

## BOARD MANUAL

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

### 1. Application

Reporting to the Resource Committee of the Board, the Digital Health Strategy Sub-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. The Committee is a temporary committee to support the strategies and the requirement for it to continue will be evaluated by December 31, 2025.

### 2. Composition

- a. The Sub-Committee shall be a sub-committee of the Resources Committee, 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 Sub-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, Digital Health & Chief Information Officer
  - v. Director, Operational Excellence
  - vi. Clinical Representative(s)

The Committee Chair is appointed by the Board and is a Director.

### **3. Meetings**

The Sub-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 Sub-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 Sub-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 Resources Committee

## 5. General

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

- (a) report to the Resources Committee on material matters arising at the Sub-Committee meetings following each meeting of the Sub-Committee;
- (b) maintain minutes or other records of meetings and activities of the Sub-Committee;
- (c) conduct an annual evaluation of the Sub-Committee in which the Sub-Committee reviews the Sub-Committee's performance for the preceding year for the purpose, among other things, of assessing whether the Sub-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 Resources Committee, 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 Resources Committee.

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

<b>DEVELOPED: April 27, 2022</b>		
<b>REVISED/REVIEWED:</b>		
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