

# An External Review of the Governance Framework of the College of Dietitians of Ontario (CDO)

Final Report

November 28, 2025

TBG MacNiven and DABOR Consulting

Principals: Maia MacNiven and Brian O’Riordan

# Contents

- 1. Introduction .....3
- 2. Executive Summary .....6
- 3. The Review Process .....7
- 4. Governance Principles Guiding the Review .....8
- 5. Overall Findings and Major Themes .....9
- 6. Assessment of Alignment of Board with Best Practice Governance Principles ..... 11
- 7. Summary of Areas for Improvement ..... 18
- 8. Concluding Remarks ..... 19
  
- Appendix A: About the Reviewers .....20
- Appendix B: List of Interviews .....22
- Appendix C: Principles to Guide the Review .....23

# 1. Introduction

The College of Dietitians of Ontario<sup>1</sup> (CDO) commissioned an external review of its governance framework, to be undertaken during the period from August 2025 to November 2025. TBG MacNiven and DABOR consulting were retained to undertake this work, following a competitive Request for Proposal process. The backgrounds of the consultants who are conducting this review are available at Appendix A.

There are many definitions of what is meant by "governance". We have chosen the following as our guide. It was developed by the Governance Institute of Australia: "*Governance encompasses the system by which an organization is controlled and operates and the mechanisms by which it, and its people, are held to account. Ethic, risk management compliance and administration are all elements of governance.*"

Therefore, we looked to see if, in general, the individuals serving on the CDO Board had an understanding of their role as regulatory decision makers and were focussed on achieving outcomes which were defensible and ethical and which also mitigated the risks respecting the College's ability to achieve its overall mission of protecting the public.

This review fulfils a requirement set out in the Ministry of Health's College Performance Measurement Framework (CPMF). Specifically, the College is expected to have a governance framework that includes a third-party assessment of the effectiveness of the Board of Directors. The Ministry expects that these assessments will take place, at a minimum, every three years (CPMF Measure 1.2.b)<sup>2</sup>.

The focus of this external review is guided by the overall goal of the CPMF which aims to determine "how well are Colleges executing their mandate to act in the public interest"<sup>3</sup>.

---

<sup>1</sup> The College has at present a board of 12, with 6 being elected by the registrants of the College and 6 public members appointed by the government of Ontario. It has an Executive Committee of 4, who are elected annually by the board of directors. The registrar and executive director supervises a staff of 15. In 2023-24, the College had 4,545 registrants, of which 97% were female. 94% were trained in Canada and 23% were over the age of 50. The college has an annual budget of approximately \$4 million. A General Registrant of the College must currently pay an annual licensing fee of \$667. Like all the health regulatory colleges in Ontario, the College performs certain core functions: registering applicants for initial licensure; licensing registrants each year only after they have completed the requirements of a Quality Assurance program; and responding to any complaints received. In 2023-24, the College received a total of 17 new complaints, reports or referrals. No matters were sent to discipline in that year. The *Dietitians Act, 1991* describes the scope of practice for the profession as the: "assessment of nutrition and nutrition and nutritional conditions and the treatment and prevention of nutrition related disorders by nutritional means." The College has been in existence since December of 1993.

<sup>2</sup> 2024 College Performance Measurement Framework (CPMF) Reporting Tool Submitted by the College of Dietitians of Ontario March 2025 [accessed November 28, 2025]. Available from: <https://collegeofdietitians.org/wp-content/uploads/2025/03/2024-CPMF-Report.pdf>

<sup>3</sup> IBID

The CPMF reporting tool sets out seven measurement domains: governance; resources; system partner; information management; regulatory policies; suitability to practice; and measurement, reporting and improvement. It is significant, in our view, that the governance domain is the first area of focus. This makes sense because, in our view, governance is the foundation of organizational wellbeing and performance excellence. **A functional governance framework is essential for a regulatory organization to be successful.**

Our assessment is intended to provide the Board with the opportunity to gauge how effectively it is meeting its public interest mandate. As part of its commitment to transparency, it is our understanding that the College will ensure that this report will be in the public domain.

We have adopted a consultative and collaborative approach in undertaking this review. To inform our recommendations, we have applied a best practice lens, drawing on both Canadian and international regulatory governance examples, as well as documents published by the Professional Standards Authority (PSA-UK). We have also considered reports and findings regarding the governance of other regulatory agencies in Ontario and Canada. From this, we developed a set of leading practices and principles in governance against which we measured CDO's governance framework.

Our report draws on an analysis of key documents, our observations of a Board meeting, and input received from Board and Committee members, College staff and system partners. Our recommendations are made within the parameters of the *Regulated Health Professions Act* (RHPA) legislative framework.

CDO has recently implemented several measures as part of a "governance modernization strategy". This strategy was developed following a 2022 external review of the college's Governance Framework. In addition to the development of a Board Competency and Attribute Framework, the governance modernization strategy resulted in the amalgamation of professional board member electoral districts, so that there is now a single district. As well, the previous requirement to have nominators for electoral district candidates has been eliminated.

These measures underline the college's insight into the role that must be played by members of the board. The organization understands that all members of the board, regardless of where they reside or work, must act in the public interest and must not advocate on behalf of those regulated or any individual system partner.

