Nova Scotia Nursing and Midwifery Regulator

Board Governance Policy Manual

Effective June 30, 2026

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2 General Executive Constraint

The CEO & Registrar shall not cause or allow in the organization any practice, activity, decision or circumstance which is either imprudent, or unethical, or unlawful, or in violation of the current Regulated Health Professions Act, Regulations and By-laws.

2.1 Staff Treatment

The CEO & Registrar shall not allow working conditions for staff that are unprofessional, unfair, discourteous, unsafe, or unclear.

2.1.1 Human Resource Policies

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not operate without Human Resources policies that clarify personnel procedures for staff, provide for effective handling of disagreements and conflicts, and protect against wrongful conditions and improper handling of personal information.

2.1.2 Discrimination

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not tolerate or engage in discrimination against any staff member

2.1.3 Staff Knowledge of Rights

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not permit staff to be unacquainted with their rights and responsibilities under this policy.

2.1.4 Emergency Preparedness

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not allow staff to be unprepared to deal with emergency situations.

2.2 Planning

The CEO & Registrar shall not permit planning that allocates resources in a way that deviates materially from Board-stated Ends priorities, that risks fiscal jeopardy, or fails to show a generally accepted level of foresight.

2.2.1 Multi-Year Strategic Plan

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not operate without a multi-year strategic plan that can be expected to achieve a reasonable interpretation of the Ends.

2.2.2 Planning Criteria

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not permit planning to omit regular analysis of strengths, weaknesses, opportunities, and threats, including external environmental issues, which may impact the organization’s short and long term future.

2.2.3 Budget Foundation

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not permit budgeting for any fiscal period or the remaining part of any fiscal period that is not derived from the strategic plan.

2.2.4 Planning Projections

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not permit financial planning that omits credible projection of revenues and expenses, separation of capital expenditures and operational expenses, cash flow projections, and disclosure of planning assumptions.

2.2.5 Deficit Planning

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not plan the expenditure in any fiscal year of more funds than are available.

2.2.6 Safety Reserve Planning

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not plan to reduce the liquidity reserve to an amount below a safety reserve calculated as one month of previous year's actual operating expenditures, with an adjustment for non-cash and externally funded expenditures.

2.2.7 Board Budget Planning

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not permit financial planning that does not provide the amount determined annually by the Board for the Board's direct use during the year, such as costs of fiscal audit, Board development, Board and committee meetings, Board legal fees, and ownership linkage.

2.2.8 Future Fiscal Soundness

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not permit planning that endangers the fiscal soundness of future years or ignores the building of organizational capability sufficient to achieve Ends in future years.

2.2.8.1 Succession Planning

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not operate without succession planning processes in place to facilitate smooth operations during key personnel transitions and ensure competent operation of the organization in all areas over the long term.

2.2.8.2 Emergency CEO & Registrar Succession Planning

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not permit the organization to be without sufficient organizational capacity for the competent operation of the organization to continue in the event of sudden loss of CEO & Registrar services.

2.3 Financial Condition

With respect to the actual, ongoing condition of the organization's financial health, the CEO & Registrar may not cause or allow the development of fiscal jeopardy nor a material deviation of actual expenditures from Board priorities established in Ends.

2.3.1 Expenditure of Funds

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not expend more funds (cash and investments) than are available.

2.3.2 Liquidity Reserve Minimum

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not allow the liquidity reserve to drop below an amount equal to one month of the previous year’s actual operating expenses, with an adjustment for non-cash and externally funded expenditures.

2.3.3 Government Payments

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not allow tax payments or other government-ordered payments or filings to be overdue or inaccurately filed.

2.3.4 Debt Payments

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not allow the untimely payment of payroll and debts.

2.4 Asset Protection

The CEO & Registrar may not allow assets to be unprotected, inadequately maintained nor unnecessarily risked.

2.4.1 Property Insurance

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not permit the organization to be without insurance against theft, fire and casualty losses to at least the actual cash value.

2.4.2 Liability Insurance

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not permit the Board members, staff and individuals engaged in activities on behalf of NSNMR, or the organization itself to be without liability insurance in an amount recommended by our insurer and confirmed to be above the current industry standard for comparable organizations in our sector.

2.4.3 Safeguard and Protection of Information and Intellectual Property

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not operate without adequate safeguards to protect intellectual property, information and files from loss or significant damage, including protecting the value of intellectual property by seeking appropriate compensation for use of intellectual property, entering into appropriate license agreements, and registering copyright material and trademarks when appropriate.

2.4.4 Asset Maintenance

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not subject building and equipment to improper wear and tear nor insufficient maintenance.

2.4.5 Liability & Loss Protection

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not unnecessarily expose the organization, its Board or Staff to claims of liability or loss.

2.4.6 Signing Authorities

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not operate without appropriate designated signing authorities.

2.4.7 Expenditure Authorization

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not permit any expenditure (via cheque or electronic payment) to be without two authorized signatures.

2.4.8 Required Approval Amounts

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not approve the payment of any expenditure (via cheque or electronic payment) in amounts up to $250,000 without the CEO & Registrar or another senior director with the pre-approval on record of the CEO & Registrar being one of the signing authorities.

Approve payments greater than $250,000 without the signature approvals, on record, of any two of the following: CEO & Registrar, Chair, or Vice-Chair, with the exception of the following vendors:

- Canada Revenue Agency
- Canadian Nurses Protective Society
- Navacord
- TD Waterhouse
- Meazure Learning

2.4.9 Purchasing Criteria & Conditions

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not make purchases without due consideration to quality, after-purchase service, value for dollar, and opportunity for fair competition. Orders shall not be split to avoid these criteria.

2.4.9.1 Conflict of Interest in Purchasing

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not make any purchase wherein normally prudent protection has not been given against conflict of interest.

2.4.9.2 Competitive Purchasing Criteria

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not make any purchase of over $50,000 without having obtained comparative prices and quality.

2.4.9.3 Capital Expenditure Criteria

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not make any capital expenditure over $50,000 without having obtained comparative prices and quality.

2.4.9.4 Capital Expenditure Limit

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not make any capital expenditures over $250,000.

2.4.9.5 Contract Commitment Limit

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not enter into any contract that results in a cumulative regulatory body's commitment of greater than $250,000.

2.4.10 Board Advisor Independence

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not compromise the independence of the Board's audit or other external monitoring or advice.

