



TITLE:	Resignation and or Removal of an Allied Boards Member		
Manual/Policy#:	MRHA Boards of Directors # V-B-9	Entity:	AGH / CPDMH
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Last Date Reviewed:	May 2025	Cross Reference(s):	MRHA Boards Policy # V-B-7 Criminal Reference Checks and #V-A-2 Code of Conduct

1. POLICY STATEMENT

The Allied Boards are responsible for ensuring the quality and effectiveness of their individual Directors in order to fulfill their roles and responsibilities.

2. SCOPE:

This policy applies to all Directors of the Allied Boards, including ex-officio and Honourary Directors, and to all non-Allied Boards members of committees established by the Allied Boards or the MRHA Common Administrative By-laws.

3. GUIDING PRINCIPLES

N/A

4. DEFINITIONS

N/A

5. PROCEDURE:

5.1 Resignation of a Director

A Director may resign their office by delivering a written resignation to the Secretary of the Allied Boards. The resignation will be effective at the time it is received by the Secretary or at the time specified in the resignation, whichever is later.

Resignations shall be brought forward to the Allied Boards for receipt.

5.2 Removal of a Director

In accordance with MRHA Common Administrative By-laws Article 4.7, the office of a Director may be vacated through a resolution passed by a majority of Members in accordance with the By-laws.

The Allied Boards may determine by a majority vote that the removal of an elected Director be recommended to the Members:

- (a) if a Director is absent for three (3) consecutive meetings of the Allied Boards, or if a Director is absent for one-quarter ($\frac{1}{4}$) or more of the meetings of the Allied Boards in any twelve (12) month period; or
- (b) if a Director fails to comply with the Public Hospitals Act, the Act, or either Corporation's Articles, By-laws, policies or procedures adopted by the Allied Boards, including without limitation, confidentiality and Conflict of Interest requirements.

The Allied Boards Governance Committee ("the Committee") is responsible for recommending the removal of a Director to the Allied Boards based on the foregoing reasons. Prior to making a recommendation to the Allied Boards, the Committee will follow the following procedures:

- a) Legal advice will be sought, if needed
- b) The Director in question will be treated fairly and with respect.
- c) The Director will meet with the Allied Boards Chair and one other Committee member to discuss the performance issue identified by the Allied Boards
- d) The Director will be given opportunity to address the issue with a performance improvement plan with timelines, if appropriate (for example, attendance can improve, conflict of interest can be examined, and questions of conduct can be reviewed)
- e) The Allied Boards Chair shall ensure that the discussion is documented with agreed upon corrective action, and signed by the Director in question.
- f) Should the behaviour or performance not improve, notice will be provided to the Director in writing of the intent to move forward with a recommendation to remove the Director and notice of the applicable reason(s) for removal. The Director will also be offered the opportunity to resign from the Allied Boards with grace.
- g) If the Director chooses not to resign, the Allied Boards Chair will provide an In-Camera report to the Committee outlining the steps taken to correct the concerns
- h) The Director will be provided with the opportunity to address the Allied Boards in-person at the meeting where the recommendation is being considered
- i) The Director will then be excused from the meeting to allow the Allied Boards to deliberate and vote
- j) Should the majority vote in favour, the Director will be removed from the Allied Boards immediately
- k) The Director will be clearly notified of the final consideration and action of the Allied Boards.

In situations deemed egregious by the Committee, a recommendation will be made to the Allied Boards for the immediate removal of a Director. The Director will be provided with notice of the Allied Boards decision and applicable reason(s),

5.3 Automatic Vacancy

The office of a Director will automatically be vacated in accordance with clause 4.6 of the MRHA Common Administrative By-laws.

Identification of a criminal conviction will not be automatic grounds for dismissal from the Allied Boards.

5.4 Post-Service

Upon retirement, resignation, vacation or removal from the Allied Boards, a Director (or the Director's Executor) must:

- a) securely destroy or return all confidential material relating to the Corporations;
- b) return any manuals or other material (e.g. letterhead, business cards, access cards etc.) that may be re-used by another Director; and
- c) return any equipment owned by the Corporations in the possession of the Director.

The Allied Boards Secretary will be responsible for ensuring that all such equipment and materials are returned or securely destroyed.

6. REFERENCES:

Trillium Health Services Policy V-B-11 Resignation and or Removal of a Director
Bluewater Health Policy E-20 Removal of a Director

Muskoka Algonquin Healthcare Policy Resignation and or Removal of a Director

7. APPENDICES:

N/A

Evaluation

This policy will be reviewed every two years.