

EXECUTIVE BRIEF
Board of Directors



FOR MORE INFORMATION:

Promeus Inc. has been retained to conduct this search on behalf of the Ontario Medical Association. For more information about this Board Director opportunity, please contact anyone on our consulting team:

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SUPPORT AND ADVOCATE FOR ONTARIO'S PHYSICIANS

As the Ontario Medical Association (OMA) embarks on a new chapter, we are seeking passionate and committed physicians to join the Board of Directors. This is a unique opportunity to directly influence Ontario's healthcare system and advocate effectively for the profession. By supporting the OMA, you will play a key role in shaping its strategic direction by actively supporting governance that ensures that the OMA remains responsive to the needs of Ontario's physicians and their patients.

As a board director, you will play a crucial role in steering the OMA's strategy, advocating for the well-being of the members, and ensuring that the voice of physicians is heard in key discussions about healthcare policy. This role will enable you to leverage your skills and passion in a meaningful way, making decisions that will have a lasting impact on the lives of millions. This is not just a board appointment but a chance to make a significant contribution to the healthcare landscape of Ontario, ensuring it evolves in ways that continue to support the health of Ontarians and the professionals who serve them.

THE ORGANIZATION

Founded in 1880, the OMA has approximately 49,000 members, including all of Ontario's 36,000 practicing physicians as well as retired physicians, medical students, and Ontario's licensed physicians currently out-of-province. Its mission is to strengthen the leadership role of doctors in patient care and to be the trusted voice in transforming Ontario's healthcare system. The OMA supports the professional and personal needs of Ontario's doctors, so they can deliver better health care.

As the representative of Ontario's physicians, the OMA advocates for the well-being of its members and the health of Ontarians. Through a modern, member-driven governance structure, the OMA strives to represent all voices and to protect the interests of its members. With its new governance structure launched in 2021, the OMA is able to effectively execute organizational goals and strategic priorities, while providing agile responses to immediate and emerging issues. The organization is focused on effective governance and accountability, physician support and advocacy, health system leadership, robust member services and operations, transparency and high integrity, and effective communication.

OMA Strategy:

In December 2023, the OMA board approved a revised strategy that will better position the organization to deliver on what its members want and need. This blueprint will allow the OMA to ensure competitive compensation and reasonable working conditions for physicians, and lead health care system transformation, which will improve patient outcomes. The strategy will set the future path for the organization to deliver member value by aligning objectives against three pillars: its members, its system, and its organization.

The OMA's 2023 strategy's areas of focus are: representing, supporting, and advocating for physicians; amplifying the voice and expertise of members to accelerate system changes, promote collaboration, and enhance patient care; and empowering its people to drive value and trust in every interaction with members, while investing in growing influential physician leaders. The 2023 Strategy can be found at: [Strategy - Ontario Medical Association \(oma.org\)](https://www.oma.org/strategy)

THE BOARD OF DIRECTORS

Board Composition:

The Board of Directors (“the board”) is comprised of a broad mix of skills, expertise, experience, and diversity, all of which are key for successful oversight of management of the OMA, and development of the OMA’s approach to governance. Through a standardized candidate recruitment process, all board directors are elected directly by the OMA membership, for a two-year term (may stand for re-election up to three times, six years maximum), and assume office immediately following the Annual General Meeting (AGM), which is held on the first Thursday of May.

The OMA board includes:

- Eleven (11) Directors (eight (8) physicians and three (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 (11) 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 Roles and Responsibilities:

The board, as individuals and as a collective, exercises its fiduciary duties of oversight, care, skill, diligence, and integrity to ensure effective, efficient and agile board performance that leads to OMA’s 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. **Individual board directors do not represent the interests of any single constituency group**, but the interests of all members. See the [Board Charters and Position Descriptions](#) which lay out the board’s mission, vision, and core values, and define the roles of its members.

The board duties include the following:

- Provide strategic oversight to the CEO’s management of OMA business and the integrity and effectiveness of all governance affairs of the OMA
- Provide advice and guidance on matters related to risk management and financial stewardship
- Exercise power, as appropriate, according to OMA bylaws, governance policies, and applicable laws and regulations
- Protect the best interests of the OMA, as a whole, and not the interests of any specific stakeholder entity or constituency
- Consistently be guided by high integrity and ethics when executing responsibilities
- Act in good faith and demonstrate fiduciary duty to the OMA and its membership
- Other:
 - Be available to regularly attend Board meetings, as required, and be prepared by reviewing materials in advance of meetings
 - Participate in Board retreats, training and development, as required
 - Attend AGM and PLG meetings
 - Serve on committees and task forces of the Board as required (every Director will be appointed to a board standing committee)

- Support and mentor new board directors
- Attend events as requested by the board chair or CEO

Skills and Competencies Sought in Board Directors include:

Knowledge & Skills

- Knowledge of the OMA articles of incorporation, bylaws, and legislation under which the OMA exists as they pertain to the duties of an individual board director
- Knowledge of the OMA Vision, Mission, Core Values, Code of Conduct, Respect and Safety in the Workplace and governance policies
- Knowledge of and experience with board governance best practices
- Understanding of the OMA organization and the Ontario health care environment
- Knowledge of physician matters, issues, and policies impacting the OMA and its members
- Excellent organizational skills
- Ability to read and understand financial statements and to appreciate the financial implications of strategies, tactics, and transactions proposed by management
- Strategic, generative, and integrative thinking skills
- Strong interpersonal and conflict-resolution skills
- Excellent listening, verbal, and written communication skills
- Effective in using a variety of technologies such as computers, applications, and digital collaboration tools

Leadership Qualities

- Personal integrity and a commitment to collaboration
- Ability to maintain professional, collaborative, and productive working relationships
- Respect for members, staff, and fellow board directors
- Commitment to sharing knowledge and experience for the benefit of the OMA
- Impartiality, objectivity, and open-mindedness
- Desire to strive for consensus or near-consensus decision-making
- Encouragement of candid discussion at meetings of the board and board committees

In addition to the above knowledge, skills and qualities, the OMA has adopted a matrix of core skills. It is important that the OMA board be comprised of individuals who collectively possess a balance of skills, knowledge, expertise and attributes to provide effective oversight. While all skills are needed to support a well-functioning board, those marked with an asterisk in the table below are specific skills identified for recruitment based on peer-to-peer evaluations, skills inventory and anticipated future work of the board.