2.4.11 Internal Fraud Policies & Procedures

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not operate without internal policies and procedures that detect, deter and prevent fraud.

2.4.12 Internal Asset Controls

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not receive, process or disburse the regulatory body's assets under internal controls which are insufficient to prevent and detect significant deficiencies or material weaknesses.

2.4.13 Investment Criteria

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not make investments on behalf of the regulatory body which do not reflect maximization of revenue while preserving safety of principle and meeting liquidity requirements.

2.4.13.1 Bond Investment Rating Criteria

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not make investments in bonds issued by an organization having a rating of less than A or equivalent.

2.4.13.2 Term Deposit Criteria

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not make investments in term deposits other than with Canadian Chartered Banks or Credit Unions.

2.4.13.3 Mutual Fund Criteria

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not make investments in mutual funds held other than low-risk balanced funds.

2.4.13.4 Mutual Fund Diversity

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not neglect to diversify mutual fund holdings over various reputable fund managers.

2.4.14 Real Property Transfers

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not acquire, encumber or dispose of real property.

2.5 Compensation and Benefits

With respect to employment, compensation and benefits for all NSNMR full-time, part-time, term contract employees and volunteers, the CEO & Registrar may not cause or allow jeopardy to fiscal integrity or public image.

2.5.1 CEO & Registrar Compensation Changes

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not change the CEO & Registrar’s own compensation and benefits.

2.5.2 Employment Promises

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not promise or imply guaranteed employment.

2.5.3 Competitive Compensation

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not establish current compensation and benefits which deviate materially from the market competitiveness for the skills employed.

2.5.4 Pension Benefits

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not establish or change pension benefits.

2.6 Communication and Support to the Board

With respect to providing information and support to the Board, the CEO & Registrar shall not permit the Board to be uninformed.

2.6.1 Information for Decisions

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not allow the Board to be without adequate information to support informed Board choices, including relevant environmental scanning data, a representative range of staff and external points of view, significant issues or changes within the external environment which may have a bearing on any existing Board policies, along with alternative choices and their respective implications.

2.6.2 Monitoring Information

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not neglect to submit monitoring data or other information required by the Board (see policy on Monitoring Organizational Performance) in a timely, accurate and understandable fashion.

2.6.3 Reporting Policy Non-Compliance

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not let the Board be unaware of any actual or anticipated non-compliance with any Ends or Executive Limitations policy, regardless of the Board monitoring schedule.

2.6.4 Incidental Information

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not let the Board be unaware of any incidental information it requires, including anticipated media coverage, threatened or pending lawsuits, and material or publicly visible external and internal changes or events, including changes in senior personnel.

2.6.5 Communication Mechanism

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not allow the Board to be without a mechanism for official Board, officer or committee communications.

2.6.6 Equal Board Member Treatment

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not deal with the Board in a way that favors or privileges certain Board members over others, except when:

a) fulfilling individual requests for information or
b) responding to officers or committees duly charged by the Board.

2.6.7 Classification of Information

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not give information to the Board that is not clearly identified as either Information for Decision, for Discussion, for Information, for Monitoring.

2.6.8 Required Approvals

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not neglect to supply for the Required Approvals agenda all items delegated to the CEO & Registrar, yet required by law, regulation or contract to be Board-approved, along with the applicable monitoring information, including but not limited to selection of members for appointment to statutory committees.

2.6.9 Board Administrative Support

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not allow the Board to be without reasonable administrative support for Board activities.

2.7 Treatment of Public and Registrants

The CEO & Registrar shall not cause or allow conditions, procedures or decisions that are unprofessional, unfair, discourteous, or that are inconsistent with enforcement of the Regulated Health Professions Act, Regulations under the Act, and any further Board interpretation of the Act in its Bylaws or policies.

2.7.1 Communication with Stakeholders

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not operate without a process to respond to registrants, public and stakeholders fairly, consistently, respectfully, and in a timely manner.

2.7.2 Safeguarding Personal Information

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not use methods of collecting, reviewing, storing or transmitting personal information that inadequately protect against improper access or disclosure of the information.

2.7.3 Reimbursement of operational and statutory committee members

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not reimburse operational and statutory committee members differently than Board members.

2.8 Corporate Image

The CEO & Registrar shall not cause or allow damage to the regulatory body's integrity and reputation, thus compromising its ability to achieve Ends.

2.8.1 Regulation and Sponsorship

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not accept sponsorships for any activities directly related to NSNMR's regulatory responsibilities.

2.8.2 Sponsorship Conflicts

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not enter into a sponsorship agreement with any organization that provides a product or service that conflicts with the corporate objects of the regulatory body.

2.8.3 Sponsorship Agreements

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not knowingly enter into a sponsorship agreement with any organization that provides a product or service, when used appropriately, is hazardous to individuals or the environment.

2.9 Development of Standards Governing Practice

The CEO & Registrar shall not develop or change standards governing the practice of nursing or the practice of midwifery without due consideration to all relevant information and appropriate consultation.

2.9.1 Research Based Standards

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not develop standards without consideration of relevant research findings and literature.

2.9.2 Legal Compliance of Standards

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not develop standards without a specific review for compliance with legal and regulatory requirements.

2.9.3 Competencies and Ethics

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not develop standards that are inconsistent with entry level competencies and Code of Ethics.

2.9.4 Input for Standards

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not develop standards without obtaining the input of a range of registrants, including registrants of the applicable designation who will be most directly affected by a standard change, with a mix of relevant expertise, using methods that are open and transparent.

2.9.5 Other Stakeholder Perspectives

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not neglect consideration of the perspective of other regulatory bodies, organizations and groups that may be impacted.

2.9.6 Validation Process

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not omit a reasonable validation process.

2.9.7 Standards and Contentious Issues

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not neglect to advise the Board if there are contentious issues related to the proposed standard.

2.9.8 Standards and Required Approvals

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not neglect to bring the standard to Board via the Required Approvals Agenda for formal approval prior to release, consistent with legislated requirements for Board approval.

2.10 Amendments to Act or Bylaws

When preparing options for Board's decisions regarding the Regulated Health Professions Act, Regulations under the Act or NSNMR Bylaws, the CEO & Registrar shall not prepare such options without obtaining Board's initial direction, and the final approval of amendments by Board.

