



**DIRECTOR CANDIDATE
INFORMATION PACKAGE
2021**

SMGH Foundation Vision

To inspire local giving to sustain Strathroy Middlesex General as a vibrant community hospital.

About SMGH Foundation

Setting your child's broken arm. Removing your grandparent's cataracts. Performing annual mammograms.

Community health care is a partnership. Just as you can't care for your health alone, we can't exist without your support. You and your family depend on us to provide the very best care. To keep SMGH strong, we must invest in technology, equipment, and continuing education.

SMGH Foundation inspires local giving through its fundraising programs, linking donors to the needs of Strathroy Middlesex General Hospital.

The Ministry of Health and Long-Term Care funds the operational costs of hospital and pays for physician services but does not fund the purchase of patient care equipment.

The Foundation was created in 1989 with a mandate from the hospital board to raise funds to be used to benefit the patients of Strathroy Middlesex General Hospital.

In the past 30 plus years the foundation has raised and transferred over \$ 28 million to the hospital for the purchase of patient care equipment and new buildings.

Working with a dedicated team of board and campaign cabinet members and staff the foundation is preparing for the launch of the largest fund-raising campaign ever to be undertaken within the community.

INTRODUCTION TO CANDIDATE

Dear Prospective Board Candidate:

At the Strathroy Middlesex General Hospital Foundation we value the dedication and commitment of our community members who choose to participate in our nomination and election process as a Board candidate. We thank you for your interest in seeking nomination for our Board of Directors. Inside this package you will find:

- information that will clarify the qualification criteria for candidates
- expectations of Board members in their role of governing the Foundation
- everything that you need to complete the nomination process

To assist those who are interested in considering candidacy, the Board appoints a Nomination Committee each year. Their role is to ensure members are fully informed of the nomination and election process, as well as to consider the qualifications of candidates and to offer support throughout the process.

If you decide to proceed with applying for nomination as a candidate, please complete and submit the appropriate information as directed by this information package along with all the required documents, as outlined in checklist on page 17.

If you have any questions about the enclosed information, you may contact the Directors on the Nomination Committee. To find out who the committee members are, contact:

Susan McLean, Chief Executive Officer
sue@smghfoundation.com

Please note that applications must be received no later than July 2, 2021 by 5:00 pm.

Nomination/Election Process and Key Dates

Key Activity	Dates
Nomination period opens	JANUARY 2, 2021
Deadline to submit nomination candidate packages	JULY 2 2021
Annual General Meeting to be held: <ul style="list-style-type: none"> Strathroy Middlesex General Hospital 395 Carrie Street, Strathroy, ON N7G 3J4 	SEPTEMBER 29, 2021 <i>Elections are during the Annual General Meeting.</i>

Important Information for Board Candidates

Positions Available

This year, members will be electing candidates to fill 2 positions.

Time Commitment

Item	Minimum Estimated Time (not incl. travel)
Quarterly Board and Committee Meetings	<p>Regularly scheduled meetings are normally held on Wednesdays at noon at SMGH. Currently the Board meets virtually using Microsoft Teams.</p> <p>Board Meetings</p> <ul style="list-style-type: none"> 1 per quarter <p>Committee Meetings</p> <ul style="list-style-type: none"> 1 per quarter <p>Possible additional meetings may occur depending on business needs may include but are not limited to:</p> <ul style="list-style-type: none"> Strategic Planning Meeting Joint Executive Meetings
Committee/Board Packages	Preparation before meetings will take approximately 1-3 hours per meeting

Basic Responsibility of the Foundation Board

1. Participate in the fundraising activities of the Foundation
2. Represent the Strathroy Middlesex General Hospital and Foundation in a positive light
3. Participate financially through annual or monthly donations
4. Get involved in foundation events and activities
5. Attend meetings
 - i. Come prepared
 - ii. Contribute to the discussions (*healthy debate is a good thing*)
6. Participate on a committee
 - i. Finance
 - ii. Governance
 - iii. Campaign Cabinet