Competency	Description
Professional Knowledge and Insight	Understands the medical profession, physician needs, and challenges faced in the current Ontario health care landscape.

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 a range of internal and external factors impacting the mission, vision and values of OMA.
Knowledge	Understanding of the OMA and the Ontario health care environment, and issues and policies impacting the OMA and its members.
Leadership	Demonstrated experience in building consensus, collaboration, impartiality, and ability to maintain productive working relationships.
Transformative Change	Experience providing oversight, monitoring and assessing progressive change and continuous improvement.
*Risk Management	Understands and is able to balance the relationship between risk and reward, and ensures the organization effectively identifies, monitors and manages risk.
Communication	Communicates with clarity and 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.
Innovation	Skilled at creating and assessing innovative thinking. Demonstrates openness to diverse opinions and new ideas.
Information Technology	Effective in using a variety of electronic communication and collaboration tools. Aware of emerging IT trends and able to use this knowledge to add strategic value while fulfilling oversight and fiduciary duties.
Data and Analytics	Skilled in utilizing data to drive decisions and improve performance.
Equity, Diversity and Inclusion	Demonstrates a strong commitment to EDI by promoting inclusive policies and practices that enhance representation and equity.

RECRUITMENT 2024

Board directors are elected directly by members during the regular election period. For this election period (2024/2025), the board requires:

- Four (4) Physician Directors for 2-year terms
- One (1) President-Elect for 1 year

Conflict of Interest

The OMA's [Conflict of Interest Policy](#) serves to identify 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 of the OMA. Applicants will have no real or perceived conflict of interest. Potential conflicts of interest, for self or a family member, include affiliation with another board, committee, organization, vendor, supplier, or any other party that has a direct or indirect interest in any business transaction or agreement with the OMA or payment of

physicians which could result in benefit. It also includes involvement in any pending legal proceedings involving the OMA.

Application Process

Physician members are invited to respond to the Notice of Election issued November 5, 2024 and closing December 3, 2024. After submitting a short self-nomination form, each nominee's record will be reviewed against the eligibility criteria. To run for the board of directors or president-elect, physician members of the board must be eligible to hold office as outlined in the OMA bylaws and not have exceeded the six-year term limit for directors.

Nominees are confirmed as candidates after submitting a [comprehensive application form](#), participating in a short interview, and having all necessary reference checks completed. In order to ensure that every OMA member has an opportunity to showcase unique and diverse skills and experiences, all interested applicants who complete this process by the nomination deadline will become confirmed candidates.

FREQUENTLY ASKED QUESTIONS

What are the expectations and responsibilities of Board members?

Full participation, good attendance, commitment to good governance, and a belief in the mission, vision, and values of the OMA. Individual board directors are accountable to members and govern with the goal of enhancing executive decision-making and improving the performance of the OMA in serving its members.

What is the term of appointment?

Two years, renewable (up to 3 terms/6 years).

What is the time commitment?

Board directors will demonstrate a commitment to attend board meetings, participate on committees, and attend events, as required. In addition to in-person board meetings, retreats and members' meetings, board directors 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 per year. Full-day meetings are generally held in-person, with meetings shorter than a half-day held virtually.

What is the compensation?

Board directors are provided fair and appropriate compensation. The OMA is currently undertaking a formal review of its board compensation model, however, the current hourly rates (likely to change following the review) are \$235.00 for board directors, \$258.50 for Vice Chair, and \$282.00 for Chair.

What are the liabilities? Is there either statutory protection or Directors and Officers liability coverage for acts and omissions of Directors acting in good faith and honestly?

The OMA has Directors and Officers liability insurance for all board directors and officers.

When are the Board meetings?

- February 11, 2025 (5-6pm) – New Board Director Meet & Greet (virtual)
- March 4, 2025 (4-6pm) - New Director Onboarding (virtual)
- March 25, 2025 (6-9pm) – Board Meeting Dinner (optional)
- March 26, 2025 (1 day) – Board Meeting (observer role)

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- May 1-2, 2025 (2 days) – Annual General Meeting (London)
 - June 24-25, 2025 (2 days) – Retreat and Board Meeting
 - September 10, 2025 (1 day) – Board Meeting
 - October 29, 2025 (1 day) – Board Meeting
 - December 10, 2025 (1 day) – Board Meeting

What Committees does the OMA have?

The OMA has a variety of committees, including standing board committees (which are comprised primarily of board directors), as well as bilateral and advisory committees and task forces, where members (including residents and medical students) can get involved to make a difference in association governance, health policy, and the broader profession. See the full list of [OMA Committees and Task Forces](#).

For a more comprehensive list of questions regarding elections, please visit the [OMA's Frequently Asked Questions](#).

With respect being one of its core values, the OMA treats everyone with dignity and values inclusion and diverse experiences and perspectives. The OMA and Promeus Inc. are committed to building an intentionally inclusive environment that engages, supports, and empowers employment equity and diversity in the workplace and communities served. We welcome and encourage applications from women, racially visible individuals, people with disabilities, Francophone, Indigenous peoples, and 2SLGBTQIA+ persons.