

**BOARD MANUAL**

<b>SUBJECT: Board of Directors and Non-Director Committee Member Declaration</b>		<b>NO.: 2-D-22</b>
<b>SECTION: Board Process</b>		
<b>APPROVED BY: Board of Directors</b>		<b>DATE: June 28, 2023</b>

**Policy**

All Directors and non-Director committee members will annually complete a declaration in the form attached as Appendix A.

The Governance Committee will review the completed declaration statements.

<b>DEVELOPED: March 30, 2011</b>		<b>REVISED/REVIEWED:</b>
May 25, 2016	October 17, 2018	

## APPENDIX A

### ANNUAL DECLARATION AND CONSENT

To: Cambridge Memorial Hospital (“**Corporation**”)  
And To: The board of directors of the Corporation (“**Board**”)

#### Introduction

Annually we need to ensure that all new and returning Directors and non-Director committee members fulfill the requirements for the Board and/or Board Committees. If there are changes to any of your responses during the current Board year, please contact the Chair of the Governance Committee and the CEO. Thank you.

#### Consent

I am an individual elected or appointed to the Board and hereby acknowledge and declare that I:

- consent to act as a director of the Corporation;
- am at least 18 years of age;
- have not been found under the *Substitute Decisions Act, 1992* or under the *Mental Health Act* to be incapable of managing property;
- have not been found to be incapable by any court in Canada or elsewhere;
- do not have the status of an undischarged bankrupt;
- am not a current employee of the Corporation;<sup>1</sup> and
- am not a current Medical/Professional Staff member;<sup>2</sup>
- am not the spouse, common law partner, child, parent, brother, sister, in-law, grandparent, or grandchild of a current employee or current Medical/Professional Staff member of the Corporation;<sup>3</sup>
- do not live in the same household as a current employee or current Medical/Professional Staff member of the Corporation;<sup>4</sup>
- have not been convicted of a criminal offence and not received a pardon; and
- am not an “ineligible individual” as defined in the *Income Tax Act (Canada)* or any regulations made under it.

<sup>1</sup> The Chief Executive Officer and Chief Nursing Executive are both exempted from this qualification.

<sup>2</sup> The Chief of Staff, President of the Medical/Professional Staff, and Vice-President of the Medical/Professional Staff are each exempted from this qualification.

<sup>3</sup> The Board may make an exception.

<sup>4</sup> The Board may make an exception.

I am an individual appointed to a Board committee and consent to serve the Corporation as a non-director Board committee member.

**Meeting Participation Consent**

I consent to the holding of Board and Board committee meetings by telephonic or electronic means that permit all persons participating in the meeting to communicate with each other simultaneously and instantaneously during the meeting. I also consent to the participation by any director or Board committee member at a Board or Board committee meeting by such telephonic or electronic means.

**Compliance with Policies**

I confirm that I have read and understand all of the policies and codes of conduct of the Corporation applicable to me as such policies are amended or supplemented from time to time (the “Policies”), including:

- [Code of Conduct](#)
- [Confidentiality Policy](#)
- [Conflict of Interest Policy](#)
- [Responsibilities of Director](#)
- [Responsibilities of Non-Director on Board Committee](#)

I agree to comply with the *Not-for-Profit Corporations Act, 2010* (the “Act”) and the Corporation’s articles, Corporate By-law, and Policies (“**Governance Documents**”).

**Conflicts**

In accordance with the Act and the Corporation’s Governance Documents, I make the following disclosure:

I have an interest, directly or indirectly, in the following entities, persons, or matters, which includes entities in which I am a director or officer:

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This disclosure is a general notice of interest pursuant to the Act and the Corporation's Governance Documents, and accordingly, I should be regarded as interested in any of the above entities, persons, or matters.

I acknowledge that this disclosure is in addition to my obligations to comply with the Act and the Corporation's Governance Documents in respect of any specific conflict that may arise.

I declare the above information to be true and accurate as of the date hereof.

**Notice**

Notice for Board and/or Board committee meetings may be sent to me at the address set out below:

Address		
Email		
Telephone	Home:	Mobile:
Attention		

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_.

\_\_\_\_\_

Name (Please print):

Digital Signature (Optional):