



POLICY NUMBER	GP – 4
ISSUING AUTHORITY	Board of Directors
ISSUE DATE:	December 19, 2012
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REVISE DATE:	April 5, 2017

**SUBJECT:** Governance Process  
**BOARD OF DIRECTORS JOB DESCRIPTION**

**POLICY:**

While carrying out and exercising its responsibilities, duties and powers under *The Regional Health Authorities Act*, the job of the Board is to establish organizational direction and vision, provide leadership and ensure organizational objectives are attained. In concert with its mandate, as delivered by the Minister of Health, Seniors and Active Living, this direction is founded on respect for Southern Health-Santé Sud's values, evidence based decision-making and stakeholder input.

The Board ensures that the business and activities of Southern Health-Santé Sud are carried out in accordance with legislation, policies, regulations and By-laws.

While operating primarily with the principles of Policy Governance® as a foundational element, the Board practices its leadership in three modes of governance:

- oversight: the Board focuses on its legal responsibilities and fulfills its fiduciary duties of care, loyalty and obedience.
- foresight: the Board ensures that a well-articulated strategy is in place and that its implementation is monitored regularly.
- insight: board members reflect broadly, participate and encourage sharing various viewpoints on issues.

The Board:

1. Acts in the interest of and is accountable to its legal and moral ownership including the residents of Southern Health-Santé Sud, the people of Manitoba and the Minister of Health, Seniors and Active Living.
2. Provides opportunity for community consultation and engagement in a manner that maintains public confidence in the health system and demonstrates appropriate transparency.

3. Develops written governing policies which address:
  - 3.1 *ENDs that are reflective of Southern Health-Santé Sud's Vision, Mission and Values:* Broad goals that illustrate the outcomes intended by the Board for Southern Health-Santé Sud.
  - 3.2 *Executive Limitations:* Constraints on executive authority which establish the boundaries within which all executive activity and decisions must take place. Executive Limitations are the Board's risk management policies.
  - 3.3 *Governance Process:* Specification of how the Board conceives, carries out and monitors its own task and performance.
  - 3.4 *Board-CEO Linkage:* Hiring of a CEO, delegating authority, monitoring and evaluating.
4. Regularly monitors compliance to its policies and strategies and evaluates CEO performance
5. Fosters and supports a culture of person-centeredness, quality and safety throughout the organization.