

Executive Director Charter and Delegation of Authorities (3.5)

Policy:	Executive Director Charter and Delegation of Authorities	Effective Date: November 4, 2021	
Last Review Date:	Oct 19, 2023	Next Review Date:	Nov/26
Review Frequency:	Every 3 years (November) Gov & HR Committee	Related Supporting Documents:	Bylaws, Council Charter Committee Charters

Executive Director Charter

Mandate

The Executive Director (ED) reports to Council and is responsible for the overall management and leadership of CRNS in achieving its mandate of protecting the public by ensuring members are competent and act in the public interest. This includes strategic leadership of the organization, as well as setting and achieving organizational objectives agreed annually with Council.

The Executive Director or their designate will act as the Secretary and Treasurer of the organization.

Rights

The Executive Director has the right to attend all meetings of Council and its sub-committees unless they are conducting an in-camera/executive meeting, discussing an item related to the ED's performance, compensation or a discipline issue as outlined in the In-Camera and Executive Session Protocol.

Duties and Responsibilities

The role of the regulating body is to ensure that all individuals seeking entry into and maintenance on the register are qualified, competent and ethical professionals. The CRNS believes that it can best protect the public by:

- Setting requirements for the entry to the profession,
- Approving nursing education programs,
- Establishing standards of practice and a code of conduct for RNs, NPs and RN(AAP)s,
- Supporting members to meet practice standards through consultation and education,
- Promoting continuous learning and professional development as a standard for safe practice through a continuing competence program, as a requirement for ongoing licensure,
- Intervening when a member's practice does not meet standards

1. Human Resources

The Executive Director will ensure that CRNS:

- Has capable senior leadership to enable it to fulfill its organizational mandate.
- Has policies and practices that support a healthy workplace and that contribute to recruitment and retention of highly skilled staff.

2. Planning

The Executive Director will:

- Prepare a multi-year Strategic Plan in collaboration with Council and for Council approval, accessible to staff, members and the public.
- Develop an annual budget for Council's approval which supports the implementation of the approved Strategic Plan.

3. Financial Management

The Executive Director is responsible for the management of CRNS's financial resources including investments. Accordingly, the Executive Director will ensure that CRNS:

- Has competent and capable staff to manage the organization's financial resources effectively and efficiently.
- Operates within the Council approved budget and that any deviations from the Budget will be addressed according to the attached Delegation of Authorities.

4. Risk Management/Protection of Assets

The Executive Director will ensure that CRNS:

- Complies with the organization's risk tolerance and appetite as outlined in the risk framework established by Council.

5. Public Interaction

The Executive Director will ensure that:

- The public is adequately informed of CRNS's mandate and procedures including the privileges and responsibilities of CRNS membership.
- Members of the public are able to access appropriate information related to the current status of regulated members' registrations.
- The public have ease of access to CRNS's complaint and investigation processes, and ensuring timely and consistent responses.

6. Member Interaction

The Executive Director will ensure that members:

- Have easy access to information about the privileges and responsibilities of membership, and membership fee payment options.

- Receive regular communication on changing standards and competencies for registration and licensure and/or requirements to maintain or impact their professional practice.
- Understand and give input on professional practice matters affecting the profession including the development of standards and competencies.
- Have ease of access to CRNS's complaint and investigation processes, and ensuring timely and consistent responses.

7. Communication and Support to Council

The Executive Director will:

- Provide Council and its committees with sufficient information to ensure Council's effective oversight of CRNS. The ED will provide reports on a timely and proactive basis.

Delegation of Authorities

Principle

Council embraces the principle of empowerment: that governance and management are more effective and efficient when they are separated – Council being responsible for governance, and the Executive Director (ED) generally for management – and when management decision-making authority is delegated as far into the organization as is consistent with levels of competence and capacity.

Within the limits and policies established by the *Registered Nurses Act* (1988), Bylaws, and Council, authorities regarding various aspects of operations have been delegated to the ED (and by the ED to lower management levels) as outlined in this policy.

Policy

A **delegated approval level** means that approval decisions may be made up to this level as long as this is in compliance with the Act, Bylaws, Policy and Budget.

A **delegated reporting level** means that decisions made between the reporting level and the approval level must be reported to the next most senior position (in the case of the ED, the Council at the next regular opportunity to do so).

