

# IWK Health Centre Board of Directors Executive Brief



**IWK Health**

[www.iwk.nshealth.ca](http://www.iwk.nshealth.ca)

# About the IWK

The IWK Health Centre is the Maritime region's leading health care and research centre dedicated to the well-being of women, children, youth and families.



As one of two provincial health authorities in Nova Scotia, the IWK is shaping, cultivating and stewarding the health agenda for women, children, youth and families and has charted an ambitious course to world-class outcomes.

In addition to providing highly specialized and complex care, the IWK provides select primary and specialty care services and is a strong advocate for the health of families. The IWK is a global leader in research and knowledge sharing, and a partner in educating the next generation of health professionals.

**Purpose:** To passionately pursue a healthy future with women, children, youth and families in all their diversity through excellence in care, research, innovation and applied learning.

**Values:**    **Making things better**    **Acting from the heart**    **Driven by learning**  
                 **Tackling our challenges**    **Optimizing our potential**    **Cultivating belonging**

**Strategic plan:** The IWK's current strategic plan can be [viewed online](#). For more details on the IWK's [current leadership](#), or to view our [public accountability pieces](#), visit our [website](#) under the 'about us' tab.

## IWK programs

The IWK is recognized for excellence across four core programs:

### Women's & Newborn Health

Through multidisciplinary teams, this program specializes in maternity care, neonatal care and adult care including gynaecology, uro-gynaecology, breast health and reproductive care for women, and genetic services for men and women.



### Children's Health

The IWK is renowned for its Children's Health Program and providing highly specialized care to children across the Maritimes. Children's health is home to several flagship programs and care is delivered in both inpatient and outpatient formats across disciplines.

### Mental Health & Addictions

This program provides services in schools, community clinics, day and residential settings, as well as in an inpatient setting. Indirect services are provided through consultation with family practice physicians, and by providing training to community partners to enhance their skills.

### Primary Health

The Primary Health program actively builds relationships with the community. Through collaborative efforts, support is provided by a combination of direct services and programs, as well as support for health promotion and prevention initiatives across Nova Scotia, New Brunswick and Prince Edward Island.

## IWK by the numbers



## Academic mandate and research

As an academic health sciences centre affiliated with Dalhousie University, the IWK actively invests in people and equips future health care leaders with the skills and knowledge required for success.

The IWK is a primary clinical resource for pediatric and obstetric teaching of a broad range of health professions including medicine, nursing, other allied health services and child life.

Our academic mandate is focused on:

1. access to excellence in patient care
2. health system sustainability
3. conducting leading-edge research that uniquely defines an academic health centre



The IWK is respected for its world-class research focus and work to pioneer ideas, foster innovation and harness excellence to enable leading care.

Research at the IWK is rooted in a collaborative model that integrates talented people with new technologies, research, training, and clinical excellence. The IWK's vibrant research community attracts outstanding leaders including nurses, psychologists, pediatricians, psychiatrists, surgeons, obstetricians and gynecologists, to name a few.

## Diversity and inclusion

The IWK Health Centre is committed to creating a welcoming and inclusive environment for all patients and families, where we strive for diversity to be respected, embraced and valued in all that we say and do.

# Role of the Board of Directors

The IWK Board of Directors is ultimately accountable for the success and sustainability of the organization. The board's prime responsibility is to ensure that the IWK's objectives are well served. There are a number of primary functions hospital boards should perform, including:

- Approve goals and strategic direction
- Establish a framework for performance oversight
- Oversee quality of care
- Oversee financial condition and resources
- Approve credentials and privileges of physicians
- Oversee enterprise risk management
  - Liabilities and losses
  - Reputational risks
  - Business
- Supervise leadership
- Oversee stakeholder relationships
- Manage the board's own governance

## Timing of board meetings

Regular board meetings are held five times per year:

- September, November, January, March, May

Two-day Board meeting format:

- Day one hosting committee meetings, opportunities to join leadership rounding or site visits and an informal evening dinner or learning event;
- Day two hosting the remaining committee meetings and the Full Board meeting
- Most meetings are held in-person but virtual or hybrid formats are used as needed

