



College of
Dental Hygienists
of Ontario

Protecting your health and your smile

CDHO Policy Manual

February 5, 2020

1 Overall Public Benefit Ends Policy

The College of Dental Hygienists of Ontario (CDHO) exists so that people who access dental hygienists in Ontario receive safe, ethical, quality dental hygiene services where the worth of results justifies expenditure of available resources.

1.1 Safe, High Quality Professional Practice

Dental hygienists provide safe, effective care consistent with current standards of practice.

1.1.1 Access to Care

Dental hygiene practice reflects the evolving needs of the public and supports access to care.

1.1.2 Continuous Quality Improvement

Registered dental hygienists actively participate in continuous quality improvement that aligns with the current scope of practice.

1.1.3 Hygienists Demonstrate Professional Judgment

Registered dental hygienists demonstrate professional judgement in their practice.

1.1.4 Client-Centered Optimal Oral Health Outcomes

Dental hygienists engage with their clients for optimal oral health outcomes and client-centered care.

1.2 Engagement with Other Professionals

Dental hygienists engage other professionals to achieve optimal health outcomes for Ontarians.

1.3 Health System and Public Policy Influence

Decision makers have evidence-informed and actionable information, particularly in the areas of:

- Dental hygiene practice
- Regulating the practice of dental hygiene
- Access to essential oral health services in Ontario

1.4 Public Awareness and Access to Benefits

The public has access to information about the benefits of regulated dental hygiene practice, the role of the CDHO, and the CDHO's regulatory processes.

2 General Executive Constraint

The Registrar/CEO shall not cause or allow any organizational practice, activity, decision or circumstance which is either unlawful, imprudent, or in violation of commonly accepted business and professional ethics.

2.1 Treatment of Public and Registrants

The Registrar/ CEO shall not cause or allow conditions, procedures or decisions related to the public, registrants, or those applying to be registrants, that are unsafe, disrespectful, or unnecessarily intrusive, or

that are inconsistent with enforcement and application of the Regulated Health Professions Act and Code, the Dental Hygiene Act, Regulations under the Act, and any further Council interpretation of the Act in its Bylaws or Policies.

Further, without limiting the scope of the above statement by the following list, the Registrar/ CEO shall not:

2.1.1 CDHO Offerings

Further, without limiting the scope of the above statement by the following list, the Registrar/ CEO shall not:

Permit the public and registrants to be without easy access to clear information about the requirements and responsibilities of registrants.

2.1.2 Confidentiality and Privacy

Further, without limiting the scope of the above statement by the following list, the Registrar/ CEO shall not:

Permit violation of public or registrant confidentiality and privacy, except where specific disclosure is required by legislation.

2.1.2.1 Appropriate Information

Use forms or procedures that elicit information for which there is no clear necessity.

2.1.2.2 Safeguard Information

Use methods of collecting, reviewing, storing or transmitting applicant, public or registrant information that inadequately protect against improper access to the information elicited.

2.1.3 Registrant Treatment

Permit unfair, inconsistent, disrespectful or untimely response to individual or group comments or complaints.

2.1.4 Member Information

Allow registrants to be without easily accessible, understandable information regarding what may be expected and what may not be expected from the services, standards and guidelines offered.

2.1.5 Statutory Compliance

Allow the organization to be without all Statutory Committees required in legislation, or permit those Committees to operate inconsistently with requirements of the legislation and the organization's bylaws.

2.1.6 Procedural Fairness

Apply the legislation in a manner inconsistent with due process and the duty of procedural fairness.

2.1.7 Appeals

Allow registrants to be without a process for effectively handling appeals.

2.1.7.1 Communication & Rights Appeal

Allow registrants to be unaware of the process for registering an appeal.

2.2 Treatment of Staff

The Registrar/ CEO shall not cause or allow a workplace environment that is unfair, disrespectful, unsafe, or disorganized.

2.2.1 Informed Staff

Allow staff to be without current, enforced, documentation that clarifies expectations and working conditions, provides for effective handling of grievances, and protects against wrongful conditions.

2.2.1.1 Professional Conduct

Permit staff to be without adequate protection from harassment and discrimination.

2.2.1.1.1 Ethics & Prudence

Discriminate unfairly against hiring persons living with exceptionalities which do not prevent fulfillment of job requirements.

2.2.1.1.2 Staff Environment

Permit a workplace which is insufficient to accommodate staff living with exceptionalities.

2.2.1.2 Clear Job Descriptions

Permit staff to be uninformed of the performance standards by which they will be assessed.

2.2.1.2.1 Performance Reviews

Neglect to undertake annual performance reviews that are based on performance standards.

2.2.2 Expression of Dissent

Discriminate against any staff member for non-disruptive expression of dissent.

2.2.3 Disaster and Fire Safety Plan

Allow staff to be unprepared to deal with emergency situations.

2.2.4 Growth and Development

Permit staff to be without an appropriate orientation and reasonable opportunity for professional growth and development.

2.2.5 Communication to Employees

Allow staff to be unacquainted with the Registrar/CEO's interpretation of their protections under this policy.

2.2.5.1 Appeal to Council

Prohibit a staff member with a complaint against the Registrar/CEO from appealing to Council.

2.3 Planning

The Registrar/CEO shall not permit planning that allocates resources in a way that deviates materially from Council-stated Ends priorities, risks fiscal jeopardy, or does not enable the longer-term ability of the College to achieve Ends.

2.3.1 Multi-year Strategy

Further, without limiting the scope of the above statement by the following list, the Registrar/CEO shall not:

Operate without a documented, multi-year strategy that can be expected to achieve a reasonable interpretation of the Ends.

2.3.1.1 Planning Assumptions

Permit planning that does not explain and justify assumptions, and identify relevant environmental factors.

2.3.2 Budget Conditions

Permit budgeting for any fiscal period or the remaining part of any fiscal period that is not derived from the multi-year plan.

2.3.3 Incremental Cost

Permit budgeting that does not provide for the incremental cost of implementing the multi-year strategy.

2.3.3.1 Council-Authorized Fees

Projects revenue from fees on any basis other than current Council- authorized fees.

2.3.4 Strategic Plan

Permit budgeting that does not provide for the incremental cost of implementing the multi-year strategy.

2.3.5 Amount to Increase

Permit budgeting that does not maintain, or provide for an amount to increase, reserves to the Council-approved target level.

2.3.6 Deficit Budget

Permit budgeting that projects a year-end operating deficit.

2.3.7 Financial Condition and Activities

Permit financial planning that risks incurring any situation or condition described as unacceptable in the “Financial Condition and Activities” policy.

2.3.8 Budget for Council Use

Permit financial planning that does not provide the amount determined annually by the Council for the Council’s direct use during the year, such as costs of fiscal audit, Council development, Council and Council committee meetings, Council legal fees, and ownership linkage.

2.3.9 Risk Management

Permit planning that endangers the fiscal soundness of future years or ignores the building of organizational capability sufficient to achieve Ends in future years.

2.3.9.1 Succession Plans

Operate without succession plans to facilitate smooth operations during key personnel transitions and ensure competent operation of the organization over the long term.

2.3.9.2 Sudden Loss

Permit the organization to be without sufficient organizational capacity and current information about Registrar/CEO and board issues and processes for the competent operation of the organization to continue in the event of sudden loss of Registrar/CEO services.

2.4 Financial Conditions and Activities

With respect to the actual, ongoing financial conditions and activities, the Registrar/CEO shall not cause or allow the development of fiscal jeopardy or a material deviation of actual expenditures from Council priorities established in Ends policies.

Further, without limiting the scope of the above statement by the following list, the Registrar/CEO shall not:

2.4.1 Fund Management Standards

Expend more funds than have been received in the fiscal year to date unless the debt guideline below is met.

2.4.1.1 Debt

Allow debt to be incurred for anything other than trade payables or reasonable liabilities incurred in the ordinary course of operations.

2.4.2 Borrowed Funds

Borrow funds from any financial institution.

2.4.3 Loaned Funds

Loan CDHO funds.

2.4.4 Long-term Reserves

Use any long-term reserves.

2.4.5 Investment Conditions

Allow cash accounts to drop below a safety reserve equal in value to nine months' operating expenses invested in liquid assets.

2.4.6 Untimely Payments

Allow the untimely payment of payroll and debts.

2.4.7 Receivables

Write off receivables without having first aggressively pursued payment after a reasonable grace period.

2.4.8 Taxes

Allow tax payments or other government ordered payments or reports to be overdue or inaccurately filed.

2.4.9 Real Property

Acquire, encumber or dispose of land or buildings.

2.5 Protection of Assets

The Registrar/CEO shall not allow assets to be unprotected, inadequately maintained or unnecessarily risked.

2.5.1 Loss Prevention

Permit the organization to be without adequate insurance against theft and damage losses.

2.5.2 Liability Insurance

Permit the Council members, staff and individuals engaged in activities on behalf of the organization, or the organization itself to be without adequate liability insurance.

2.5.3 Liability Claims Exposures

Unnecessarily expose the organization, its Council members or staff to claims of liability.

2.5.4 Access to Funds

Allow uninsured personnel or unauthorized persons access to material amounts of funds.

2.5.5 Auditor & Advisor Controls

Receive, process or disburse funds under controls that are insufficient to meet the Council-appointed auditor's standards.

2.5.5.1 Internal Controls

Receive, process or disburse the organization's assets under internal controls insufficient to detect, deter and prevent fraud or insufficient to prevent and detect significant deficiencies or material weaknesses.

2.5.6 Premises & Equipment

Cause or allow buildings and equipment to be subjected to improper wear and tear or insufficient maintenance.

2.5.7 Emergency Preparedness

Allow the organization to be without a disaster plan and fire safety policies, which are readily available to all staff, and reviewed at least annually with all staff.

2.5.8 Competitive Bidding Requirements

Make purchases that do not result in appropriate level of quality, after-purchase service and value for dollar, or do not provide opportunity for fair competition.

2.5.8.1 Purchasing Conflicts of Interest

Make any purchase wherein normally prudent protection has not been given against conflict of interest.

2.5.8.2 Vendor Information Sharing

Make a purchase of budgeted services over \$50,000 or purchase of budgeted goods over \$25,000 without a stringent method of assuring the balance of long term quality and cost and protection of confidential and proprietary vendor information. Orders shall not be split to avoid these criteria.

