

POSITION PROFILE

ONTARIO MEDICAL ASSOCIATION

Board Directors

October 2023

POSITION PROFILE

Client Organization: **Ontario Medical Association**
Position Title: **Board Directors**
Location: **Toronto, Ontario**



THE ORGANIZATION

The [Ontario Medical Association](#) (OMA) represents the political, clinical and economic interests of the province’s medical profession. Practicing physicians, residents and students enrolled in any of the six Ontario faculties of medicine are eligible for OMA membership.

Founded in 1880, the OMA has from its beginning played a vital role in the development and promotion of healthcare services across Ontario. Today, the OMA represents approximately 43,000 members including practicing/retired/out-of-province physicians and medical students, advocating for and supporting doctors while strengthening the leadership role of doctors in caring for patients. Our vision is to be the trusted voice in transforming Ontario's healthcare system.

To help serve the clinical and economic interests of Ontario’s physicians, the OMA has developed a suite of products and services that range from practice management seminars, physician health and wellness, product discounts for members, and a portfolio of insurance products developed specifically for the needs of its members.

The OMA currently has 325 staff, and annual revenues of \$77 million. In 2023, the OMA was named as one of Greater Toronto’s Top Employers, for the third consecutive year.

A MODERN OMA

In 2020, the OMA approved the most significant governance changes in its 138-year history, a monumental step forward in strengthening this world-class medical organization. These transformational changes have made the OMA's governance more skills-based, nimble and responsive, aligning it with best practices in industry and not-for-profit, member-driven organizations across Canada.

The new structure empowers OMA members through more direct connection to elected bodies and decision-making, with enhanced transparency into the OMA's structure and function. This enables the OMA to represent members' priorities more effectively, including improved patient care and better support for doctors. Roles and responsibilities have been clarified to give the Board of Directors organizational oversight while a reenergized leadership body of physician delegates lead generative thinking, focusing on driving and shaping healthcare policy.

In summer 2023, the OMA Board of Directors endorsed a new strategic direction emphasizing the power of what can be achieved by working together as members, elected physician leaders and staff to bring value to members and build pride in the organization. This new direction represents a recommitment by the OMA to place members at the centre of everything it does as leaders in the healthcare system, and strengthens the physician leadership voice in clinical care and at all levels of system delivery. It also positions Ontario’s doctors to lead the healthcare ecosystem, convening its partners and enabling collaboration to find innovative solutions to system-wide challenges.

MANDATE OF THE BOARD OF DIRECTORS

The Board of Directors (the “Board”) is a group of elected physicians and non-physicians responsible for the supervision of the core activities of the OMA. Acting on behalf of its members, the Board is responsible for the governance of the OMA and is the highest decision-making authority within the organization.

The Board provides oversight for the management of the business and ensures that all significant systems and procedures are in place for the organization to run effectively, efficiently, and meet all legal and contractual requirements.

The Board develops the OMA’s approach to corporate governance, including a set of governance principles, policies, guidelines and structure specifically applicable to the OMA which will improve the effectiveness of the Board. The

Board oversees all affairs of the OMA and exercises, as appropriate, the powers vested in the Board as per the OMA By-Laws, governance policies and all applicable laws and regulations.

The overarching role of the Board focuses on governance and stewardship rather than on running the day-to-day operations of the OMA, which is the responsibility of Management. The Board respects this distinction between the role of the Board and staff. The Board seeks to approve or reject Management recommendations and refrains from directing or instructing Management.

COMPOSITION OF THE BOARD

The Board is comprised of a varied mix of skills, expertise, and diversity critical for effective oversight of the management of the OMA. Board Directors are elected by the OMA membership based on a standardized OMA candidate recruitment process. Each Board Director will possess, or develop, the requisite skills and will have access to the necessary tools required for their effective performance.

The OMA Board includes:

- Eleven Directors composed of 8 physicians and 3 non-physicians;
- A Board Chair and Vice-Chair, elected by Directors from among the Directors;
- A President, who will also be one of the eleven voting Directors;
- A President-Elect, elected by the members, who will sit as an Observer for one year;
- An Immediate Past President who will sit as an Observer for one year.

