

## COMPENSATION and SUCCESSION PLANNING Committee Terms of Reference

### TITLE: ROHCG BOARD COMMITTEES

<b>SECTION: Compensation and Succession Committee Terms of Reference</b>		<b>NO: ROHCG Schedules Section 6.1.1</b>
<b>Issued and Approved By:</b>	<b>ROHCG Board of Trustees</b>	<b>APPROVAL DATE :</b>
		<b>Date Initially Issued: 20/06/13</b>
		<b>Date Reviewed: <u>2020-11-25</u></b>
		<b>29/11/19</b>
		<b>21/11/18</b>
		<b>30/11/17</b>
		<b>24/11/16</b>
		<b>Date Revised: 12/12/19</b>
		<b>21/11/18</b>
		<b>30/11/17</b>
		<b>24/11/16</b>

<b>Role</b>	The Committee's role is to deal with the overall Executive compensation policy and succession planning, including the performance evaluation for the President & CEO and the Psychiatrist-in-Chief/ Chief of Staff.
<b>Responsibilities</b>	<ol style="list-style-type: none"> <li>1. to review and recommend the overall compensation and other policy for non-union Executive and staff positions as appropriate;</li> <li>2. to conduct the annual performance review of the President &amp; CEO and to conduct/oversee the annual performance review of the Psychiatrist-in-Chief/ Chief of Staff and the performance objectives for the next year;</li> <li>3. to review and recommend the performance objectives of the President &amp; CEO and the Psychiatrist-in-Chief/ Chief of Staff and to make recommendations to the Board regarding compensation;</li> <li>4. to annually review and discuss the President &amp; CEO's and the Psychiatrist-in-Chief/ Chief of Staff's Succession Plan for the organization;</li> <li>5. to act as the Search and Selection Committee for the position of President CEO and the Psychiatrist-in-Chief/ Chief of Staff; and</li> <li>6. to undertake such other duties as may be required by the Board.</li> </ol>

 <p>Mental Health - Care &amp; Research Santé mentale - Soins et recherche</p>	<p align="center"><b>COMPENSATION and SUCCESSION PLANNING Committee Terms of Reference</b></p> <hr/>
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<b>Membership &amp; Voting</b>	<u>Voting members of Committee</u> a) Chair of the Board; and b) <u>Minimum of 5</u> other independent Board members, one of whom shall act as Vice Chair of the Committee, with particular expertise and interest in Human Resources
	<u>Non-Voting Members of Committee</u> a) <del>President &amp; Chief Executive Officer</del> , an ex-officio non-voting member b) Psychiatrist-in-Chief/ Chief of Staff, an ex-officio non-voting member
	<p>There shall be French-speaking representation on the Committee.</p>
<b>Chair</b>	<p>The Chair of the Board</p>
<b>Appointment of delegates</b>	<p>N/A</p>
<b>Frequency of Meetings</b>	<p>The Compensation and Succession Planning Committee shall meet twice a year <u>and additionally</u> at the call of the Chair. One meeting shall deal with the performance review for the President &amp; CEO and the Psychiatrist-in-Chief/ Chief of Staff and the other meeting shall deal with the overall compensation policy and the Succession Plan.</p>
<b>Quorum</b>	<p>The quorum for the Compensation and Succession Planning Committee shall be 51% of the voting members.</p>
<b>Resources</b>	<p>The ROHCG President &amp; CEO will identify staff member(s) to act as resources to the Committee.</p>
	<p>One staff member will be identified as the Committee Secretary.</p>

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Reporting

The Compensation and Succession Planning Committee shall report to the ROHCG Board of Trustees.