

Policy and Procedure

Title:	Policy and Procedure Pertaining to Governing Documents		
Policy Number:	07.008	Section:	Governance (Board)
Effective Date:	September 22, 2016		
Revised Date:	October 30, 2019		
Approving Body:	Board of Directors		
Authority:	CancerCare Manitoba Act		
Responsible Officer:	Board Chair/President and CEO		
Delegate:			
Contact:	CancerCare Manitoba Policy Office		
Applicable to:	CancerCare Community		

1.0 BACKGROUND:

Not applicable.

2.0 PURPOSE:

To state CCMB's policy with respect to the of documents that establish the terms and conditions under which it shall conduct its corporate activities; and to define the principles and requirements for the development, approval, implementation, review, revision, repeal, and promulgation of Governing Documents.

3.0 DEFINITIONS:

3.1 **Act:** The CancerCare Manitoba Act C.C.S.M. c. C20 as amended.

3.2 **Ancillary Documents:** Documents that supplement a Governing Document, or otherwise relate to matters of required or desired conduct including but not limited to: standards, protocols, directives, practice tools, forms, codes, guidelines, standard operating procedures, required organizational practices and interpretive bulletins.

3.3 **Approving Entity:** The Board of CCMB or, with respect to Governing Documents that only apply to the Administration, the President and Chief Executive Officer.

3.4 **Board:** The Members of CCMB as defined under the Act and operating as a Board of Directors.

3.5 **By-Laws:** Regulations or rules that pertain to the internal governance of CCMB that are formulated by the Board, designated as By-laws by it, and are subject to approval by the Government of Manitoba.

3.6 **Administration (noun):** All employees, agents, and personnel engaged in activities under the authority of the President and CEO of CCMB.

3.7 **CancerCare Community:** All employees, members of the Board, members of committees of the Board and Administration, individuals engaged in activities under the aegis or sponsorship of CCMB, volunteers and visitors to facilities

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owned or operated by CCMB.

- 3.8 **Contact:** The individual or unit responsible for answering questions about the document.
- 3.9 **Contact Information:** The name, title, email address and telephone number for the Responsible Officer and Contact person responsible for responding to inquiries concerning a Governing Document.
- 3.10 **Delegate:** The individual or organizational unit to whom the Responsible Officer has delegated his/her obligations relating to the implementation, communication, and review of a Governing Document.
- 3.11 **Governing Document:** A CCMB By-law, Policy, a Policy-Linked Procedure, and/or a Regulation established under the authority of CCMB.
- 3.12 **Governing Document Proposal:** A By-law, Policy, Procedure and/or Regulation in any stage of development, prior to approval by the Approving Entity.
- 3.13 **Policy:** A CCMB Governing Document that states the principles upon which CCMB shall base the conduct of its affairs in matters that bear on its purposes as set out in the Act, its corporate values and ethics, and its desired standards of performance.
- 3.14 **Policy Office:** A unit of the Administration led by an officer (Policy Officer) that facilitates the implementation of this Policy and the conduct of other administrative functions pertaining to the types of documents referred to in this Policy.
- 3.15 **Procedure (Ancillary):** Prescribed actions or steps to give effect to an Ancillary Document.
- 3.16 **Procedure (Policy Linked):** Prescribed actions or steps to give effect to a By-law, Policy, or Regulation.
- 3.17 **Regulation:** A rule or order prescribed by CCMB relating to actions of those under its authority.
- 3.18 **Responsible Officer:** The Chair of the CCMB Board of Directors; the Chair of the Nominations and Governance Sub-committee of the Executive Committee of the Board; the President and Chief Executive Officer or any other officer of the Administration, who sponsors a Governing Document Proposal concerning matters that fall under his/her jurisdiction as determined by the President and CEO.
- 3.19 **Specific Governing Documents:** Documents that are limited in their scope and application to a specific unit, body, function or program of activities.
- 3.20 **Unit:** A sub-division of the Administration under the jurisdiction of a unit head appointed under the authority of the President and CEO.

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4.0 **POLICY:**

- 4.1 It is the Policy of CCMB to create documents governing its processes and practices that are aligned with CCMB's statutory objects, its corporate values and ethics and established standards of performance.

5.0 **PROCEDURE:**

5.1 **Governing Document Approval**

- 5.1.1 The Board shall be the Approving Entity within CCMB for all Governing Documents except those that are generated by and apply only to the Administration.

The President and CEO shall, subject to the terms and conditions of his/her employment, be the Approving Entity for Governing Documents that are generated by and apply only to the Administration. The President and CEO may, by formal delegation of his/her authority, designate another officer of, or individual within, the Administration to serve as the Approving Entity for specified Governing Documents.

- 5.1.2 The Approving Entity may approve Procedures, which comply with a Policy, By-law or Regulation, or it may delegate the power, in writing, to another person or body, as it deems appropriate.

- 5.1.3 A Governing Document becomes effective upon receiving the approval of the appropriate Approving Entity, or at such later date as may be specified by the Approving Entity; except that, By-laws become effective upon receiving the approval of the Government of Manitoba.

5.2 **Governing Document Review**

- 5.2.1 Responsible Officers shall regularly review Governing Documents as circumstances require and in any event at least every ten (10) years.

- 5.2.2 The specific review date for a Governing Document "Review Date" will be established as part of the resolution approving the Governing Document.

- 5.2.3 Governing Document reviews can be conducted earlier than the specific review date if:

- a) the Responsible Officer or the Approving Entity deems it necessary or desirable to do so;
- b) the Governing Document or any material part thereof is no longer in conformity, or is in material conflict with the Act;
- c) the Governing Document or any material part thereof is in material conflict with another Governing Document.