2.5.8.2.1 Contract Review Period

Renew a supply or service contract in place for three consecutive years without first obtaining a comparative review of quality and cost.

2.5.9 Auditor and Advisor Independence

Compromise the independence of the Council's audit or other external monitoring or advice.

2.5.9.1 Engage Advisors

Engage parties already chosen by the Council as consultants or advisers.

2.5.10 Intellectual Property Protection

Allow intellectual property, information and files to be exposed to loss or significant damage.

2.5.11 Public Image

Endanger the College's public image, credibility, or its ability to accomplish Ends.

2.5.11.1 Organizational Interaction

Develop or continue collaborative relationships with, or authorize use of the College name or identity by organizations whose principles or practices are incompatible with achievement of the Council's Ends.

2.5.11.2 Stakeholder Relationships

Allow relationships with stakeholders that are inconsistent with the productive cooperation necessary to the achievement of Council's Ends.

2.5.11.2.1 Stakeholder Concerns

Permit inconsistent, disrespectful or untimely response to stakeholder concerns.

2.5.11.3 Material and Information

Publish material or information that endangers the College's credibility or public image.

2.5.12 Image Changes

Change the College's name or substantially alter its corporate identity.

2.6 Investment

The Registrar/CEO shall not permit investments to be managed in a way that is inconsistent with the objectives of reasonable growth and capital preservation.

Further, without limiting the scope of the above statement, the Registrar/CEO shall not:

2.6.1 Investment Professional

Permit investments to be managed without the active involvement of a well-qualified Investment Professional who is independent of any investment fund.

2.6.1.1 Title to Assets

Permit the Investment Professional to take title to any assets.

2.6.1.2 Withdrawals of Funds

Permit the Investment Professional to withdraw any funds from the accounts except to cover payment of previously agreed fees, or at the CDHO's specific direction.

2.6.1.3 Performance Review

Neglect the regular review of Investment Professional's performance.

2.6.2 Risk Exposure

Permit investments which are exposed to greater than a low level of risk and insufficiently diversified and staged to maximize return while protecting the principal.

2.6.2.1 Section 8.3(2)

Permit investments outside the Fixed Income Investment categories defined in Section 8.3(2) of the CDHO bylaws, more specifically defined below:

- Bonds, debentures or other evidences of indebtedness, a) of or guaranteed by the government of Canada, b) of or guaranteed by the government of any province/territory of Canada.
- Bank commercial paper and Bankers' Acceptances of Schedule 1 Banks
- Corporate Commercial Paper with an R1 rating or equivalent by the Dominion Bond Rating Service at the time of purchase.
- Guaranteed Investment Certificates of any trust corporation registered under the Loan and Trust Corporations Act of a province of Canada or the government of Canada and trust corporation CDIC insured term deposits.
- Corporate Debt instruments with a credit rating at the time of purchase of not less than BBB as determined by Dominion Bond Rating Service.
- High rate savings account

2.6.2.2 Mature Securities

Allow the maturity of any individual security to exceed 12 years.

2.6.3 Liquidity Requirements

Permit investments that are inconsistent with the liquidity requirements of the College.

2.7 Compensation and Benefits

With respect to employment, compensation and benefits to employees, consultants, contract workers and volunteers, the Registrar/CEO shall not cause or allow jeopardy to fiscal integrity or public image.

Further, without limiting the scope of the above statement by the following list, the Registrar/CEO shall not:

2.7.1 Limits to Power

Change his/her own compensation and benefits, except as his or her benefits are consistent with a package for all other employees.

2.7.2 Guaranteed Employment

Promise or imply guaranteed employment.

2.7.3 Strain on Revenues

Create obligations over a longer term than revenues can be safely projected.

2.7.4 Hiring Conflicts of Interest

Allow hiring or advancement practices that result in a real or perceived conflict of interest in any reporting relationship.

2.7.5 Market Conditions

Develop pay structures and reward programs that do not equitably compensate employees for the value of work provided or that are unresponsive to market conditions.

2.7.6 Retirement & Pension Plans

Allow retirement or pension benefit plans that are inconsistent with industry standards in similar organizations.

2.7.6.1 Employee Contributions

Provide a benefit plan without requiring a defined level of employee contribution.

2.7.6.2 Changes to Benefits

Make changes to current benefits without reasonable notice to employees.

2.7.7 Protection of Retirement Benefits

Remove or significantly reduce retirement benefits for employees within three years of retirement.

2.7.8 Protection of Accrued Benefits

Permit employees to lose benefits accrued under previous CDHO plans.

2.7.8.1 Safeguard Existing Benefits

Remove existing benefits to retired employees.

2.8 Communication and Support to Council

The Registrar/CEO shall not permit the board to be uninformed or unsupported in its work.

Further, without limiting the scope of the above statement by the following list, the Registrar/CEO shall not:

2.8.1 Council Support

Withhold, impede, or confound information relevant to the Council's informed accomplishment of its job.

2.8.1.1 Adequate Information

Allow the Council to be without timely decision information to support informed Board choices, including environmental scanning data and trends, a representative range of staff and external points of view, significant issues and risks, and alternative choices with their respective implications.

2.8.1.2 Monitoring Reports

Neglect to submit timely monitoring data including interpretations of Council policies that provide the observable metrics or conditions that would demonstrate compliance, rationale for why the interpretations are reasonable, and evidence of compliance.

2.8.1.3 Policy Non-Compliance Reporting

Let the Council be unaware of any actual or anticipated non-compliance with any Ends or Executive Limitations policy, regardless of the Council's monitoring schedule.

2.8.1.4 Incidental Reporting

Let the Council be unaware of any incidental information it requires, including anticipated media coverage, actual or anticipated legal actions, and material or publicly visible internal changes or events, including changes in executive personnel.

2.8.1.4.1 Financial Reports

Quarterly financial statement.

2.8.1.4.2 Stakeholder Reports

Reports provided to key stakeholders' meetings.

2.8.1.4.3 Reports to Council

Regular progress reports on developmental and regulatory issues.

2.8.1.5 Council Compliance

Allow the Council to be unaware that, in the Registrar/CEO's opinion, the Council is not in compliance with its own policies on Governance Process and Council-Registrar Relationship, particularly in the case of Council behaviour which is detrimental to the work relationship between the Council and the Registrar/CEO.

2.8.1.6 Information Types

Present information in unnecessarily complex or lengthy form, or in a form that does not clearly differentiate among monitoring, decision preparation, and general incidental or other information.

2.8.2 Administrative Support

Allow the Council to be without reasonable administrative support for Council activities.

2.8.2.1 Council Communications

Allow the Council to be without a workable, user-friendly mechanism for official Council, officer or Council committee communications.

2.8.2.2 Council Agendas and Material

Allow Council agendas and background material to be posted prior to Executive Council review or President confirmation.

2.8.3 CDHO Holism

Impede the Council's holism, misrepresent its processes and role, or impede its lawful obligations.

2.8.3.1 Dealing with Council

Interact with the Council in a way that favours or privileges certain Council members over others, except when (a) fulfilling individual requests for information or (b) responding to officers or committees duly charged by the Council.

2.8.3.2 Consent Agenda Information

Neglect to supply for the Required Approvals agenda all items delegated to the Registrar/CEO, yet required by law, regulation or contract to be Council-approved, along with the applicable monitoring information.

2.9 Ethical Behaviour

The Registrar/CEO shall not permit an organizational culture that lacks a high degree of integrity at all levels of the organization.

Further, without limiting the scope of the above by the following list, the Registrar/CEO shall not:

2.9.1 Code of Conduct

Permit the organization to be without an enforced internal Code of Conduct, of which all employees, consultants, contract workers and volunteers are made aware, that clearly outlines the organization's ethical expectations of them.

2.9.1.1 Organizational Integrity

Permit employees, consultants, contract workers and volunteers to be unaware of the level of confidentiality required to protect organizational integrity.

2.9.1.2 Guidelines

Permit employees, consultants, contract workers and volunteers to be without guidelines for avoiding actual or potential conflicts of interest.

2.9.2 Anonymous Reporting

Permit employees and others to be without a mechanism for anonymous and confidential reporting of alleged or suspected improper activities and without fear of retaliation.

2.10 Development of Standards Governing Practice

The Registrar/CEO shall not develop or change standards governing the practice of Dental Hygiene that cannot be adequately defended, or are inconsistent with the legislated mandate of the organization.

Further, without limiting the scope of the above statement by the following list, the Registrar/CEO shall not:

2.10.1 Criteria for Standards

Require a decision of Council without at the same time providing evidence that the proposed change(s) meets the following criteria reasonably interpreted:

- Develop standards that are inconsistent with evidence-based practices.
- Develop standards without a broad scope of stakeholder consultation.
- Develop standards that would interfere with the ability of the profession to work with other professions with which it is important to maintain productive relations, unless it is necessary to protect public interest.
- Let Council be unaware of issues arising from stakeholder consultation on a proposed change of standards.

2.10.2 Requirement of Council Approval

Release new or amended standards prior to Council's formal approval on the Required Approvals Agenda.

2.11 Amendments to Act or Bylaws

When preparing options for Council's decisions regarding Regulations under the Act regulating Dental Hygiene, or Council Bylaws, the Registrar/CEO shall not interfere with the Council's legislated responsibilities.

Further, without limiting the scope of the above statement by the following list, the Registrar/CEO shall not:

2.11.1 Direction of Council

Develop Bylaws, or propose amendments to the Act or Regulations prior to involving Council in an initial discussion of options, nor develop amendments that are inconsistent with the direction indicated by Council.

2.11.2 Legal Advice

Allow Council to be without appropriate legal advice where required.

2.11.3 Legislated Requirement

Develop content inconsistent with any legislated requirement.

2.11.4 Changes or Obstacles

Let Council be unaware 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.

2.11.5 Cumulative Record

Allow Council to be without a current cumulative record of Council decisions regarding positions during development or amendment of the Act, Regulations, or Bylaws.

2.11.6 Council Approval

Submit the final version of proposed amendments to Acts or Regulations to the government, nor proposed amendments to Bylaws to membership, prior to Council approval.

3 Global Council-Registrar/ CEO Delegation

Council's sole official connection to the operational organization, its organization, its achievements and conduct will be through a chief executive officer, titled Registrar and CEO.

