ANNUAL DECLARATION AND CONSENT

To: [insert name of corporation] (“**Corporation**”)

And To: The board of directors of the Corporation (“**Board**”)

**Consent**[[1]](#footnote-1)

󠄋 I am an individual elected or appointed to the Board and hereby acknowledge and declare that I:

* 1. consent to act as a director of the Corporation;
	2. am at least 18 years of age;
	3. have not been found under the *Substitute Decisions Act, 1992* or under the *Mental Health Act* to be incapable of managing property;
	4. have not been found to be incapable by any court in Canada or elsewhere;
	5. do not have the status of an undischarged bankrupt; and
	6. am not an “ineligible individual” as defined in the *Income Tax Act* (Canada) or any regulations made under it.[[2]](#footnote-2)

󠄋 I am an individual appointed to a Board committee and consent to serve the Corporation as a non-director Board committee member.

Compliance with Policies

󠄋 I confirm that I have read and understand all of the Board-approved policies and codes of conduct and any other applicable policies of the Corporation, as amended or supplemented from time to time (the “**Policies**”), including but not limited to:

[insert list of policies][[3]](#footnote-3)

󠄋 I agree to comply with the *Not-for-Profit Corporations Act, 2010* (the “**Act**”) and the Corporation’s articles, by-laws, and Policies (“**Governance Documents**”).

Conflicts

In accordance with the Act and the Corporation’s Governance Documents, I make the following disclosure:

I have an interest, directly or indirectly, in the following entities, persons, or matters, which includes entities in which I am a director or officer:

|  |
| --- |
|  |
|  |
|  |

This disclosure is a general notice of interest pursuant to the Actand the Corporation’s Governance Documents, and accordingly, I should be regarded as interested in any of the above entities, persons, or matters.

I acknowledge that this disclosure is in addition to my obligations to comply with theAct and the Corporation’s Governance Documents in respect of any specific conflict that may arise.

I declare the above information to be true and accurate as of the date hereof.

Notice

Notice for Board and/or Board committee meetings may be sent to me at the address set out below:

|  |
| --- |
| **Address:** |
|  |
| **Email:** |
| **Telephone:**  |
| **Attention:** |

Dated this \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_day of \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, 20\_\_.

 Name (Please print)

1. ONCA, s. 34(6), effective as of October 1, 2023, no longer requires all of the directors of a corporation to consent to participation in Board and Board committee meetings by telephonic or electronic means. Hospitals that adopted the 2021 OHA Prototype By-law and this Annual Declaration and Consent Form prior to October 1, 2023 will need to continue to comply with their By-law and Annual Declaration and Consent Form, which now impose a higher standard than ONCA by requiring that all directors consent to participation in Board and Board committee meetings by telephonic or electronic means, until such time as they amend their documents to reflect this change. [↑](#footnote-ref-1)
2. ONCA, s. 23(1) – (5). Add any other “exclusions” from Director eligibility in accordance with the Corporation’s by-laws. [↑](#footnote-ref-2)
3. This list of Policies should include, at a minimum, the Conflict of Interest policy and the Board Code of Conduct. [↑](#footnote-ref-3)