Board Directors are elected directly by members during the regular election period. For this election period, the Board requires:

- Three physician Directors for 2-year terms;
- One non-physician Director for a 2-year term;
- One President-Elect for 1 year.

GENERAL BOARD DUTIES AND RESPONSIBILITIES

The Board of Directors, as individuals and as a collective, exercises its duties of oversight, care, skill, diligence, integrity, and loyalty to ensure effective, efficient, and agile Board performance that leads to OMA mission realization. Directors of the OMA govern with the goal of enhancing executive decision-making and improving the performance of the organization in serving its members.

The Board duties include the following:

- Provide oversight to the CEO's management of OMA business and the integrity and effectiveness of all affairs of the OMA;
- Exercise the care, diligence, and skill that a reasonably prudent person would exercise in comparable circumstances, including attentive, thorough, and careful effort in executing its responsibilities;
- Consistently be guided by high integrity and ethics when executing its responsibilities;
- Act in good faith and demonstrate loyalty to the OMA and its membership;
- Protect the best interests of the OMA as a whole and not the interests of any specific stakeholder entity or constituency.

In addition, the Board of Directors delivers on the following general responsibilities:

- Uphold the Vision, Mission and Core Values of the OMA;
- Provide unifying and inspiring leadership for the OMA;
- Approve the PSA negotiations mandate with input from the General Assembly;
- Secure a proposed PSA and forwards to members for ratification;
- Oversee CEO recruitment, support, and accountability;
- Lead the strategic planning process with the CEO, Senior Management Team, and with input from the General Assembly;
- Oversee financial performance and reporting;
- Oversee Board Committees, Task Forces and Working Groups;
- Oversee risk management;

- Oversee human resource policy;
- Oversee compensation policy;
- Oversee governance policy;
- Oversee Board and Board Director performance and evaluation.

QUALIFICATIONS

With the introduction of its new governance model in 2020, the OMA has adopted a skills matrix comprised of a combination of competencies that reflect the needs of the OMA.

Each year the Board undertakes a peer-to-peer evaluation and skills inventory. While all skills are needed to support a well-functioning Board, those skills marked with an asterisk are specific skills identified for recruitment based on evaluations and anticipated future work of the Board.

Competency	Description
Board Governance	Understands Board and Director responsibilities and liabilities. Experience and knowledge of corporate governance structures, processes and best practices. ICD or equivalent certificate an asset for physician members, a must for non-physician members.
Strategic, Generative & Integrative Thinking	Experience and ability to think strategically by integrating or linking range of internal and external factors impacting the mission of OMA.
Knowledge	Understanding of the OMA and the Ontario healthcare environment, and matters affecting physician/membership matters, issues and policy impacting the OMA.
Leadership	Demonstrated experience in building consensus, collaboration, impartiality, and ability to maintain productive working relationships.
*Transformative Change	Experience in driving and facilitating change, monitoring and assessing progressive change and leading continuous improvement.
*Risk Management	Understands and able to balance the relationship between risk and reward, and ensures organization identifies, monitors and manages risk.
Communication	Communicates with clarity, is an active listener. Demonstrates open, honest, transparent verbal and written communication.
*Financial/ Business Acumen	Experience in financial planning and controls. Ability to read, interpret and assess financial reports and implications.
*Human Resources	Understands and adheres to best practices related to corporate and human resource planning. Committed to Equity, Diversity and Inclusion (EDI).
*Innovation	Skilled at creating and assessing innovative thinking. Demonstrates openness to diverse opinions and new ideas.
*Information Technology	Comfortable using a variety of electronic communication and collaboration tools. Aware of emerging IT trends and can assess potential opportunities for OMA.

TERMS AND TIME COMMITMENT

Individual Board Directors will serve a two-year term (except in the situation of a by-election or mid-term appointment), with a maximum service of 6 years.