3.1 Unity of Control

Only officially passed motions of the Council are binding on the Registrar/CEO:

3.1.1 Power of the Whole

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

3.1.2 Registrar Response to Requests

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

3.1.3 Registrar Direction

Only the Council acting as a whole can employ, terminate, discipline, or change the conditions of employment of the Registrar/CEO.

3.2 Accountability of the Registrar/CEO

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

3.2.1 Direction of Staff

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

3.2.2 Staff Evaluation

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

3.2.3 Registrar Performance

The Council will view Registrar/CEO performance as identical to organizational performance, so that organizational accomplishment of Council stated Ends and compliance with Executive Limitations will be viewed as successful Registrar/CEO performance. Therefore the Registrar/CEO's job contributions shall be accomplishment of the Ends while maintaining compliance with the Executive Limitations.

3.3 Delegation to the Registrar/CEO

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

3.3.1 Ends Policies

The Council will develop Ends policies instructing the Registrar/CEO to achieve specified results, for specified recipients at a specified worth.

3.3.1.1 Compliance

Policies that do not address the subjects of results, recipients or worth will not be included in Ends, as they relate to means.

3.3.1.2 Ends Achievement

Specifically, documents such as strategic plans and budgets will not be considered Ends, as they relate to operational means of achieving the Ends.

3.3.2 Executive Limitations Policies

The Council will develop Executive Limitations policies which limit the latitude the Registrar/CEO may exercise in choosing the organizational means.

3.3.2.1 Executive Limitations

These limiting policies will describe those practices, activities, decisions and circumstances that the Council would find unethical or imprudent, and therefore unacceptable, even if they were to be effective.

3.3.2.2 Organizational Means

The Council will never prescribe organizational means delegated to the Registrar/CEO.

3.3.3 Systematic approach

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

3.3.4 Reasonable Interpretation

As long as the Registrar/CEO uses any reasonable interpretation of the board's Ends and Executive Limitations policies, the Registrar/CEO is authorized to establish all further policies, make all

decisions, take all actions, establish all practices and develop all activities. Such decisions of the Registrar/CEO shall have full force and authority as if decided by the Council.

3.3.5 Monitoring Frequency & Methods

The Council may change its Ends and Executive Limitations policies, thereby shifting the boundary between the Council and Registrar/CEO domains. By doing so, the Council changes the latitude of choice given to the Registrar/CEO. But as long as any particular delegation is in place, the Council will respect and support any reasonable Registrar/CEO interpretation of the policies. This does not prevent the Council from obtaining information from the Registrar/CEO about the delegated areas, except for data protected by privacy legislation.

3.4 Monitoring Registrar/CEO Performance

Registrar/CEO job performance will be measured solely by systematic and rigorous monitoring of Registrar/CEO job performance in comparison to the Council's required job outputs: organizational accomplishment of a reasonable interpretation of the Ends and organizational operation within the boundaries established in Executive Limitations reasonably interpreted:

3.4.1 Monitoring Outcomes

The purpose of monitoring is simply to determine the degree to which Council policies are being fulfilled. Only information that does this will be considered to be monitoring.

3.4.2 Monitoring

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

3.4.2.1 Internal Report

Internal report: Disclosure of compliance information by the Registrar/CEO, along with his or her explicit interpretation of Council policy, and justification for the reasonableness of interpretation.

3.4.2.2 External Report

External report: Discovery of compliance information by an impartial, external auditor, inspector or judge who is selected by and reports directly to the Council. The external party will first be provided with the Registrar/CEO's explicit interpretation of the policy and justification for the reasonableness of interpretation. The report must assess the reasonableness of the interpretation of Council policy, and compliance with it. The basis for assessment is not the standards of the external party, unless the Council has previously indicated that party's opinion to be the standard.

3.4.2.3 Direct Council Inspection

Direct Council Inspection: Discovery of compliance information by a designated Council member, a committee or the Council as a whole.

This is a Council inspection of documents, activities or circumstances directed by the Council that assesses compliance with policy, with access to the Registrar/CEO's justification for the

reasonableness of his/her interpretation. Such an inspection is only undertaken at the instruction of the Council.

3.4.3 Standard for Compliance

In every case, the standard for compliance shall be any reasonable Registrar/CEO interpretation of the Council policy being monitored. The Council is the final arbiter of reasonableness, but will always judge with a “reasonable person” test rather than interpretations favoured by Council members or even the Council as a whole.

3.4.4 Monitoring Frequency and Method

Upon the choice of the Council, any policy can be monitored by any of the above methods at any time. For regular monitoring, however, each Ends and Executive Limitations policy will be classified by the Council according to frequency and method.

NUMBER	POLICY	METHOD	FREQUENCY	DATE
1	Global End	Internal Report	Annually	March
1.1	Safe, Quality, Professional Practice	Internal Report	Annually	March
1.2	Access to Regulatory Process Effectiveness	Internal Report	Annually	March
1.3	Health System and Public Policy Influence	Internal Report	Annually	March
2.	General Executive Constraint	Internal Report	Every 2 years	December
2.1	Treatment of Public and Registrants	Internal Report	Annually	September
	Treatment of Public and Registrants	External Report	Every 3 years	Sept. 2019
2.2	Treatment of Staff	Internal Report	Annually	June 2017
	Treatment of Staff	External Report	Every 3 years	June 2018
2.3	Planning (2.3.3 to 2.3.8)	Direct Inspection	Annually	December
	Planning (2.3, 2.3.1 - 2.3.2; 2.3.9)	Internal Report	Annually	June
2.4	Financial Conditions and Activities	Internal Report	Annually	June
2.4.1	Financial Conditions and Activities	Internal Report	Quarterly	March, May, September, December
2.5	Protection of Assets	Internal Report	Annually	September
2.6	Investment	Internal Report	Annually	June
2.7	Compensation and Benefits	Internal Report	Annually	December
2.7.1	Compensation and Benefits (Registrar			

NUMBER	POLICY	METHOD	FREQUENCY	DATE
	Expense Claims)	Direct Inspection	Annually	June
2.8	Communication and Support to the Board	Internal Report	Annually	December
2.9	Ethical Behaviour	Internal Report	Annually	June
2.10	Development of Standards Governing Practice	Internal Report	Annually	September
2.11	Amendments to the Act, the Code or Bylaws	Internal Report	Annually	September

3.4.5 Evaluation of Registrar/CEO

A formal evaluation of the Registrar/CEO by the Council will occur annually, based on the achievement of a reasonable interpretation of the Council's Ends Policies and non-violation of its Executive Limitations policies, reasonably interpreted. 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, and identifying performance trends evidenced by that data.

3.4.5.1 Ends Monitoring Reports

In December of each year, the Registrar/CEO will identify for the Council the Registrar/CEO's reasonable interpretation (measurable conditions supported by a rationale) of a one-year segment of progress towards achievement of the Council's Ends policies.

3.4.5.2 Registrar/CEO Performance Appraisal

Formal evaluation of the Registrar/CEO is concluded in June at the time of its June Council meeting.

3.4.5.2.1 Performance Trends

In March following the submission of the Ends monitoring report, the Executive Committee will compile a summary of the results of the Council's assessment of regular monitoring data received during the year, along with any additional necessary monitoring data. The Executive Committee will identify evident performance trends.

3.4.5.2.2 Feedback

The Executive Committee will circulate their summary of Registrar performance to Council members for review and feedback.

3.4.5.2.3 Review

The Executive Committee will review the Council members' feedback and prepare a final Registrar Performance Summary which will be reported in-camera to the Council. The Executive Committee will also propose to Council a recommendation for Registrar/CEO compensation. (Ref. CRD-3.5: Registrar/CEO Compensation)

3.4.5.2.4 Executives meet with Registrar/ CEO

Only after the final Registrar Performance Summary is reported to the Council will the Executive Committee meet with the Registrar/CEO. The performance review meeting will normally be held in June at the time of the Council meeting.

3.5 Registrar/CEO Compensation

The Registrar/CEO's compensation will be decided by the Council as a whole and based on organization performance and executive market conditions.

3.5.1 Organization Performance

Organization performance will be only that performance revealed by the monitoring system to be directly related to criteria given by the Council in policy.

3.5.2 Range of Compensation

Compensation will cover the entire range of salary, benefits, and all other forms of compensation.

3.5.3 Compensation Base

Total compensation is to be competitive with the executive market. The executive marketplace to be considered is Ontario regulatory colleges of comparable scope, size (budget and staff complement), challenges and complexity. Total compensation includes salary, benefits, pension, perquisites and incentives.

3.5.3.1 Three Year Review

Every three years the Council will commission a formal review of compensation to ensure total compensation is aligned with the market. In each of the intervening two years, the base salary is adjusted by a percentage equivalent to a cost of living increase.

3.5.4 Budgeting for CEO/Registrar Compensation

Annually in December, the Council will approve, with due consideration of the organization's financial capacity, a budget for the salary and benefits package for the coming fiscal year, including provision for any incentive pay to be made available.

3.5.4.1 Reasoning for Decision

The Executive Committee may gather information and provide options and their implications to the full Council for its decision.

3.5.5 Job Performance Measurement

The Registrar/CEO's base salary is adjusted annually. Council will decide on compensation at its June meeting. Any adjustment will be effective retroactively to January 1st. A lump sum payment representing the difference in prior year and current year compensation will be made on June 30th.

3.5.6 Components

Compensation may include an Ends-related performance-based incentive.

3.5.7 Confirmation of Decision

The President will confirm the Council's decision about compensation to the Registrar/CEO in a letter after the Executive Committee has presented to Council the results of its annual performance review meeting with the Registrar/CEO and Council has approved the compensation adjustment.

3.6 Registrar/ CEO Succession

In its role of assuring organizational performance, the Council shall take action in the event the Registrar/CEO is unable to perform his/her duties to ensure consistent leadership for the management of the organization and, when necessary, to ensure an orderly transition in Registrar/CEO succession.

3.6.1 Temporary Absences

Temporary Planned or Unplanned Absences (not vacation):

When the President is made aware by Registrar/CEO, or management designate, of a planned or unplanned absence, the President will immediately inform the Council. A temporary planned or unplanned absence is a period of 30 days or less.