2.10.1 Board Involvement

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not develop Bylaws, or propose amendments to the Act or Regulations, without involving Board in an initial discussion of options, nor develop amendments that are inconsistent with the direction indicated by Board.

2.10.2 Legal Advice

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not neglect to obtain appropriate legal advice where required.

2.10.3 Legislated Requirements

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not develop content inconsistent with any legislated requirement.

2.10.4 Position Change Notification

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not neglect to advise Board if there are any changes in the assumptions under which the initial position was developed, or if there are legal or governmental obstacles to proceeding with that position.

2.10.5 Cumulative Record of Positions

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not neglect to maintain a cumulative record of Board decisions regarding positions during development or amendment of the Act or Regulations, and provide a current copy of this record to Board at each Board meeting.

2.10.6 Board Approval Before Submission

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not submit the final version of proposed amendments to Acts or Regulations to the government, prior to Board approval.

2.11 Fees

The CEO & Registrar shall not cause or allow unfair or inconsistent administration of fees to registrants.

2.11.1 Change of Fees

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not change registration and licensure fees set by the regulatory body.

2.11.2 Setting Administrative Fees

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not set administrative fees above the amount needed to recover costs.

2.11.3 Change of Fee Notice Period

Further, without limiting the scope of the above statement by the following list, the CEO & Registrar shall not provide less than 60 days notice to registrants regarding increases in fees.

2.12 Membership on External Boards

With respect to membership on external boards requiring most senior staff representation from NSNMR, the representative shall not endanger the regulatory autonomy of NSNMR.

2.12.1 External Board Votes Affecting NSNMR

Further without limiting the scope of the above statement by the following list, the CEO & Registrar shall not vote on any issues that have the potential to impact the regulatory autonomy of NSNMR, or its fiscal integrity prior to such matters being presented for decision to the NSNMR Board.

3 Governance Process

On behalf of the people of Nova Scotia and in keeping with the current Regulated Health Professions Act, Regulations and By-laws, the purpose of the Board is to ensure that the Nova Scotia Nursing & Midwifery Regulator (NSNMR) Regulatory body achieves appropriate results for the appropriate people at an appropriate cost (as specified in Board Ends policies) and avoids unacceptable actions and situations.

3.1 Governing Style

The Board will govern with a style that:

- emphasizes outward vision (rather than an internal preoccupation),
- encourages diversity in viewpoints,
- focuses on strategic leadership rather than administrative detail,
- clearly distinguishes between Board and CEO & Registrar roles,
- makes collective rather than individual decisions,
- is concerned with the future rather than the past or present, and is proactive rather than reactive.

3.1.1 Trustee Obligation

More specifically, the Board will operate in all ways mindful of its trustee obligation to the people of Nova Scotia. It will allow no officer, individual, or committee of the Board to hinder or be an excuse for not fulfilling this commitment.

3.1.2 Governing Discipline

More specifically, the Board will enforce upon itself whatever discipline is needed to govern with excellence. Discipline will apply to matters such as attendance, policy-making principles, respect for roles, speaking with one voice, and ensuring the continual improvement of Board processes and capabilities. Continual redevelopment will include orientation of new members

3.1.3 Values Based Leadership

More specifically, the Board will direct, control, and inspire the organization by thoughtfully establishing the broadest organizational policies that reflect the Board's values and perspectives. The Board's major focus will be on the intended long-term impacts outside the operating organization (Ends Policy Statements), not on the administrative means of attaining those effects.

3.1.4 Group Responsibility

More specifically, the Board will cultivate a sense of group responsibility. The Board, not the staff, will be responsible for excellence in governing. The Board will be an initiator of policy, not merely a reactor to staff initiatives.

The Board will use the expertise of individual members to enhance the knowledge and ability of the Board as a body, rather than to substitute their individual judgments for the Board's values.

3.1.5 Board Meeting Access

Board will open all Board meetings to observers except when an In-Camera Session is held for issues of a confidential nature and for legal advice. The decision to convene an In Camera session is made by the Chair.

3.1.6 Board Self-Monitoring

More specifically, the Board will monitor and discuss the Board's process and performance at each meeting. This will include monitoring Board compliance with policies in the Governance Process and Board-Management Delegation categories.

3.1.7 Governing Through Policy

More specifically, the Board will govern according to set policies and not permit personal criticisms of any member or the staff. Any constructive criticisms will be accepted only in relation to the governance policies.

3.2 Board Job Description

Through the process of governance, the Board serves as trustees for the people of Nova Scotia, by regulating, advancing and promoting the provision of nursing and midwifery services and determining and demanding appropriate organizational performance.

3.2.1 Linkage

To distinguish the Board's own unique work from the work of its staff, the Board will concentrate its efforts on the following work outputs:

- The link between the Regulatory body and the people of Nova Scotia as well as relevant stakeholder organizations.

3.2.2 Written Governing Policies

To distinguish the Board's own unique work from the work of its staff, the Board will concentrate its efforts on the following work outputs:

Written governing policies which, at the broadest levels, address:

- Ends: Organizational impacts, benefits, outcomes, recipients, and their relative worth (what good for which people and needs at what cost).
- Executive Limitations: Constraints on executive authority, which establish the prudence and ethics boundaries within which all executive activity and decisions must take place.
- Governance Process: Description of how the Board conceives, carries out and monitors its own task.
- Board-Management Delegation: Delegation of power and its proper use monitored; the CEO & Registrar role authority and accountability.

3.2.3 Assurance of Performance

To distinguish the Board's own unique work from the work of its staff, the Board will concentrate its efforts on the following work outputs:

- The assurance of organizational performance in accordance with the Board's policies.

3.2.4 Setting CEO & Registrar Decision Limits

To distinguish the Board's own unique work from the work of its staff, the Board will concentrate its efforts on the following work outputs:

- Decisions that the Board has prohibited the CEO & Registrar from making by its Executive Limitations policies.

3.2.5 Duties Defined By Legislation

To distinguish the Board's own unique work from the work of its staff, the Board will concentrate its efforts on the following work outputs:

- Duties delegated specifically to Board by the Regulated Health Professions Act, including but not limited to establishment and approval of membership of Regulatory Committees.

3.3 Board Committee Principles

Board committees, when used, will be assigned to reinforce the wholeness of the Board's job and never to interfere with delegation from Board to the CEO & Registrar.