Within its current legislative requirements for board composition<sup>4</sup>, the college has been able to achieve an equal balance in representation between professional and public members of the board. This balance reflects the overall goal of the *Regulated Health Professions Act* (RHPA) which

---

<sup>4</sup> The *Dietitians Act, 1991* states in Article 5(1) that "at least six and no more than nine professional members" can be elected to the board of directors, and that there can be "at least five and no more than eight" public members appointed to the Board by the provincial government. Therefore, there can be, at any one time, a minimum of six professional members and five public members, for a total of 11, or there can be a maximum of nine professional members and eight public members for a maximum of 17.

emphasizes enhanced participation by the public in the self-regulation of the province's health professionals. The achievement of this balance also has had the effect of reducing the overall number of individuals on the board. There are now six professional and six public members. Many leading governance experts believe that the ideal size for a board of directors is ten to twelve members. The college leadership is aware of this thinking and has purposefully taken this into account in determining the size of the board.

The college's governance modernization plan also includes a commitment to the phasing-in of new term limits for members of the board. Board members will now serve a total of two three-year terms (six years). Previously, the limit was a total of nine years. The new upper limit is intended to allow opportunities for more individuals with differing perspectives and backgrounds to participate in the governance of the college.

In our view, it is commendable that in addition to the measures listed above for governance modernization, the college has recently appointed a Director of Governance and Regulatory Policy. This is a senior level staff position and is intended to ensure that the college continues to focus on striving for excellence in governance. One of the Director's central roles is to support the newly established Governance Committee of the board.

Our review is intended to build on the college's modernization strategy and allow it to continue to be a strong leader in governance innovation and excellence.

We would like to thank CDO for its support throughout the review, especially in organizing meetings and interviews. We especially appreciate the time that the Board, College Staff and System Partners took to meet with us and to provide us with valuable insights and feedback. We would like to thank, in particular, Melanie Woodbeck, Lisa Dalicandro and Jada Pierre-Malcolm for their support.

## 2. Executive Summary

**Overall, we find that the Board of the College of Dietitians of Ontario (CDO) is functioning well.**

It has a very strong focus on upholding the public interest and is open to innovations and changes which will improve its governance framework on an ongoing basis. We also found that the board understands their role as being one of governance and not day-to-day direction of college operations. This is a board, going forward, that is well-positioned for success. Our recommendations for improvement are hopefully useful, but are relatively minor in nature.

Board members have a strong commitment to the implementation of recent governance modernization measures, including moving to a unified single electoral district for professional members, reducing the size of the board, and re-engineering the structure of the committees. We found that the recently introduced Competency and Attribute Framework is comprehensive and provides the board with a set of skills and attributes which enables the board to function effectively. However, we did find that some board members were not as clear as others on how the Framework is used to assist in the screening and selection process for board and committee members.

We found that the board has the structures and processes in place to function effectively. Some board members did indicate that there could be an improvement in the consistency of supports provided at the committee level. The relationship between the Chair and the Board, and the Chair and the Registrar and Executive Director (the Registrar), were described in very positive terms. Board members were also very positive about the support provided to the board by college staff.

Board members said that they were actively involved in the development of CDO's most recent Strategic Plan. They described the Plan process as being very engaging and interactive. Our review of the process and materials confirm these observations. We note that key performance indicators (KPIs) for tracking progress in implementation of the Plan will soon be finalized by the board.

The board's commitment to Equity, Diversity, Inclusion and Belonging (EDI-B) is evident. The college's corporate values, as approved by the board, include commitments to the furtherance of EDI-B principles and actions. The board has participated in a number of EDI-B education sessions led by recognized experts in the field. The Board and Committee competency matrices also include specific reference to EDI-B.

We measured the performance of the board in accordance with the set of leading governance principles which we have developed. Our findings are that with respect to six of the eight principles, the Board fully meets the principle involved. In two instances, the board partially meets the principle, and some further work is needed. For details on our findings, please see Section 6 of this Report.

As indicated above, our overall findings with respect to the governance of the college are positive in nature. However, in the course of our review we did identify a number of areas where some actions could be taken to strengthen the governance framework. A list of these areas for improvement is provided in Section 7 of our report.

### 3. The Review Process

Our approach included the following key components:

- We first undertook **an examination of key College documents:** By-laws, staffing arrangements, board and committee meeting mandates, materials and minutes. Other governance documents were also reviewed: the college's Governance Manual, governance policies, rules of order for meetings, board member orientation, training and educational materials, the board member self-evaluation process and the Competency and Attribute Framework. We also reviewed the College's Risk Framework, Equity Diversity Inclusion and Belonging (EDI-B) initiatives and recommendations flowing from the 2022 External College Governance Review. Additionally, we made ourselves familiar with the College's 2021-2025 and 2025-2029 Strategic Plans and processes and recent annual reports.
- We studied Canadian and international **regulatory governance best practices and resource documents**, such as those published by the Professional Standards Authority (PSA-UK). We also considered recent reports and findings regarding the governance of other regulatory agencies in Ontario and Canada.
- We **observed a Board meeting** of the College and a meeting evaluation discussion which took place immediately following the Board meeting.
- **The Governance Committee** was also involved in the review process, including providing an opportunity for us to discuss with them a wide variety of governance-related issues as well as obtaining their perceptions on how well their committee was functioning.
- A total of seventeen **individual interviews** were held. This involved all twelve board members, the Registrar, three senior staff and one system partner. Interviewees were provided with questions to help guide the discussion. Those interviewed were encouraged to share candidly their impressions, experiences and insights, with an understanding that all comments were to be kept confidential and were to be unattributed. A list of interviewees is attached as Appendix B.
- To obtain the perspectives of registrants, we were able to review responses to a CDO **Registrant Survey** which was conducted in late October and early November of 2025. The survey was a multi-purpose survey which included a number of questions relating to the experience of registrants with respect to a wide range of college functions and services. The college shared with us some of the feedback from registrants relating to matters of public protection.

