

BOARD MANUAL

SUBJECT: Digital Health Strategy Committee Terms of Reference	NO.: 2-A-17
SECTION: Structure, Roles and Responsibilities	
APPROVED BY: Board of Directors	DATE: May 7, 2025

1. Application

Reporting to the Board of Directors, the Digital Health Strategy Committee of the Board has the primary responsibility to oversee the successful execution of the Cambridge Memorial Hospital digital e-health plan, operational excellence plan, and research & innovation plan.

2. Composition

- a. The Committee shall be composed of the following voting members:
 - i. Up to three (3) elected Directors
 - ii. Up to five (5) other members from the broader community who have experience in clinical informatics, information technology and digital health.
 - iii. One member, appointed by the Patient Family Advisory Committee
- b. Non-voting resources to the Committee will include:
 - i. President & Chief Executive Officer (CEO)
 - ii. Vice President, Finance and Corporate Services and Chief Financial Officer
 - iii. Vice President, People and Strategy
 - iv. Director, Corporate Services & Chief Information Officer
 - v. Director, Operational Excellence
 - vi. Clinical Representative(s)

3. Meetings

The Committee shall:

- (a) meet at least four (4) times annually, or more frequently as circumstances dictate;
- (b) conduct all or part of any meeting in the absence of management, and, at a minimum, conduct such a session at each regularly-scheduled Committee meeting;
- (c) invite to its meetings any Director, member of management or such other persons as it considers appropriate in order to carry out its duties and responsibilities;
- (d) exclude from its meetings any persons it considers appropriate in order to carry out its duties and responsibilities.

4. Specific Duties and Responsibilities

The Committee shall:

- (a) Monitor project performance for projects and make recommendations with respect to:
 - 1. Reporting and progress updates
 - 2. Risk mitigation strategies on project deliverables
 - 3. Benefits realization and return on investment
 - 4. Innovation and further intellectual capital development opportunities
- (b) Approve or recommend the use of expenditures from each project's contingency and/or change requests, as guided by policy
- (c) Provide private sector and/or international implementation and operations experience and advice
- (d) Optimize opportunities for effectiveness and certainty for project deliverables of scope and function, capital and operating costs, schedule, quality, communication and risk management
- (e) Provide oversight of the capital financing strategy regarding required debt or alternate financing models, when appropriate
- (f) Provide regular progress updates to the Board of Directors.

5. General

The Committee shall have the following additional general duties and responsibilities:

- (a) report to the Board of Directors on material matters arising at the Committee meetings following each meeting of the Committee;
- (b) maintain minutes or other records of meetings and activities of the Committee;
- (c) conduct an annual evaluation of the Committee in which the Committee reviews the Committee's performance for the preceding year for the purpose, among other things, of assessing whether the Committee fulfilled the purposes and responsibilities stated in the terms of reference;
- (d) Review and assessing the adequacy of the terms of reference on an annual basis and submitting any proposed amendments to the Governance Committee and the Board for approval;
- (e) Provide an orientation for new committee members; and
- (f) Perform such other functions and tasks as may be assigned from time to time by the Board of Directors.

At the completion of the digital health plan operational excellence plan, and research & innovation plan, the Governance Committee will review the continuing need and relevance of the Committee and make a recommendation concerning its continuance to the Board of Directors.

DEVELOPED: April 27, 2022		
REVISED/REVIEWED:		
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