3.3.1 Role of Committees

Board committees are to help the Board do its job. Committees will assist Board by preparing policy alternatives and implications for Board deliberation. Board committees report to Board.

3.3.2 Committee Authority

Expectations and authority of Board committees will be clearly stated by Board. Committees will only speak or act for the Board when formally given such authority for specific and time-limited purposes.

3.3.3 Committee Role Conflict

A Board committee that has helped the Board create a policy will not then be assigned to monitor compliance with that policy. This separation of responsibility for policy development and responsibility for monitoring policy compliance is to prevent a committee from identifying with a part of the organization rather than the whole. The Board retains responsibility and authority to monitor organizational performance.

3.3.4 Committee Authority Over Staff

Board committees cannot exercise authority over staff and will not have direct dealings with current staff operations.

3.3.5 CEO & Registrar Independence

Because the CEO & Registrar works for the full Board, the CEO & Registrar will not be required to obtain approval of a Board committee before an executive action.

3.3.6 Application of Committee Principles

This policy applies to committees that are formed by Board action, whether or not the committees include non-Board members, or are called by another name. It does not apply to committees formed under the authority of the CEO & Registrar.

3.3.7 Committee Code of Conduct

All committee members shall abide by the same Code of Conduct as governs the Board.

3.3.8 Funds & Resources Authority

Except as defined in written Terms of Reference, no Committee has authority to commit the funds or resources of the Regulatory body.

3.4 Chair's Role

The work of the Chair is, primarily, the integrity of the Board's process and, secondarily, occasional representation of the Board to outside parties. The Chair is the only Board member authorized to speak for the Board, other than in rare and specifically authorized instances.

3.4.1 Board Behaviour

The work of the Chair is that the Board behaviour is consistent with its own rules and those legitimately imposed upon it from outside the organization.

3.4.1.1 Meeting Discussion

Meeting discussion content will only be those issues that, according to Board policy, clearly belong to the Board, not the CEO & Registrar, to decide.

3.4.1.2 Deliberation Criteria

Deliberation will be fair, open, and thorough, but also efficient, timely, orderly, and kept to the point.

3.4.2 Authority of the Chair

The authority of the Chair consists in making decisions that fall within the topics covered by Board policies on Governance Process and Board-Management Delegation, except where the Board specifically delegates portions of this authority to others. The Chair is authorized to use any reasonable interpretation of the provisions in these policies.

3.4.2.1 Board Meeting Chair

The Chair is empowered to chair Board meetings with all the commonly accepted power of that position (e.g., ruling, recognizing).

3.4.2.2 Limits to Chair Authority

The Chair has no authority to make decisions about policies created by the Board within Ends Policy Statements and Executive Limitations policy areas. Therefore, the Chair has no authority to supervise or direct the and CEO & Registrar.

3.4.2.3 Represent the Board

The Chair may represent the Board to outside parties in announcing Board-stated positions and in stating Chair decisions and interpretations within the area delegated to the Chair.

3.4.2.4 Delegation of Authority

The Chair may delegate this authority, but remains accountable for its use.

3.5 Role of Board members

All Board members are expected to govern the affairs of the Regulatory body in the best interests of the public. Three identified Board members' roles are:

1. Ownership Linkage
2. Assurance of Organizational Performance through Monitoring
3. Expression of Governance through Policies

For further clarity, specific additional duties are identified in this policy.

3.5.1 Vice-Chair Role

The Vice-Chair will assume all duties of the Chair in the Chair's absences and assist the Chair in fulfilling their role as requested. Preparation of the Vice-Chair for assuming the Chair role will include policy governance and media training, Board educational sessions, and public linkage.

3.5.2 Interim Chair

In the event of an emergency/disaster situation, and both the Chair and Vice-Chair are incapacitated or unavailable, Board may select an interim chair. The CEO & Registrar or their designate, pursuant to Regulatory body By-laws, may convene a special meeting of Board for this purpose.

3.5.3 Public Representatives

Public representatives will bring a public view to the Regulatory body in keeping with the current Regulated Health Professions Act, Regulations and By-laws. It is the responsibility of Public representatives to bring to Board, discussions from a public perspective without bias.

3.5.4 Registrant Board members

Registrant Board members bring particular expertise to the Board. However, in keeping with the Board's policy on General Governance Commitment, all Board members are required to govern the affairs of the Regulatory body in the best interests of the public and not from the perspective of any one area of expertise or jurisdiction.

3.6 Chair Salary Replacement and Honorarium

To help defray costs to the Chair for expenses that occur during the term of office, reimbursement will be made according to established criteria as follows:

3.6.1 Expense Claims

The Chair shall identify Regulatory body activities and related costs on the Regulatory body's expense claim form. Financial remuneration for salary replacement, dependent care and allowable expenses shall be paid according to the following established guidelines.

3.6.1.1 Loss of Pay Reimbursement

In order to fulfill related duties as Chair, an individual may be required to utilize vacation time or take time without pay. The result is a direct loss of pay that will be reimbursed by Regulatory body. This reimbursement is applicable for all direct loss of pay regardless of employment status, i.e., full-time, part-time, casual, or independent contract.

3.6.1.2 Salary Reimbursement Calculation

Salary reimbursement is available to employers of NSNMR Board Chairs if they require their employee to take an unpaid leave of absence or if the Employer is required to replace the NSNMR Board Chair in the workplace due to their attendance at NSNMR meetings. Salary reimbursement shall be based on the current hourly rate of pay for the Chair multiplied by the number of hours lost to attend the meeting to a maximum of $550.00/day.

3.6.1.3 Streamlining Reimbursement

In order to streamline the process for reimbursement to either the Chair or the employer, the Chair is responsible for submitting an expense account form detailing the amount of the claim and whom to make the cheque payable (include Social Insurance Number if payment is directly to the Chair). The completed expense form should indicate committee, date, other expenses incurred, salary reimbursement.

3.6.1.4 Income Reimbursement Inclusions

Salary/income replacement/honorarium amounts shall include:

- Actual attendance at a meeting/hearing;
- Preparation time for meetings/hearings;
- Time spent on writing and editing material related to Regulatory body work

- Telephone conferences (the amount to be paid for each teleconference shall be calculated on the basis of the members' hourly rate of pay or hourly honoraria rate, as the case may be, divided into 15-minute intervals, with the time of the call being rounded up to the nearest 15-minute interval).

