Sample Regulatory/Adjudicative Agency Mandate and Roles Document

[Agency name] Mandate and Roles Document

The Mandate and Roles Document for [Agency name] (“Agency”) has been developed collaboratively between the Minister of ________ and the Agency to reflect a common understanding of their respective roles and responsibilities.

Nothing in this mandate and roles document is intended to or shall interfere with the Agency’s proper exercise of any statutory powers of decision. Although the Agency is part of the Ministry of __________ for administrative purposes, the Agency is an independent body making independent decisions.

1. Agency Mandate

The Agency is an adjudicative body created by the _______________ Act. It has jurisdiction to hear applications and appeals under a number of statutes/regulations including:

   • The Act
   • ___ Act/Regulation
   • ___ Act/Regulation

Regulatory Matters (if applicable)

A. The Agency exercises general supervision over _____ within the Province of Alberta (Province). This includes _______ and ________________.
B. The Agency is responsible for setting ______________ for ____________________.

Adjudicative Matters (if applicable)

A. The Agency hears appeals from ______ relating to ______ and ______________.
B. The Agency also hears applications to ____________.
C. Certain orders made by _____ under the ______ Act may be appealed to the Agency.
Applicable Legislation and Regulations

The Agency has responsibilities under, and is subject to, a number of statutes and regulations including [please indicate the appropriate statutes and regulations from the following list):

- *Financial Administration Act* (FAA)
- *Government Accountability Act*
- *Freedom of Information and Protection of Privacy Act* (FOIP)
- *Public Service Act*
- *Alberta Public Agencies Governance Act (APAGA)*
- Other [please specify]

2. Duties and Responsibilities

The Government is responsible for the legislative, regulatory and policy framework in which the Agency operates.

The Minister

The Minister is accountable to the Legislature for the Agency. The Minister reports to the Legislature on the affairs of the Agency and answers questions about the Agency.

The Minister:

- appoints, or recommends the appointment of, the Board Members and the Chair based on her/his assessment that the appointees have the appropriate knowledge, skills, experience and values to assist the Agency in achieving its objectives and performing its functions;

- monitors the operations and performance of the Agency to ensure that it is fulfilling its mandate in compliance with Government policies while respecting the need of the Agency for independence in conducting its adjudicative function;

- participates in the process of setting and monitoring the Agency’s strategic direction and targets, *(if applicable)*; and

- informs the Agency of Government policies and direction affecting the work of the Agency.

- conducts regular (at least every seven years) reviews of the Agency’s mandate and purpose to determine if the work of the Agency is still relevant to the needs of Albertans, if it is aligned with Government priorities and if the operations and functions are being carried out in a manner that can achieve Government objectives.
The Deputy Minister

The Deputy Minister supports and acts under the general direction of the Minister. The Deputy Minister is responsible for the following activities which have been delegated by the Minister [please specify e.g. communication with the Agency Board and Executive staff concerning Government policy, the regular review of the Agency’s mandate and purpose, etc.]:

•

•

The Department of _____________ (“Department”)

In order to meet the responsibilities delegated to the Agency, the Government and the Department are responsible for supporting the Agency in the following areas [choose applicable ones and add others as appropriate]:

• Financial Resources
• Human Resources
• Administration
• Communications
• Orientation and Training
• Other (please specify)

The Board (if applicable)

The Board is responsible for the governance of the Agency and overseeing the management of the Agency’s business and affairs. The Board guides the Agency’s strategic direction, evaluates the performance of the Agency’s Chief Executive Officer (“CEO”), approves and monitors the Agency’s business plan, operational plan and financial results and is ultimately accountable to the Minister. Board members must act honestly, in good faith, leaving aside personal interests to advance the public interest and the mandate of the Agency.

The Board is responsible for:

• identifying appropriate business processes to assist in fulfilling its mandate, including:
  o the development of bylaws [if permitted by the legislation],
  o frequency of meetings, and
  o use of teleconference participation;
• ensuring that all Directors comply with the Agency’s Code of Conduct;
establishing an audit committee and other such committees as it deems necessary to carry out its duties and ensuring that a written mandate of each committee is reviewed and approved annually; the Board has established the following committees:

- Audit

appointing [or recommending to the Minister the appointment of] the CEO/Executive Director (ED)/President [select one], monitoring and evaluating the CEO’s performance and approving the CEO’s compensation [if not applicable please indicate the process by which compensation is determined];

ensuring that adequate plans are in place for management development and succession and conducts an annual review of such plans;

monitoring the financial performance of the Agency, ensuring that, with the advice of the external auditors, the financial results are reported on a timely and regular basis and in accordance with any legislated requirements [if applicable] and the Generally Accepted Accounting Principles (GAAP);

ensuring that all material developments, and significant emergent issues of the Agency, are disclosed to the Minister on a timely basis;

overseeing compliance with all relevant policies, procedures and standards by which the Agency operates and ensuring that the Agency operates at all times in compliance with all applicable laws and regulations and to the highest ethical standards;

approving all matters which require Board approval as prescribed by applicable legislation and regulations. The Board ensures that such matters are brought to the attention of the Minister if necessary;

providing an orientation to the particular practices of their organization, including their governance practices;

providing ongoing development opportunities for their Directors;

ensuring that the Board, through a process led by the Chair (or delegated committee), conducts an annual evaluation and review of the performance of the Board, its committees, the Chair of the Board and individual Directors. The Board reviews the results of the evaluations and discusses opportunities to improve Board effectiveness. Individual Director evaluations are used to identify opportunities to improve the individual Director’s competence and to inform the re-appointment process [if applicable];

preparing and providing to the Minister, a Business Plan and Annual Report for each fiscal year in the form and at a time acceptable to the Minister. These documents are made available to the public through [please provide details]. [Note: The Business Plan may require the Minister’s approval for both content and form. If so, the Mandate and Roles document should indicate that this is the case.]
• addressing how the Agency interacts with the public and establishing policies that clearly identify roles and responsibilities in the area of communication with the public;

• developing mechanisms to communicate with the Minister and the Department on items of mutual concern; and

• engaging in a strategic planning process which includes the consideration of the principal risks associated with the Agency’s business. The management of these risks is assigned to the CEO and the status is periodically reviewed by the Board. The CEO is charged with the responsibility to assure that the Board and its committees are kept well informed of changing risks on a timely basis.