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- 5.2.4 A Governing Document may be repealed or amended at any time prior to its Review Date if:
- a) the Approving Body deems it necessary or desirable to do so;
 - b) the Governing Document is not in conformity with current legislative or statutory requirements; and/or
 - c) the Governing Document is in material conflict with another Governing Document.

5.3 **Interim Governing Documents**

Whenever a Governing Document, other than a By-law, must be promulgated before it has been put into a standard format, it may be disseminated in memo form by the Approving Entity and marked as an "Interim format" document. As soon as possible thereafter, the document shall be formatted in accordance with the relevant requirements as set out in Schedule Y hereof and resubmitted to the CCMB Policy Office for republication. In the meantime, it shall be given full force and effect.

5.4 **Updates and Typographical Corrections**

The CCMB Policy Office is authorized to update contact information, cross-references and to correct typographical errors in any Governing Document, provided that such changes do not affect its substance or effect.

5.5 **Conflicts Between Documents**

- 5.5.1 Governing Documents may not be established or, if established, remain in effect that contravene any legal or statutory requirement, or in material conflict with any other Governing Document.
- 5.5.2 Ancillary Documents may not be established or, if established, remain in effect that contravene any legal or statutory requirement, or are in material conflict with any Governing Document.
- 5.5.3 Material conflicts among Ancillary Documents shall be resolved by amendments implemented as expeditiously as possible by the Approving Entity under whose jurisdiction those Ancillary Documents were promulgated.

5.6 **Accountability**

The Office of the President and CEO shall be responsible for implementation, administration and review of this policy.

5.7 **Repository of Governing Documents and Public Availability**

The CCMB Policy Office shall be the official repository for all Governing Documents, and shall:

- 5.7.1 Ensure that current versions of CCMB's Governing Documents are posted

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on CCMB's public website;

5.7.2 Maintain an archive of all previous versions of Governing Documents as amended or repealed; and

5.7.3 Maintain records of all delegations of authority made in writing by an Approving Entity.

5.8 Interpretation

Legal advice may be sought from time to time by the Board or by the CEO as to the force and effect of Governing Documents and other matters of interpretation.

5.9 Approval of Procedures

The President and CEO may approve Procedures that are ancillary to and comply with this Policy insofar as those procedures pertain to Governing Documents for which the President and CEO is the Approving Entity.

The Board in its discretion may delegate to the President and CEO the approval of specified Procedures that pertain to Governing Documents for which the Board is the Approving Entity.

5.10 Effect on Previous Statements

This Policy supersedes all previous statements and policies pertaining to the subject matter contained herein.

6.0 CROSS REFERENCES:

6.1 This Policy may be cross-referenced, in Schedule 'X' hereof, to processes, existing and to be developed, that facilitate implementation of this Policy.

Contact:

All enquiries relating to this document should be directed to:

Name:

Title/Position: CCMB Policy Office

Phone:

E-mail:

Address:
(if required):

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DOCUMENTATION

Document Location:

This document is located (hard and e-copy formats):

1. The original signed and approved document is on file in the Policy Office, CCMB.
2. The e-copy is on file in the CCMB Governing Documents Library on SharePoint.
3. The e-copy is located on the CCMB website.

Revision History:

Date	Version	Status	Author	Summary of Changes
dd/mm/yyyy	#	Initial, Draft Final Minor/Major revision		
22/09/2016	1	Initial	Board	New governing document
		Minor Revisions		

Approvals Record:

This Policy requires approval by:

Approval		
Date	Name / Title	Signature
	Not applicable.	

FINAL APPROVAL:

Date	Name / Title	Signature
Oct 30 2019	Approved by the Executive Committee of the Board on behalf of the Board of Directors	Approved by the Executive Committee

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SCHEDULE 'X'

This schedule shall list cross-references to documents describing processes and tools, existing and to be developed, that facilitate implementation of the Policy on Development, Review, Repeal and Revision of Governing Documents.

The Board shall develop the processes and tools relating to Governing Documents that apply only to the Board.

The processes and tools relating to Governing Documents that apply only to Administration shall be developed by the Administration.

The processes and tools relating to Governing Documents that apply to both the Board and Administration shall be developed in a manner that reflects that dual application.

1. Governing Documents Template
2. Procedure for Development and Revision of Governing Documents
3. Governing Documents Revision Request Form
4. Formatting Guidelines for Governing Documents
5. Policy Checklist for New Policies
6. Policy Compliance Review Process
7. Policy Compliance Review Report – Template
8. Policy Stakeholder Consultation Form
9. Communication and Education Plan for Policies – Checklist
10. Communication and Education Plan for Policies – Template

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SCHEDULE 'Y'

Classification of Documents

Governing Documents	Scope	Type	Approving Entity	Application
	General	By-law	B	C
		Policy	B P or D	A B C or O
		Procedure (Type A)	B P or D	A B C or O
		Regulation	B	C
		Other		
	Specific	By-law	B	O
		Policy	P or D	O
		Procedure	P or D	O
		Regulation	P	O
		Statutory		
		Other		
Ancillary Documents				
		Procedure (Type B)	B P or D	
		Guideline	B P or D	
		Directive	B P or D	
		Practice Tool	B P or D	
		Form	B P or D	
		Code		
		Standard Procedure		
		Required Practice		
		Interpretive Bulletins		

Application Classification:

A - Administration B – Board C – Community O – Other

Approving Entity:

B – Board P – President and CEO D - Delegate