

## Executive Committee Terms of Reference

Approved/revised by Executive Committee: September 17, 2010, November 17, 2011, January 15, 2013, March 15, 2016

**Approved/revised by Council: September 22, 2010, January 20, 2012, March 19, 2014, June 23, 2016**

### 1. Committee Mandate, Scope and Purpose

The Executive Committee is a statutory committee as set out in the Health Professions Procedural Code (Code), which is Schedule 2 of the *Regulated Health Professions Act, 1991* (RHPA).

Reflecting an active commitment to public protection within the framework of a progressive, self-regulating profession, the Executive Committee oversees the functioning of Council, its priorities, agendas, goals and objectives. It is empowered to make decisions on behalf of Council under specified circumstances, and to act as a default Committee for matters outside of the scope of the other established Committees.

The Executive Committee reports to Council under the leadership of the President and works on behalf of the Council to:

- a. Ensure that the work of Council and its Committees is appropriately focused on clear goals and objectives;
- b. Organize and coordinate the business of Council, including the Council agenda, planning meetings, time allocation and information flow to Council members;
- c. Identify policy issues requiring study and resolution and determine which Committee and/or Council resource should be responsible to deal with the issues;
- d. Consider policy options and recommendations brought forward by Committees and finalize recommendations for consideration by Council;
- e. When acting as a “default” Committee and on matters specific to its mandate (e.g. financial, operative, governance, Council/Committee coordination, etc.), formulate policy options for Council consideration;
- f. Review standing Committees and management reports;
- g. Guide Committee Chairs and management in determining what items are to be forwarded for Council’s information, discussion, or decision;
- h. Undertake research, solicit input from stakeholders, request legal advice and conduct public and/or stakeholder consultations. In addition, the Committee will communicate its activities as openly as possible, and will apprise key Ministry of Health and Long-Term Care (MOHLTC) staff of its decisions and directions; and
- i. Provide regular updates and an annual report on its activities.

The Executive Committee acts as a Governance Committee to:

- j. Review the budget, financial statements and workplan of Council and recommend approval by Council;
- k. Uphold and revise, where necessary, for recommendation to Council, Council By-laws, policies and structures to ensure the efficiency and effectiveness of Council operations;

- l. Document the attendance and conduct of Council members, in accordance with Schedule 3 (Code of Conduct) and article 15 of the By-laws;
- m. Liaise with Committee Chairs through the President, or in his/her absence, the Vice-President, to facilitate communication and feedback regarding Committee progress and timelines;
- n. Ensure appropriate induction and orientation for new members;
- o. Oversee the hiring, performance review and contract of the Registrar.

The Executive Committee is also empowered to act on behalf of Council between meetings on matters that require immediate attention. Council members will be apprised of such actions in a timely manner, and an opportunity provided for Council to review decisions made in such circumstances at the next scheduled meeting of Council.

## **2. Composition**

The Executive Committee shall be elected by Council and composed of the President, the Vice-President and three (3) members of Council. Three (3) members of the Executive Committee shall be members and two (2) members of the Executive Committee shall be Public members. The roles of the President and Vice-President are as defined in the By-laws.

## **3. Term**

The term of office of a Committee member shall commence immediately after the election and shall continue for approximately one (1) year.

## **4. Frequency and Location of Meetings**

Committee meetings shall, wherever possible, be held at a place and on a date set in advance and shall occur at regular intervals and at such frequency as necessary for the Committee to conduct its business.

## **5. Quorum**

The quorum is three (3) members unless otherwise provided in the Code or the By-laws or unless the Committee is composed of only three (3) members, in which case, the quorum for such a Committee shall be two (2) members.

## **6. Selection of the Chair**

The Chair of the Executive Committee shall be the President.

In the event that the Chair of the Committee is unable or unwilling to preside at the meeting, the Chair shall designate an acting Chair from among the Committee members to preside at the meeting and if the Chair is unable to delegate his or her chairing duties, the Committee shall then select an acting Chair to preside at the meeting from among its members.