3.6.2 Review

The Executive Committee will review the Registrar/CEO's most recent reasonable interpretation for Executive Limitation EL-2.3.9.2 ("Permit the organization to be without sufficient organizational capacity and current information about Registrar/CEO and Council issues and processes for the competent operation of the organization to continue in the event of sudden loss of Registrar/CEO services.") and enact the provisions detailed in the interpretation. The Executive Committee will provide the Council an opinion on the period of time for which it is prudent to continue with these provisions. The Council will approve the plan.

3.6.3 Acting Registrar/CEO

If the Registrar/CEO has not yet provided a reasonable interpretation for EL- 2.3.9.2, the President will convene a meeting of the Executive Committee to which it may invite senior managers. The Executive Committee will determine how interim Registrar/CEO services are to be provided and identify the individual(s) who shall serve as Acting Registrar/CEO for the period of the temporary absence. The Executive Committee will circulate the plan to the Council for approval. The Acting Registrar/CEO shall be accountable to the Council as a whole for the management of the organization consistent with the Council's policies.

3.6.4 Short-term Absence

A short term absence is a period of between 31 and 90 days. The Council will follow the same procedure as described in #1 and #2.

3.6.5 Increased Monitoring

The Council will determine if it wishes to increase the frequency of monitoring for any policy or any part of any policy for the period of the short term absence.

3.6.6 Salary Adjustment

The Council will decide the amount, if any, of the agreed-upon end-of-absence bonus or salary adjustment to be enacted for the period of the absence.

3.6.7 Communication to Stakeholders

The Council will agree upon a communication plan that addresses the information that will be shared about the appointment and which stakeholders will receive the information.

3.6.8 Long-term Absence

A long-term absence is a period in excess of 90 days. The Council will follow the same procedures described in 3.6.2, 3.6.3, 3.6.5, 3.6.6 and 3.6.7.

3.6.9 Summative Performance Assessment

In addition to monitoring Acting Registrar/CEO performance through the normal cycle of monitoring reports, the Council will provide a summative performance assessment of the Acting Registrar/CEO at agreed upon intervals and in a manner consistent with CRD-3.4

3.6.10 Timeframe

The Council will determine the period of time that it is prudent to continue with these provisions.

3.6.11 Permanent Absence

A permanent absence occurs when the Registrar/CEO does not return from a planned or unplanned absence of any duration, resigns, is terminated, or retires.

3.6.12 Transition Committee

The Council will form a Transition Committee to carry out the recruitment, selection and orientation of a new permanent Registrar/CEO. The terms of reference for the Transition Committee are documented in GP 4.9: Registrar/CEO Transition Committee.

3.6.13 Planning and Budgeting

The Council will approve the plan and budget for recruitment, selection and orientation.

3.6.14 Engagement of Successor

Following the Council's approval of its preferred candidate, an offer of employment shall be negotiated on behalf of the Council through the Transition Committee or its contracted recruitment firm. The President shall execute the offer of employment.

3.6.15 Offer of Employment

An employment contract will be drafted by legal counsel for approval of the Council and signed by both parties prior to the commencement of employment. The President will be the authorized signatory of the contract.

3.6.16 Orientation of new Registrar/CEO

The Transition Committee will ensure that an orientation program is in place prior to the new Registrar/CEO's start date. The program would cover the first 12 months and should aim to ensure a successful transition to the Registrar/CEO position. Key elements of the plan to include:

- Briefing from the outgoing Registrar/CEO, if possible, to ensure appropriate file transfer and communication of organizational issues requiring immediate attention.
- Inclusion of professional development activities as required to ensure effective transition.
- Time with Council members to facilitate development of a strong relationship and understanding of the Council's policies, priorities, process and expectations.

3.6.17 Coaching of new Registrar/CEO

The Council may choose to arrange for a coaching plan for this first year and, if so, will authorize an appropriate budget.

3.7 Registrar/ CEO Termination

Registrar/ CEO termination is an authority retained by the Council, not delegated to any officer or committee.

3.7.1 Decision Process

The decision process will be informed by performance data drawn from the monitoring system, which is itself directly related to Registrar/CEO performance on criteria the Council has stated in policy.

3.7.2 Rationale

The Council may choose to terminate for other reasons, but must then negotiate the terms of that termination or follow whatever provisions have been made by contract.

3.7.3 Committee Process

A committee process may be used to gather information and to provide options and their implications to the full Council.

4 GLOBAL GOVERNANCE PROCESS

The government of Ontario has given the profession of dental hygiene the right to self- regulation to protect the public interest. Thus the CDHO considers that while it has legal accountability to the government, it has moral accountability to the people who access dental hygienists in Ontario - its moral owners.

The purpose of the Council, on behalf of those to whom it is morally and legally accountable, is to see to it that the College of Dental Hygienists of Ontario achieves appropriate results for the appropriate people at an

appropriate cost as defined in the Council's Ends, while avoiding unacceptable actions and situations as defined in Council's Executive Limitation policies.

4.1 GOVERNING STYLE

The Council will exemplify excellence and integrity by governing with an emphasis on outward vision, commitment to obtaining ownership input, encouragement of diversity in viewpoints, strategic leadership, clear distinction of Council and staff roles, collective decisions, and a proactive, future focus. This means the Council will not be preoccupied with the present or past, or with internal, administrative detail.

4.1.1 Group Responsibility

The Council will cultivate a sense of group responsibility. The Council, not the staff, will be responsible for excellence in governing. The Council will initiate policy, not merely react to staff initiatives. The Council will use the expertise of individual members to enhance the ability of the Council as a body to make policy, rather than to substitute their individual judgements for the group's values.

4.1.2 Written Policies & Major Focus

The Council will direct, control and inspire the organization through the careful establishment of broad written policies reflecting the owners' values and perspectives. The Council's major policy focus will be on the intended long- term results to be produced for beneficiaries outside the operating organization, not on the administrative means of attaining those results.

4.1.3 Self Discipline

The Council will enforce upon itself whatever self-discipline is needed to govern with excellence. Self-discipline will apply to matters such as its code of conduct, policy-making principles, respect of roles, regular self-evaluation, and ensuring the continuity of governance capability. Although the Council can change its governance process policies at any time, it will scrupulously observe those currently in force.

4.1.4 Fulfilling Council Obligations

The Council will not allow any member or committee of the Council to hinder or be an excuse for not fulfilling Council obligations.

4.2 COUNCIL JOB CONTRIBUTIONS

As an informed agent of the ownership, the Council's specific job products are those that ensure appropriate organizational performance.

Accordingly, the Council has direct responsibility to create:

4.2.1 Ownership Linkage

The link between the owners and the operational organization.

4.2.2 Written Governing Policies

Written governing policies that address the broadest levels of all organizational decisions and situations.

4.2.2.1 Ends

Ends: what good or benefit the organization is to achieve, for which people, at what worth.

4.2.2.2 Executive Limitations

Executive Limitations: Constraints on executive authority that establish the boundaries of prudence and ethics within which all executive activity and decisions must take place.

4.2.2.3 Governance Process

Governance Process: Specification of how the Council conceptualizes, carries out and monitors its own task.

4.2.2.4 Council-Registrar Delegation

Council-Registrar Delegation: How power is delegated and its proper use monitored, including the Registrar/CEO role, authority, and accountability.

4.2.3 Monitoring Performance

Assurance of organizational performance through structured monitoring on Ends and Executive Limitations.

4.2.3.1 Registrar Continuity

Continuity of the Registrar function.

4.2.3.2 Registrar Monitoring

Structured monitoring of the Registrar as outlined in Council- Registrar/CEO Delegation policies.

4.2.4 Executive Limitations Policies

Operational decisions that the Council has prohibited the Registrar/CEO from making by its Executive Limitations policies.

4.2.4.1 Borrowing

Decisions regarding borrowing from financial institutions. [EL 2.4.3]

4.2.4.2 CDHO Loans

Decisions regarding loans of CDHO funds. [EL 2.4.4]

4.2.4.3 Long Term Reserves

Decisions regarding use of long-term reserves. [EL 2.4.5]

4.2.4.4 Land or Buildings

Decisions regarding acquisition, encumbering or disposal of land or buildings. [EL 2.4.10]

4.2.4.5 Name or Corporate Identity

Decisions regarding change of organizational name or corporate identity. [EL 2.5.12]

4.2.4.6 Act, Regulations or Bylaws

Decisions regarding submission of proposed amendments to the Act, Regulations or Bylaws. [EL 2.11.6]

4.2.4.7 Benefits to Retired Employees

Decisions regarding existing benefits to retired employees.

4.3 COUNCIL PLANNING CYCLE AND AGENDA CONTROL

To accomplish its job products with a governance style consistent with Council policies, the Council will follow an annual agenda which (a) completes a re- exploration of Ends policies annually and (b) continually improves Council performance through Council education and enriched input and deliberation.

4.3.1 Planning Cycle & Meetings

The Council will convene a minimum of four meetings annually and will normally meet on a quarterly basis. The annual planning cycle is January 1 to December 31.

4.3.2 Agendas & Annual Schedule

The Council shall maintain control of its own agenda by developing a multi- year cycle and an annual schedule that includes all elements of the Council's work. Annually at its January/February meeting, the Council will plan its one- year goals and related meeting agendas. [See multi-year cycle at the end of this policy.]

4.3.2.1 Ends Review

Review of the Ends in a timely fashion which allows the Registrar/CEO to build a budget based on accomplishing a one-year segment of the Council's most recent statement of long-term ends.

4.3.2.2 Ownership Linkage Process

Linkage with the ownership to gain a representative mix of owner values, perceptions and expectations, prior to the above review.

4.3.2.3 Ends Related Education

Education related to Ends determination (for example, presentations relating to the external environment, demographic information, exploration of future perspectives which may have implications, presentations by advocacy groups and staff).

4.3.2.4 Policy Review

Content review of selected Executive Limitations, Governance Process and Council – Registrar Delegation policies, consistent with a multi-year schedule that includes all policies.

4.3.2.4.1 Review of Benefits to Retired Employees

Every three years, beginning in 2018, review of its policy on continuing benefits to retired employees.

4.3.2.5 Council Self Evaluation

Self-evaluation of the Council's own compliance with selected Governance Process and Council – Registrar Delegation policies, consistent with the schedule in the policy, GP 4.13 (Investment in Governance).

4.3.2.6 Monitoring Process

Documentation of monitoring compliance by the Registrar with Executive Limitations and Ends policies. Monitoring reports will be read in advance of the Council meeting, and discussion will occur only if Council members assess interpretations as unreasonable, identify non-compliance, or identify potential need for policy amendments.

