly established.
- (13) Establish effective control and co-ordination mechanisms for all operations and activities, and ensure the integrity of the internal control and management systems.
- (14) Receive and review the reports of the Internal Auditor and, where necessary, ensure appropriate action is taken. Any and all reports regarding the integrity of internal control and management systems will be addressed to the CEO with copies to the Audit and Finance Committee.
- (15) Develop and implement a comprehensive communications program which meets the policy expectations of the Board and, as part of that program, foster relationships with agencies, universities, professional regulatory bodies, other health delivery organizations, special interest groups, the general public and other key stakeholders to encourage understanding and cooperation in the development, implementation and evaluation of the operational and strategic planning of the Authority.

**TERMS OF REFERENCE FOR THE
PRESIDENT AND CHIEF EXECUTIVE OFFICER**

- (16) Manage and oversee the required interfaces between the Authority and the Government and stakeholders and act as the principal spokesperson for the Authority, in consultation with the Board Chair where major policy issues are involved.
- (17) Ensure the safe, efficient operation of the Authority and ensure compliance with the Authority's environment, health and safety policies and practices.
- (18) Obtain Board approval prior to acceptance of significant public service commitments and/or outside Board appointments.
- (19) Ensure all operations and activities of the Authority are conducted in accordance with laws, regulations, sound business practice, and in accordance with the policies and practices approved by the Board – including the *Directors Code of Conduct and Conflict of Interest Policy* and *Corporate Conduct*.
- (20) Foster a corporate culture that promotes the Authority's values and guiding principles, ethical practices and encourages individual integrity and social responsibility.