3.6.1.5 Preparation & Actual Time

The Chair, in consultation with Board members, shall record the actual time of the work/meeting/teleconference and determine a reasonable period of preparation time.

3.6.1.6 External Stakeholder Meetings

When representing the Regulatory body at external stakeholder meetings which are not compensated by that organization, the Chair shall be reimbursed salary/income replacement/honorarium and expenses for actual attendance at the meeting and travel required to the maximum amounts provided in 3.8.

3.6.1.7 Allowable Expenses

Allowable expenses include air travel, mileage, car breakdown, hotel, hostess gift, meals, parking & tolls, taxis, car rentals, telephone and incidentals as outlined in 3.9.

3.6.1.8 Expense Submission Schedule

Expense Accounts are to be submitted within 14 days after the expense incurred and reimbursement made upon submission of an expense account. Claims in excess of allowances will be deducted when the expense account is paid. See reverse side of Expense Account form for detailed allowances.

3.6.2 Expense Payment and Limits

As advised, salary reimbursement will be paid either to:

- the Chair, if they are required to take time off without pay, vacation time or is self-employed; or
- the employer, if the Chair is given time off with pay;

up to a maximum of 375 hours (50 days) per year.

3.6.3 T4A Requirements

If the salary reimbursement is paid directly to the Chair, they will receive a T4A for payments greater than $500, as per Canada Revenue Agency (CRA) requirements. CRA requires that annual payments totaling less than $500 be self-reported on their annual tax return, even if a T4A is not received.

3.6.4 Honorarium and Payment Schedule

An honorarium of $12,500 annually is issued to the Chair; paid in two equal instalments of each year.

3.6.5 Honorarium T4 and Tax Payable

The Chair will receive a T4 for honorarium payments received. These amounts are taxable and must be reported on the Chair's annual income tax return.

3.6.6 CPP Deductions

CRA requires that honorarium payments greater than $3,500 have Canada Pension (CPP) deducted by the Regulatory body. They do not require that income tax be deducted. The Regulatory body will deduct income taxes from honorarium payments, if requested.

3.7 Board and Committee Compensation Expenses Allowed

Financial remuneration for Board and Committee members, for salary/income replacement, honorarium and allowable expenses shall be paid according to established guidelines below. Allowable expenses are within industry standards and reviewed on an annual basis.

3.7.1 Compensation Amounts

Registrants and public representatives who serve on Board and committees:

- Salary Reimbursement/Income Replacement - Salary reimbursement is available to employers of NSNMR Board and committee members if they require their employee to take an unpaid leave of absence or if the employer is required to replace the NSNMR Board and committee member in the workplace due to their attendance at NSNMR meetings. Salary reimbursement shall be based on the current hourly rate of pay for the Board and committee member multiplied by the number of hours lost to attend the meeting to a maximum of $550.00/day.
- Honorarium – Board and committee members may claim $25/hr. to a maximum of $200/day for NSNMR work conducted during personal time.

3.7.2 Compensation Coverage

Salary/income replacement/honorarium amounts shall cover:

- actual attendance at a meeting or hearing;
- preparation time for meetings or hearings (the amount to be paid for preparation time shall be calculated on the basis of the hourly rate of pay or hourly honoraria rate, as the case may be, divided into hourly intervals, with the time rounded up to the nearest 1-hour interval);
- Time spent on writing and editing material related to the required tasks;
- Telephone conferences (the amount to be paid for each teleconference shall be calculated on the basis of the hourly rate of pay or hourly honoraria rate, as the case may be, divided into 15-minute intervals, with the time of the call being rounded up to the nearest 15-minute interval.

- Travel time in excess of one hour required to commute to and from a meeting.

The Chair of the Board and each committee, in consultation with Board and committee members, shall be tasked with recording the actual time of the meeting/hearing/ teleconference and determining a reasonable period of preparation time.

Reasonable shall be defined differently for new versus experienced Board members in consideration of the length of time served on Board.

3.7.3 Allowable Expenses

Board and committee members are eligible for allowable expenses in accordance with the guidelines below. Any exception to these guidelines must be negotiated in advance with the NSNMR staff member supporting the Board or committee. Claims in excess of the following allowances will be deducted when the expense account is paid.

Travel

Individuals are responsible for their own travel reservations, i.e. bus, train, air. Every attempt should be made to accommodate same day travel to eliminate the need for an overnight stay. If an air ticket is required, it must be requested at least three weeks in advance. Flight change and/or cancellation fees and extra baggage costs will not be reimbursed unless deemed necessary and approved by the staff support. Travel costs will be reimbursed upon submitting an expense claim with receipt.

Mileage

If public transportation is not convenient and travel by personal vehicle is necessary and reasonable, staff will be reimbursed at the rate of $.49 per kilometer. Reimbursement per kilometer covers all operating costs of the vehicle including insurance, car repair costs, depreciation and car breakdown. When attending out-of-town workshops/ events by car, individuals are expected to travel together, if possible. Exceptions to this will be pre-approved by the staff support.

Car Breakdown

In the event of a car breakdown while traveling on Regulatory body business, reimbursement is limited to the allowable kilometers for the trip. Towing charges, repair costs and additional transportation costs to complete the trip will not be reimbursed.

Hotel

Individuals are responsible for making and canceling their own hotel reservations. Toll-free numbers should be used whenever available. Hotel expenses will be reimbursed to a maximum of corporate rate of $250/day. If the travel is related to attendance at a conference, the conference's room rate will be acceptable. Any exceptions must be pre-approved by the staff support. Before checking out, it is the individual's responsibility to review the bill for correctness and to pay all charges in excess of NSNMR's allowances. Individuals are encouraged to take advantage of the lowest rates possible.

Hostess Gift

An allowance of $50.00 per night may be claimed, with a receipt for gift or meal purchased for the host in lieu of hotel accommodation used.

Meals

No receipts are required for meals. Meals will not be reimbursed when provided by and/or served at the Regulatory body. Individuals may claim out of pocket expenses for meals (including gratuities) up to a maximum of $65.00 (Canadian or US dollars) per day when traveling on Regulatory body business. There is no allowance available for breakfast on the first day of travel. It is anticipated that the individual will have breakfast at home before leaving on the business trip. If claiming meals for more than one person, write the name of the individual(s) on the back of the receipt. For partial day's expenses, the allowances are: Breakfast $15.00, Lunch $20.00 and Dinner $30.00

Parking & Tolls

Receipts must be attached for out-of-pocket expenses for parking. Parking meter, road and bridge tolls may be claimed without receipt where applicable.