4.3.2.7 Governance Process Education

Education about the process of governance.

4.3.3 Chair Authority

Based on the annual schedule and specific Council-confirmed goals for the year ahead, the Council delegates to the Chair the authority to fill in the details of the meeting content. Potential agenda items shall be carefully screened.

Screening questions shall include:

- Clarification as to whether the issue clearly belongs to the Council or the Registrar.
- Identification of what category an issue relates to - Ends, Executive Limitations, Governance Process, Council-Registrar Delegation.
- Review of what the Council has already said in this category, and how the current issue is related.

4.3.3.1 Meeting Agenda Authority

The Council delegates the Chair the authority to confirm the agenda and meeting material for Council's public meeting prior to their publication.

4.3.4 Required Approvals

Throughout the year, the Council will attend to Required Approvals Agenda items as expeditiously as possible. When an item is brought to the Council via the Required Approvals Agenda, provided that compliance with all of the criteria in Executive Limitations has been demonstrated, the Council will not discuss the item prior to approval.

MULTI-YEAR CYCLE SCHEDULE					
NUMBER	POLICY CONTENT REVIEW	YEAR 1 (2017-2018)	YEAR 2 (2018-2019)	YEAR 3 (2019-2020)	YEAR 4 (2020-2021)
E 1	Global End		June 2019		
E 1.1	Safe High Quality Professional Practice		June 2019		
E 1.2	Access to Regulatory Process Effectiveness		June 2019		
E 1.3	Health System and Public Policy Influence		June 2019		
E 2	Global Executive Constraint				Dec. 2020
E 2.1	Treatment of the Public and Registrants	Jan. 2018			
E 2.2	Treatment of Staff	June 2018			
E 2.3	Planning	Mar. 2018			
E 2.4	Financial Condition and Activities		Mar. 2019		
E 2.5	Protection of Assets			Mar. 2020	
E 2.6	Investment		Jan. 2019		
E 2.7	Compensation and Benefits				June 2021
E 2.8	Communication and Support to the Council		Sept. 2018		
E 2.9	Ethical Behaviour			June 2020	
E 2.10	Development of Standards Governing Practice		Dec. 2018		
E 2.11	Amendments to the Act or Bylaws		Dec. 2018		
CRD 3	Global Council-Registrar Delegation				Dec. 2020
CRD 3.1	Unity of Control			June 2020	
CRD 3.2	Accountability of the Registrar/ CEO			Dec. 2019	
CRD 3.3	Delegation to the Registrar/ CEO			Dec. 2019	
CRD 3.4	Monitoring Registrar/ CEO Performance	Sept. 2017		Sept. 2019	
CRD 3.5	Registrar/ CEO Compensation	Sept. 2017		Sept. 2019	
CRD 3.6	Registrar/ CEO Succession				Jan. 2021
CRD 3.7	Registrar/ CEO Termination				Jan. 2021
GP 4	Global Governance Commitment				Dec. 2020
GP 4.1	Governing Style				June 2021
GP 4.2	Council Job Contributions		Mar. 2019		
GP 4.3	Council Planning Cycle and Agenda Control	Jan. 2018			
GP 4.4	President's Role				Mar. 2021
GP 4.5	Vice-President's Role				Mar. 2021
GP 4.6	Council Committee Principles				June 2021
GP 4.7	Executive Committee	Dec. 2017			
GP 4.8	Ownership Linkage Committee	June 2018			

MULTI-YEAR CYCLE SCHEDULE					
NUMBER	POLICY CONTENT REVIEW	YEAR 1 (2017-2018)	YEAR 2 (2018-2019)	YEAR 3 (2019-2020)	YEAR 4 (2020-2021)
GP 4.9	Registrar/ CEO Transition Committee			Jan. 2020	
GP 4.10	Council and Committee Expenses	Dec. 2017		Dec. 2019	
GP 4.11	Council Code of Conduct	Jan. 2018	Jan. 2019	Jan. 2020	Jan. 2021
GP 4.12	Investment in Governance			Mar. 2020	
GP 4.13	Governance Succession Planning			Mar. 2020	
GP 4.14	Council Linkage with Ownership	June 2018			
GP 4.15	Special Rules of Order		Sept. 2019		
GP 4.16	In-Camera Sessions				Dec. 2020
Goal-setting and Yearly Agenda Planning and Review		Jan.; June	Jan.; June	Jan.; June	Jan.; June
Ownership Linkage Activities		Jan. to June	Jan. to June	Jan. to June	Jan. to June
Council Education		Jan., May, June	Jan., May, June	Jan., May	Jan., May
Environmental Scan		Sept.	Sept.	Sept.	Sept.
CEO Compensation Decision		June	June	June	June
Selection of Auditor		January	January	January	January
New Council Member Orientation		Jan. – Mar.	Jan. – Mar.	Jan. – Mar.	Jan. – Mar.
ADMINISTRATIVE NOTE: PLEASE REFER TO THE ATTACHED CHARTS*					
1. Multi-Year Cycle Schedule					
2. Annual Agenda-Based on Year 1 (2017- 2018) TBC					

4.4 PRESIDENT'S ROLE

President (Chief Governance Officer), a specially empowered member of the Council, assures the integrity of the Council's process.

4.4.1 Job Results

The assigned result of the President's job is that the Council behaves consistently with its own rules and those legitimately imposed upon it from outside the organization.

4.4.1.1 Meeting Discussion Content

Meeting discussion content will include only those issues that, according to Council policy, clearly belong to the Council to decide or monitor.

4.4.1.2 Information Criteria

Information that is neither for monitoring performance nor for Council decisions will be minimized and always noted as such.

4.4.1.3 Deliberation Values

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

4.4.2 President's Authority

The authority of the President consists in making decisions that fall within topics covered by Council policies on Governance Process and Council– Registrar Delegation, with the exception of (a) employment or termination of a Registrar and (b) instances where the Council specifically delegates portions of this authority to others. The President is authorized to use any reasonable interpretation of the provisions in these policies.

4.4.2.1 Council Meeting Powers

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

4.4.2.1.1 Authority to Name Chair

The President has the authority to name a chair to preside at the meeting

4.4.2.2 Supervision of Registrar

The President has no authority to make decisions about policies created by the Council within Ends and Executive Limitations policy areas.

Therefore, the Chair has no authority to supervise or direct the Registrar.

4.4.2.3 Representation To Outside Parties

The President may represent the Council to outside parties in announcing Council-stated positions and in stating Chair's interpretations within the area delegated to the Chair (consistent with policies in Governance Process and Council-Management Delegation areas).

4.4.2.4 Transfer of Data

The President ensures that the minutes of Executive Committee in-camera meetings that are not maintained by the College administration are saved, along with a back-up copy on an independent device, and ensures the physical transfer of that data device to the incoming President.

4.4.2.5 Delegation of Authority

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

4.5 VICE-PRESIDENT'S ROLE

The Vice-President shall, in the absence of the President, preside at all meetings of the Council and have such other duties and powers as the Council may specify.

4.5.1 Vice-President's Assigned Result

The assigned result of the Vice-President's job is that of being knowledgeable of the role and duties of the position of President.

4.5.2 Vice-President Authority

The authority of the Vice-President consists in making decisions within assignments delegated by the President including those which are to facilitate effective Council process.

4.6 COUNCIL COMMITTEE PRINCIPLES

Council committees, when used, will be assigned so as to reinforce the wholeness of the Council's job and so as never to interfere with delegation from Council to Registrar.

4.6.1 Purpose of Committees

Council committees are to help the Council do its job, never to help or advise the staff. Committees ordinarily will assist the Council by preparing policy alternatives and implications for Council deliberation.

4.6.2 Committee Authority

Council committees may not speak or act for the Council except when formally given such authority for specific and/or time-limited purposes. Expectations and authority will be carefully stated in order not to conflict with authority delegated to the Registrar.

4.6.3 Authority Over Staff

Council committees cannot exercise authority over staff. Because the Registrar/CEO works for the full Council, he or she will not be required to obtain approval of a Council Committee before an executive action.

4.6.4 Policy Application

This policy applies to any group that is formed by Council action, whether or not it is called a committee, and whether or not it includes Council members. It does not apply to committees formed under the authority of the Registrar/CEO.

4.6.5 Code of Conduct

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

4.6.6 Committee Allocation of Resources

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

4.7 EXECUTIVE COMMITTEE

The Executive Committee will assist the Council in its responsibilities to govern lawfully, effectively and efficiently.

The committee products are to support the Council's job, never to decide for the Council unless explicitly stated below.

4.7.1 Urgent Decisions

As provided for in the Regulated Professions Act and CDHO Bylaws, decisions on behalf of the Council, only in urgent situations when it is not feasible to convene a quorum of the Council.

4.7.1.1 Decision Reporting to Council

A report to the Council at its immediate next meeting of any decision made on behalf of the Council.

4.7.2 Alternatives & Options

Alternatives and options for the Council's consideration on any matter referred to the Committee by the Council.

4.7.2.1 Stipend & Expenses Schedule

Biannually in September, circulation for Council's consideration at its December meeting, of possible changes in the Governance Process policy on Council and Committee Stipend and Expenses. [GP-10]

4.7.2.2 Governance Budget

Annually by December, a Governance Budget, developed in accordance with GP-4.12: Investment in Governance item 4.12.3.1 and projects on the Council Annual Work Plan.

4.7.2.3 Committee Suggestion Schedule

Annually in January, suggestions for the make-up of Council committees, including non-Council members.

4.7.2.4 Education Plan Schedule

By December, a Council Education Plan developed from Council's annual self-evaluation and ongoing governance process monitoring, and other needs identified by the Council related to Ends or Executive Limitations policy content reviews in accordance with GP 4.12: Investment in Governance.

4.7.3 Agenda Development Advice

Advice to the President on agenda development.

4.7.3.1 Background Material Assessment

Prior to their publication, assessment of background material accompanying meeting agenda items using the following criteria:

- Clarity;
- Comprehensiveness;

- Sufficiency;
- Accuracy.

4.7.4 Performance Evaluation Schedule

Annually by June 30, conduct Registrar/CEO performance evaluation in accordance with CRD-3.4 Monitoring Registrar/CEO Performance.

