

Manual: Board of Directors

Title:	COMMUNICATIONS AND <u>ENGAGEMENT</u>		No.: CA-225
Section:	Orientation Guidelines	Effective date:	2024-06-25
Issued by:	Board of Directors	Date of last revision:	2022-06-21
Approved by:	Board of Directors <u>Thomas Soucy, Chairperson</u>	Date approved/signed:	2024-06-25

POLICY

This document covers all policies of the Board of Directors (the “Board”) dealing with communications and engagement, including:

- Internal communications of the Board;
- Protocol governing media relations;
- Board meetings;
- Relations with employees, partners, and the community.

1. Policies on internal communications of the Board

This policy provides Vitalité Health Network (the “Network”) with a procedure to follow in communicating information to the members of its Board.

Communication with Board members takes place in accordance with the process set out below.

Information of an exceptional nature

This type of information has the key characteristic of falling outside the Network’s regular operations. Some of this information is related to crises, while, in other cases, it is of a non-recurring nature. This information is communicated to Board members on an urgent basis:

- a. Matters relating to the positions of Chairperson and of President and Chief Executive Officer (the “CEO”) affecting the Network’s operations as a whole (e.g. an appointment or resignation);
- b. Major crises in service delivery potentially resulting from an error in service delivery;
- c. Matters relating to Board of Directors members (appointments, resignations). As well as any other matter deemed exceptional by the Chairperson of the Board.

Information on matters relating to the Network's major operations

Key information advising the Board members about the Network's progress is communicated on an ongoing basis in accordance with the processes and time frames (as adopted by the Board in consultation with staff) for communicating progress and issuing progress reports.

Duties and responsibilities

With the exception of information relating to the position of CEO, which is communicated by the Chairperson or their delegate, the CEO is responsible for ensuring that information is communicated to the Board members within reasonable time frames in accordance with the aforementioned processes and time frames.

Board members are encouraged to bring concerns raised by community members to the attention of the Chairperson, CEO, and Vice-President of Communications and Engagement.

Implementation and follow-up

The CEO is responsible for instituting any strategy designed to implement this policy governing communications and engagement. The Governance and Nomination Committee follows up on activities designed to implement this policy and on their effectiveness and makes recommendations to the Board for changes where deemed necessary.

2. Protocol governing media relations

The protocol governing media relations determines how Board decisions are communicated to the public. It includes two sections:

- a. Guiding principles for Board members;
- b. Duties and responsibilities in the area of communications – Chairperson, Board members, CEO, and Communications and Engagement staff.

Guiding principles for Board members

- a. The Board members must represent the best interests of the Network's territory as a whole and not solely of their community of origin;
- b. The Board members must respect and support the Board's official decisions and positions in all subsequent communication of these decisions and positions approved by the Board.

Duties and responsibilities in the area of communications

Chairperson of the Board

The Chairperson of the Board is the Board's official spokesperson. The Chairperson of the Board may comment on issues related to governance (decisions by the Board, appointments/departures of Board members, etc.) and on provincial matters (reactions to government decisions, budgets, appointment of ministers of health, etc.).

The Chairperson of the Board may also comment on the CEO's behalf, in their absence. Similarly, the CEO may comment on the Chairperson's behalf, in their absence. The Vice-

Chairperson or a Board member may also be the designated person to comment in the absence of the Chairperson of the Board.

CEO

The CEO is the Network's primary spokesperson on operational matters, which include areas such as facilities and services, human resources, crisis communications, labour relations, and financial management. The CEO may appoint a delegate from the senior management team to comment on specific matters.

Communications and Engagement staff

The Communications and Engagement Department is the primary point of contact for media and is vested with primary responsibility for the issuance of press releases on the Network's behalf. All media calls must be directed to the Communications and Engagement Department to ensure that a response is provided within a reasonable time frame. The Network's staff must strive to answer media requests quickly, in collaboration with the Communications and Engagement Department.

If necessary, the Communications and Engagement Department may also prepare support materials such as key messages to be conveyed by the spokesperson on a specific topic.

3. Policy relating to Board meetings

The Board meets at least four times per year or more frequently if necessary. The meeting frequency may change at any time at the Board's discretion.