Additional specified meetings:

- A day and a half Strategy Sessions is held annually, usually in October
- Board meeting to review financial results in June
- The Annual General Meeting in June
- The dates for all meetings referenced above are set and scheduled well in advance
- Board conference calls/ virtual meetings for specific issues as required



# Duties, obligations and expectations of individual directors

Directors stand in a fiduciary relationship with the hospital they serve. The fiduciary duties of a hospital director are owed only to the health organization and not to any one stakeholder or other interest group. Generally speaking all directors, including ex officio directors, owe the same duties and are subject to the same obligations, regardless of how they may have been elected or appointed to the board. In working to enhance and ensure the effectiveness and productivity of the board and committee meetings, each director is expected to:

- Participate fully and frankly in the deliberations of the board, encourage open discussion of the affairs of the IWK by the board, ask relevant and probing questions at the strategic level in an appropriate manner and at proper times, and focus inquiries on issues related to the board's mandate
- Work collegially as part of a team, respecting the views of others on the board while raising challenging questions in a manner that encourages open and frank discussion
- Prepare for each board meeting by reading all background materials provided for the meeting
- Maintain a regular meeting attendance record

The Rules of Fiduciary Conduct (Guide to Good Governance – Second Ed., OHA)

- Acting in the best interests of the IWK
- Acting in good faith
- Exercising power honestly
- Respecting confidentiality
- Maintaining loyalty (to the IWK)
- Obedience (board solidarity)
- Avoiding conflict (i.e. conflict of interest)

## Board structures

### Officers – terms

The IWK Board of Directors is comprised of representatives from New Brunswick, Prince Edward Island, and Nova Scotia. Five of the directors are ex-officio members, that is, members who are on the board by virtue of their position:

- President & CEO of the IWK Health Centre
- Chair, IWK Foundation Board of Trustees

- Chair, Medical Advisory Committee (MAC)
- President, Medical Dental & Affiliated Staff (MDAS)
- Dean's Office, Faculty of Medicine, Dalhousie University

There is also allowance for two directors appointed by the Nova Scotia Minister of Health. A listing of the current slate of IWK directors, including biographies, can be found on the [health centre's website](#).

## **Board Committees**

All Board members are expected to participate on one committee and are welcome to attend additional committees if interested. Special Committees may be required from time-to-time responsive to specific issues.

Committee Chairs have additional time requirement as part of the Executive Committee. Current committees:

- Executive
- Governance & Nominating
- Finance, Audit & Risk
- Quality and Safety
- Building and Infrastructure
- Research
- Digital Transformation (special committee)

## **Board education and evaluation**

### **Meeting education sessions**

The board has made the commitment to allocate 30-60 minutes at most board meetings to education. Education topics include:

- Research and innovation
- Health centre departments/divisions/activities
- Governance education sessions

### **Patient stories**

To help educate and inform board members of health centre practices and quality measures, patient stories are regularly presented to the board. This exercise in actively listening to real experiences of patients and families, staff, and physicians assists to maintain a focus on continually improving patient safety and experience. Sharing of patient stories

improves the board's understanding of issues such as emotional impact, patient hardship, error and error reporting, and also provides an insight into the workings of our health system.

### **Board evaluation practices**

Evaluations are an important component of continuous improvement. The IWK Board of Directors evaluates:

- Every board meeting (surveys sent out electronically)
- Bi-annual self-evaluation
- Bi-annual board evaluation (including the chair performance)
- Accreditation governance evaluation

## **Corporate policies**

The IWK Health Centre Board of Directors has a set of governance policies. A number of health centre policies (Code of Conduct) also apply to board members. These are included in the orientation materials.

## **Corporate by-laws**

The IWK Health Centre Board of Directors has a set of corporate bylaws that have been approved by Nova Scotia's Minister of Health. These are included in the orientation materials.

## **Legislation**

The IWK Health Centre Board of Directors and the IWK Health Centre are legislated through Bill No. 1, An Act to Provide for Health Authorities and Community Health Boards, which came into effect on April 1, 2015. This legislation is included in the orientation materials.