

TERMS OF REFERENCE COMPLIANCE – COMMITTEE WORK PLAN
KHSC RESEARCH COMMITTEE
2022-23

Finalize: August 17, 2022 Senior Leadership Planning Session
 Discuss: August 31, 2022 Committee Chairs Planning Session
 Endorse: Review & Endorse at September 2022 committee Mtg
 Approved by KHSC Board – XX, 2022

	Month	MRP	September	November	January	February	April	May
	Date		27	29	17	28	25	30
	Focus		Q1	Q2	HAPs/CAPs	Q3, QIP & HSAA MSAA	IACP & Indicators	Q4
Terms of Reference Requirements								
Proposed New Deliverables to ensure consistency with Other KHSC Board Committees	<u>Proposed Additional Deliverables (TOR need to be updated)</u>		Pichora/Smith					
	<ul style="list-style-type: none"> Recommend an annual work plan to the Board Present a year-end report to the Board Annually review, confirm and recommend revisions to Board policies for which they have oversight Ensure principle based decision making guides all committee discussions and decision-making and also incorporating the Catholic Health Ethics Guide at the HDH site Other duties as assigned by the Board 		<p>Draft committee work plan reviewed as part of orientation + terms of reference</p> <p>Discuss board level research policies that may be required</p> <p>Review research current obligations outlined in current KHSC-Queen's Affiliation Agreement – may have policy & bylaw implications</p> <p>CEO Update – Aligned with Committee Mandate</p>	<p>Draft policies for committee review</p> <p>Management to provide attestation that research conducted at HDH site meets guidelines</p> <p>Update on review of KHSC – Queen's Affiliation Agreement (updated Agreement expected in 2022-23)</p> <p>CEO Update – Aligned with Committee Mandate</p>	<p>CEO Update – Aligned with Committee Mandate</p>	<p>CEO Update – Aligned with Committee Mandate</p>	<p>Final review of bylaw and policy revisions, pertaining to research, for recommendation to KGHRI Board (May Board meeting) & KHSC Board (June Board meeting)</p> <p>Checkpoint on proposed amendments – alignment to KHSC/Queen's Affiliation Agreement</p> <p>CEO Update – Aligned with Committee Mandate</p>	<p>Final executed work plan provided with year end committee report</p> <p>Review draft year-end committee report and recommend to Board & ensure report captures governing body achievements</p> <p>CEO Update – Aligned with Committee Mandate</p>

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Terms of Reference Requirements								
1.0 General Responsibilities	oversee all research, innovation and commercialization activities to ensure alignment with the KHSC strategic plan, KHSC contractual obligations and applicable laws;	Pichora/Smith	Receive Q1 Strategy Milestone Report	Receive Q2 Strategy Milestone Report		Receive Q3 Strategy Milestone Report		Receive Q4 Strategy Milestone Report
	provide recommendations related to research, innovation and commercialization on future KHSC strategic plans from time to time;	Pichora/Smith	Presentation on KHSC Strategic Plan & Overview of 2022-23 Annual Corporate Plan to ensure research alignment with IACP		Touchbase on 2022-23 Annual Corporate Plan in advance of January HAPs Board Session		Review draft IACP & associated research indicators for recommendation to May KHSC Board Session	Final draft of 2023-24 indicators performance measurement system for 2023-24 IACP (post January budget approvals)
	carry out KHSC's legal rights and responsibilities as sole corporate member of KGHRI as further described in 3.0 below;	Pichora/Smith						
	support management by identifying and encouraging opportunities for innovation and commercialization of research by KHSC;	Pichora/Smith	Q1 Strategy Milestone Report to include updates on innovation and commercialization	Q2 Strategy Milestone Report to include updates on innovation and commercialization		Q3 Strategy Milestone Report to include updates on innovation and commercialization		Q4 Strategy Milestone Report to include updates on innovation and commercialization
	design and participate in governance-level collaboration initiatives with Queen's and other stakeholders to enhance research and innovation for the benefit of all stakeholders, e.g. <ul style="list-style-type: none"> attendance at funding announcements where Trustees of Queen's are also present; participating in meetings involving Trustees of Queen's that advance the interest of KHSC and Queen's in research domestically and internationally 	Pichora/Smith	Summary report of KHSC/Queen's meetings and events for Q1 period	Summary report of KHSC/Queen's meetings and events for Q2 period		Summary report of KHSC/Queen's meetings and events for Q3 period		Summary report of KHSC/Queen's meetings and events for Q4 period