Taxis

Receipts must be attached for out-of-pocket expenses for taxis. Individuals are requested to use airport limousine or bus service to and from airports and hotels. If taxis are necessary, individuals will share taxis and fare whenever possible.

Car Rentals

Individuals may rent cars if the rental cost does not exceed the mileage expense for the trip. Receipts must be attached.

Telephone

Regulatory body business calls will be reimbursed (local or long distance). Personal calls will not be reimbursed.

Incidentals

If business travel requires an individual to travel for two or more days, they may claim a maximum of $10.00 per day with no receipt to cover any additional out of pocket expenses for such items as tips and dry cleaning. Tips for meals are included in the meal allowance. Reasons for such payments shall be listed in the 'Details' section.

3.7.3.1 Expense Submission Schedule

Expense Claims are to be submitted within 14 days after the expense incurred and reimbursement made upon submission of an expense account. Claims in excess of allowances will be deducted when the expense account is paid.

3.8 Code of Conduct

Members of Board and its committees are expected to behave in an ethical and businesslike manner. This commitment includes proper use of authority and appropriate decorum in group and individual behaviour.

3.8.1 Professional & Personal Conflicts

Members of the Board, Board committees, and candidates for Board membership shall not place themselves in any position where there is a real, potential or perceived conflict of interest between NSNMR responsibilities and personal or other professional interest.

3.8.1.1 Disclosure of Conflicts of Interest

Board members and Board committees shall disclose any real, potential or perceived conflict of interest in which they or another Board or committee member may be involved.

3.8.1.2 Conduct when conflicts exist

Board members and Board committees shall not participate in discussion or voting on issues in which they have a conflict of interest. Depending on the nature and extent of the conflict, it may be necessary for the member to resign from the Board or committee.

3.8.1.3 Use of Information

Board members and Board committees shall not use their position or information acquired through official duties, and unavailable to the general public, for any improper purpose.

3.8.2 Maintaining Public Confidence

Board members and Board committees shall not use the power of their office or perform their duties in any way that would jeopardize registrant and public confidence and trust in the integrity, objectivity and impartiality of NSNMR. Board members and Board committees are accountable to exercise the powers and discharge the duties of their office honestly and in good faith.

Board members shall exercise the degree of care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.

3.8.3 Board Confidentiality

Board members shall respect the confidentiality that is applicable to Board's deliberations or materials.

3.8.4 NSNMR Maintaining Board Decision Integrity

Board members and Board committees shall not diminish the integrity of a Board decision, either during a discussion or after a decision is made, regardless of their personal feelings on the issue.

3.8.5 Individual Authority

Board members shall not attempt to exercise individual authority over the organization.

3.8.5.1 Individual Authority Exceptions

Board members' interaction with the CEO & Registrar or with staff must recognize the lack of authority vested in individuals except when explicitly Board-authorized.

3.8.5.2 Representing Board Externally

Board members' interaction with the public, media or other entities must recognize the same limitation and the similar inability of any Board member(s) to speak for the Board except to repeat explicitly stated Board decisions.

3.8.5.3 Judgment of Employee Performance

Except for participation in Board deliberation about whether the CEO & Registrar has achieved reasonable interpretation of Board policy, Board members will not express individual judgments of performance of employees of the CEO & Registrar.

3.8.6 Board Preparation for Meetings

Board members shall be familiar with the Regulated Health Professions Act and Regulations, By-laws, and governing policies of the Regulatory body as well as the rules of procedure and proper conduct of a meeting so that any decision of the Board may be made in an efficient, knowledgeable and expeditious fashion.

3.8.7 Board Preparation for Deliberation

Board members will be properly prepared for Board deliberation.

3.8.8 Continuing Educational Activities

Board members shall regularly take part in educational activities that will assist them in carrying out their responsibilities.

3.8.9 Meeting Attendance & Penalties

Board members shall attend meetings on a regular and punctual basis. Board will encourage and provide an atmosphere conducive to the respectful expression of different viewpoints and perspectives, since a broad range of ideas increases the potential for more informed and effective decisions. Board members shall respect each member’s contribution to the discussion and encourage each other to present their views.

Absence of a Board member from 2 consecutive regular meetings in a Board year shall be considered a resignation from the Board. A Board member may request reinstatement. The Board may, at its discretion, reinstate a Board member upon such a request. Only one such reinstatement per Board member is permitted.

3.8.10 Other Unethical Activities

Board members shall ensure that unethical activities not covered or specifically prohibited by the foregoing or any other legislation are neither encouraged nor condoned.

A member of Board who is convicted of professional misconduct, conduct unbecoming or incompetence under the Regulatory Health Professions Act shall be deemed to have resigned from Board.

3.9 Handling Non-Compliance with Code of Conduct

The Board shall ensure that any alleged non-compliance with the Code of Conduct is resolved in a manner that is fair and consistent with other Board policies.

3.9.1 Reporting Non-Compliance

Any Board/committee member who believes that a violation of the Code of Conduct has occurred may approach the member directly or is responsible for bringing their concern to the attention of the Board Chair and/or committee Chair as appropriate. Any Board/committee member who believes that a violation of the Code of Conduct involving the Board Chair or committee Chair has occurred may approach the Board Chair or committee Chair directly, or is responsible for bringing their concern to the attention of the Vice Chair as appropriate.

3.9.2 Resolving Non-Compliance

The Board Chair and/or committee Chair and/or Vice Chair is then responsible for bringing the issue to the attention of the Board/committee member(s)/Board Chair involved and attempting to resolve the concern informally.

3.9.3 Escalating Resolution of Non-Compliance

If the Board Chair committee Chair and/or Vice Chair, is unable to resolve the issue satisfactorily on an informal basis, s/he is responsible for bringing the issue to the attention of the Board for discussion and a decision on an appropriate course of action to remedy the situation. The member in question will have an opportunity to address the Board as a whole, to speak to the issue, and then will be required to absent themselves from the discussion.

3.9.4 Remedies for Consideration

Remedies considered by the Board may include, but are not limited to:

- Asking the Board/committee member(s)/Board Chair involved to absent themselves from any future discussions on the issues identified.
- Suspending the Board/committee member(s)/Board Chair for a specified period of time.