We held several touchpoint meetings with the Registrar and Director of Governance and Regulatory Policy in order to provide them with progress reports relating to the development of our recommendations. A draft report of our findings was presented to the Governance Committee in early November. Our final report was presented to the Board at its meeting on November 28, 2025.

## 4. Governance Principles Guiding the Review

Our analysis of CDO's Governance Framework was guided in part by our review of key reports in the healthcare and other sectors in Ontario, in other provinces, as well as internationally. The focus on governance has increased exponentially, particularly in regulatory areas, with the publication in 2019 of Harry Cayton's report "An Inquiry into the performance of the College of Dental Surgeons of British Columbia and the Health Professions Act". This report led to sweeping legislative reforms in BC, some of which have been implemented and some of which are coming into force in 2026. The Cayton Report and its implementation was followed by a number of other such reports across Canada, which in some cases have led to legislative reform. These reports identify some common areas of focus foundational to the practice of good governance for regulatory bodies.

As evidence that a board is on the right track with respect to the health of its governance framework many reports mention the following:

- a clear commitment by the board to improving patient safety and public protection
- an understanding of the very distinct organizational roles played by staff and board members
- making improvements in the efficiency and effectiveness of board meetings and the overall regulatory oversight of professionals
- enhancing public and system partner trust in the work of the regulator through introducing substantial levels of organizational consultation, transparency and accountability
- reducing the size of boards to make them more manageable and more balanced in composition as to between public and professional members
- striving for governance which is more representative of the diversity of patient and registrant demographics
- improving the overall effectiveness of regulatory boards and committees by introducing measures that provide a much greater focus on required skills and competencies in board selection processes

In order to facilitate the work involved in our review of CDO's governance, we developed a set of principles against which we have measured the performance of the organization's governance framework. These principles are informed by international regulatory best practices such as the "Standards of Good Regulation" and "Right Touch Regulation" developed by the Professional Standards Authority (PSA-UK), and the "Standards of Good Regulation" developed by the Office of the Superintendent of Professional Governance (OSPG) in British Columbia. We also reviewed many other recent governance performance reports.

Our list of principles is set out in detail in Appendix "C". They provide the basis for our analysis in Section 6 of this report.

## 5. Overall Findings and Major Themes

**Overall, we find that the CDO Board is functioning well. Both new and veteran board members expressed their strong belief that the board is working effectively together, and has a very strong focus on upholding the public interest and being open to innovation and change. We found that the board does understand its main role to be one of protecting the public interest, i.e., ensuring that members of the public receive healthcare from dietitians licenced by the college who, throughout their careers maintain the knowledge, skills and judgment to provide competent and ethical care.**

The importance of public protection was noted in many of the Board member interviews that we conducted and during the board meeting that we observed. Some members of the board provided solid definitions of what they consider to be the “public interest”. For example, they mentioned: considering how one would like to be treated by a dietitian; ensuring that care provided is done so in a safe and effective manner; and that the public is protected from registrants who are not providing competent, respectful and effective care. It was also noted by board members that the three major pillars of the College’s work: Registration, Quality Assurance and the handling of complaints were integral to the protection of the public. Board members understand why the college was created and that its major role and function is to provide protection for the public.

Members also understand their role as being one of governance and not day-to-day direction of college operations. Some board members expressed the view that this understanding has evolved in a positive direction particularly over the past three to four years.

It is evident from our interviews that board members have a strong commitment to the introduction of recent CDO governance modernization measures, including: reducing the size of the Board, eliminating regional elections, introducing shorter term limits and making changes to committee structure. The board has recently created two new committees: Governance and Finance and Audit. These two committees have affected the role of the Executive Committee. Board members support the new committee structure but acknowledge that, given that the Executive Committee must remain in place under the current legislative framework, the role and function of the committee needs to be reviewed.

The establishment of an equal number of public and professional members was seen as a positive change. However, some board members raised concerns about ensuring that perspectives from those outside larger urban areas were reflected in the composition of the board. Board members noted that the present composition of the board and committees was generally reflective of the diversity of the province, but some members felt that there was also a need to be mindful of inclusivity with respect to the province’s Francophone and Indigenous populations.

