



## **Strategic Advisory Board**

### **Terms of Reference**

#### **Purpose**

The O'Brien Institute for Public Health Strategic Advisory Board helps the Institute define and execute strategies for achieving positive health impacts for Albertans and populations beyond the province, while also striving for academic excellence at national and international levels. The Board is advisory to the Institute's leadership and its Executive Committee.

#### **Roles and Responsibilities**

The Strategic Advisory Board shall:

- Provide input to the Institute's strategic planning, business plan development, leadership, and Institute governance
- Suggest strategies that will increase the Institute's effectiveness in community partnership and stewardship initiatives
- Contribute to the Institute's community outreach, fundraising, and stewardship activities
- Champion the Institute in the community
- Aid the Institute leadership in identifying indicators of success and benchmark comparators for assessing the Institute's success by national and international standards of excellence
- Review the goals set by Institute management and the management's overall performance
- Create and lead action-oriented sub-committees, as appropriate

#### **Board composition**

Board membership is comprised of normally not more than 20 persons who will come from the following constituencies:

- Chair (a community leader)
- Vice-chair
- Naming donor(s)
- No less than three additional community leaders
- O'Brien Institute Scientific Director
- Member of the Institute's Executive Committee, elected by that Committee
- Senior leader from Alberta Health Services
- Senior leader from Alberta Health
- Senior leader from Calgary Economic Development
- Senior leader from City of Calgary
- Cumming School of Medicine Dean or delegate
- University of Calgary Vice President (Research) or delegate

Unless otherwise arranged, each constituency will send one designate per meeting (with pre-approved delegates acceptable), and the attendee will be responsible for updating the constituency's other intermittent Board attendees.

Board membership is for three years, and renewable upon review. The Scientific Director will chair, with no less than two other SAB members or outgoing members, an *ad hoc* Nominations/Membership Review Committee which will be convened every 18 months or as required. The Chair will be an *ex officio* member of the nominating committee.

### **Meetings**

The Strategic Advisory Board shall meet quarterly or as required, with the possibility of intervening subcommittee and individual meetings and telecommunications. Board members' meeting expenses (e.g. parking) are reimbursable.

### **Decision Making**

The Board normally functions in an advisory capacity, and decisions are normally reached by general agreement of the members present as determined by the Chair, unless a vote is requested by any member. In the latter case the vote will be made with consideration to the quorum.

### **Quorum**

Quorum is reached with 50% or more voting members of the Strategic Advisory Board present. If quorum is not reached during a regularly scheduled quarterly meeting, decision-making and approvals cannot proceed and will be tabled for a future meeting with quorum. Scheduled meetings will proceed without quorum, but without voting, which shall occur occasionally in accordance with 50% +1 standard.

### **Recording**

Minutes of the Strategic Advisory Board meetings shall be recorded and shared among all members of the Board.

### **Sub-Committees**

Standing and *ad hoc* sub-committees may be struck, when relevant and necessary. Terms of Reference for these sub-committees should be created in consultation with the Board. Standing committees could include:

- "Community Philanthropy" (with a mandate to support the Institute's fund-raising events and campaigns)
- "Health System Research Priorities" (with a mandate to synergize efforts between AH, AHS, AMA, U of C, etc); and
- "Public Health Research Priorities" (with a mandate to synergize efforts between relevant provincial government ministries, community agencies (including indigenous), relevant City of Calgary departments, etc).

*Ad hoc* sub-committees would include "Nominations/Membership Review", as mentioned above, as well as others to be determined.