4.7.5 Registrar Compensation Schedule

Annually following the report to Council of the Registrar Performance Summary, recommendation for Registrar compensation, in accordance with CRD-3.5 Registrar/CEO Compensation.

4.7.6 New Member Orientation

Within the first three months of appointment or election, assurance of the orientation of new Council Member consistent with GP-4.12.2.1 (inclusive of 4.12.2.1.1 and 4.12.2.1.2), GP-4.12.2.2.

4.7.6.1 New Member Mentor

Assignment of Council Mentor to new Council Member.

4.7.7 Temporary Operational Management

In the event of temporary short-term or long-term Registrar/CEO absence, a proposal for the Council on the period of time to continue temporary provision of operational management [CRD 3.6.2; CRD 3.6.10]

4.7.7.1 Temporary CEO/Registrar Compensation

In the event of a temporary Registrar/CEO absence exceeding thirty (30) days, a proposal for the Council's consideration on options for compensation of any staff assuming an interim Registrar/CEO role. [CRD 3.6.6]

4.7.7.2 Informing Stakeholders

In the event that the role of Registrar/CEO is filled on an interim basis, a proposal for the Council on a communication plan for informing stakeholders. [CRD 3.6.7]

4.7.7.3 Registrar/CEO Transition

As required, suggestions for the make-up of the Registrar/CEO Transition Committee.

4.7.8 Executive Committee Documentation

For use by future Executive Committees, a record of committee meeting minutes, and a package of current guidelines/tools/ templates.

4.7.8.1 Committee Minutes Circulation

The committee will circulate to the Council the minutes of any committee meeting held in the interim between Council meetings.

4.7.8.2 In-Camera Minutes

The minutes from confidential in-camera meetings, along with any working documents used by the Executive Committee, not maintained by the College administration, are stored by the President. The President will maintain a back-up copy of in-camera meeting minutes. Availability for use by future Executive Committees shall be accomplished through the transfer of data to the incoming President.

4.7.9 Committee Authority

The committee's authority enables it to assist the Council in its work, while not interfering with Council holism.

4.7.9.1 Policy Changes

The committee has no authority to contravene or change Council policies, unless as specified in 4.7.1 there is an urgent to do so and it is not possible to convene a quorum of the Council.

4.7.9.2 Spending Authority

The committee has authority to spend funds as required, in accordance with its Council approved budget, for meetings and other activities related to its deliverables.

4.7.9.2.1 Committee Meetings

The committee will meet four (4) times per year and may hold additional meetings as required. Meetings can be face-to-face or teleconference.

4.7.9.3 Admin Resources

The committee has authority to use the Registrar/CEO and Executive Assistant to the Registrar/CEO for administrative support of its activities.

4.7.9.4 Staff Resources

The committee has authority to use staff resource time normal for administrative support to assist with production of the Governance budget, production and circulation of meeting agenda and materials, and to document the budget assumptions as required for the committee to monitor the Governance budget.

4.7.9.5 Preparatory Work Conditions

The committee has the authority to delegate preparatory work for any of its product to one or more of its members. Whenever the committee delegates to two or more of its members, at least one member shall be a public member.

4.7.9.6 Executive Session

The committee has the authority to hold an executive session, i.e. to meet without the Registrar/CEO.

4.7.9.7 Authority Over Staff

The committee does not have the authority to instruct the Registrar/CEO or any other staff member, other than to request support required in the conduct of its duties.

4.7.9.8 Committee Composition & Tenure

The committee shall comprise the President, the Vice-President and three (3) additional members. All members are elected annually by Council members from among themselves. Of the five, three (3) will be professional members and two (2) will be public members.

4.7.9.9 Committee Chair

The President shall serve as Committee Chair.

4.8 OWNERSHIP LINKAGE COMMITTEE

The Ownership Linkage Committee will assist the Council in fulfilling its responsibilities regarding connection with the owners.

4.8.1 Committee Products

A current ownership linkage plan that enables constructive Council dialogue with owners related to Ends issues, and emphasizes linkages with the moral owners

4.8.1.1 Ownership Linkage Plan Due

An initial ownership linkage plan provided to the Council for decision by December 2017.

4.8.1.2 Plan Evaluation Due

An evaluation of the effectiveness of the plan by December annually, with input from the Council.

4.8.1.3 Linkage Plan Update Due

An updated ownership linkage plan, annually by December, with input from the Council.

4.8.1.4 Ownership Information Due

An organized written presentation of information collected from groups within the ownership, in a format useful to the Council for Ends deliberations, by December annually

4.8.2 Committee Authority

The Committee's authority enables it to assist the Council in its work, while not interfering with Council holism.

4.8.2.1 Policy Changes

The committee has no authority to change Council policies.

4.8.2.2 Committee Expenditures

The committee has authority to spend funds as required, in accordance with its Council approved budget for meetings and other activities related to its deliverables

4.8.2.3 Staff Resources

The committee has authority to use staff resource time normal for administrative support around meetings, as well as administrative support included in the Council's ownership linkage plan.

4.8.3 Committee Composition and Terms

The Committee's composition shall enable it to function effectively and efficiently.

4.8.3.1 Committee Composition

The Committee shall be composed of two public members and two professional members.

4.8.3.2 Chair Selection

The committee chair shall be determined at the committee's first meeting and selected by the committee from among its members.

4.8.3.3 Appointment Term & Schedule

Members shall be appointed annually in January.

4.9 REGISTRAR/CEO TRANSITION COMMITTEE

The Registrar Transition Committee will assist the Council in fulfilling its responsibilities regarding continuity of the Registrar/CEO function.

4.9.1 Committee Products

The committee products are to support the Council's job, never to decide for the Council unless explicitly stated below.

4.9.1.1 Review of Policies

Upon appointment, for itself, a review of the Council's policies.

4.9.1.2 Candidate Hiring Requirements

Within the time-frame determined by the Council, for the Council's review and approval, a profile of the desirable candidate, a description of the Registrar/CEO's key roles, and timeframe for the hiring process including milestones for advertising, short-listing, interviewing and reference checks.

4.9.1.2.1 Executive Recruitment Options

An opinion for the Council on engaging an outside firms specialized in non-profit management or executive recruitment, including firms' proposed roles and the cost of engagement.

4.9.1.2.2 Required Qualifications

An opinion on the suitability of the current list of required qualifications for the Registrar/CEO:

- Bachelor or post-graduate degree related to Dental Hygiene and/or relevant field
- Four to seven years of related experience
- Knowledge and experience with the health care and regulatory sectors
- Strategic focus, proven leadership and management competencies and experience
- Demonstrated ability to recruit, inspire, empower and retain competent staff and a commitment to professional development
- Integrity, openness, and an ability to engender trust
- Excellent communication and interpersonal skills
- Bilingualism is considered an asset
- Knowledge of Dental Hygiene profession is considered an asset

4.9.2 Hiring Budget

Within the time-frame determined by the Council, for the Council's approval, a budget for the Registrar/CEO hiring process including costs for advertising, travel, outside search firms, legal and other direct expenses for search.

4.9.3 Stakeholder Input

Throughout the search process, as the committee determines is appropriate, solicitation of input from key stakeholders including professional members and CDHO Staff.

4.9.4 Search Activity Oversight

Conduct or oversee the following search activities:

- Selection and engagement of outside consultant(s) or firm(s).
- Oversight of contracted consultant(s) or firm(s) supporting the Registrar/CEO search process.
- Receipt and acknowledgement of applications.
- Development of advertising including description of Registrar/CEO's key roles.
- Development of criteria to be used in short-listing candidates.

- Development of interview format, questions and other selection techniques.
- Scheduling and conduct of preliminary interviews with short-listed candidates.

4.9.5 Candidate Review

For review and priority ranking by the Council, a list of not more than three (3) candidates along with supporting rationale and resumes.

4.9.6 Interviews & Presentations

Scheduling and conduct of interviews with preferred candidates, including if required by the Council, organization of presentations by the preferred candidates.

Reference checks for preferred candidate.

- For the consideration of and approval by the Council, recommended candidate with rationale for choice along with results of reference checks.
- Follow-up with unsuccessful candidates.

4.9.7 Milestone Update

Upon achievement of milestones identified in executive search and transition plan, a written or oral update for the Council on the status and progress of the search.

4.9.8 Record of Search Process

For use by future Registrar/CEO Search Committees, record of search process, committee decisions and package of job profile, job posting, and criteria for short-listing, interview questions, and selection criteria.

4.9.9 Committee Authority

The committee's authority enables it to assist the Council in its work, while not interfering with Council holism.

4.9.9.1 Policy Compliance & Staff Interaction

The committee cannot change or contravene Council policies, or instruct the incumbent Registrar/CEO or any staff member, other than to request information required in the conduct of its duties

4.9.9.2 Staff Support

The committee may use staff resource time normal for administrative support around meetings, as well as administrative support identified in the committee's executive search plan.

4.9.9.3 Spending Authority

The committee has authority to spend funds to accomplish its work, as approved by the Council. It has no authority to spend or commit organization funds in excess of those specifically allocated by the Council.

4.9.9.4 Announcement Restrictions

The Registrar/CEO Transition Committee does not have the authority to make any formal or informal announcements about the selection of the successful candidate.

4.9.10 Committee Composition and Tenure

The committee's composition shall comprise four current Council members of which two shall be public members and two shall be professional members.

4.9.11 Committee Chair Selection

The chair of the committee shall be selected at the committee's first meeting by the committee members from among themselves.

4.9.12 Committee Tenure

The committee tenure will end with Council's appointment of a Registrar.

4.10 COUNCIL AND COMMITTEE STIPEND AND EXPENSES

Council members shall be paid an honorarium and reimbursed for reasonable expenses incurred in the conduct of Council-authorized College business.

4.10.1 Public Member Remuneration

All remunerations for public members on CDHO's Council will be governed by the guidelines issued by the Health Board Secretariat and are not covered in this policy.

4.10.2 Dental Hygienist's Stipulations

The stipulations that follow apply to those persons who are: (a) Dental Hygienists duly elected to Council by the registrants of the College, and (b) Dental Hygienists selected to serve on Council according to the bylaws.

4.10.2.1 Other Remunerations

Remunerations for persons not covered above, or whose remuneration is to be calculated differently, will either have their remuneration outlined in the enabling motion passed by Council or through decision by the Executive Committee or at the discretion of the Registrar.