Individual Board Director Criteria

A Director must:

1. Understand the principles behind and share the vision of the Foundation and have the ability to act in the Foundation's best interest at all times.
2. Demonstrate the ability to bring a perspective of external business, finance, and social issues to Board deliberations.
3. Understand corporate governance and the fiduciary duties, roles and responsibilities of the Board as a whole and an individual Director of a Foundation including willingness to ask probing questions and challenge management within the governance framework.
4. Commit to regular attendance at Board/Committee meetings and to full preparedness and willingness to contribute to meeting content.
5. Understand the importance of the Foundation to the financial wellbeing of the hospital.
6. Demonstrate the ability to provide leadership and be an effective communicator.
7. Uphold the values of teamwork demonstrating the ability to operate as "a team" at Board level and "speak with one voice" once full discussion has been undertaken and a decision made by the Board.
8. Demonstrate personal integrity, financial stability and high ethical standards.

9. Agree to fulfill the time commitment, for fundraising associated with being a Director of the Foundation.
10. Have the capability to access electronic information via the Internet.
11. Has a vested interest in the communities which the Foundation serves.

Individual Board Member Responsibilities

General expectations:

1. Know the Foundation's vision, goals, policies, programs, services, strengths/needs.
2. Suggest nominees for the Board.
3. Serve in leadership positions or undertake special assignments willingly when asked.
4. Follow trends in the Ontario Healthcare system.
5. Participate in any Director education, training and mentorship as prescribed by the Board.

Meetings:

1. Prepare for and fully participate in Board and committee meetings, and other organizational activities. Board and committee packages are sent to directors approximately 1 week in advance of the meeting with the expectation that they are reviewed prior to the meeting, so directors can come to the meeting fully prepared to discuss the contents.
2. Ask timely and substantive questions while supporting the majority decision.
3. Maintain confidentiality of the Board's sessions.
4. Speak on behalf of the Board when asked to do so by authorized persons.
5. Suggest agenda items for Board and committee meetings, to ensure that significant policy related matters are addressed.
6. Physically attend a minimum of 75% of regularly scheduled meetings per calendar year.

Avoiding conflict:

1. Serve the Foundation as a whole, rather than special interest groups.
2. Avoid even the appearance of a conflict of interest and disclose any possible conflicts to the Board Chair in a timely fashion.

3. Maintain independence and objectivity, and do what a sense of fairness, ethics and personal integrity dictate.
4. Never accept or offer favours or gifts from or to anyone who does business with the Foundation.

Fiduciary responsibility:

1. Exercise prudence with the Board in the control and transfer of funds.
2. Faithfully read and understand the organization's financial statements and otherwise help the Board fulfill its fiduciary responsibility.

Committee Information

The information found below identifies and briefly describes the Foundation committees and a summary of meetings and estimated commitment of time which one might expect when they become a Director. We hope that the information below will assist you in clarifying your obligations should you become a Director.

The Board of Directors

The Board shall be comprised of twelve (12) Directors, of whom:

- (a) ten (10) shall be elected by the Members;
- (b) two (2) shall be ex-officio Directors, being:
 - (i) the Chair of the Board of Directors of the Middlesex Hospital Alliance; and
 - (ii) the Chief Executive Officer of the Hospital.

Committees

- a) In accordance with the Foundation's bylaws, the Board of Directors will ensure the establishment of a finance committee, a governance committee and a campaign committee. Other committees, as appropriate, may be formed as either standing committees or ad hoc committees. Standing committees are perpetual. The CEO has the authority to appoint and remove any staff required to participate as part of a committee.
- b) For each committee so established a Terms of Reference will be developed for approval by the Board of Directors.
- c) Standing committee members will be established at a special board meeting immediately after the Annual General Meeting. Membership of committees may be a minimum of three Directors. Employees may be required to assist the Committee and will be added as advisor's that have no voting privileges.
- d) All committees must meet at least every three months. A timely report to the Board of Directors will be made after each committee meeting concerning the committee's deliberations, decisions and/or actions.