Board Directors will demonstrate a commitment to dedicate the time required to attend Board meetings, participate on committees, and attend events when required. In addition to in-person Board meetings, retreats and members' meetings, successful candidates will be required to serve on a Board Committee and participate in engagement calls with members. The total number of meetings is estimated to be approximately 20-25 meetings a year. Full-day

meetings are usually held in-person and meetings shorter than half-day are held virtually. Additional leadership positions such as Chair and Vice-Chairs of the Board or Board Committees will impact the total expected time commitment.

The 2024 Board meeting schedule is as follows:

- February 13, 2024 (1 hr) – New Board Director Meet & Greet (virtual)
- March 6, 2024 (2 hrs) - New Director Onboarding (virtual)
- March 26, 2024 (6-9pm) – Board Meeting Dinner (optional)
- March 27, 2024 (1 day) – Board Meeting (observer role)
- May 2-3, 2024 (2 days) – Annual General Meeting (Sudbury)
- Spring, 2024 (2 days) – Priority and Leadership Group Meeting (exact dates to be confirmed)
- June 19-20, 2024 (2 days) – Retreat and Board Meeting
- September 11, 2024 (1 day) – Board Meeting
- October 30, 2024 (1 day) – Board Meeting
- November 2-3, 2024 (2 days) – General Assembly
- December 4-5, 2024 (2 days) – Retreat and Board Meeting

REMUNERATION

Appropriate and fair compensation is provided. The OMA is currently undertaking a formal review of its Board compensation model.

CONFLICT OF INTEREST

The OMA's Conflict of Interest Policy outlines situations in which a person has a private or personal interest sufficient to appear to influence the objective exercise of their official duties as a Director.

Directors shall disclose the following positions that would disqualify them from sitting on the OMA Board of Directors:

- Being a paid employee in an executive capacity of the MOHTLC (including any government agencies that report to it), which includes positions with titles that include the following:
 - Vice President
 - Chief Medical Officer of Health
 - Provincial Chief Nursing Officer
 - Provincial Medical Director
 - President titles
 - CEO titles
 - Chief, Clinical Quality
- A Member of the Executive/Board/Council of an external medical professional advocacy organization
- Serving on the executive of a section, district or advocacy arm of a Section/District (i.e. committee)

The following is a list of positions that would not disqualify a physician from serving as an OMA director, but it would be appropriate for these positions to be disclosed, and steps to mitigate any potential conflict of interest may be required:

- Volunteer roles when the volunteer has a fiduciary duty to two separate organizations
- Serving on a political party in anything more than a consulting capacity
- Serving in municipal politics
- A paid position with a pharmaceutical company
- A member of the CMPA Council
- Paid position in media i.e. journalist
- A hospital paid position such as Chief of Staff, etc.

QUESTIONS AND APPLICATION INFORMATION

If you are interested in being considered for this rewarding Board Director position:

- Physician members are invited to respond to the Notice of Election issued November 2, 2023 and closing November 30, 2023.
- Non-physician members should submit a resume to Ed Perkovic, Vice President, Search Delivery, at ed.perkovic@lhhknightsbridge.com.

All qualified applicants will receive an application form for completion. Additional information on election process and protocols will be made available to all applicants.

Should you have any questions regarding this opportunity, please contact a member of the Project Team:

Janice Kussner, Partner	janice.kussner@lhhknightsbridge.com	416-640-4313
Chris Sawyer, Partner	chris.sawyer@lhhknightsbridge.com	416-640-4312
Ed Perkovic, Vice President	ed.perkovic@lhhknightsbridge.com	416-640-4311
Oksana Krupa, Executive Assistant	oksana.krupa@lhhknightsbridge.com	416-928-4612

Diversity, inclusion and tolerance are among the Ontario Medical Association’s core values. The OMA has been committed to and will continue advocating for an environment where all persons are treated with fairness, dignity, and respect.

Ontario’s physicians have dedicated their lives to improving the health and well-being of patients across the province. This includes recognizing the impact of the social determinants of health and working to eliminate the disparities that exist between communities.

The Ontario Medical Association strongly believes that we all have a role to play in upholding and advocating for the principles of human rights, pluralism, tolerance and inclusion.

If you require accommodation in order to participate as a candidate in the hiring process, please communicate your needs to the LHH Knightsbridge Project Team.