Board members stated strongly that they were satisfied with board meeting packages in terms of content and timeliness in the posting of materials. Materials are posted two weeks in advance of meeting dates. However, members felt that there could be some improvement in the timeliness of the posting of materials for committees of the board. They also indicated that some of the materials could be better organized and presented at committees and that committees could benefit from the introduction of more decision-making tools. College staff acknowledged that there

was some inconsistency in the supports provided at the committee level and that this is something that will be addressed on a priority basis. Board members said that it would be useful to standardize formats used for committee briefing materials in order to achieve better outcomes. There were also questions raised regarding reporting of committees up to the Board.

Overall, board members were pleased with the management of board and committee meetings.

With respect to the relationship between the board and the Registrar, board members expressed that they had high regard for the Registrar and that, in particular, they noted that she was responsive and professional in her interactions with the members of the board. Members also indicated that they believed that the Registrar was well supported by the staff of the college.

The current Chair of the Board was described by his colleagues as being very competent and respectful of all members. Several members indicated that the Chair provided strong leadership and was adept at encouraging participation by everyone.

Regarding the competencies and attributes framework, we found that some board members were more conversant than others with the contents of the framework and how it was being used. We see this as an area where more education sessions could be helpful.

Board members were positive about the training and education they received throughout the year, particularly with regard to training for board and committee chairs, EDI-B, and governance. The board does have an annual workplan which includes provisions for training and education and “teaching and learning moments” at each board meeting.

Board members felt that the strategic planning process was effective. They noted that they were part of at least four planning sessions involving the development of the most recent Strategic Plan. They noted that the Plan was very useful in guiding the work of the college and were satisfied that the main goals of the Plan were resourced in annual budgets.

A majority of board members raised questions about whether college EDI-B initiatives and approaches were being incorporated into the practice of registrants. Members believe that public protection would be enhanced if there were more targeted measurement initiatives in this respect.

Regarding the findings shared with us from the recent College survey of registrants, we found the following relevant to our work. Seventy percent (70%) of survey respondents felt that CDO provides them with a balanced approach to regulatory support for public protection, while still leaving room for dietitians to use their professional judgment in specific patient interactions. Eighty-seven percent (87%) of registrants responding to the survey indicated that CDO was “very effective” or “somewhat effective” in fulfilling its public protection role as a health regulator. In our view, these response rates are positive and demonstrate that registrants have a good understanding of the role of the college and its effective use of right touch approaches to regulation.

## 6. Assessment of Alignment of Board with Best Practice Governance Principles

The following section of our report provides a detailed review of how the CDO Board is aligned with our best practice governance principles which we mentioned in Section 4 of our report.

- a. *The Board has a solid understanding of its role in protecting the public interest.*

**Our finding is that this principle is met.**

The CDO Board has a solid understanding of its role respecting the protection of the public through regulation of the registrants of the college. This is evidenced in the responses of the board members provided during the interviews we conducted, which included references to being treated by a dietitian as one would like to be treated oneself, and confirmation that the concept of public interest is top of mind during board and committee meetings.

We also saw evidence of this alignment in the discussions at the board meeting which we observed and in materials reviewed by the board. For example, the board briefing materials contained public interest rationales explaining why the actions to be taken by the board were in the public interest. We note that the board meeting minutes that we reviewed included public interest rationales for key items. As an example, the minutes for the June 20, 2025 Board meeting included a public interest rationale for the development of KPIs and targets that CDO will use to track progress in the implementation of the 2025-2029 Strategic Plan.

The “pulse checks” which immediately follow board and committee meetings include a reflection on the college’s public protection mandate. In that connection, one of the questions that the board considers as part of the “pulse checks” is: “Did we make decisions in alignment with our public protection mandate and role as CDO’s Board?”

- b. *The Board has established measures to ensure that it has the requisite competencies, skills and attributes to enable it to function effectively.*

**Our finding is that this principle is met.**

The CDO Board has established a Competency and Attribute Framework to ensure it has in place the requisite competencies, skills and attributes needed for it to function effectively. This Competency and Attribute Framework was approved by the Board in December 2022. We understand that, in June 2023, the College By-law 1: General, was amended to allow the use of the Framework to screen candidates for professional member elections. Board members expressed knowledge of the competencies, skills and attributes contained in the Framework. We found the list of competencies and attributes to be comprehensive.

We did hear from members of the Governance Committee that applications are screened as part of a document review by the Committee to assess if candidates meet the requirements of the Framework. However, some board members were not clear on how the Framework informs the work of the board with respect to recruitment activities for membership on the board and committees, as well as guidance respecting future education and training sessions and materials.

We also note that CDO has established specific competencies and attributes for each committee of the board. These are comprehensive and very useful in highlighting the backgrounds and skills required to serve on individual committees. This is particularly commendable from a governance perspective.

We understand that the results of board member self-evaluations, which included assessments of individual board member skills, were considered in the development of training plans for the board. Some board members thought that more personalized training programs and self-learning packages could be helpful in addressing skill gaps. Our review of the Chair training materials found that this segment of training was comprehensive. We heard that training on EDI-B and governance were very helpful. Some board members mentioned that more training on finance and risk concepts would be useful in building competencies.

- c. *The Board has the appropriate governance structures and processes in place in order to enable it to function effectively.*

**Our finding is that this principle is met.**

Overall, we find that the board has the appropriate governance structures and processes in place to function effectively. The college has a General By-law which covers a wide range of procedures and authorities including the operations of the board, election of officers, meetings, terms of reference and conflict of interest. This By-Law was last amended in June 2025.

