



Board Governing Policy

3.3 Board Composition

Policy Number	3.3
Policy Title	Board Composition
Date First Approved	April 16, 2010
Date Reviewed	March 03, 2017
Date Revised	March 16, 2017

Preamble: To set and assist in fulfilling Covenant Health, Covenant Care and Covenant Living’s (hereinafter referred to as “Covenant”) Strategic Plan and to operate as a highly functioning Covenant Health Board, Covenant Care Board and Covenant Living Board (hereinafter referred to as “Board”), the Board recognizes the importance of identifying the required competencies.

Purpose: This policy outlines the skills, experience, and knowledge required collectively (Board competencies) to set and assist in fulfilling Covenant’s Mission, Strategic Plan, fiduciary, legal, stewardship and advocacy responsibilities.

Policy: The Board shall nominate prospective candidates to Catholic Health of Alberta for appointment to the Board (as per the Covenant bylaws and the *Board and Committee Member Recruitment Policy #4.7*) with the necessary Board competencies outlined in this policy. The Governance Committee is responsible for reviewing these competencies annually.

Board Experience: prior or current experience as a board member for a significant organization, with a current governance mindset, including a focus on Corporate Social Responsibility.

Financial Expertise: experience as a CPA, CFO or CEO in financial accounting and reporting or corporate finance.

Legal: experience and knowledge of not-for-profit legislation and by-laws, general law and legal processes.

Business Judgment: track record of leveraging own experience and wisdom in making sound strategic and operational business decisions; demonstrates business acumen and a risk oversight mindset.

Managing/Leading Growth: experience driving strategic decisions and leading growth of an organization, preferably including the management of multiple, significant projects.

Human Capital: experience in the oversight of significant, sustained succession planning and talent development and retentions programs, including executive compensation.

Industry Knowledge: knowledge of the health care industry, especially factors influencing the health care system.

Government Relations: experience in, or a thorough understanding of government workings, public policy, and decision-making processes, especially in Alberta. Contacts with current or former political leaders and bureaucrats an asset.

Leadership: willingness and availability to serve in Chair roles: Board Committee Chair, Board Chair /Vice Chair.

Theology/Catholic Mission – a broad category referring to particular experience, insights and knowledge about the Catholic Church and/or its mission in health care. This does not necessarily mean formal training in theology.

Cultural/ Social Diversity –ability to properly represent population groups based on personal attributes or in-depth experience/relationships with populations of interest.

Geographical: ability to represent a specified geographical area.