The ED may grant additional authorities (not covered in this policy) to other CRNS managers by way of a signed memorandum. Staff, other than the ED shall not further delegate their authorities provided by this policy.

Delegation of Authorities Matrix

Item	Council	Executive Director	References: must comply with ...
Strategic Plan Multi-year, including vision, mission, values, goals / objectives	X Council approves	ED recommends to Council	<ul style="list-style-type: none"> Strategic Plan is developed collaboratively between the ED and Council
Capital and Operating Budget	X Council approves Budget	ED recommends Budget via AFC	<ul style="list-style-type: none"> Audit and Finance Committee Charter
Organizational Review	Council reviews	X ED conducts and approves	<ul style="list-style-type: none"> At least once every five years
Corporate Scorecard with Key Performance Indicators	X Council approves	ED develops and recommends	<ul style="list-style-type: none"> Council Charter: Council sets strategic plan & risk tolerances, selects & oversees ED, monitors performance, culture and ethical integrity
Risk Tolerances	X Council approves	ED develops and recommends	<ul style="list-style-type: none"> Strategic Plan
External Auditors appointment	X Council approves AFC selection	ED and CFO provide input to AFC. AFC recommends to Council.	<ul style="list-style-type: none"> Audit and Finance Committee Charter
Financial Statements , reports and disclosures	X Council approves	ED and CFO recommend via AFC	<ul style="list-style-type: none"> Audit and Finance Committee Charter
Budgeted expenditures (approval levels); ED has authority to manage line items within budget envelope	X Unbudgeted, over \$50,000 sourced by competitive bid (at least 3)	X Up to \$50,000 sourced by competitive bid (at least 3); Up to \$25,000 sole sourced	<ul style="list-style-type: none"> Procurement practices consistent with applicable laws, regulations and policies
Expenditures: not budgeted (approval levels)	X Council approves capital expenditures that exceed the original budget by 10%	X ED approves capital expenditures that do not exceed the original budget by 10%	<ul style="list-style-type: none"> Procurement practices consistent with applicable laws, regulations and policies

Item	Council	Executive Director	References: must comply with ...
Contracts, leases, agreements, commitments, change orders, etc.	X Council approves new contractual arrangements with vendors that involve annual commitments of more than \$200,000 for any one contract, more than \$400,000 in total contracts, or are longer than two years.	X ED approves ordinary contract arrangements in budget. (New contractual arrangements with vendors that involve annual commitments of \$200,000 or less for any one contract, \$400,000 or less in total contracts, or are shorter than two years.)	<ul style="list-style-type: none"> Procurement practices consistent with applicable laws, regulations and policies
Litigation, write-offs, settlements: conducting and instructing counsel	X Over \$10,000 (uninsured) or where significant or material reputational impact	X Up to \$10,000 (uninsured)	<ul style="list-style-type: none"> Insert any application reference
Third Party Consultants and Legal: reporting		ED reports unbudgeted over \$25,000 to Council	<ul style="list-style-type: none"> All third-party consultants and legal expenditures and contracts approved by management unbudgeted over \$25,000 to be reported (for information purposes) to the Council
Impact Regulatory Autonomy	X Council approves any issue that has potential to impact the regulatory autonomy or fiscal integrity of CRNS prior to discussion with the CRNS Council.	ED states CRNS position and informs Council of any issue that has the potential to impact the regulatory autonomy or fiscal integrity of CRNS	<ul style="list-style-type: none">

Item	Council	Executive Director	References: must comply with ...
New financing / borrowing	X Council approves on AFC recommendation	ED recommends through AFC	<ul style="list-style-type: none"> All financings and borrowings will be consistent with corporate policies, banking & borrowing agreements and covenants
Rollover of existing debt		X ED approves	<ul style="list-style-type: none"> All financings and borrowings will be consistent with corporate policies, banking & borrowing agreements and covenants ED authority with notification to Council
Sale of real estate property	X Council approves on AFC recommendation	ED recommends through AFC	<ul style="list-style-type: none">
Employment Arrangements including hiring, terminating, evaluating	X Council appoints ED	X ED deals with all other staff	<ul style="list-style-type: none">
Compensation	X Council approves ED compensation and Council remuneration	X ED approves Comp for all other staff	<ul style="list-style-type: none">
Expenses (travel, etc.)	X Council President approves ED's and Council members'	X ED approves Council President	<ul style="list-style-type: none"> Council Members' Expenses Policy