The college also has a Governance Manual, which includes a *Code of Conduct* for board members, as well as the College's vision, mission and values statements, key policies regarding conflict of interest, confidentiality and transparency, rules of order, and post-meeting evaluations. The importance of the Code could be underlined for board members by also including it in the College's General By-Law. We recommend this in particular because the Code contains very explicit guidance for board members with respect to the protection of the public in their approaches and deliberations.

We note that the Manual contains a "Purpose" statement which reads as follows: "The purposes of this manual are as follows: (1) To set out expectations for the Board and individual Board members that go beyond legal requirements and the requirements in the College's by-laws. (2) To establish governance practices that reflect best practices in corporate governance; and (3) To assist the Board in fulfilling its governance responsibilities as effectively as possible." We commend the College for setting out clearly the purposes of the manual.

Governance manuals are becoming increasingly popular throughout the regulatory world. These manuals are important in promoting good governance as they assemble in one place the key documents and roles and responsibilities which governors need in order to carry out their duties. Keeping such manuals current is, therefore, highly recommended. Board members across many jurisdictions are increasingly reliant on manuals as they try to keep current with changes in expectations relating to good governance. We note in this regard that the CDO has in place a regular review and edit log with respect to the updating of the Manual. The Manual and the By-Laws are available on the college's website.

The board also has in place a "consent agenda" for the approval of routine items at board meetings. We found the items covered in the consent agenda to be appropriate. These items usually include such documents as minutes and other items that do not require discussion. The use of the consent agenda allows the board to use its meeting time more effectively.

Rather than relying on written responses to meeting evaluation surveys, the board has adopted what is termed a "pulse check". This process entails the board having a guided discussion following each meeting on how well the board functioned, particularly with respect to upholding the public interest. The Chair of the Board manages the discussion and is responsible for taking action on any items of note arising from these post-meeting discussions. We find that this approach is innovative and useful.

We find that there is evidence that board meeting materials are sent well in advance i.e. two weeks in advance of meetings and posted on a secure site. A minority of items may occasionally be posted one week in advance. These are usually "discussion" rather than "decision" items.

Briefing notes that accompany the materials are very helpful in explaining issues and why the board needs to take action. We did note that a minority of board members found that the amount of material provided was "overwhelming" and could be better summarized. The college should consider making improvements in board meeting materials by better explaining why certain materials have been included and by being more strategic about the volume of materials posted. It would improve the meeting experience if resolutions arising from the briefing materials were displayed on the screen during meetings and were set out more explicitly within the meeting materials package. We note that CDO adopted a new meeting minutes template in 2023 that includes providing reasons for board decisions and the public interest rationale involved.

Board members felt that there could be some improvement in the timeliness of the posting of materials for committees of the board. They also said that some of the materials could be better organized and presented at committees and that committees could benefit from the introduction of decision-making tools. Board members stated that it would be useful to standardize formats used for committee briefing materials as much as possible to achieve better outcomes.

There were also comments made regarding the reporting of committees to the board. This area could be improved by the introduction of greater consistency and explanation around the approaches and requirements for committees to report.

Over the last two years, the board has created two new committees: Governance and Finance and Audit. These two committees have affected the role of the Executive Committee. Board members support the new committee structure but acknowledge that the role and function of the Executive Committee needs to be reviewed, given that having such a committee is a legislative requirement.

We have reviewed the orientation training materials provided to new members of the board and committees and find that the materials are useful and thorough with respect to preparing board and committee members to be successful in their role. We support the practice of delivering the orientation training in person, or virtually, as opposed to providing written materials only. It is important for board members that they can interact easily with the college staff involved in the training and can have their questions answered in a timely way.

Recently, in Ontario, and elsewhere, we have seen instances arise of conflict between and among individual board members and between registrars and senior staff and board members. This has resulted in an increased focus on the ability of regulatory boards to resolve conflicts in a fair, equitable, and timely fashion. These conflicts, if not addressed in an orderly and timely fashion, can provoke a paralysis in decision-making, as they often can become the subject of public comment in the media, fractious legal proceedings, the development of cliques among board members, and public and governmental perceptions of institutional dysfunction. It is, therefore, very important that boards have in place procedures that can be followed objectively and expeditiously when such conflicts arise. We note that CDO has provided for the handling of such matters in a section of their General By-Law (4.3 to 4.6). This is an important and commendable element of their By-Law.

- d. *The Board understands that the Chair plays a key role in the success of the governance framework and in ensuring the effectiveness of meetings.*

**Our finding is that this principle is met.**

We make this finding because it is evident that board members understand that the Chair's level of competence and leadership abilities are key aspects in the successful and effective governance of the college. Concerning the current Chair, board members used terms such as: "effective, engaging, courteous, facilitative and respectful". They indicated that the Chair treated all members of the board equally. Board members thought that the pace of meetings was appropriate. Additionally, we observed that the Chair did not try to unduly steer or dominate the discussion at any time. The Chair is obviously very well prepared for meetings and conducts them in an effective and even-handed way.