- Asking for the Board/committee member(s)/Board Chair resignation from the Board/committee.
- By a 75% majority vote, seek to have the member removed from the Board and replaced by appointment by the Board until the next Board election, or at a special election called for the purpose, pursuant to the current Regulatory body ByLaws, Section 11(1).

3.10 Meetings of Regulatory body Board

The Board shall follow established procedures for its meetings.

3.10.1 Meeting Observer Guidelines

NSNMR registrants, and guests at the discretion of the Chair and CEO & Registrar, may attend Board meetings as non-voting observers in accordance with the guidelines below.

- The Board may, in its discretion, limit the number of observers and/or presenters of resolutions in accordance with available space to avoid disruption of the Board meeting.
- Observers will receive a copy of the Agenda, except for in camera items, upon arrival at the meeting.
- Observers will attend Board meetings at their own expense.
- Observers may not participate in discussion, except that active practicing NSNMR registrants presenting resolutions to the Board may speak to the resolution and participate in the discussion of the resolution.
- Observers may be requested to retire to another room during discussion of material confidential to the Board.
- Observers should contact the Governance office to request to attend meetings at least one day prior to a specific Board meeting.
- Observers are informed of Guidelines for Observers and provided with a copy upon arrival at the meeting.

3.10.2 NSNMR Registrant Resolutions

Any practicing registrant of NSNMR can submit a resolution consistent with the objects and purposes of the Regulated Health Professions Act and within the jurisdiction of the Regulatory body for Board consideration throughout the year.

- Resolutions will include the following information:
  - Background information on the resolution, which may include: definition of the issue, relevance to the NSNMR mandate, provincial impact of issue.
  - Proposed actions or strategies for addressing the issue.
  - Names and phone numbers of the mover and seconder of the resolution.
- Indicate whether mover and seconder will be present to speak to the resolution at the Board meeting.
- Resolutions must be received by the NSNMR CEO & Registrar at least 21 days prior to a scheduled Board Meeting. Resolutions received after this deadline will be on the agenda of a Board meeting scheduled at a later date.
- Board will provide the mover and seconder with time to speak on the resolution.

3.11 Disclosure of Minutes

Requests for release of any Board, standing and/or ad hoc committee minutes will be addressed in accordance with the following policy guidelines:

3.11.1 Confidentiality of Meeting Minutes

Board/Committee members - receive minutes of meetings. Release of information by Board members is governed by confidentiality agreements signed pursuant to policy 3.10 Code of Conduct. As part of a member's orientation, policy 3.11 will be reviewed and the expectations relating to confidentiality of verbal and written information discussed.

3.11.2 Minutes Disclosure Rules & Exceptions

Non-members of the meeting body - Upon request, the Regulatory body will provide the approved minutes or a summary of the issues discussed by Board, standing and/or ad hoc committee meetings to individuals who are not members of the meeting body.

Exceptions to this policy include:

- annual requests from the Board's appointed auditor. Draft minutes are provided upon request.
- minutes of all, or portions of, meetings which may be identified as confidential and discussion deemed to be held in camera.

3.12 Investment in Governance

Consistent with its commitment to excellence in governance, the Board will invest in its governance capacity.

3.12.1 Informing Board Candidates

Candidates for Board membership shall be provided with information that clearly outlines the role of the Board, the necessary qualifications and the Board's expectations of Board members.

3.12.2 Sufficient Board Support

Board skills, methods, and supports will be sufficient to assure governing with excellence.

3.12.2.1 New Board Orientation

New Board members shall receive a complete orientation to ensure familiarity with the organization's issues and structure, and the Board's process of governance.

3.12.2.2 Continuous Training & Education

Board members shall have ongoing opportunity for continued training and education to enhance their governance capabilities.

3.12.2.3 Public Outreach

Outreach mechanisms will be used as needed to ensure the Board's ability to listen to public viewpoints and values.

3.12.2.4 Outside Monitoring Assistance

Outside monitoring assistance will be arranged so that the Board can exercise sufficient control over organizational performance. This includes, but is not limited to fiscal audit. Board will ensure that a tendering process for the external financial auditor occurs at least every 5 years.

3.12.3 Governance Costs Balance

Costs will be prudently incurred, though not at the expense of endangering the development and maintenance of superior governance capability.

3.12.3.1 Annual Governance Budget & Timing

The Board will establish annually prior to the budget cycle, and be accountable for an annual budget for its own governance functions, which shall include funds for meeting costs, governance education, consultant expenses for improvement of its governance function, costs of fiscal audit and any other outside monitoring assistance required, and costs of methods such as focus groups, surveys and opinion analyses to ensure the Board's ability to listen to public viewpoints and values.

4 Board - Management Delegation

The Board's sole official connection to the operational organization, its achievements and conduct will be through a CEO & Registrar.

4.1 Unity of Control

Only motions passed by the Board are binding on the CEO & Registrar.

4.1.1 Individual Authority Over CEO & Registrar

Decisions or instructions of individual Board members, officers, or Board committees are not binding on the CEO & Registrar except in rare instances when the Board has specifically authorized such exercise of authority.

4.1.2 Individual Request for Information

In the case of Board members or committees requesting information or assistance without Board authorization, the CEO & Registrar can refuse such requests that require, in the CEO & Registrar's opinion, a material amount of staff time or funds or are disruptive.

4.1.3 Changing CEO & Registrar Employment Conditions

Only the Board acting as a body can employ, terminate, discipline, or change the conditions of employment of the CEO & Registrar.

4.2 Accountability of the CEO & Registrar

The CEO & Registrar is the Board's only link to operational achievement and conduct, so that all authority and accountability of staff, as far as the Board is concerned, is considered the authority and accountability of the CEO & Registrar.

4.2.1 Instructions to Staff

The Board will never give instructions to persons who report directly or indirectly to the CEO & Registrar.

4.2.2 Staff Evaluation

The Board will refrain from evaluating, either formally or informally, any staff other than the CEO & Registrar.

4.3 Delegation to the CEO & Registrar

The Board will instruct the CEO & Registrar through written policies which prescribe the organizational Ends to be achieved, and describe organizational situations and actions to be avoided, allowing the CEO & Registrar to use any reasonable interpretation of these policies.

