

**TERMS OF REFERENCE FOR THE PRESIDENT  
 AND CHIEF EXECUTIVE OFFICER**

**I. INTRODUCTION**

- A.** The President and Chief Executive Officer (the “CEO”) reports to the Vancouver Coastal Health Authority Board of Directors (the “Board”) and maintains open communication with the Board Chair. The CEO is not a member of the Board.
- B.** The CEO is responsible for:
  - i) providing leadership, general supervision, management and control of the operations of the Authority on a day-to-day basis in accordance with the strategies, plans and policies approved by the Board;
  - ii) providing overall leadership and vision in developing the tactics and plans necessary to realize objectives; and
  - iii) managing the Authority to ensure strategic and annual plans are effectively implemented, the results are monitored and reported to the Board, and financial and operational objectives are attained.

**II. DUTIES AND RESPONSIBILITIES**

- A.** Lead and manage the Authority within parameters established by the Board.
- B.** Develop and recommend strategic plans to the Board consistent with the Vision and Mission and the Government Letter of Expectations. This includes updating and making changes as required, and involving the Board in the early stages of developing strategy.

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- C.** Formulate annual operating plans, capital plans and other supporting initiatives based on the objectives and strategies identified in the strategic plans and present the related operating and capital budgets to the Board for approval.
- D.** Successfully implement the corresponding annual operating and capital plans. Review and report regularly to the Board on the overall progress and results against operating and financial objectives and initiate courses of action for improvement.
- E.** Develop annual operating forecasts of revenue, expenditures, operational results, and financial performance. These forecasts serve as operating and financial guidelines and do not require Board approval.
- F.** Keep the Board fully informed of all significant operational, financial and other matters relevant to the Authority. This includes external items emanating from Governments and stakeholders.
- G.** Authorize the commitment of funds to capital projects included in budgets approved by the Board. May also authorize the commitment of funds to capital projects not included in a budget or otherwise approved by the Board to a maximum established by the Board in the approved Limits of Spending Authority (Tab 3.4 of this Manual); such capital commitments shall be submitted to the Board for ratification at the next regularly scheduled Board meeting.
- H.** Authorize commitment of corporate resources. Within the limits of authority granted by the Board, enter into agreements, contracts, leases, etc. in the ordinary course of business, in order to pursue the approved strategies, plans, and objectives of the Authority, provided however, that major commitments, exposures, and risks shall be reported to the Board in a regular and timely basis.

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- I.** Identify the principal risks of the Authority’s business and implement appropriate systems to manage these risks.
- J.** Develop and maintain a sound, effective organization structure, and ensure capable management succession, progressive employee training and development programs.
- K.** Annually establish and maintain a Board approved plan for senior management development and succession.
- L.** Provide the Board, at Board and committee meetings, with exposure to the Authority’s key management.
- M.** Ensure that all members of the organization have their responsibilities and authorities clearly established.
- N.** Establish effective control and co-ordination mechanisms for all operations and activities. Ensure the integrity of the internal control and management systems.
- O.** Receive and review the reports of the Internal Auditor and, where necessary, ensure appropriate action is taken. While the Internal Auditor is part of the Chief Financial Officer’s staff for administrative purposes, any and all reports regarding the integrity of internal control and management systems will be addressed to the CEO with copies to the Audit and Finance Committee.

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- P.** Ensure effective communications and maintain appropriate relationships with the Government and stakeholders. Foster relationships with agencies, universities, professional regulatory bodies, other health delivery organizations, special interest groups, the general public and other key stakeholders to encourage understanding and cooperation in the development, implementation and evaluation of the operational and strategic plans of the Authority.
- Q.** Manage and oversee the required interfaces between the Authority and the Government and stakeholders and act as the principal spokesperson for the Authority, in consultation with the Board Chair where major policy issues are involved.
- R.** Ensure the safe, efficient operation of the Authority and ensure compliance with the Authority’s environment, health and safety policies and practices.
- S.** Obtain Board approval prior to acceptance of significant public service commitments and/or outside Board appointments.
- T.** Ensure all operations and activities of the Authority are conducted in accordance with laws, regulations, the Authority’s Code of Conduct and Conflict of Interest Guidelines, sound business practice and in accordance with the policies and practices approved by the Board of Directors.
- U.** Foster a corporate culture that promotes ethical practices and encourages individual integrity and social responsibility.

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