

GOVERNANCE & CAPITAL SUB-COMMITTEE
TERMS OF REFERENCE
Final Version

1. MISSION

The Mission of the Governance and Capital Sub-Committee is to provide strategic direction for the efficient and effective delivery of health programs and services within the mandate of this sub-committee.

2. GUIDING PRINCIPLES

All decisions made by the Governance & Capital Sub-Committee shall be in keeping with the following guiding principles of the over-arching Co-Management agreement:

1. **Equity/Fairness:** Future program decisions shall be based on maximizing equity and achieving fairness for all communities without creating undue advantage of community or groups of communities over the others.
2. **Transparency:** All decisions shall be made in an open and transparent manner that shall be visible to all interested parties, appropriately documented, and accessible to all First Nations in Alberta and their respective officials.
3. **Accountability:** The Governance & Capital Sub-Committee shall operate in a fiscally responsible manner and not commit funds beyond the limit of the Alberta Regional Envelope. All decisions shall be made within the scope of the funding allocated within the envelope.
4. **Accountability to Programs:** The Governance & Capital Sub-Committee shall make decisions regarding health programming to First Nations in a responsible manner taking into account all other guiding principles found within the Co-Management Agreement Terms of Reference.
5. **Timeliness:** The Governance & Capital Sub-Committee shall operate in such a way that will allow informed decisions to be made jointly and in a timely manner.
6. **Appropriateness:** The Governance & Capital Sub-Committee shall involve itself only with issues common to First Nations, and make decisions relevant to its mandate to co-manage the FNIH-Alberta Region envelope.
7. **Legality:** The Governance & Capital Sub-Committee shall operate within mutually agreed application of the rules, regulations or directives, which govern FNIH and its operations.

3. MANDATE

Pursuant to the mandate of the First Nations (Alberta) – FNIH Alberta Regional Health Co-Management Committee, the Governance & Capital Sub-Committee shall consider issues and make decisions and/or recommendations on matters relating to the following:

- Oversight and guidance of the following programs which include Aboriginal Health Transition Fund (AHTF), Aboriginal Health Human Resources Initiative (AHHRI), Aboriginal Health Services Accreditation, e-health, Health Careers Program, Health Consultation & Liaison, Health Planning & Management, and Facilities Management
- Related program allocations and management of resources
- Issues that affect the quality of program delivery and/or physical infrastructure
- Identify and monitor strategic priorities for the related programs

4. VISION

Healthy First Nations people and communities.

5. ROLES & RESPONSIBILITIES OF THE GOVERNANCE & CAPITAL SUB-COMMITTEE

The Governance & Capital Sub-Committee shall:

1. Share all relevant data and information needed to support productive deliberations
2. Jointly assess, analyze, plan and monitor with respect to issues within the mandate
3. Advocate and liaise with other Co-Management Sub-Committees and stakeholders to address common health issues
4. Prepare joint briefings, advise, provide options and make recommendations to the Co-Management Committee
5. Report to the Co-Management Committee on a quarterly basis and submit an Annual Report to the Co-Management Committee within sixty (60) days following the end of each fiscal year

6. MEMBERSHIP

Total Voting Membership: Four (4)

- 1 - Yellowhead Tribal Council
- 1 - Treaty 7 First Nations
- 1 - Treaty 8 First Nations
- 1 - Lead staff, FNIH Alberta Region

6.1. Appointment

First Nations signatory will designate their representation and be able to appoint two representatives plus their designated Co-Management Liaison. In case of the representatives being unable to attend meetings, designated alternates will not be allowed.

Co-Management Liaisons who, by resolution of their respective organization, have been appointed to vote in the absence of both designated representatives from the same Treaty/YTC organization, will be recognized for both quorum and a vote during the sub-committee meeting.

Sub-committee members will only be allowed to miss three consecutive meetings before a request for a new member be issued by the Co-Chairs. Notice in writing will be given to the absentee member, the appropriate signatory and to the Co-Management Committee.

FNIH membership will include the Director and Team Leader.

6.2. Chairpersons

The Sub-Committee will be co-chaired by a designated First Nation signatory representative and FNIH Program Director. Co-Chairs will be determined on a fiscal year basis.

6.3. Observers / Guests

Non-Committee members may attend all or portions of the Committee meetings. Observers / guests shall request permission from the Co-Chairs to speak, shall not bring an issue / item to the table that is not on the agenda and shall not participate in the decision-making process.

6.4. Quorum

A quorum shall be a majority of the total voting Sub-Committee membership with at least a member representing FNIH and two members representing First Nations signatories.

7. DECISION-MAKING

The Sub-Committee will strive to reach consensus regarding relevant issues and decisions that it considers as part of its mandate. If consensus cannot be reached, a simple majority vote will occur.

8. DISPUTE RESOLUTION

If dispute arises within the sub-committee with members unable to come to a settlement on their own, the issue shall be brought to the Secretariat for guidance within ten (10) working days.

9. FREQUENCY AND NOTIFICATION OF MEETINGS

The Sub-Committee shall meet on pre-determined dates as mutually agreed upon by the members, a minimum of quarterly, and shared with stakeholders. Teleconferences, video and virtual conferences may be called as required.

At least one of the annual scheduled meetings will occur within a First Nations community or tribal council.

In order to allow for pre-consultation of agenda items, all background materials and resources required to make an informed decision must accompany or be available with the written reminder of the meeting date which should be issued at least five (5) working days prior to the meeting, except in exceptional circumstances.

10. WORKING GROUPS

Ad hoc, issue-focused, time-limited working groups would be established only if and as needed. The working groups would be responsible for advising and making recommendations to sub-committee.

11. CONFLICT OF INTEREST

All members of the Governance & Capital Sub-Committee will ensure that their personal interests and gain do not benefit in any form from their official actions as part of the committee. Any member whose participation in a discussion could lead to a conflict of interest will declare the potential conflict of interest and excuse himself/herself from the discussion and decision.

12. REMUNERATION

Travel expenses for members shall be paid as per Treasury Board guidelines and approved by the Co-Management Committee.

13. AMENDMENT OF TERMS OF REFERENCE

These terms of reference shall not be amended without the written consent of the Co-Management Committee.

On behalf of the Governance & Capital Sub-Committee, we hereby certify that these Terms of Reference have been reviewed and approved by the Sub-Committee on January 8th, 2009:

Co-Chair – Ruth Jongerius

Co-Chair – Kirsten Dupres

Reviewed and approved by the Co-Management Committee on [insert date].