## **7. Role of the President as Chair of Executive Committee**

A Chair:

- a. Provides leadership in a consensus model.
- b. Acts as spokesperson for the Committee.
- c. Sets the agenda for the Committee.
- d. Provides guidance, as needed, to members regarding attendance and performance.
- e. Facilitates internal correspondence.
- f. Provides guidance and feedback to the Registrar.

- g. Oversees work of standing and sub-Committees.
- h. Fulfills duties as described in Terms of Reference.
- i. The President, as Chair, may consult with presidents of other bodies where deemed beneficial or necessary.

## 8. Roles and Responsibilities of Members of the Executive

Every Committee member shall, in the performance of his or her duties:

- a. Familiarize himself or herself with the *Psychotherapy Act, 2007* (the Act), the *Regulated Health Professions Act* (RHPA), the By-laws and any policies of the College;
- b. Familiarize himself or herself with any other records, documents and guidelines that may be necessary for the performance of his or her duties;
- c. Comply with the provisions of the Act, the RHPA, the By-laws, any policies of the College and rules that are adopted by Council from time to time;
- d. Regularly attend meetings on time and participate constructively in discussions;
- e. Ensure that confidential matters coming to his or her attention as a member of a Committee or working group are not disclosed by him or her, except as required for the performance of his or her duties or as permitted by the RHPA;
- f. Conduct himself or herself in an appropriate manner with College staff, other members of Council or members of the Committees, members and members of the public;
- g. Comply with the College's Code of Conduct, which is attached as Schedule 3 of the By-laws and forms part of the By-laws;
- h. Avoid, or where that is not possible, declare all conflicts of interest in the manner set out in the By-laws;
- i. Step down from his or her position as a Committee member and/or member of additional standing or special Committees, Sub-Committees, Ad-hoc Committees, planning groups and working groups, in the event that allegations regarding his or her conduct or capacity are referred to the Registrar or other members of the Executive Committee until such time as the matter has been finally disposed of following due process and consistent with the College's Code of Conduct; and
- j. Perform the duties associated with his or her position conscientiously and with due care and diligence in a manner that serves and protects the public interest.

## 9. Voting

Wherever possible, decision-making at the Committee level shall be conducted using a consensus model. When necessary, formal voting will be used.

Unless specifically provided for otherwise under the Code or the By-laws, every motion that properly comes before this Committee shall be decided by a simple majority of the votes cast at the meeting by the Committee members present.

Ordinarily the Chair does not vote, but in the event of a tie, the chair may choose to do so. In the event of a tie vote, the motion is defeated.

## **10. Staff Resources**

The Registrar acts in an *ex-officio* role.  
Other staff members provide support to the Committee.

## **11. Committee Records**

The Chair of the Committee shall ensure that accurate minutes of all Committee meetings and proceedings are recorded, approved and maintained at the College office.

## **12. Conflict of Interest**

All Committee members have a duty to carry out their responsibilities in a manner that serves and protects the interest of the public. As such, they must not engage in any activities or in decision-making concerning any matters where they have a direct or indirect personal or financial interest, or where there is appearance of such conflict. All Committee members have a duty to uphold and further the intent of the Act to regulate the profession of psychotherapy in Ontario, and not to represent the views of advocacy or special interest groups.

Comprehensive information regarding conflict of interest obligations is included in the By-laws.

## **13. Media Communications**

All media contact shall be channeled and coordinated through the Registrar's office. Any Committee member or any member of a working group (*ad hoc* committee) being asked by media representatives to provide interviews, respond to enquiries, or to comment on issues concerning the regulation of the profession or the operation of Council or College, shall not provide any such communication and shall instead refer them to the Registrar's office.

## **14. Parliamentary Authority**

Schedule 2 of the By-laws outlines the Rules of Order of Council. The Committee should attempt to work by consensus where possible.