



BOARD RECONCILIATION, DIVERSITY, EQUITY, AND INCLUSIONS POLICY

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1. Introduction

The Board of Directors of Strathroy Middlesex General Hospital Foundation ("SMGHF" or the Foundation) strongly believes in the value of an independent and diverse Board of Directors to provide effective oversight of management and that its membership should be comprised of highly qualified Directors who demonstrate a diversity of perspectives and backgrounds, as well as the integrity and suitability for overseeing the management of the Foundation.

The Board believes that better decision-making and outcomes are achieved when people with differences of opinion and with different backgrounds come together with a common ambition. Together with the Board, our Governance Committee is responsible for establishing criteria and evaluating the qualifications of individuals who may be considered for service on our Board.

2. Purpose and Application

2.1. Purpose

The objective of this policy is to provide guiding principles and approach of the Board of Directors in relation to reconciliation, diversity, equity and inclusion.

2.2. Application

This policy is applicable to the Board and supplements the Corporate Governance Policy, Board Succession Policy, and the Foundation's Code of Conduct and Ethics. The policy shall be implemented through the Governance Committee and in accordance with the Corporate Governance Policy of the Foundation.

3. Definitions

"Board" means the Board of Directors of the Foundation;

"Corporate Governance Policy" means the policy as approved and implemented by the Board and includes any future amendments, modifications and reinstatements as the case may be;

"Director(s)" means the individual director appointed by the Members of the Foundation;

"Governance Committee" means the Committee constituted by the Board;

"Diversity": the presence of a wide range of human qualities and attributes within an individual, group or organization. Diversity includes such factors as age, sex, race, ethnicity, physical and intellectual ability, religion, sexual orientation, educational background and expertise.

"Equity": fairness, impartiality, even-handedness. A distinct process of recognizing differences within groups of individuals and using this understanding to achieve substantive equality in all aspects of a person's life.

"Inclusion": appreciating and using our unique differences – strengths, talents, weaknesses and frailties – in a way that shows respect for the individual and ultimately creates a dynamic multi-dimensional organization.

"Reconciliation": commitment to meaningful consultation with Indigenous people, where required, building respectful relationships between Indigenous & non-Indigenous people, and obtaining the free, prior, and informed consent of Indigenous peoples on matters pertaining to them. ~~At SMGHF, reconciliation also~~

signifies the Foundation's commitment to honouring the Truth and Reconciliation Commission's Call to Action #92.

4. Governance Framework and Responsibility

- a. The Governance Committee develops and implements the Reconciliation, Diversity, Equity, and Inclusions policy in terms of the Corporate Governance Policy and the Code of Conduct and Ethics.
- b. The Governance Committee is responsible for annually reviewing the Board of Directors' structure, size, and composition, identifying gaps in place that work against reconciliation, equity, diversity, and inclusion, and implementing strategies to overcome such obstacles.

5. Guiding Principles

The Board will:

- a. Encourage a diverse and inclusive working environment in the boardroom where everyone is accepted, valued and receives fair treatment according to their different needs and situations without discrimination or prejudice.
- b. Continue our journey towards greater diversity on the Board across all dimensions, aspiring to achieve gender parity and greater representation of those of an ethnic minority background over time.
- c. Consider all aspects of diversity, including but not limited to geographical, social and ethnic background, race, gender and cognitive strengths when reviewing the Board's composition, its skills, experience and overall balance, including when conducting the annual board effectiveness review.
- d. Oversee the development of a diverse pipeline for succession to the Board and its committees.
- e. Monitor that all board appointments are subject to a formal, rigorous, and transparent procedure and that such appointments are based on merit and objective criteria taking into account (among other things) factors such as diversity of gender, age, educational and professional background, social, ethnic and geographical background, cognitive and personal strengths.
- f. Provide a tailored and adaptive induction for new board appointments recognizing how new board members may require additional support to account for individual diversity of skills, needs, experience, geographic location and background.
- g. Continue to increase its understanding of diversity, equity and inclusion through appropriate training and development opportunities.

6. Policy Review

The Governance Committee/ Board shall review this policy as and when required or at least once in a three-year, whichever is earlier.