- e. *The Board is actively involved in developing the organization's strategic plan and monitoring its implementation and use.*

**Our finding is that this principle is partially met.**

Board members indicated that they were actively involved in the development of the 2025-2029 Strategic Plan. There were four workshop sessions involving the board which gave members considerable opportunity to participate in the creation of the Plan's major goals. We find that the board has a clear understanding of how the Plan guides the work of the college and assists in its annual budget-making. During the board meeting, which we observed, members mentioned the Plan in relation to specific items under consideration at the meeting. Their comments linked meeting items to implementation of major Plan goals.

The college is in the process of developing KPIs for the Strategic Plan. These KPIs will be used to track progress in implementing the 2025-2029 plan. A KPI dashboard will be reviewed on a regular basis by the board. Given that this measurement tool is still in development, the principle outlined above is only partially met at the present time. We anticipate that this principle will be fully met within the next few months.

- f. *The Board ensures that the College operates in a transparent and accountable way with respect to the public, those it regulates, and the system partners with whom it collaborates.*

**Our finding is that this principle is partially met.**

The college has a very robust website. It has a dedicated page involving formal consultations relating to changes in regulations, By-Laws, practice standards and other important documents. The board meetings and discipline hearings are held in accordance with the RHPA, i.e., they are open to the public. In addition, the college streams its board meetings live on YouTube, posts meeting materials and minutes on its website, and publicises the dates of board meetings. The Governance Manual and other important documents and processes can be accessed via the website. The board is also kept regularly informed with respect to the college's focus on being transparent and accountable.

We note that with respect to the college's complaint and discipline process, that the college is posting the requisite information to enable the public to access the complaints process and to read about discipline decisions.

The college also consults with the Citizens Advisory Group (CAG) which describes itself as a "patient feedback tool". It works in partnership with all health regulatory colleges in Ontario. Its purpose is to facilitate the involvement of patient and caregiver voices and perspectives concerning matters of health regulation.

CDO has consulted with CAG on several occasions, including the Billing Standard for Dietitians (2025), the Code of Ethics (2023) and the Insulin Dose Adjustment Position Statement (2022).

CDO recognizes also the importance of consulting with, and learning from, other regulatory colleges in Ontario. The Registrar of CDO is a member of the Management Committee of the Health Profession Regulators of Ontario (HPRO). CDO's participation in this provincial network assists it in improving and enhancing its public protection role. CDO's place at the HPRO table also allows the college to provide input with respect to submissions to the Minister of Health on issues of common provincial impact and interest, including possible reforms in governance models.

The college is a member of the Alliance of Canadian Dietetic Regulatory Bodies (the Alliance). CDO is actively involved in the work of the Alliance such as the recent review of the Canadian Dietetic Registration Examination (CDRE). CDO's engagement with this system partner facilitates the ability of the college to consult on a regular basis with other provincial regulators of dietitians and to collaborate on matters of national importance, such as labour mobility, entry to practice standards, and accreditation of university programs.

The board has an understanding of the importance of the college being seen as accountable, transparent, consultative and collaborative. The college does not, however, currently post information on its website about the backgrounds of its board members. Transparency could be enhanced if short biographies were posted, as this would allow the general public, college registrants and system partners to better know who is governing the college.

It would also enhance the college's commitment to transparency and accountability if there was more regular interaction and formal consultation with the public and system partners, including Dietitians of Canada. In fact, some board members mentioned their desire to see more of this kind of formal consultation, particularly as it pertains to the public.

These additional measures with respect to transparency and consultation are recommended so that the principle outlined above can be fully met.

- g. *The Board reviews at least annually a risk register relating to internal and external factors that are impacting, or could impact, the ongoing governance and operation of the College. The Board is able to attest that the organization has established mitigation processes to manage risk and has clearly identified the severity of the risks.*

**Our finding is that this principle is met.**

The board receives a Risk Report quarterly. These quarterly updates include a risk response, risk ranking and risk mitigation updates. We note that the college gives prominent ranking to potential risk of harm to patients/public. We believe that this ranking is indicative of the organization's commitment to public protection. This is commendable and is something that should be found in the Risk Registers of all regulators.

Board members identified that the Risk Report is thorough and contains appropriate risk mitigation strategies.

The college also has a “Risk Management Policy Statement”, which was approved by the board in March 2022. This document sets out that the board “has a responsibility to ensure that the college identifies and manages risks to its programs and operations”. The Statement describes how the board fulfils this responsibility. This document was scheduled to be reviewed in 2024, but this did not occur. It should be reviewed as soon as possible.

- h. The Board’s culture reflects the College’s commitment to principles of equity, diversity, inclusion and belonging (EDI-B).*

**Our finding is that this principle is met.**

The board and committees begin each meeting with a land acknowledgement, delivered by the Chair. CDO also has a webpage dedicated to EDI-B, which includes a formal Statement highlighting the college’s commitment in this area and the board’s undertaking to incorporate EDI-B into its governing culture.

Further evidence of this commitment can be found in the Introduction to the College’s “Equity Policy Development Tool” which states: “Embedding Diversity, Equity, Inclusion, and Belonging (EDI-B) principles into policy development is crucial to ensure that regulatory frameworks do not unintentionally perpetuate systemic inequalities.”

