

BRIEFING NOTE

TO: Board of Directors

FROM: Governance Committee

DATE: June 3, 2024

SUBJECT: 5.2 Governance Reform: Electoral Districts

☒ For Decision

☐ For Information

☐ Monitoring Report

Purpose:

To obtain the Board of Directors' approval to conduct a stakeholder consultation presenting two models of proposed electoral reform (Models 1 and 2) as recommended by the Governance Committee.

Background:

The board has tasked the Governance Committee with exploring possible governance reform that would help streamline and modernize governance processes. One of the possible reforms assigned to the committee is to explore changing or eliminating electoral districts.

In August 2023, the committee reviewed a briefing note and environmental scan and provided feedback to staff on considerations for reforming electoral districts. Following this, in October the committee received an update on potential reforms and requested to receive a proposal for reform in early 2024.

At its Q2 meeting on May 10, 2024, the Governance Committee were presented with the following three potential models for reform:

1. **Model 1 – Single District:** Under this model, all geographic electoral districts would be eliminated and replaced by a single all-Ontario district for all professional board seats.
2. **Model 2 – Broader Geographic Districts:** Under this model, the current geographic districts would be replaced with new geographic districts that cover a larger area, namely North, East, West and Central.
3. **Model 3 – Maintain Status Quo:** Under this option, no changes would be made to the current electoral districts. The COO would maintain its eight geographical districts, with one district (District 6) being reserved for an individual who has been approved by the COO as a contact lens mentor.

For Consideration:

In reviewing the potential models for reform, the Governance Committee explored changes that other *Regulated Health Professions Act* (RHPA) Colleges were incorporating into their election processes.

The committee reviewed a case study of the College of Dietitians of Ontario (CDO) as shown below. As of 2024, the CDO will elect professional directors from a single, Ontario-wide electoral district. Director of Governance and Regulatory Policy at the CDO, Lisa Dalicandro, also joined the meeting briefly to answer questions on the electoral reform that had taken place.

Case study of the CDO – Model 1

Background

At its June 2022 meeting, the CDO's Board of Directors approved a governance modernization framework which reflects best practices in regulatory governance and aligns with the [CDO's Strategic Plan 2020-2025](#). One of the goals of the strategic plan is to update the College's governance model in accordance with evidence-based practices.

Like the COO, the CDO has explored a number of reforms in line with the [College of Nurses \(CNO\) Vision 2020 Governance Modernization Report](#) however have been limited to changes that can be achieved via by-law amendments. As previously mentioned, although the Ministry of Health (MOH) has expressed support for the CNO's proposed model, to date no amendments have been made to the RHPA to permit College's implementing some of the proposed reforms (e.g. the move from elections to competency-based appointments).

September 2022 – Proposed Change to Electoral Districts

To begin operationalizing this framework and continue to meet legislative requirements, the CDO's Governance Committee presented the board with a recommendation to adopt a single election district encompassing all of Ontario. In reviewing this proposal, the board considered the challenges with the current model of electing registrants from geographical districts (Model 3) and explored how their elimination could address this.

The challenges/risks identified with multiple electoral districts included:

A lack of diversity in board composition.

The proposed change to the CDO's electoral districts had been designed to support a new [Competency & Attribute Framework](#) that would bring a variety of backgrounds, perspectives & life experiences to the composition of the board. Equity, Diversity, Inclusion & Belonging had been identified as a core competency and the framework would seek to identify the attributes to contribute to diversity on the board. This would help guide the selection process of board nominees.

The more electoral districts, the smaller the candidate pool. Multiple electoral districts would run the risk that no candidates would meet the desired competency and attribute profile.

Maximizing the number of eligible individuals to participate in the CDO's election process would increase the likelihood that at least one of the candidates would meet the desired competency and attribute profile.

Governance best practice supports the use of competency-based tools to aid in the selection of board members, rather than electing board members based solely on geographical districts.

The proposed change would enable the board to select members based solely on their competencies and attributes. This would reinforce the CDO's commitment to good governance practices that support its public protection mandate.

A periodic lack of interest in a district leading to a by-election.

The adoption of a single electoral district would allow for the largest pool of potential candidates for each election cycle.

The perception that being elected by one's peers constitutes representation to a constituency of professional members rather than to the public.

Eliminating multiple, geography-based districts from the elections process would reinforce the public-serving role of board members.

The board approved in principle the committee's recommendation to adopt a single electoral district (pending by-law revisions). The board agreed that this aligned with best practices in regulatory governance and the likely direction that other RHPA Colleges would move towards.

March 2023 – Draft Amendments to By-law 1 (General)

The board then reviewed and approved draft amendments to the CDO's by-law1 to reflect those changes approved in principle by the board.

Amendments included the addition of the following new clauses:

1.1 Electoral Districts

(b) Beginning with the Board of Directors election in 2024 and for all elections thereafter, there will be one single electoral district that encompasses all of Ontario, and all elected directors will be elected in this electoral district.