4.10.3 Per Diem

A per diem is an honorarium in recognition of the contribution to CDHO and its registrants. This per diem is not a salary nor is it to be considered salary replacement. A T4A is issued for taxation purposes.

4.10.4 Per Diem Rates

Daily per diem rates are reviewed annually and adjusted to reflect the appropriate Cost of Living index. Per diem rates are set for 2020 as follows:

- Member of Council or Committee (basic) -\$308.00
- Chair of Committee - Member + 25%
- President of Council - Member + 40%
- Vice-President of Council - Member + 25%

4.10.4.1 Maximum Daily Claim

The maximum claim for any one calendar day is one day's per diem.

4.10.4.2 Chair Claim Restrictions

The supplemented rate for the Committee Chair can only be claimed when the individual is assuming the role of Chair at a committee meeting; it cannot be claimed when attending a meeting as a member of another committee or attending a Council meeting.

4.10.4.3 Supplemental Rate Inclusions

The supplemented rate for the Chair and Vice Chair roles is recognition for the extra responsibilities inherent in these roles including preparing the agenda, chairing the meeting, writing reports to Council and preparing information for the Annual Report. The President and Vice-President are reimbursed at the supplemented rate for Council and Executive Meetings and any other occasion when they act as an official representative of the College.

4.10.5 Per Diem Inclusions

Per Diem is paid for attendance at any face-to-face meeting to conduct Council or Committee business. It is also paid for participating in properly constituted telephone or electronic meetings at the rate of one hour units, where one unit equals 1/8 day.

4.10.5.1 Day Definition

A "day" means within a calendar date (12:01 a.m. – midnight).

4.10.5.2 Claim Requirements

The minutes of any meeting wherein a per diem may be claimed must record those in attendance and the times of Call to Order and Adjournment. These records will be the official base for per diem claims.

4.10.5.3 Cancelled Meeting Claims

When a scheduled meeting is cancelled within five (5) business days of the meeting, a claim for one day's per diem may be allowed at the discretion of the President.

4.10.6 Outside Representation Per Diem

When a member is so authorized by Council or pre-approved by the President to represent the College, the regular per diem and expense stipulation will apply. Any additional honorarium, if offered, must be declined or endorsed over to CDHO; small non-monetary tokens of appreciation are exempted.

4.10.7 Preparation Time Honorarium

An honorarium for approved preparation time, when approved, shall be paid on the follow basis: ¼ day = \$25.00; ½ day = \$50.00; 1 day = \$100.00

4.10.7.1 Committee Preparation Time Disclosure

Committee Chairs must poll Committee members as to the time spent preparing for their meeting and come to a consensus. Following the meeting, the Chair must request approval from the President for preparation time. The Chair is responsible to advise Committee members of the approved amount of preparation time that may be claimed.

4.10.7.1.1 Preparation Time Discretion

Preparation time is paid at the discretion of the President. The President will inform the Registrar and Director of Corporate Services of any amounts approved at the time of approval.

4.10.8 Travel Time Payment

Travel time of \$200.00 will be paid per meeting for a round-trip to conduct Council business, when a Council member must travel more than two (2) hours, one-way, regardless of when the travel is undertaken.

4.10.9 Eligible Travel Expenses

Travel expenses eligible to be reimbursed:

- Air: Economy class round trip by the most direct route or most feasible under the circumstances, including ground transportation from home or office to and from the airport.
- Train: VIA 1 class round trip by the most direct route including ground transportation from home or office, to and from the railway station.
- Mileage: Mileage will be paid at the current provincial government rate as long as the total mileage to be claimed does not exceed the cost of Air or Train travel as described in the preceding two bulleted statements, without prior approval of the President.
- Parking and taxi expenses are reimbursed as per receipt. Receipt for taxi can include gratuity.
- Public Transportation will be reimbursed as per standard fare. Receipts must include documentation showing route and cost associated with it.

4.10.10 Accommodation Expenses

Expenses for hotel accommodation will be reimbursed when the distance from the home residence to the meeting location exceeds 45 km. Council members are expected to make their own reservations and secure the best rate possible. Reimbursement is based on single room rate to \$250.00 per night (excluding taxes) maximum.

4.10.10.1 Hotel Expense Authorization

The President may authorize reimbursement of hotel expense in the event of consecutive days of required meeting attendance regardless of the distance to the meeting from home residence.

4.10.10.2 Accommodation Expense Restrictions

Hotel accommodation will not be reimbursed for the night before an afternoon meeting unless pre-authorized by the President.

4.10.10.3 Excess Accommodation Expense

The President may pre-approve reimbursement of hotel accommodation in excess of the \$250 per night maximum in the event accommodation is unavailable at less than the maximum, or in the event of special circumstances, e.g. meetings held in cities where hotel rates exceed those in Toronto.

4.10.11 Meal Expenses

Expenses for meals will be reimbursed at the actual cost to a daily maximum of \$90 where the maximum total amount for breakfast and lunch is \$40.00, and the maximum amount for dinner is \$50.00. Receipts inclusive of tax and tip must be submitted with the expense claim form. Expenses for alcoholic beverages will not be reimbursed.

4.10.12 Gratuity Reimbursement

Expenses incurred for gratuities will be reimbursed to a maximum of \$10.00 per day for expenses other than gratuities included in receipts for meals and taxis. Examples for gratuities are hotel room, valet parking, bell person gratuities.

4.10.13 Incidental Expense Reimbursement

Incidental receipted expenses for telephone, fax, postage, photocopying, courier, etc. and costs for related College business are eligible for reimbursement.

4.10.14 Cancelled Meeting Expenses

Non-refundable expenses incurred in advance of a cancelled meeting may be claimed for reimbursement but must be accompanied by receipts and a detailed explanation.

4.10.15 Travel Insurance

Individually purchased travel insurance is not eligible to be reimbursed. The College carries travel insurance that covers those traveling on CDHO official business including loss of life and disability insurance.

4.10.16 Reimbursement Exceptions

Expenses being reimbursed by another source shall not be eligible for reimbursement by the College.

4.10.17 Receipts & Cost Value

Receipts are required in support of all expense claims. Claimants are expected to be cost conscious at all times.

4.10.18 Claims Submission Timeline

Claims are to be submitted within 30 days following the dates of the events upon which the claims are based. All claims for a fiscal year must be received for processing within 15 days of the close of that fiscal year, i.e. December 15th.

4.10.19 Claims Processing

Claims will be processed within 30 days; same day payment is not to be expected. Direct deposit is available if Individuals submit a voided cheque.

4.10.20 Early Reimbursement

A member may apply to the Registrar for consideration of early reimbursement or an advance of funds to be used towards travel. Per diems will not be paid in advance. The Registrar's decision will be at her/his discretion.

4.11 CODE OF CONDUCT

Council Members shall conduct themselves in accordance with the bylaws.

4.12 INVESTMENT IN GOVERNANCE

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

4.12.1 Council Candidates Information

Candidates for Council membership shall be provided with information that clearly outlines the role of the Council, the necessary qualifications and the Council's expectations of Council members. The Ontario government's Public Appointments Officer will be provided with information that clearly outlines the Council's approach to governance and desirable characteristics of Council Members.

4.12.2 Governing With Excellence

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

4.12.2.1 New Member Orientation

Prior to their first Council meeting, new Council members will receive a thorough orientation to ensure familiarity with the Council's process of governance, the organization's issues and structure.

4.12.2.1.1 Orientation Content

The orientation will familiarize new Council members with the Registrar performance evaluation process as well as the Registrar's reasonable interpretation (measurable conditions supported by a rationale) of a one-year segment of progress towards achievement of the Council's Ends policies as presented in December.

4.12.2.1.2 New Member Mentor & Process

An assigned Council Mentor will support an ongoing orientation a new Council Member. Upon assignment, the Mentor will make an initial introductory contact with the new Council Member; meet with the new Member following the first new Council Member orientation; meet in person prior to the new Member's first Council meeting; and meet electronically or by telephone between the first and second Council meeting. The goal of the mentoring is ensure new Member familiarity with Council policies, processes and ensure new Members are able to easily get their questions answered.

4.12.2.2 Orientation Content

New Council members shall receive an orientation to the operational organization including CDHO history, office facilities, staff and volunteer structure, regulatory processes, programs and services, Council communication tools and web site access.

4.12.2.3 Continued Training

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

4.12.2.4 Ownership Outreach

Outreach mechanisms will be used as needed to ensure that the Council's ability to listen to owner viewpoints.

4.12.2.5 Outside Monitoring

Outside monitoring assistance will be arranged so that the Council can exercise sufficient control over organizational performance. This includes, but is not limited to fiscal audit.

4.12.3 Prudent Costs

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

4.12.3.1 Annual Council Budget

The Council 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 Council and Council committee meeting costs, Council education, Council member attendance at conferences and conventions, orientation, 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 Council's ability to listen to owner viewpoints and values.

4.12.4 Council Means Policies

The Council will establish governance means policies that will serve as measurable standards against which the Council's performance can be evaluated.

4.12.4.1 Meeting Evaluation

The Council will evaluate and discuss the Council's process and performance at each meeting.

4.12.4.2 Annual Self Evaluation

Under the leadership of the Chair, at least annually the Council will conduct a self-evaluation. As a result of this evaluation, the Council will establish a governance action plan for improvement of identified areas

4.12.4.3 Self Monitoring Schedule

The Council will monitor its adherence to its own Governance Process and Council-Registrar Delegation policies regularly. Upon the choice of the Council, any policy can be monitored at any time. However, at minimum, the Council will monitor its own adherence to them, according to the attached schedule.

4.13 GOVERNANCE SUCCESSION PLANNING

The Council shall make known to those who are considering being a candidate or nominating a candidate for positions on Council, or those appointing Council members, the characteristics, expertise and commitment that are consistent with the Council's commitment to excellence in governance.

4.13.1 Council Candidate Characteristics

The Council shall promote its interest in candidates or public appointees who have the following characteristics that will enable them to govern, not to manage:

- Commitment to linking with the ownership. Understanding that they stand in for an ownership of diverse people; willing to actively seek to access and understand that diversity.
- Ability to think in terms of systems and context — to see the big picture.
- Interest in and capability to discuss the values underlying the actions taken in the organization, and to govern through the broader formulations of these values.
- Willingness to delegate the operational detail to others.
- Ability and willingness to deal with vision and the long term, rather than day-to-day details.

