

BRIEFING NOTE

TO: Board of Directors

FROM: Governance Committee

DATE: May 30, 2022

SUBJECT: 8.3 Content Review of the Intellectual Property Policy 2-13

☒ For Decision

☐ For Information

☐ Monitoring Report

Purpose:

To carry out a scheduled content review of the Intellectual Property Policy 2-13 for the purpose of determining whether any amendments are necessary.

Background:

It is the responsibility of the Board to develop, approve, update and evaluate implementation of its governance policies. Appendix 2 to the COO's Policy Governance Manual sets out a review schedule for all policies in the manual. The purpose of reviewing the policies on a regular basis is to ensure that they continue to be relevant and serve the function that they were implemented for.

For Consideration:

The Intellectual Property Policy 2-13 was approved by the Board on October 1, 2018 and is slated for evaluation of its content this year on the Board Policy Review Schedule. On review, the Governance Committee was of the view that it would be appropriate to update the policy as follows:

Minor terminology updates

Minor updates to ensure that the policy language is consistent with updated terminology used by the College and throughout the Policy Governance Manual.

Changing the category that this policy falls under in the Governance Manual

Currently, the policy is included in the Operational Boundaries quadrant of the Governance Manual. Policies in this category are focused on setting risk boundaries around operational matters that the Registrar, CEO is responsible for managing. The Board receives regular monitoring reports from the Registrar, CEO on all operational boundaries policies on how the Registrar, CEO has interpreted and complied with these policies.

By contrast, policies in the Governance Process quadrant are focused on how the board itself operates and its processes and accountabilities. Compliance with policies in this quadrant is

monitored through the board's ongoing evaluation processes (annual self-evaluation process and the third-party evaluation every three years).

On review, the Committee was of the view that the purpose of this policy is to codify the board's process for considering work product created by directors and appointed members and does not appear to include any operational risk boundaries that the Registrar, CEO is responsible for implementing. Therefore, the Committee believes that the policy should be moved from the Operational Boundaries quadrant to the Governance Process quadrant of the Governance Manual.

The original policy with the proposed revisions is redlined in **Appendix A** below and a clean version, **Appendix B**, is also attached.

Public Interest Consideration:

The Board has recognized the importance of strong governance in order to carry out its object of regulating the profession in the public interest and has invested significant time and resources into updating its governance policies and processes. Reviewing the content of these policies ensures that policies are consistent and effective, and that the College is up to date with regulations, technology, and regulatory best practices.

Diversity, Equity and Inclusion Considerations:

The Committee did not identify any concerns from a diversity, equity or inclusion standpoint relating to this policy.

Recommendation:

The Governance Committee recommends that the Board approve the updates to the Intellectual Property Policy 2-13 as presented.

POLICY TYPE: ~~OPERATIONAL BOUNDARIES~~ GOVERNANCE PROCESS4-28 Intellectual Property Policy

The College, its Board and Committees rely heavily on the efforts of its professional Directors and ~~these individuals appointed by the Lieutenant Governor in Council~~ Appointed Committee Members in order to undertake the tasks assigned ~~to the~~ to the College. These individuals will create work products and innovations by their involvement in the College.

Accordingly, all members of the Board and ~~its~~ Committees,

1. Acknowledge that all work, discoveries, improvements and inventions conceived of or made by any members of the Board or ~~its~~ Committees in connection with the work, products, equipment or other activities of the College during the member's involvement belongs to the College, unless a written agreement between the member and the College signed in advance provides otherwise.
2. Assign and release all interest in any such work, discoveries, improvements or inventions to the College.
3. Shall review and sign the "Acknowledgment and Undertaking regarding Fiduciary Duties" prior to assuming their responsibilities and duties on behalf of the College.

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