

 Alexandra Marine and General Hospital South Huron Hospital	<input type="checkbox"/> Policy <input type="checkbox"/> Procedure <input type="checkbox"/> Protocol <input checked="" type="checkbox"/> Terms of Reference	Section Governance	Number 01-107
	<b><i>Terms of Reference-Joint Hospitals &amp; Foundations Committee</i></b>		
<b>Date Issued:</b> March 2023 <b>Date Review/Revised:</b> 2023-11-27 <b>Next Review Date:</b> March 2025			
<b>Owner:</b> Joint Hospitals & Foundations Committee	<b>Reviewer(s):</b> Governance & Nominating Committee	<b>Approver:</b> Common Board of Directors (Common Board)	

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Except as expressly stated to the contrary herein, these Terms of Reference apply to both the Alexandra Marine & General Hospital (AMGH) and the South Huron Hospital (SHH). AMG and SHH are referred to individually and collectively as the Hospital

### **Policy / Purpose**

- To discuss funding and capital projects of mutual interest to the Common Board of Directors (“the Common Board”), the AMGH Foundation Board, the SHH Foundation Board and Hospital Leadership.
- To provide a forum for ensuring strong and positive relationships between HHS and the Foundations in order to fulfill the funding of the capital requirements of the hospitals.

### **Objectives / Responsibilities**

- Maintain contact between Executive Officers for the Common Board, HHS President & CEO and Executive Directors of the Foundations to discuss pending, ongoing and proposed projects and campaigns
- Perform such other duties as may be requested by the Common Board and/or AMGH Foundation and/or SHH Foundation
- Oversight and updating of the Memorandum of Understanding between the Hospital and the Foundations as necessary

### **Membership**

- Chair of the Common Board
- 1<sup>st</sup> Vice-Chair of the Common Board
- 2<sup>nd</sup> Vice-Chair of the Common Board
- Treasurer of the Common Board
- Chair of the Foundation Board (AMGHF & SHHF)
- Foundation Board Director-Vice Chair (AMGHF & SHHF)
- Foundation Board Director (AMGHF & SHHF)
- Foundation Board Director-Treasurer (AMGHF & SHHF)
- Foundation Executive Director (AMGHF & SHHF) (non-voting)
- President & Chief Executive Officer (non-voting)

**Chairperson**

- Chair of the Common Board or Delegate
  - Call all meetings of the committee
  - Chair all meetings of the committee

**Recorder**

Executive Assistant to the President & CEO or alternate as selected by the Chairperson.

**Terms of Appointment**

Based on Board Member Term of Office

**Quorum**

Majority of the voting membership

**Frequency of Meetings**

The Committee shall meet quarterly or at the call of the Chair, or any two members of the Committee

**Meeting Venue**

AMGH, SHH or Virtual Platform, i.e., MS Teams or WebEx, as required.

Meetings or proceedings may be recorded by audio or video means to ensure meeting minutes and document accuracy. Recordings are deleted after the meeting minutes have been prepared.

**Circulation**

Minutes are circulated to all Common Board and Committee members

**Reporting Relationship**

Common Board of Directors  
AMGH Foundation Board of Directors  
SHH Foundation Board of Directors

**Confidentiality**

In the course of committee business, confidential information may become known to committee members. Members have a responsibility to keep such information confidential.

**Conflict of Interest Statement**

All Common Board and committee members have a duty to ensure that the trust and confidence in the integrity of the decision-making processes of the organization are maintained. Members will ensure that they are free from conflict, potential or perception of conflict in their decision-making. It is important that all Common Board and committee members be held accountable to understand and acknowledge their obligations when a conflict of interest, potential or perceived, arises.

ToR Approval Process	Governance & Nominating Committee:	2023-XX-XX
	Board of Directors:	2020-XX-XX