

## Council Policy

Policy Title	CPSA Governance Structure and Committees
Date Approved/ Revised	March 7, 2024
Date of next Review	2025

### 1. PURPOSE

The establishment of a governance structure provides a visual representation of the decision-making structure and lines of authority for CPSA Council which helps ensure decisions are made effectively and are aligned with the mandate of CPSA.

### 2. SCOPE

Committees created under the *Health Professions Act* (HPA) and Committees and subcommittees created under CPSA Bylaws.

### 3. STRUCTURE

**Council Committees** are of three types and they provide advice and recommendations to Council:

**Standing Committees** are directly concerned with governance of CPSA, and are comprised of Council members and other members at large with expertise as required. They include: Executive Committee, Governance Committee and Finance and Audit Committee.

**Priorities Committees** provide advice and recommendations to Council regarding strategic priorities that are set out in the CPSA Strategic Plan. Priorities Committees include a mix of Council members, regulated members, and other members at large with expertise (including lived experience) in the strategic priority area.

**Ad Hoc and/or Sub- Committees** may also be established by CPSA Council, and these may be established as a new Council Committee or sub-committee. This type of Committee is generally comprised of Council members, however exceptions can be made to include members at large when required.

**Statutory Committees** provide advice and recommendations to the Registrar/CEO (or delegate) on matters that support the department and

program functions of CPSA. Council members do not sit on these Committees. Statutory Committees include: Competence Committee<sup>1</sup> and Medical Facility Accreditation Committee<sup>2</sup>. Committee members are appointed by the Registrar. Statutory Committees shall include 2 members at large who represent the public. The Registrar will bring Committee updates to Council meetings. Where Council decisions are necessary, the Registrar makes recommendations to Council. Sub-Committees and Advisory Committees and their Terms of Reference will be approved by the Registrar.

**Corporate/Operational Committees** are established by the Registrar, and are related to organizational and departmental operations.

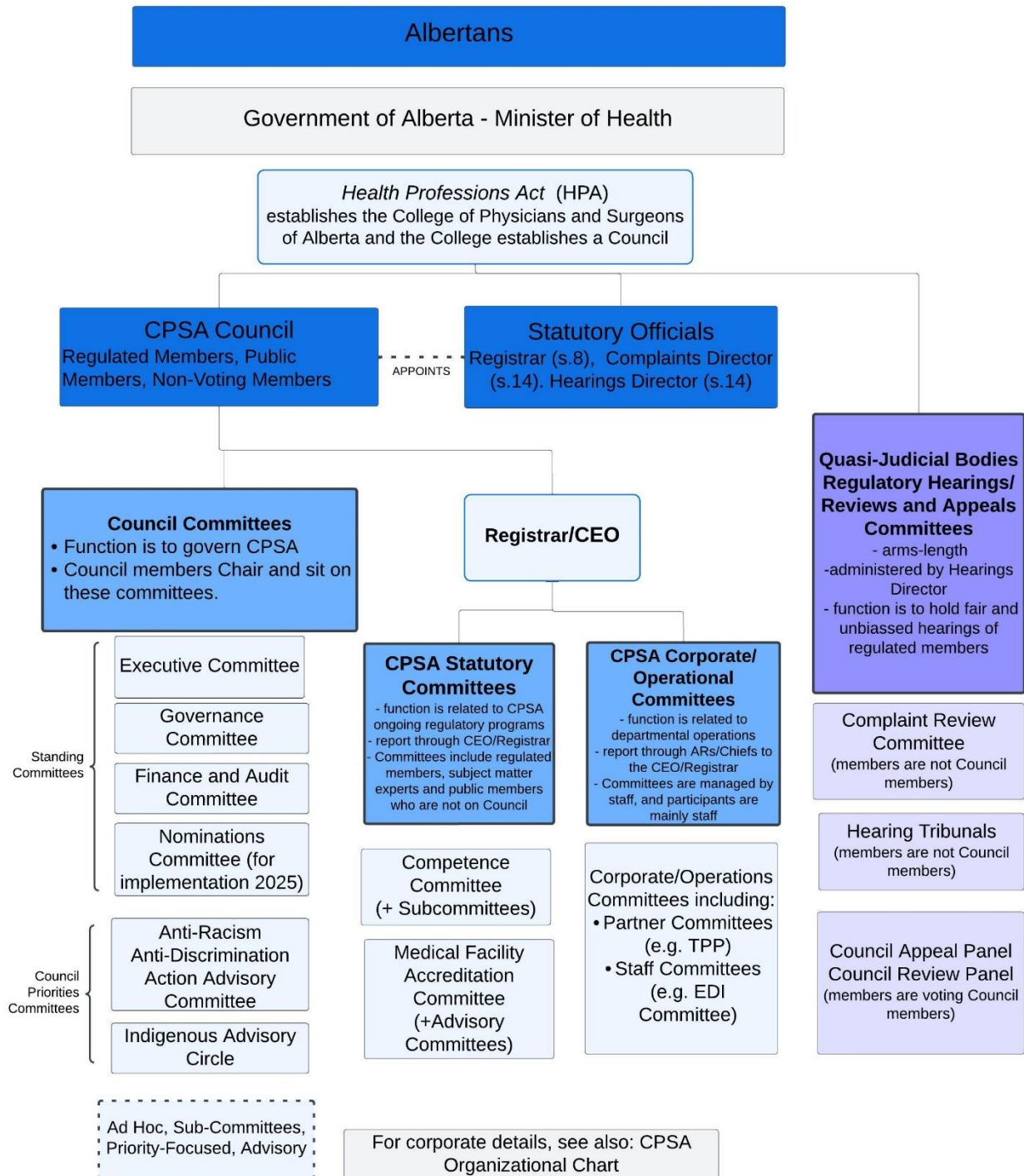
**Regulatory Hearings/Reviews and Appeals Committees** are established pursuant to the *Health Professions Act* to ensure fair and unbiased proceedings. The Hearings Director Office (HDO) oversees Complaint Review Committees and Hearings Tribunals and is responsible for the recruitment and appointment of physician members for both Complaint Review Committees and Hearings Tribunals. Public members for Complaint Review Committees and Hearings Tribunals are appointed by Order in Council. The Hearings Director operates independently from the Complaints Director. The HDO also receives requests for reviews and appeals and appoints voting members of Council for these panels.

