



Bermuda Hospitals Board

HUMAN RESOURCES & ENGAGEMENT COMMITTEE Terms of Reference

1. DEFINITIONS

“BHB” means the Hospitals which collectively form the Bermuda Hospitals Board;
“the Board” means the leadership body appointed by the Minister to oversee operations of BHB;
“Board Member” means persons appointed by the Minister to serve on the BHB Board;
“the Act” means the Bermuda Hospitals Board Act 1970;
“the Employment Act” means the Employment Act of 2000;
“Executive Team Member” means a member of BHB’s Executive Management Team;
“Executive Member of the Board” means a Board Member who sits on the Executive Committee and has been appointed as a Chair of one or more sub-committees of the Board;
“Non-Executive Member of the Board” means Member of the Board not serving on the Executive Committee;
“Co-Opted Member” means an external subject matter expert co-opted from the community who has been appointed to the membership of one or more of the Board’s Committees and who may vote in an advisory capacity on any matter put before the Committee;
“Gazetted Member” means a Member of the Board who has been formally appointed by the Minister of Health;
“the Committee” means the Human Resources & Engagement Committee. The Board’s Committees are advisory by nature. Decisions rendered / votes cast by Members are therefore presented to the Board as recommendations.

2. CONSTITUTION

In accordance with the Bermuda Hospitals Board Act 1970 (the “Act”), and pursuant to section 26 (4) of the Act, BHB hereby establishes the Human Resources & Engagement Committee (the “Committee”), which shall be governed by the Terms of Reference set forth below.

The Committee is hereby authorized by the Board to oversee the HR Strategy to ensure alignment with BHB’s corporate objectives, to investigate activities within its Terms of Reference, as well as any matters which have not specifically been set out in its Terms, but which require investigation by Members of the Committee. It is further authorized to seek any information it requires from any employee, and all employees are directed to cooperate with any requirements made by the Committee.

The Committee is authorized by the Board to obtain outside legal or other professional advice and to retain other advisors with relevant experience and expertise if it considers this necessary to carry out its duties.

Committee Members agree to respect all policies and procedures which protect BHB's intellectual property and patient confidentiality.

3. PURPOSE AND SCOPE

The Committee is guided by the Accreditation Canada Standards.

The main purposes of the Committee are to:

- Monitor the implementation of the HR Strategy;
- Ensure BHB acquires and develops the talent required to support the achievement of its corporate objectives; and
- Ensure that BHB creates a work environment that promotes employee "engagement" by:
 - delivering great management and leadership
 - promoting a healthy and safe work environment
 - ensuring every role counts (i.e., how an employee's position adds value and contributes to BHB services)
 - supporting personal development and training
 - enabling involvement in decision-making
 - ensuring effective communication between leadership and employees.

4. DUTIES AND RESPONSIBILITIES

The main duties and responsibilities of the Committee include, but are not limited to the following:

Human Resources

- Oversee progress of HR Initiatives and make recommendations for HR Strategy;
- Provide oversight of BHB's Compensation Strategy, Physician Compensation and Programs;
- Develop trusted, open relationships with internal and external stakeholder groups;
- Oversee the process involving the appointment of all Executives to BHB and keep the Board informed;
- Evaluate and manage HR risks; and
- Promote and ensure mechanisms are in place to create an environment that supports employee engagement.

Engagement

- Ensure the annual Public Relations (PR) Strategy identifies participatory processes to support involvement in decisions making, and has specific plans to support HR activities to improve engagement across staff and managerial levels, across departments and through different professions.

- The Committee's effectiveness, actions and responses will be informed by surveys, reviews and feedback obtained through surveys and data provided by internal and external stakeholder groups;
- The PR Strategy and any activities undertaken by the Committee will reflect the need for listening, as well as providing information, and will be in accordance with BHB values, mission and vision. It will reflect the need to talk comfortably about challenges as well as achievements within BHB.

General Reporting

- Develop an annual committee work plan for review and approval by the Executive Committee;
- Prepare an annual report to the Executive Committee detailing the Committee's activities / accomplishments and assessing its performance;
- On an annual basis, review this Committee's own performance;
- On an annual basis, review and re-assess the adequacy of these Terms of Reference and recommend to the Board for approval.

Risk Reporting

- Review potential HR operational or strategic risks presented by the HR Department;
- Make recommendations to the HR Department to ensure accountability and to mitigate any risks;
- Receive and review risk registers from the Public Relations and Office of Legal Affairs Departments within BHB and be responsible for holding management accountable for implementing programs which will control and mitigate risks; and
- Be accountable for escalating all matters which pose significant risks to BHB to the attention of the Board.

5. ROLE IN THE EXECUTION OF BHB'S STRATEGIC PLAN

In accordance with BHB's Corporate Strategic Plan, the Chief Executive Officer has delegated several project deliverables to specified members of the Executive Team.

Several of the initiatives emanating out of the plan will either directly or indirectly impact BHB's human resources and/or communications. The Human Resources & Engagement Committee shall therefore be delegated authority to review and assess the impact of these initiatives on BHB's ability to support its workforce and communicate to its stakeholders.

These initiatives include but are not limited to:

- Implementation of programs which will enhance the interface of BHBCConnect, such that BHB employees may easily access critical policies, procedures, forms and general educational materials;
- Implementation of upgrades to BHB's external website such that members of the Community may easily access statistical and other data.

6. CONDUCT OF MEETINGS

6.1 Membership

The Committee shall be appointed by the Board annually and shall include three voting Members of the Board. All Members may exercise the right to vote on any matter tabled before the Committee. Members may be removed at any time by the voting Board Members of the BHB if necessary or appropriate. One of the Members will be appointed Chair of the Committee by the Board.

The individuals holding the following offices of BHB shall also serve on the Committee:

- Chief Executive Officer
- Chief of Staff
- Chief of Emergency
- Chief Operating Officer
- Chief of Nursing
- Vice President , Public Relations
- Vice President, Human Resources

Any other members of BHB's Executive Team or their delegate may attend meetings by invitation from the Chair.

The Committee may invite any subject matter expert whether internal or external to attend all or part of any meeting in whatever capacity the Chairman of the Committee deems appropriate.

6.2 Appointments

Co-Opted Members may be nominated by the Committee Chair and should be vetted and approved by the Executive Committee and ultimately the Board. Co-Opted Members may serve for a period of one year, unless otherwise agreed by the Board.

The Board may exercise its discretion to re-appoint Co-Opted Members for an additional term. The Board's Committees are advisory by nature; decisions rendered / votes cast by Committee Members are therefore presented to the Board as recommendations.

6.3 Quorum and Voting

Quorum for all Committee meetings will be satisfied where two Board Members are in attendance.

Every question or matter to be determined by the Committee at any committee meeting shall be decided by way of a majority vote. In the event of an equal division of votes on any questions or matters, the Chair of the meeting may give a second casting vote. A Member may abstain from voting on a matter in which that Member has a financial or personal interest.

6.4 Frequency

The Committee shall at a minimum meet not less than six times per year. The Chairman or Committee Members may convene additional meetings at any time to deal with matters within the remit of the Committee.

6.5 Resolutions in writing

The Board hereby confers on the Committee powers to make decisions by way of written resolution. A copy of the resolution(s) shall be circulated, to all Members who would be entitled to attend a meeting and vote. The date of the resolution is the date when the resolution is signed by the last Member to sign.