

# London Medical Innovation & Commercialization Network

## Governing Council

### Terms of Reference

#### Background

Through research that will take place at the convergence of life sciences, physical sciences, engineering and imaging, the London Medical Innovation & Commercialization Network (LMIC Network) will translate medical discovery into products and processes that generate economic and social benefits in our communities locally, nationally and internationally. An innovative collaboration that includes The City of London, Western University, St. Joseph's Health Care London, London Health Sciences Centre ("the hospitals"), Schulich School of Medicine & Dentistry, Lawson Health Research Institute, and Robarts Research, the LMIC Network will bring together four foci of research and innovation into a Convergence Institute. The research and innovation foci are established areas of expertise where researchers from diverse disciplines come together in an interdisciplinary manner to perform translational research, develop innovative procedures and products, test their clinical application and commercialize their discoveries. In doing so, the expertise of otherwise separate entities are brought together in true partnership, building on collective strength in health care and research while simultaneously creating jobs and positively contributing to the economic growth in our community.

The LMIC Network is made up of the following four foci for research and innovation:

- A bone and joint innovation foci, which will be the home of world-leading musculoskeletal and orthopaedic research and development;
- A biomedical device institute coupled with an international simulation program, where researchers will develop and test new globally-significant patient care technologies and assistive devices;
- A Biomedical Imaging Research Centre (BIRC), where researchers will develop and test new patient care imaging technologies and techniques to be used around the world; and
- A traumatic brain injuries program, where researchers will lead the scientific understanding of the basic mechanisms involved in brain disease, acquired brain injury, and outcomes.

#### Meaning of Terms of Reference:

These Terms of Reference are meant to reflect the common intention of all partners. Although the Terms of Reference are not legally binding, they do represent values, approaches, and goals that are supported in good faith by all partners. As far as possible, these Terms of Reference propose

processes that are open, consultative, and collaborative and that also aim to produce desired outcomes.

## **Amendments to Terms of Reference:**

Amendments to these Terms of Reference may be made at any time, by the Governing Council, in the same manner as these Terms of Reference were reviewed and affirmed.

## **Mission:**

The Mission of the London Medical Innovation and Commercialization Network (LMIC Network) is to conduct leading edge research and innovation activities aimed at improving the health and well-being of local, national, and international communities. Simultaneously, through commercialization efforts, economic benefit will be realized for the LMIC Network stakeholders and Southwestern Ontario.

## **Vision:**

To be a leader in inter-disciplinary healthcare research, innovation, and commercialization.

## **Role of the Governing Council:**

In the initial stage, to lead and guide the creation of the initial structure of the LMIC Network and its initial business strategy and business plan. Thereafter to oversee and guide the strategic development and effective operationalization of the LMIC Network. It is understood that the initial Governing Council is intended as interim in nature and the structure and membership of the permanent Governing Council will be developed during the business planning process.

## **Responsibilities:**

1. Oversee and lead, at the senior leadership level, the strategic development and resourcing of the LMIC Network, including the initial development of the business strategy and business plan;
2. Build and maintain the collaborative relationships and partnerships among the LMIC Network partners at all levels;
3. Ensure, through demonstrated collaboration, a sustained focus on a common, synergistic vision for the LMIC Network;
4. Ensure accountability to all current and future LMIC Network's funders;
5. Approve the structure and membership of the LMIC Network Coordinating Committee to execute and be accountable for tactical project development and implementation adhering to prescribed timelines; and

6. Review, assess, and approve projects developed by the LMIC Network Coordinating Committee.

### **Decision-Making Model:**

Adopting a network governance model, the Governing Council will, through all discussions and deliberations, focus on establishing, fostering and growing a network that is organized on the basis of mutual benefit for all parties. Recognizing the multi-disciplinary and multi-institutional make-up of the LMIC Network, decisions will be reached on a consensus basis. Consensus is defined as “a general agreement among a group of people that occurs when the entire group can support a decision without compromising important needs or values”. Consensus is achieved according to the following principles:

- a) Inclusive participation;
- b) Respect for diverse, multi-disciplinary, multi-institutional interests; and
- c) Accountability

The demonstration of consensus shall be documented in the meeting minutes.

A minimum number of 6 (six) Governing Council members, or their alternate (see section ‘Alternate Members’), and the Chair are required for consensus decision making.

Each partner group must be represented to contribute to the consensus decision making process.

### **Risk Management:**

As a guideline, the Governing Council will follow “Best Practices” methodologies for managing risk, generally consisting of the following steps:

1. Identify potential risk(s)
2. Perform risk assessment(s)
3. Develop and document a plan for managing/mitigating identified risk(s)
4. Implement the plan(s)
5. Assess the outcome(s)
6. Repeat Steps 3, 4 and 5 if necessary.

### **Membership:**

Membership shall include the following representation from the key partners in the LMIC Network:

Member at Large

City of London– City of London Senior Official (unelected)

City of London - City of London Community Appointee (TBC)

Western University - Vice President, Research  
St. Joseph's Health Care, London - President & CEO  
London Health Sciences Centre - President & CEO  
Schulich School of Medicine & Dentistry - Dean  
Lawson Health Research Institute - Scientific Director

Members of the LMIC Governing Council understand and agree to the time and participation requirements of their role.

### **Alternate Members:**

Should a member be unable to attend a meeting, he or she must appoint an alternate to attend on their behalf. Alternates must have the ability and authority to speak and participate in consensus decision making on behalf of the member they represent.

### **Chair:**

The Governing Council will be chaired by the Member at Large selected by the members of the governing committee.

### **Term of Membership:**

Initial members of the Governing Council will serve for a term of one year or until the permanent Governing Council is appointed through the business planning process.

### **Frequency of Meetings:**

At the call of the Governing Council Chair.

### **Agenda & Minutes:**

The agenda, minutes and supporting documentation will be sent to members electronically three to five business days in advance of a Governing Council meeting. A list of action items will be sent to the Governing Council members the day following a meeting and the action items will also be captured in the minutes.

### **Resources:**

Administrative support for the Governing Council will be provided by a member of the staff from the Dean's office, Schulich School of Medicine & Dentistry.

## **Reporting:**

Each Governing Council member, as the senior leadership representative of their respective organization will be accountable for advising their respective Board of Directors (for the hospitals and Lawson Health Research Institute [both hospital boards]), their Provost and President (for Schulich School of Medicine & Dentistry and Western), and their Council and Mayor (for The City of London) of items of importance that may require their input or approval or as information only.

## **Conflict of Interest:**

A Governing Council member who believes, or has reasonable grounds to believe, that he/she has a potential or real conflict of interest with a particular matter, must:

- a) Disclose the nature of the conflict of interest by reporting it directly to the Chair of the Governing Council;
- b) The disclosure must be reported in the minutes of the meeting;
- c) Withdraw from the matter or decision-making process that constitutes the conflict of interest;
- d) If the matter is such that the remaining members do not constitute a quorum, the remaining members shall be deemed as an appropriate quorum.

## **Approvals:**

Add signature & date lines for each member to sign (titles and names to be entered below signature lines)

## **Date of Adoption of Terms of Reference:**

## **Date of Last Review:**