



Technology Evaluation in the Elderly Network (Canadian Frailty Network or CFN) is a not for profit corporation organized under the *Canada Not-for-profit Corporations Act* (NFP Act).

The Board of Directors, the Research Management Committee (RMC), and all Board or advisory committees must follow the policies and procedures of the Network, including related ethical, legal and social guidelines.

Structure

Board and Committees are each led by a Chair, who will be familiar with the CFN mandate/vision, strategic objectives and operations.

Membership

Voting member criteria, method of appointment and term of appointment are laid out in the Board or Committee Terms of Reference.

Voting members, with the exception of the CFN Scientific Director and Chief Executive Officer (Scientific Director), are volunteers.

The CFN Executive Director and Chief Operating Officer (Executive Director), and a representative of the NCE Secretariat are non-voting members of the Board and all Committees.

Other CFN staff will support the Board and Committees in various capacities, and will attend meetings at the direction of the CFN Executive Director. For Board and Board Committee meetings, the Chair of the Board or Committee must approve the attendance of any non-member.

Roles

The primary function of the Chair is to ensure the effective functioning of the Board or Committee. The specific duties and responsibilities are to:

- Preside as chair over meetings;
- Collaborate with assigned CFN staff in the meeting and planning process;
- Provide input to CFN staff and approve the agenda and associated materials for meetings;
- At meetings, help clarify issues, i.e., repeating questions or motions under discussion, re-state focus of discussion, summarize discussion outcomes (the Chair remains neutral, unless he/she leaves the position of Chair for discussion of a decision item);
- Ensure that members actively participate during the meeting.

Members will:

- Work positively, cooperatively and respectfully with other members, with CFN staff and with the CFN Network community

- Respect the diversity of views and opinions of others
- See beyond their own personal experiences
- Attend at least 75% of scheduled meetings
- Come prepared to meetings, ask questions and make a positive contribution to the discussions
- Annually, submit an updated Committee Member Profile and Conflict of Interest (COI) declaration

Compensation/Reimbursement:

CFN is an NCE-funded not-for-profit organization, with restrictions on how NCE funds may be used. Honorariums are not permitted using NCE funds.

For face-to-face meetings, where necessary, CFN will provide accommodation and reimbursement for allowable travel expenses. If a caregiver is required to facilitate the travel of a frail elderly member to participate in face-to-face meetings, or if a replacement caregiver is required for a volunteer caregiver to participate in face-to-face or other meetings, reimbursement for travel expenses may be considered based on a written request to the CFN Executive Director.

Meetings:

Most meetings are held using information communication technologies (ICT).

Meetings are called by the Chair in collaboration with the CFN Scientific or Executive Director, according to the Terms of Reference, and based on Board/Committee availability and reporting or other deadlines (as determined by the CFN Scientific or Executive Director). For Committees, if meetings must be called in specific date ranges to meet reporting and or other deadlines and the Committee Chair is unavailable, the CFN Scientific or Executive Director will chair the meeting.

Agendas and supporting materials will be developed by assigned CFN staff or others (as delegated by the CFN Executive Director), in consultation with the Chair and approved by the CFN Executive Director prior to circulation. Wherever possible, meeting materials will normally be distributed to members seven (7) days in advance of each meeting. Minutes are taken by assigned CFN staff or others (as delegated by the CFN Executive Director), reviewed by the CFN Scientific/Executive Director and Chair, and wherever possible, circulated to members in advance of the next meeting.

Quorum

The majority of the members without conflicts of interest must be in attendance at the beginning of the meeting for decision-making to take place. A quorum for decision-making shall be considered half of the non-conflicted members, plus one.

History

Board and Committee Operating Guidelines approved by the Board of Directors – March 30, 2016

Board and Committee Operating Guidelines approved by the Board of Directors – May 29, 2017