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<sup>1</sup> See the HPA, s. 10 for the authority to establish the Competence Committee.

<sup>2</sup> See the HPA, Schedule 21, s. 8 for the authority to establish the Medical Facility Accreditation Committee and advisory committees.

CPSA Governance Structure



#### **4. COMMITTEE RESOURCES**

Council approves the budget of all CPSA Committees. Committee members are paid an honorarium and are reimbursed for their expenses as per CPSA's Honoraria and Expense Policy.

Council Committee secretariat supports are assigned by the Office of the Registrar and include professional and administrative staff. The Registrar, Chief of Staff or designate will attend all Council Committee meetings. Other CPSA staff members may attend or present at Committee meetings as needed to provide specific knowledge or expertise on matters before Committees.

Statutory Committee secretariat supports are assigned by the Assistant Registrar responsible for the Committee and include professional and administrative staff. The Registrar or designate may attend Committee meetings in an ex officio role. Other CPSA staff members may attend or present at Committee meetings as needed to provide specific knowledge or expertise on matters before Committees.

Regulatory Hearings/Reviews and Appeals Committees are supported by the Hearings Director Office.

#### **5. COUNCIL COMMITTEES AND STATUTORY COMMITTEES PROCESSES**

##### **Terms of Reference**

Each Committee will have a Terms of Reference that outlines the Purpose, Membership, Roles and Responsibilities and Authority of the Committee and Confidentiality requirements.

As necessary, and at least every three years, the Governance Committee will review and recommend Council Committee Terms of Reference to Council.

Statutory Committees will be provided a Terms of Reference template and may recommend changes that are in alignment with the HPA, CPSA Bylaws and this policy, to the Registrar.

## **Committee Annual Reports**

At the end of each year, Committees will approve an annual report that summarizes accomplishments in fulfilling the Committee mandate. Annual Reports will be filed with Council at latest in September of the following year.

## **Committee Members and Chair Appointments**

### **Council Committees**

Council appoints the members of Council Committees for a three-year term which is renewable once. Due to the subject matter, and because priorities might change, Council Priorities Committee members will be asked to confirm their Committee membership annually, and may exit the Committee before having completed a full term.

Council Committee Chairs are appointed by Council for a one year term and may be renewed annually for no more than six years.

Council Committees may recommend Committee members and Chairs to Governance Committee, which will make final recommendations to Council for approval.

Committees may appoint a Vice-Chair at their discretion, based on the needs of the committee and the leadership styles of those being considered for such roles.

### **Statutory Committees**

Statutory Committees may vet and recommend members and Chairs to the Registrar for approval. The Registrar appoints members to Statutory Committees for a three year term which is renewable once.

Statutory Committee Chairs are appointed by the Registrar for a one year term and may be renewed annually for no more than six years.

Committees may recommend the appointment of a Vice-Chair at their discretion, based on the needs of the committee and the leadership styles of those being considered for such roles.

## **Frequency**

Committees meet at least once a year or at the call of the Chair, normally four (4) times per year in advance of Council meetings.

## **Procedures**

Committees may determine procedures to be used at meetings.

Committees may meet in person, by teleconference or by any other communications technology that permits all persons participating in the meeting to communicate with each other.

Items requiring approval by Council will be brought forward at the next Council meeting as a recommendation from a Council Committee, or a recommendation from the Registrar.

## **Committee Decisions**

Quorum shall be 50% of voting Committee members. Where one-half of the committee is not a whole number, quorum shall be taken as the whole number which is closest to and greater than one-half.

Committee decisions may be made by consensus or majority vote.

**Decisions by Consensus:** Following discussion, all members of the Committee agree with a proposed motion. The Committee Chair will determine agreement or not. A motion approved by consensus that requires approval of Council, will be forwarded to Council as a Committee recommendation. If there is not consensus, the Chair will facilitate a majority vote.

**Decisions by Majority vote:** Motions are made, discussed and voted on. A majority vote of Committee members present and not abstaining from voting at a meeting decides a vote. If the vote is tied, the motion is defeated. A motion carried that requires approval of Council, will be forwarded to Council as a Committee recommendation.

## **Committee Records**

Minutes shall be recorded for all meetings and will be approved by the Committee at its next meeting. Minutes of Council Committees will be made available to all Council members through an online records-sharing portal.

## **6. APPROVAL**

CPSA Council approves this policy.

## **7. AUTHORITY DOCUMENTS**

HPA and Regulation, CPSA Bylaws

## **8. SUPPORTING DOCUMENTS**

[Committee Terms of Reference](#)