The board has participated recently in various education sessions relating to EDI-B including an overview of the College of Physicians and Surgeons work on EDI-B which explored anti-oppression and implicit bias in decision-making in the health regulatory context. There was also a separate training session titled “Indigenous Unsettling and Trauma Informed Practice Workshop”.

CDO is committed to ensuring that in carrying out the mandate of the college that equity, inclusivity and respect for all is fully reflected in internal operations with a view to overcoming systemic barriers. We note that the college has assigned Aneita Chang, Director of Corporate Services, as the College’s EDI-B lead and that there is an internal EDI-B working group which provides advice to the staff and the Governance Committee of the Board.

The college has recently incorporated EDI-B principles within its corporate values and has approved an EDI-B Vision Statement. It also produced its first Status Report on EDI-B in 2023, which outlined how the college is making progress on implementing EDI-B initiatives within its governance framework.

The board and college have also benefitted from presentations provided by recognised experts in the EDI-B field, such as Dr. Saroo Sharda and Dr. Javeed Sukhera.

Board members expressed to us interest in knowing whether registrants are incorporating EDI-B principles in the delivery of patient care and how this could be

measured by the college. This illustrates the board's interest in having the college promote further a culture of EDI-B which will impact positively on all patient populations.

The Board and Committee Competency and Attribute Framework includes an *Equity, Diversity, Inclusion and Belonging* competency which focuses on awareness of structures of power, structural biases and the ability to apply EDI-B knowledge to deliberations and decision-making. The Framework seeks to identify the attributes that will contribute to diversity on the Board. The Governance Committee confirmed to us that the Framework competencies are used during the College's professional election screening process.

In addition, individual board members expressed their belief that the college and board were strongly committed to upholding principles of EDI-B.

## 7. Summary of Areas for Improvement

Our overall findings with respect to the governance of the college are quite positive. However, in the course of our review, we did identify a number of relatively minor areas where some further actions could be taken to strengthen the governance framework.

In that connection, we have developed the following summary list of areas for improvement:

- 1 To enhance transparency and accountability, expand on opportunities to engage and formally consult on a more regular basis with the public and with system partners such as Dietitians of Canada and educational institutions.
- 2 To enhance transparency and accountability, post on the college website biographical information on the members of the board so that the public can be better informed on the backgrounds of those who govern the organization.
- 3 To ensure that all board members understand the applicability and uses made of the new governance Competency and Attribute Framework with respect to the recruitment of individuals to serve on the board and its committees, enhance board education in this area.
- 4 To enable board members to better comprehend the content of the decision items which they are approving, ensure that all major resolutions for approval are included in the board meeting package. In some cases, the college could also consider sharing the resolutions on the screen during board meetings to facilitate discussion.
- 5 To improve consistency in decision-making, the college should standardize the formats for committee briefing materials and the support provided to committees.
- 6 To improve the framework for committees, and given that the Executive Committee remains a statutory committee at this time, a review of the role and function of the Executive Committee should be undertaken.

## 8. Concluding Remarks

Overall, we found that in six of eight instances our best practice in governance principles were fully met. We view this as evidence of a board that understands its role in embracing innovation and excellence in governance, with a strong focus on protecting the public.

The college is clearly committed to fully implementing its approaches to governance modernization and to being a leader in governance. We hope that this report will assist in making improvements in the governance of the college.

It has been a pleasure to work with the board members and staff of the college on this external governance review. We hope that our work makes a useful contribution to the growing number of external governance studies regarding regulated health professionals and other regulated professions.

The opinions in this report are those of the authors alone.

## Appendix A: About the Reviewers

### **Brian O’Riordan**

Brian has assisted many organizations in developing: strong and relevant Vision and Mission Statements; sound governance principles and approaches; and Strategic Plans for both advocacy associations and regulatory bodies. His skills and abilities have been honed by his lengthy career as a CEO in health regulation and university program accreditation. He has also been a political strategist, government relations consultant and public and media relations expert.

Brian recently completed fifteen years as CEO of the College of Audiologists and Speech-Language Pathologists of Ontario (CASLPO). As well, for four years he was Vice-Chair of the Health Profession Regulators of Ontario (HPRO). He has also chaired national organizations focused on improving interprofessional labour mobility across Canada. He has held senior positions in the university and hospital association sectors. He was a Chief of Staff and political advisor for several provincial government ministers, including Finance, Labour and Citizenship. He served as Executive Coordinator of the Health Professions Regulatory Advisory Council (HPRAC) for five years during which time HPRAC submitted two landmark reports, which led to extensive modernization of the health professional regulatory framework in Ontario, as well as significant changes in scopes of practice for several professions and the creation of five new regulatory colleges.

He is also an accomplished writer and presenter, including co-authoring two books and writing many magazine and newspaper articles. He has twice served as a Senior Transition Manager for two incoming provincial governments, responsible for creating and staffing over a half-dozen ministerial executive offices. Brian has extensive experience serving on, and chairing boards and committees at the University of Toronto, University of St. Michael’s College, the Metro Toronto Reference Library and the Kidney Foundation of Canada.

