

2.0 Global Governance-Management Connection and Global Governance-Medical Connection Board-CEO Linkage and Board-Chief of Staff Linkage

Version Number	Description of Changes	Effective Date
1	Initial release	1997-09-24
2	Revision	1999-01-30
3	Revision	2012-07-19
4	Revision	2019-01-23
5	Comprehensive revision	2026-09-30

Purpose

To establish the fundamental principle governing the relationship between the Board of Directors and those to whom it delegates operational and medical authority, confirming that the Board governs through two single official connections: the CEO and the Chief of Staff.

Scope

This policy applies to all dealings between the Board of Directors and the organization. It is the global policy of the Series 2 policies and governs the interpretation of every policy within that series.

No separate monitoring report is presented to the Board in respect of this policy; compliance is evidenced through the monitoring reports provided for in Policies 2.3 and 2.4.

Guiding Principles

2.0.0 The Board governs through single official connections in order to preserve clarity of accountability, avoid conflicting instruction, and enable unambiguous reporting.

2.0.0.1 Dual Delegation: The Public Hospitals Act assigns the Board two distinct delegations — one to the CEO for the administration, organization and management of the organization, and one to the Chief of Staff for the organization of the medical staff and the quality of medical care. These two connections are parallel and neither is subordinate to the other.

2.0.0.2 Unity of Control: Only decisions of the Board acting as a body are binding on the CEO and the Chief of Staff.

Policy

2.0.1 The CEO is the sole official connection between the governance functions of the Board of Directors and the management functions of the organization.

2.0.2 The Chief of Staff is the sole official connection between the Board of Directors and the medical staff.

2.0.3 The Board exercises no direct authority over staff members or medical staff members, and gives them no instruction other than through the CEO or the Chief of Staff, as applicable.

2.0.4 The Board does not evaluate the performance of staff or of medical staff members, other than the performance of the CEO and the Chief of Staff, evaluated in accordance with Policies 2.5 and 2.6.

2.0.5 The Series 2 policies give effect to this global principle:

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Policy	Subject
2.1	Delegation to the CEO
2.2	Delegation to the Chief of Staff
2.3	Monitoring CEO Performance
2.4	Monitoring Chief of Staff Performance
2.5	CEO Performance Evaluation
2.6	Chief of Staff Performance Evaluation
2.7	Executive Compensation

2.0.6 In the event of any inconsistency between this policy and another Series 2 policy, this policy prevails with respect to the principle of the single official connection.

Definitions

Chief of Staff: The medical staff member appointed by the Board to serve as such in accordance with the *Public Hospitals Act* and the Professional Staff By-law.

Medical Staff: All physicians appointed by the Board and holding privileges at HGH.

Official Connection: The single channel through which the Board conveys its expectations to, and receives accountability from, the organization or the medical staff.

Unity of Control: The principle that only decisions of the Board acting collectively are binding.

References

- ❖ *Public Hospitals Act, R.S.O. 1990, c. P.40, and Regulation 965*
- ❖ *HGH Corporate By-laws (June 26, 2024), sections 1.1(e), 1.1(g), 8.7, and 11.1*
- ❖ *HGH Professional Staff By-law (2023)*
- ❖ *Guide to Good Governance (OHA), 4th Ed. — Chapter 2 (Models of Governance), Chapter 5 (Professional Staff and Quality)*
- ❖ *Accreditation Canada – Governance Standards (HSO A1001:2022) — Standards 2.1.3, 3.1.1, 3.4.1*
- ❖ *Policy 1.0 – Global Governance Commitment*
- ❖ *Policy 2.1 – Delegation to the CEO*
- ❖ *Policy 2.2 – Delegation to the Chief of Staff*
- ❖ *Policy 2.3 – Monitoring CEO Performance*
- ❖ *Policy 2.4 – Monitoring Chief of Staff Performance*
- ❖ *Policy 2.5 – CEO Performance Evaluation*
- ❖ *Policy 2.6 – Chief of Staff Performance Evaluation*
- ❖ *Policy 2.7 – Executive Compensation*