4.3.1 Ends Policies

Through the establishment of Ends policies the Board will direct the CEO & Registrar to achieve certain results, for certain recipients, at a certain cost. All issues that are not Ends issues as defined above are Means issues.

4.3.2 Executive Constraint Policies

The Board will limit the latitude the CEO & Registrar may exercise in practices, methods, conduct and other "means" to the Ends through establishment of Executive Constraint policies. These limiting policies will describe those practices, activities, decisions and circumstances that the Board would find unethical or imprudent, and therefore unacceptable, even if they were to be effective. The Board will never prescribe organizational means delegated to the CEO & Registrar. Any change to the wording of the Executive Constraint policies must be approved by the Board.

4.3.3 Policy Structure

All policies will be developed systematically from the broadest, most general level to more defined levels.

4.3.4 Any Reasonable Interpretation

As long as the CEO & Registrar uses any reasonable interpretation of the Board's Ends and Executive Limitations policies, the CEO & Registrar is authorized to establish all further policies, make all decisions, take all actions, establish all practices, and develop all activities. Such decisions of the CEO & Registrar shall have full force and authority as if decided by the Board.

4.3.5 Changing Policies

The Board may change its Ends and Executive Limitations policies, thereby shifting the boundary between Board and CEO & Registrar domains. By so doing, the Board changes the latitude of choice given to the CEO & Registrar. But so long as any particular delegation is in place, the Board and its members will respect and support the CEO & Registrar's choices. This does not prevent the Board from obtaining information in the delegated areas.

4.4 CEO & Registrar Compensation and Benefits

The Board of the Nova Scotia Nursing and Midwifery Regulator will pay its CEO & Registrar fair market value for contractual services provided within the context of fiscal responsibility to the organization. A committee or an outside source at the discretion of the Board will research comparable compensation and benefit packages in relation to the current contract.

4.4.1 Market Based Compensation

The CEO & Registrar's compensation will be determined by a market analysis guided by a model that is approved by Board.

4.4.2 Market Based Benefits

Benefits remain at market rate of compensation.

4.4.3 Contract Review Schedule

The process for contract review will begin one (1) year in advance of the expiration of the current contract with a decision on renewal six months prior to the expiration of the contract; or as specified in current contract.

4.5 Monitoring Organizational Performance

Monitoring CEO & Registrar performance is synonymous with monitoring organizational performance against Board Policies on Ends and on Executive Limitations. Any formal or informal evaluation of CEO & Registrar/organizational performance may be derived only from these monitoring data.

4.5.1 Purpose of Monitoring

The purpose of monitoring is simply to determine the degree to which Board policies are being fulfilled. Information that does not do this will not be considered to be monitoring. Monitoring will be as automatic as possible, using a minimum of Board time so that meetings can be used to create the future rather than to review the past.

4.5.2 Monitoring Methods

A given policy may be monitored in one or more of three ways:

- Internal report: Documentation of compliance information to the Board from the CEO & Registrar, along with their explicit interpretation of Board policy, and justification for the reasonableness of interpretation.
- External report: Documentation of compliance information by a disinterested, external auditor, inspector or judge who is selected by and reports directly to the Board. The external party will first be provided with the CEO & Registrar’s explicit interpretation of the policy and justification for the reasonableness of interpretation. The report must assess the reasonableness of the interpretation of Board policy, and compliance with it. Such reports must assess performance only against policies of the Board, not those of the external party unless the Board has previously indicated that party's opinion to be the standard.
- Direct Board inspection: Documentation of compliance information by a Board member, a committee or the Board as a whole. This is a Board inspection of documents, activities or circumstances directed by the Board that allows a "prudent person" test of policy compliance, with access to the CEO & Registrar’s interpretation and justification for the reasonableness of their interpretation.

4.5.3 Standard for Compliance

In every case, the standard for compliance shall be any reasonable CEO & Registrar interpretation of the Board policy being monitored. The Board is the final arbiter of reasonableness, but will always judge on the basis of whether a reasonable person could have made the interpretation, rather than on the basis of whether the Board agrees with the interpretation.

4.5.4 Monitoring Schedule

For regular monitoring, each End and Executive Limitations policy will be classified by the Board according to frequency and method of monitoring according to the schedule attached.

4.5.5 Monitoring Schedule Options

Upon the choice of the Board, any policy can be monitored by any of the above methods at any time.

4.5.6 CEO & Registrar Evaluation

A formal evaluation of the CEO & Registrar by the Board will occur annually, based on the achievement of the Board's Ends Policies and non-violation of its Executive Limitations policies, and any additional criteria as communicated by the Board to the CEO & Registrar a year prior to the evaluation. This formal evaluation will be conducted by cumulating the regular monitoring data provided during the year and the Board's recorded acceptance or non-acceptance of the reports, identifying performance trends evidenced by that data, and preparing a written report.

4.5.6.1 Assessment Discussion

The Board will meet, in camera, with the CEO & Registrar to jointly discuss and finalize the written assessment.

4.5.6.2 Signing Assessment Document

The Chair will transcribe (type) the Board's assessment of the CEO & Registrar and sign said written document.

4.5.6.3 Handling of Assessment

The Chair shall provide the signed assessment to the CEO & Registrar, obtain the CEO & Registrar's signature on the document (as received), and maintain a copy of such document in a confidential file.

4.5.6.4 Request for In Camera Meeting

The Board shall meet, in camera, with the CEO & Registrar at the next subsequent meeting, within 45 days of the formal evaluation meeting, to ensure the documentation had been completed as per the Board's instructions, only if requested by any Board member or the CEO & Registrar.

4.6 CEO & Registrar Recruitment and Hiring

The Board is accountable for the appointment of the CEO & Registrar through the recruitment and hiring of a qualified candidate.

4.6.1 Recruitment Process

Consequently, the Board will:

- Design a recruitment strategy to assist in finding candidates best qualified to lead the achievement of the implementation of the regulatory body's strategic plan.
- Specify the job qualifications.
- Develop a selection process reflective of the job qualifications and competencies.
- Appoint an interview team that includes at a minimum the Chair, a public representative and one other Board member to conduct the interviews and recommend a preferred candidate to the Board.

4.6.2 Use of Subcommittee and/or External Consultant

This may be done by the Board or through a subcommittee and/or external consultant who would be charged with developing the process and tools for approval by Board.