All public meetings will, following adjournment, include a period for comments from the public.

Board committee meetings will take place in camera.

In camera Board meetings

To protect the privacy of individuals, the business interests of individuals and companies, or the public interest, some items or files will not be addressed during the Board's public sessions but rather during in camera sessions. The Board will determine the items to be placed on the agenda for the in camera sessions. The Board will use its discretion in addressing certain items in camera, taking guidance from the *Personal Health Information Privacy and Access Act* and other applicable legislation. The communication of Board decisions made during in camera meetings will comply with the provisions of this legislation but may be expanded to include documentation related to the decision-making process.

Public meetings of the Board

The public meetings of the Board are open to the public. Subject to the procedures set by the Board, individuals who are not members of the Board are authorized to attend Board meetings in person or virtually as observers and may, under exceptional circumstances, address the Board.

The meetings will take place in accordance with the Network's By-Laws and policies and

procedures.

Participation in Board discussions during meetings will be limited to the Board members, the CEO and other members of the Leadership Team, or third parties attending at the Board's invitation.

Public meetings will be followed by a period determined by the Board for comments from the public. To ensure that discussions take place in an orderly manner, the following provisions must be observed.

Individuals addressing the Board must limit the total duration of their comments to 10 minutes (5 minutes for presentation and 5 minutes for discussion).

Interventions must be respectful of people and procedures. Individuals who are not members of the Board may be asked to leave a Board meeting if the Chairperson of the Board deems their conduct inappropriate and if they are disrupting the holding of the meeting. The Board may also bar them from attending future meetings.

The Board is not required to respond to a presentation and may limit the frequency of participation by an individual or group, especially when the subject or issue has already been discussed and there are no new elements.

Members of the public may also address the Board by sending a letter or memorandum addressed to the Chairperson of the Board, to the attention of the Board Secretary. Although the Board may examine the issues raised in such correspondence, it is not required to respond.

In some cases, the Chairperson may determine that it is more appropriate for an individual or group to make their comments to a standing committee of the Board or to another organization. In such situations, the Board Secretary will facilitate the arrangements for these presentations.

Members of the public and media who attend the Board meetings may be asked to identify themselves and specify whether they have any formal affiliations with the Network (i.e. by providing the name of the media outlet or health organization).

Media availability

Since the Network is an employer and major service provider, the meetings of the Board are of particular interest to the media of the communities served by the Network.

A public notice will be printed in newspapers at least five working days before each public meeting.

A media advisory will be sent to all the province's media organizations at least three working days before each public meeting.

All media representatives who attend a public meeting of the Board must identify themselves to a member of the Communications and Engagement Department before the meeting begins.

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The Communications and Engagement Department is responsible for distributing any report, document, or other information requested by the media.

Photographic and video recording equipment may only be used with the prior authorization of the Chairperson and CEO. Of course, journalists may use a portable voice recorder during interviews following meetings to assist with transcription.

The Chairperson of the Board and the CEO will strive to be available to the journalists who attend Board meetings, following the public meetings. This availability will allow the journalists to receive updates from the Board and to ask relevant questions.

The Communications and Engagement Department will issue a press release after each Board meeting with the approval of the Chairperson and the CEO. At the CEO's request, the Communications and Engagement Department will also contact regional media unable to attend a Board meeting after the meeting is held.


Working language

The working language of the Board is French. However, public presentations to the Board by individuals or groups as well as the questions asked during the comments from the public may be in either official language.

Simultaneous interpretation services will be provided at all public meetings of the Board.

4. Relations with employees, partners, and the community

The Board collaborates with the CEO in developing, implementing, and evaluating a General Communications Plan for the Network. This plan includes strategies designed to convey key messages and information to employees, partners, and the community and identifies means to receive the same from them.

<u>Terms of Reference Reading and Understanding Record</u>	
	2024-06-25
Signature	Date
<u>Return a signed copy to the committee chairperson following the first committee meeting in accordance with the annual schedule.</u>	

Supersedes:	Zone 1: _____	Zone 5: _____
	Zone 4: _____	Zone 6: _____