### **Maia MacNiven**

Maia MacNiven has been president of MC MacNiven Consulting since its founding in 1998. She specializes in providing advice to clients on governance, strategic planning and policy, as well as professional report writing services. Maia brings a valuable combination of government relations experience in the financial services industry along with public sector experience. MC MacNiven Consulting is a Partner in TBG MacNiven. TBG MacNiven provides advice on governance and strategic planning and has supported the successful start-ups of not-for-profit organizations, including Health Workforce Canada, Vector Institute for Artificial Intelligence and Compute Ontario. Maia was involved in the development of the governance frameworks for these organizations including core policies, committee structures and their strategic frameworks.

Maia has assisted not-for-profit (NFP) and healthcare organizations in the development of transfer payment and other funding agreements with government, along with the development of governance manuals and core governance policies. She has worked with NFP organizations and health regulatory colleges in Ontario to develop governance self-assessment frameworks. She has

worked on interprofessional core competencies and assisted with the development of a standards of practice handbook for a regulatory health collage. She has written publications for the Institute of Public Administration of Canada (IPAC) and the Health Professions Regulatory Advisory Council (HPRAC). She has served as a Director of VON Toronto-York Branch and as a Director of Opera in Concert. She has also completed the ICD NFP Governance Essentials Program.

## Appendix B: List of Interviews

### **CDO Board of Directors**

#### *Professional Members (Registered Dietitians)*

- Denis Tsang (Chair)
- Ann Watt (Vice-Chair)
- Teresa Taillefer
- Dawn Van Engelen
- Navita Viveky
- Deion Weir

#### *Public Members*

- Susan Bodner
- Raynold D'Sa
- Santhikumar Chandrasekharan
- Cheryl Lake
- Galina Semikhnenko
- Zaw Thiha Tun

### **CDO Registrar and Staff**

- Melanie Woodbeck, Registrar & Executive Director
- Carole Chatalalsingh, Director of Professional Practice
- Lisa Dalicandro, Director, Governance and Regulatory Policy
- Elaine Lew, Director of Registration

### **System Partners**

- Mary Anne Smith, Senior Director, Professional Practice, Dietitians of Canada

## Appendix C: Principles to Guide the Review

The following sets out the overall principles which we applied to our Review of the College's governance, followed in each case by a list of questions that we sought to answer.

*a. The Board has a solid understanding of its role in protecting the public interest.*

- Do board members understand that acting in the public interest means that the organization has as its primary objective the protection of the public from registrants of the college who are not providing competent, respectful, and effective service?
- Do board members appreciate that the college's main activities, i.e., Registration, Quality Assurance, Professional Practice and Complaints and Discipline are functioning to protect the public interest?
- Does the board clearly understand its role and responsibilities with respect to the governance of the college, and that the senior leadership and staff of the college manage the organization's day-to-day operations?
- Does the board have in place a "Code of Conduct" for its members, along with a process for declaring conflicts of interest and for raising awareness of matters of conscious and unconscious bias in decision making? Does the board have in place a process for dealing with alleged violations of the Code of Conduct?

*b. The Board has established measures to ensure that it has the requisite competencies, skills and attributes to enable it to function effectively.*

- Does the board have in place a process for orientation and training of new members?
- Does the board have a competencies and attributes framework in place?
- Has the board established education and recruitment tools respecting the election of professional members and the appointment of non-board committee members?

- c. *The Board has appropriate governance structures and processes in place in order to enable it to function effectively.*
- Does the organization have a Governance Manual, which is comprehensive, regularly updated and available to the public?
  - Has the board adopted a uniform set of meeting processes to support meetings?
- d. *The Board understands that the Chair plays a key role in the success of the governance framework and in ensuring the effectiveness of meetings.*
- Is there is positive and healthy working relationship between the Chair and Registrar?
  - Does the Chair possess both overall leadership and meeting protocol skills?
- e. *The Board is actively involved in developing the organization's strategic plan and monitoring its implementation and use.*
- Are the main goals of strategic plans funded by annual budget allocations?
  - Does the board have in place a set of KPIs that assist it in monitoring the implementation of the strategic plan?
- f. *The Board ensures that the College operates in a transparent and accountable way with respect to the public, those it regulates, and the system partners with whom it collaborates.*
- Is it clear for members of the public, registrants and system partners as to who are the members of the board and what backgrounds and experiences they bring to the governance of the college?
  - Are board meetings and materials easily accessed?
  - Does the board ensure that the college has in place access to materials and procedures for registration, quality assurance and the making of complaints?

g. *The Board reviews at least annually a risk register relating to internal and external factors that are impacting, or could impact, the ongoing governance and operation of the College. The Board is able to attest that the organization has established mitigation processes to manage risk and has clearly identified the seriousness of the risks.*

- Does the board have a risk register in place?
- Does the board monitor risk on an ongoing basis?
- Does the risk register include the overall risk to the public if the college does not fulfil its role in protecting the public?

h. *The Board's culture reflects the College's commitment to principles of equity, diversity, inclusion and belonging (EDI-B).*

- Does the board receive regular training with respect to incorporating principles of EDI-B in its decision-making?
- Does the board begin its meetings with a land acknowledgement?
- Does the board's list of core governance competencies and attributes include reference to EDI-B?
- Does the board's recruitment activities for elections and appointments include reference to EDI-B?