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2.0 Committee Composition	Comprised of seven individuals – six voting members include four elected KHSC directors (one of whom will be the Chair of the KHSC Board); an independent representative who is not a KHSC director with expertise/skills; Principal of Queen's or his/her delegate. KHSC CEO will serve as an ex officio non-voting member of the committee	Pichora/Smith					Outreach to the Principal of Queen's University to confirm his/her delegate Advise Governance Committee of adjustments to membership (Board Committee) requirements for 2023-24 committee year		
3.0 KGHRI Role	The voting members of the Committee shall be elected by KHSC in its capacity as sole corporate member of KGHRI to serve as the KGHRI's board of directors; KHSC has delegated authority to the Committee to conduct the following annual business of KGHRI as a member of KGHRI without the need for further KHSC Board approval, provided a summary of all actions taken in this regard are regularly reported to the KHSC Board:	Pichora/Smith							
	<ul style="list-style-type: none"> Election of directors of KGHRI 	Pichora/Smith	KGHRI Board report to the KHSC Board on the June 2022 Election results				KGHRI Board to reaffirm voting members of the committee – election of directors of KGHRI		Final slate for election at the KGHRI AGM
	<ul style="list-style-type: none"> Consideration of the financial statements of KGHRI 	Pichora/Smith	KGHRI Board report to the KHSC Board on the June 2022 audited financial statements				KGHRI Board to review and endorse the proposed 2022-23 external audit plan KGHRI Board to receive results of interim external audit activities	Review draft format for audited financial statement presentation and note disclosures	

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	<ul style="list-style-type: none"> Receipt of the report of the public accountant of KGHRI 	Pichora/Smith	KGHRI Board report to the KHSC board providing the June 2022 auditor's report Review status of prior year external audit recommendations			Review and endorse the proposed fiscal 2022-23 external audit plan Receive results of interim external audit activities	Review draft format for audited financial statements and note disclosures	Review draft audited financial statements, note disclosures and audit findings and special audit reports with external auditors and recommend to Board
	<ul style="list-style-type: none"> Reappointment of the public accountant of KGHRI 	Pichora/Smith	KGHRI Board report to the KHSC board confirming the appointment of the auditor (post-AGM)			Discuss performance of external auditors on interim audit activities		Recommend to Board reappointment or replacement of external auditors
Decisions by KHSC Board	<ul style="list-style-type: none"> Removal of directors before the conclusion of their term 	Pichora/Smith	As required	As required	As required	As required	As required	As required
	<ul style="list-style-type: none"> Amendments to the Articles or bylaws of KGHRI 	Pichora/Smith	As required	As required	As required	As required	As required	As required
	<ul style="list-style-type: none"> Sale, lease exchange of all or substantially all of the property of KGHRI 	Pichora/Smith	As required	As required	As required	As required	As required	As required
	<ul style="list-style-type: none"> Amalgamation or Dissolution involving KGHRI 	Pichora/Smith	As required	As required	As required	As required	As required	As required

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4.0 General	Appointees to the Committee shall serve at the pleasure of the KHSC Board and vacancies will be filled by the KHSC Board	Pichora/Smith							Governance Committee recommendation to KHSC Board on final 2023-34 Board & Committee compositions
	Committee Chair – shall be a KHSC director, unless otherwise determined by the KHSC Board	Pichora/Smith							Governance Committee recommendation to KHSC Board on final 2023-24 Board & Committee compositions (including Committee Chairs)
	Meetings - held quarterly or more frequently at the Call of the Chair	Pichora/Smith					Review 2023-24 KHSC Board & Committee meeting schedule / recommendation adjustments to April Governance Committee meeting		
	Rules of Order – questions raised that cannot be addressed by the KHSC Bylaws shall be determined by the Chair of the meeting unless the Committee rules of order have been otherwise determined by the KHSC Board	Pichora/Smith	Confirm Rules of Order with committee as part of orientation session at initial meeting					Annually reaffirm Rules of Order	
	TOR – the Committee shall review its terms of reference annually and make recommendations to the KHSC Board on potential amendments. The KHSC Board retains authority to amend the TOR.	Pichora/Smith	Review proposed adjustments (see page 1 of work plan) to ensure consistency with other KHSC Board Committees	TOR may require adjustments once Board level research policies have been endorsed					

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Terms of Reference Requirements									
5.0 KHSC Board Reporting Requirements	Board reports due at CEO's office	Committee Secretary		October 10	December 1	January 19	March 13	April 27	June 5
	Board mailing date			October 17	December 5	January 23	March 20	May 1	June 12
	Board meeting date			October 24	December 12	January 30	March 27	May 8	June 19