**Board Chair**

With direction from the Board, the Chair represents the Board and its interests, as well as the interests of the Agency, in dealing with the Minister, the Department, the CEO, stakeholders and the community. The Chair is responsible for providing leadership for the Board and for effectively facilitating the work of the Board.

The Chair is responsible for:

• planning and managing Board meetings;

• providing the Minister with regular updates on the Agency’s operations and informing the Minister regarding emergent issues;

• ensuring that the Board, and its committees, have opportunities to meet independent of management;

• ensuring that the Board conducts an annual evaluation of its performance, the work of individual Board members and the performance of the CEO;

• administering the Code of Conduct and ensuring that conflict of interest matters are addressed by the Board; and

• other *please specify*.

**The CEO (if applicable)**

The CEO is responsible for leading management, developing recommendations for and implementing the organization’s strategy and reporting to the Board of Directors.

The CEO is responsible for:

• the day-to-day management of the Agency;

• ensuring that programs and services are being delivered within the standards and polices of the Agency and the Government of Alberta;

• establishing appropriate systems for the general administration and financial management and control of the Agency;

• monitoring performance and taking corrective action when problems are identified;
• ensuring the proper management of the Agency’s risk in providing services and care of the organization’s assets;

• providing support to the Board to allow it to carry out its governance responsibilities;

• working with the Board to prepare an annual Business Plan and Annual Report in accordance with the guidelines provided by the Minister;

• maintaining effective communications with the Board Chair, the Deputy Minister, senior staff in the Ministry, other Ministries as required, stakeholders and other business partners; and

• operating within the mandate, policies, standards and budget approved by the Board of the Agency and the Government of Alberta.

Subsidiaries (if applicable)

The following subsidiary corporations were established to assist the Agency in carrying out its mandate by:

3. Recruitment and Appointment of Directors

In this Mandate and Roles document, a Director means a Board member.

Directors are appointed by the Government of Alberta and collectively constitute the Board. The Board [and the Department] will identify a competency matrix for the Board as a whole and the values and competencies required for individual Directors. Values will include respect, integrity, excellence and accountability. Competencies will include strong listening and communication skills, skills in developing consensus and an understanding of wise stewardship of resources.

The competencies will be submitted to the Minister for consideration. Recruitment will be based on the competencies approved by the Minister.

Prior to the appointment of a Director, there will be appropriate screening that will include determining potential conflicts of interest.

The recruitment process will be led by _________ in consultation with _________.

When a vacancy occurs, the Board will identify the competencies that need to be replaced and will provide that profile to the individual/team responsible for leading the recruitment process.

A public posting of all vacancies (which includes the required competencies) will be the responsibility of _________.

Applications will be reviewed by _________.

The interview panel will consist of representatives from ________________ [choose from some combination of: the Department, the Agency and an independent third party].

Candidates will be assessed on the basis of the applicable competencies and values identified by the Board and approved by the Minister.
Conflict of interest and other screening shall be completed before a list of suitable candidates is prepared for submission to the Minister.

A list of suitable candidates for the vacancy will be provided to the Minister.

The Minister will appoint a replacement to the Board from the short list provided and the Department will coordinate the appointment process by:

- *Order in Council (OC) or Ministerial Order (MO)*

The results of the recruitment process will be posted publicly ___________ [where] by ___________ [by whom].

If the Agency has specific stakeholder representation set out in legislation, the process for filling vacancies will be similar to the process outlined above.

The individuals nominated to fill specific vacancies will be subject to the same screening processes.

*[Note: There is some flexibility in the recruitment process, but it must be competence-based and provide for some level of participation by current Board members, at a minimum, input into the identification of competencies.]*

Appointment is for a fixed term of up to [ ] years, with the potential for re-appointment, based on satisfactory performance, to a maximum of twelve (12) years of continuous service.

### 4. Interaction Between Agency and Department

*[Outline generally the nature and frequency of interaction, including main Department contact(s). This would include identification of areas where the Department and Committee will consult with each other and collaborate, and how to address issues that may arise relating to roles and responsibilities.]*

### 5. Administration

**Review of the Mandate and Roles Document**

The Mandate and Roles document shall be in effect for not more than three years. It must be renewed or revised by the expiry date.

The Mandate and Roles document may be amended at any time; any amendment must be signed by the Chair and by the responsible Minister.

**Transparency**

Copies of the Mandate and Roles document will be filed with the Minister of ___________, the Agency and the Agency Governance Secretariat. In support of the principle of transparency, this document will also be easily available to the public on the Agency’s website ________________ [if applicable] or through ____________.
Periodic Agency Review

The mandate and operations of every public agency must, at least every seven years, be reviewed by the responsible Minister. The next review for the Agency is scheduled for ________ [date].

______________________    ________________________
Board Chair      Minister

______________________    ________________________
Agency      Ministry of ________________

______________________    ________________________
Date:       Date

cc:       X
          Y
          Z