(c) As of the date upon which the directors elected in the 2024 Board of Directors election take office, all directors then serving on the Board of Directors who were elected in one of the former seven electoral districts will be deemed to have been elected in the single electoral district of Ontario. The terms of office of these directors on the Board of Directors and on any committees will be otherwise unaffected and all references in the by-laws to elected directors will apply equally to these directors.

June 2023 – By-law 1 Consultation Feedback

Proposed amendments were circulated to registrants and other system partners for feedback for a 60-day public consultation. The feedback received was brought back to the board for discussion and identified the following themes:

1. **Diversity on the board as a priority** - Geographical diversity and other types of diversity (for example, professional background and experience with different socio-economic populations).
2. **High standards for board directors and a rigorous selection process** – Respondents were also in favour of moving towards a competency and attribute-based board.
3. **Concerns of less representation from Northern and rural regions** – The board being disproportionately represented by highly populated areas. Equal representation was identified as a priority due to the different client needs found across the province.

The board discussed the concerns raised and considered the proposed mitigation strategies:

- **Competency and Attribute Framework** – Geographic diversity was captured in the framework and would be considered in the election screening process.
- **Committee appointments** – A specific focus on geographical diversity in committee appointments could be applied as needed. It was noted that this was particularly appropriate as committees are directly involved with policy review and development as opposed to the board which provides high- level strategic direction.
- **Communications Efforts** – Communications regarding elections and committee appointments could be modified to target registrants working in Northern and rural regions.

The CDO also committed to continue to review and address any barriers to participation. Following consideration of this, the board approved the proposed by-law 1 amendments.

Board Elections – April 2024

For the 2024 elections, registrants were required to complete a Board Core Competency and Attribute Framework Self-Assessment as part of the [application process](#). Eligible applications were then screened by the Governance Committee against the Competency and Attribute Framework to determine whether candidates met the criteria to run for election.

For its next election cycle, the CDO would assess the current competencies of the board and amend the framework accordingly to ensure that it collectively possesses a range of competencies and attributes. A similar framework was also being developed for committees.

Similarly, from 2018-2020 the Ontario College of Pharmacists (OCP) Board of Directors engaged in a review of the OCP's governance structure. This review led to the implementation of changes through the adoption of a new by-law, which was ratified by the OCP's Board of Directors in March 2020. One of the changes to the by-laws included the elimination of geographical electoral districts and a shift to a competency-

based board model. From the 2020 elections onward, registrants have been elected from a province-wide district. This change was intended to reinforce that registrants elected to the board are there to ensure that the public interest is served and not to represent voting constituents.

The OCP reinforced that a shift from the previous districts would allow other elements of diversity to be captured as opposed to capturing geographical diversity alone. The competency-based process would ensure that professional members elected to the board had experience of serving or working with various patient populations, such as rural, urban, hospital, northern/remote, Indigenous, mental health and addictions, and long-term care. Prior to each election period, the OCP's Governance Committee works to establish a Director Profile, which outlines the competencies/experience that candidates should have to run for election. This Director Profile is determined based on an assessment of the collective knowledge, skills, and experience of the current board to ensure that it reflects various patient populations.

COO By-laws

To implement this change, an amendment to the by-laws would be required. A similar amendment to clause [6.1 Electoral Districts](#) could be made as that outlined above for the CDO with the reference to "one single electoral district that encompasses all of Ontario, and all elected directors will be elected in this electoral district". The College could also continue to allot a seat for a registrant who is designated as a Contact Lens Mentor.

Transition Period

All current professional board members were elected based on their district for a 3-year term. It is recommended that the transition to a single district would take place over a transition period that would permit all board members to serve their full term, following which their seat would be filled based on the single Ontario-wide district.

At the CDO two directors will be elected to the board each year. Previously, elections for each district were staggered every three years. Although holding annual elections at the COO could run the risk of overburdening registrants and result in election fatigue, it could also be a positive experience for registrants. With this, registrants would be presented with more opportunities to run for a seat on the board as opposed to being required to wait for three years for their district and 3 years for the province-wide seat as is currently in place.

At its meeting on May 10, the Governance Committee discussed the following strengths and weaknesses with Model 1:

Strengths

- The transition would help to move away from the perception that board members represent a constituency of registrants which would ultimately benefit the College's mandate of protecting the public.
- It would help to remedy the lack of interest in particular districts which in the past have led to acclamations and supplementary nomination periods. Model 1 would allow for the largest pool of potential candidates.

- Annual elections would give registrants more opportunities to run for a seat on the board. Annual elections would also require the College to reach out to registrants more frequently which could increase voter engagement.
- Maximizing the number of eligible individuals to participate in the election process would increase the likelihood that at least one of the candidates would meet the competencies and attributes required.