- Ability and willingness to participate assertively in deliberation, while respecting the opinions of others.
- Willingness and commitment to honour Council decisions.
- Commitment not to make judgments in the absence of previously stated criteria.

4.13.2 Council Professional Expertise

The Council shall promote its interest in candidates with professional expertise in one or more of the following areas:

- Dental hygiene
- Health care sector
- Business: small business, entrepreneurship, corporate
- Academia, research or education
- Communication, finance, human resources, information technology, law, marketing, , public relations
- Non-profit leadership: executive or governance

4.13.3 Candidate Beliefs

The Council shall emphasize the importance of having candidates who believe in the value of protecting the public interest through regulation of health professionals and understand the role of the CDHO.

4.14 COUNCIL LINKAGE WITH OWNERSHIP

The “moral owners” of the College of Dental Hygienists of Ontario (CDHO) are defined as the public of Ontario.

The Council shall be accountable for the CDHO to its owners as a whole. The Council shall act on behalf of the owners as a whole, rather than being advocates for specific geographic areas or interest groups.

4.14.1 Self Governance

The privilege of self-governance has been granted to College of Dental Hygienists of Ontario (CDHO) by the *Regulated Health Professions Act, 1991*,

S.O. 1991 C. 18. This legislation requires the CDHO to carry out its activities and govern registered Dental Hygienists in a manner that protects and serves the public interest. As the representative of the owners, the Council is obligated to identify and know what the owners want and need.

4.14.2 Member Role Distinction

When making governance decisions, Council Members shall maintain a distinction between their personal interest as “customers” of the College and their obligation to speak for others as a representative of the “owners” as a whole. As the agent of the owners, the Council is obligated to identify and know what the owners want and need.

4.14.3 Ownership Perspectives

The Council shall gather data in a way that reflects the diversity of the ownership. It shall meet with, gather input from, and otherwise interact with owners in order to understand the diversity of their perspectives.

4.14.3.1 Recognizing Ownership Groups

The Council recognizes that in order to exercise the authority to self-govern the profession of Dental Hygiene that it must maintain a relationship with registrants as one sub-set of the overall moral ownership. Council shall, in obtaining perspectives from registrants, emphasize areas of public interest and avoid areas reflecting the profession's self-interest. It shall take these perspectives into account when making decisions, provided always that the interests of the public are protected.

4.14.4 Advocacy Option

The Council may develop policy permitting the College to act as an advocate for the profession provided such action is consistent with the public interest.

4.14.5 Ownership Linkage Plan

The Council will establish and maintain a three-year ownership linkage plan, in order to ensure that the Council has intentional and constructive dialogue and deliberation with the owners, primarily around the organization's Ends. The plan will include selection of representative owners for dialogue, methods to be used, and questions to be asked of the owners. The information obtained from this dialogue with owners will be used to inform the Council's policy deliberations.

4.14.5.1 Members & Linkage Plan

All Council members are accountable to the Council for participating in the linkage with owners as identified in the plan.

4.14.6 Linkage Success Criteria

The Council will consider its ownership linkage successful if, to a continually increasing degree: When developing or revising Ends, the Council has access to diverse viewpoints that are representative of the ownership regarding what benefits this organization should provide, for whom, and the relative priority of those benefits.

- The owners are aware that the Council is interested in their perspective.
- If asked, the owners would say that they have had opportunity to let the Council know their views.
- The owners are aware of how the Council has used the information they provided.

4.15 SPECIAL RULES OF ORDER

Council meetings will be conducted in an orderly, effective process, led and defined by the chair.

4.15.1 By-law Compliance

All by-law obligations respecting Council meetings must be satisfied.

4.15.2 Call to Order Conditions

Council meetings shall be called to order at the time specified in the notice of meeting and upon satisfaction of quorum.

4.15.3 Meeting Order & Decorum

Meeting order and decorum shall be maintained and all members treated with dignity, respect, courtesy, and fairness during discussion and debate and in all other respects.

4.15.4 Relevancy of Comments

Council members must keep their comments relevant to the issue under consideration.

4.15.5 Appropriate Meeting Conduct

Council meetings will be conducted at a level of informality considered appropriate by the chair, including that discussion of a matter may not occur prior to a proposal that action be taken on any given subject.

4.15.6 Using Motions

Proposals that the Council take action, or decide a particular matter, shall (unless otherwise agreed to by unanimous consent) be made by main motion of a Council member, discussed, and then voted on. Motions require a second to proceed to discussion and subsequent vote.

4.15.6.1 Motions - Chair Participation

The chair of the Council may not to the same extent as any Council member, make motions, engage in debate, except to offer brief comments at the close of the debate, or vote on any matter to be decided, except in the case of a tie.

4.15.6.2 Motion Amendment Levels

A motion to amend a main motion may be amended but third level amendments are out of order.

4.15.6.3 Progress of Motions

A motion to refer to a committee, postpone, or table, may be made with respect to a pending main motion, and if carried shall set the main motion (the initial proposal) aside accordingly.

4.15.7 Speaking to Motions

Council members may speak to a pending motion on as many occasions, and at such length, as the chair may reasonably allow.

4.15.8 Motion Votes

A vote on a motion shall be taken when discussion ends but any Council member may, during the course of debate, move for an immediate vote (close debate) which, if carried, shall end discussion and the vote on the main motion shall then be taken.

4.15.9 Deciding Votes

A majority vote will decide all motions before the Council excepting those matters in the by-laws which oblige a higher level of approval.

4.15.10 Motion to Adjourn

A motion to adjourn a Council meeting may be offered by any Council member or, on the conclusion of all business, adjournment of the meeting may be declared by the chair.

4.15.11 Request to Record Vote

A Council member may request to have his or her vote on the record.

4.15.11.1 Further Rules of Order

When further rules of order are to be developed by the Council, the Council will consider the [Robert's Rules of Order Newly Revised or Standard code of Parliamentary Procedure or other authority] as a resource guide.

4.16 IN CAMERA SESSIONS

In compliance with Regulated Health Professions Act 1991 Schedule 2, Section 7 (2), the Council may exclude the public from a meeting if it considers it necessary to protect the interests of the public or a person and the desirability of avoiding disclosure outweighs the desirability of public disclosure of the information. Council members shall maintain confidentiality respecting all discussions undertaken by the Council in camera.

4.16.1 In-Camera Confidentiality

Items discussed in-camera are items of a confidential nature, disclosure of which could reasonably be expected to be harmful to:

- Personal privacy of staff or clients, including human resource issues;
- Individual or public safety;
- Business interests of a third party;
- Financial or economic interest of the Council and its affiliates, including local public body confidences;
- The integrity and security of computer systems;
- The integrity and protection of security systems.

4.16.2 Other In-Camera Considerations

Also to be considered in-camera are:

- Policy advice as provided in the [name of legislation relating to freedom of information and protection of privacy];
- Litigation matters and solicitors' legal advice.
- Property acquisitions or disposals

4.16.3 In-Camera Session Attendance

The Council determines attendance at in-camera sessions.

4.16.3.1 Council Member Attendance

All Council members with the exception of those who are deemed to be in conflict of interest as defined in GP 4.12 shall be included.

4.16.3.2 Registrar/CEO Attendance

The Registrar/CEO shall attend all in-camera meetings, except where issues of his/her performance or compensation are being discussed, at which time he/she may be excluded from the proceedings at the direction of the President.

4.16.3.3 Senior Staff Attendance

Senior staff will be included in in-camera discussions at the discretion of the Registrar/CEO, only with the permission of the President. They will normally be excluded only when issues of performance or remuneration of the Registrar/CEO are under discussion.

4.16.4 Reporting In-Camera Resolutions

Except where prohibited by the privacy provisions of legislation, the Council shall rise and report in-camera resolutions to an open meeting of the Council.

4.16.5 Committee Meetings

Council committee meetings will be held in-camera.

4.17 CONDUCT COMMITTEE TERMS OF REFERENCE

The Conduct Committee will consider and determine complaints made about Council or Committee members pursuant to the Council Code of Conduct.

The committee products are to investigate complaints and make determinations for the Council pursuant to CDHO bylaws.

4.17.1 Committee Products

As provided for in the CDHO Bylaws and more particularly sections 3.7 through 3.9, determinations with regard to Code of Conduct complaints, only when it has not been possible to resolve the complaint through informal means.

4.17.1.1 No Formal Resolution

A report to the Executive Committee at its immediate next meeting of any investigation and conclusion made when the committee concludes that formal resolution is not warranted.

4.17.1.2 Formal Resolution

A report to the Executive Committee at its immediate next meeting of any investigation and formal determination made when the committee concludes that formal resolution is warranted.

4.17.2 Committee Authority

The committee's authority enables it to assist the Council in its work, while not interfering with Council holism.

4.17.2.1 Council Policies

The committee has no authority to contravene or change Council policies.

4.17.2.2 Spending

The committee has authority to spend funds as required, in accordance with its Council approved budget, for meetings and other activities related to its deliverables.

4.17.2.2.1 Meetings

The committee will meet as required after a complaint has been filed with it. Meetings can be face-to-face or teleconference.

4.17.2.3 Administrative Support

The committee has authority to use the Registrar/CEO and Executive Assistant to the Registrar/CEO for administrative support of its activities.

4.17.2.4 Administrative Support- Investigations

The committee has authority to use staff resource time normal for administrative support to assist with investigation and determination of any complaints made about Council or committee members pursuant to the Council Code of Conduct.

4.17.2.5 Delegation

The committee has the authority to delegate preparatory work for any of its product to one or more of its members. Whenever the committee delegates to two or more of its members, at least one member shall be a public member.

4.17.2.6 Executive Session

The committee has the authority to hold an executive session, i.e. to meet without the Registrar/CEO.

4.17.2.7 Registrar/CEO and Staff

The committee does not have the authority to instruct the Registrar/CEO or any other staff member, other than to request support required in the conduct of its duties.

4.17.3 Committee Composition and Tenure

The committee shall comprise of three to five persons who are members of the Council of Ontario regulatory colleges other than the CDHO, at least one of whom is a Public member. All members are appointed annually by Council.

4.17.3.1 Chair

The committee members shall elect a Chair from among themselves.