Weaknesses

- A single district would not guarantee geographic diversity. The committee discussed if geographic diversity was currently being prioritised at the expense of other types of diversity and if geographic representation could be addressed at committee-level. As noted above this would be important as committees are directly involved with policy review.
- Annual elections could create election fatigue for registrants.
- A single district could run the risk of elections becoming Urban vs Rural.
- Rural registrants could be at a disadvantage in terms of voting in that they could have a smaller network and know fewer registrants to vote for them.

Model 2 – Broader Geographic Districts

Other RHPA Colleges have chosen the approach of reducing the number of electoral districts for the purpose of board elections to increase voter engagement and an equal distribution of votes. In March 2023, the College of Occupational Therapists of Ontario (COTO) approved the recommendation to amend its by-laws to restructure the number of electoral districts from six to three. Similarly, in January 2021 the College of Naturopaths of Ontario (CONO) Board of Directors approved a by-law amendment to reduce the number of districts from eight to seven with the purpose of creating parity with the number of public members on their board. Creating broader geographic districts, however, would not permit the COO to fully realise some of the benefits identified. For example, this would not reduce the perception that being elected by one's peers constitutes representation to a constituency. This approach may also be more administratively burdensome for the team in reassigning post codes to the restructured districts.

At its meeting, the Governance Committee discussed the following strengths and weaknesses with Model 2:

Strengths

- Larger geographic districts would help to maintain geographic diversity.
- Broadening districts would increase the number of individuals eligible to participate in each election and would help to increase the likelihood that at least one of the candidates would meet the competencies and attributes required.

Weaknesses

- The redistribution of registrants in each district would be administratively difficult. The COO does not have the capacity to continue to redistribute districts according to changing registrant numbers over time. There would continue to be a disparity if districts were designed on a geographical basis.

- The model would not address the issue of board members being perceived as representatives of a particular constituency. The committee discussed mitigating this perception via increased education and communication with registrants.
- Broader districts could still run the risk of the majority of registrants being elected from the urban centres of those districts.
- Larger districts as opposed to a single district would result in a smaller pool of candidates which could run the risk that no candidates would meet the desired competency and attribute profile.

The COO could also adopt a hybrid model such as that currently in place for the College of Optometrists of Ontario. The College of Optometrists currently uses a combination of geographic and academic districts with nine members of the board being elected from five geographic areas and one registrant being selected from the Faculty of the University of Waterloo School of Optometry and Vision Science. This hybrid approach is also in place for the College of Chiropractors of Ontario (CCO), College of Kinesiologists of Ontario (CKO), College of Massage Therapists of Ontario (CMTO) and College of Psychologists of Ontario (CPO).

Although this hybrid-approach to election districts could bring another element of knowledge to the board, it would again fail to combat the issues identified with the current composition. For example, it would not reduce the perception that being elected by one's peers constitutes representation to a constituency. This approach would again be administratively burdensome for the team in the creation those new academic districts.

Model 3 – Maintain Status Quo

Challenges and risks identified with multiple electoral districts have been identified in the CDO's case study. It is also worth considering that another challenge that the current eight districts present is the unequal distribution of registrants within those districts. A breakdown of registrants by electoral districts has been presented below.

1. **Southern** - 339
2. **Eastern** - 543
3. **Northern** - 111
4. **Western** - 252
5. **Toronto** - 577
6. **Ontario** - 3293 (All Registrants)
7. **Central Western** - 584
8. **Central** - 829

One registrant is currently elected from each district which presents a challenge in terms of the disparity in the number of registrants assigned to each district. For example, there is a difference of 718 registrants between the Central and Northern districts however each is assigned with one seat. This presents an inequality in terms of seat distribution which could be addressed by electoral reform.

Following discussion of the three potential models and the identification of the strengths and weaknesses of each, **the Governance Committee agreed that it would be helpful to receive stakeholder feedback on both Models 1 and 2.**

Public Interest Considerations:

Good governance is at the heart of effective professional regulation and decision-making in the public interest. Reforming the electoral districts is reflective of modern governance practices intended to strengthen public trust in the regulatory framework and to reduce any misconceptions about the role of professional board members.

Diversity, Equity, and Inclusion Considerations:

Reforming electoral districts is designed to increase diversity on the board by widening the pool of applicants and increasing access to the election process. The Governance Committee also considered the impact of electoral reform on geographical diversity and how this could be mitigated.

Risk Management Considerations:

Restructuring the electoral districts would align with best practices in regulatory governance and with the [COO's Strategic Plan 2023-2025](#) to demonstrate regulatory leadership through governance excellence.

Recommendations/Action Required:

That the Board approve conducting a stakeholder consultation presenting two models of proposed electoral reform (Model 1 – Single District and Model 2 – Broader Geographic Districts) as recommended by the Governance Committee.

Once complete, the results of the consultation will be presented to the Governance Committee for its review and brought forward to the board with recommendations at its next meeting.