

ONTARIO MEDICAL ASSOCIATION

MEMBER SERVICES COMMITTEE CHARTER

1. Composition

- a) The Member Services Committee (the “Committee”) of the Ontario Medical Association (“OMA”) is a CEO advisory committee reporting to the CEO with a ‘dotted line reporting responsibility’ to the OMA Board. The Committee shall be supported by the Chief, Member Services, and be comprised of the following members and approved by the Board (to a maximum of 7 members):
- Up to 2 (and a minimum of 1) OMA Members who are Medical Students or Residents
 - Up to 6 (and a minimum of 4) OMA Members who are practicing physicians
 - 1 retired OMA Member
 - Other OMA Members as appointed
- b) The following skill set is normally looked for in the selection of Committee members:
- Members who understand and can represent the interests of physicians from early to practice until retirement.
 - Members who have an interest in physician engagement and participating in the ongoing development and evaluation of the appropriateness, comprehensiveness and overall effectiveness of OMA’s programs and services.
 - Excellent team work and decision-making skills
- It is not necessary for any one member of the Committee to possess all of the skills. However, each skill should be present in the Committee’s composition.
- c) The term a member shall sit on the Committee shall be in accordance with the OMA Board Committee Appointment Policy, or a policy that replaces it.

2. Operating Principles and Procedures

The Committee shall fulfill its responsibilities within the context of the following principles and procedures:

a) **Committee Values**

The Committee will act in a manner that values the contribution of the staff and Management of the OMA. It expects its Committee members and its nominees for election or appointment by the Board to operate in compliance with the OMA's Code of Conduct and policies and with all applicable laws and regulations governing OMA.

b) **Communications**

The Chair and members of the Committee expect to have direct, open and frank communications throughout the year with the CEO, the Board, and other key Committee advisors as applicable.

c) **Annual Committee Work Plan**

The Committee shall develop a work plan which, amongst other things, will describe the activities in which the Committee will engage for the purpose of carrying out the Committee's responsibilities as set out in this Charter.

d) **Meeting Agenda**

Committee meeting agendas shall be the responsibility of the Chair of the Committee in consultation with Committee members and the CEO.

e) **Committee Expectations and Information Needs**

The Committee shall communicate its expectations to the CEO and/or the Board with respect to the nature, timing and extent of its information needs. The Committee expects that all reasonably required and available information (including accepted Committee minutes) relating to each matter to be dealt with by

the Committee at its meetings will be received from the CEO and/or the Board within a reasonable time frame in advance of each Committee meeting (e.g. 5 days).

f) Reliance on Experts

In contributing to the Committee's discharging of its duties under this Charter, each member of the Committee shall be entitled to rely in good faith upon:

- i) any report or advice of an officer or employee of the OMA, if it is reasonable in the circumstances to rely on the report or advice; or
- ii) any report of a lawyer, accountant, engineer, appraiser or other person whose profession lends credibility to a statement made by them.

g) Committee Self Assessment

The Committee shall periodically review, discuss and assess its own performance, role, responsibilities and terms of reference as specified in the Charter.

- a) The Committee shall meet at least once annually, or more frequently as circumstances dictate. Meetings shall be held at the call of the Chair or upon the request of two (2) members of the Committee;
- b) The Committee Chair shall be selected by the Committee;
- c) to accommodate the planned and unplanned absences of the Committee Chair, another member on the committee shall be Chair as decided by the members attending that meeting;
- d) a quorum shall be a majority of the members;
- e) the staff lead to the Committee shall act as secretary of all meetings of the Committee; and

- f) a copy of the minutes of each meeting of the Committee shall be provided to each member of the Committee routinely and, when requested, to any Director of OMA in a timely fashion

4. Terms of Reference

I. Purpose

The Committee shall provide strategic advice and guidance to the Member Services team in its creation, implementation and delivery of unique and cost-effective programs and services that Members use on a voluntary basis.

The ultimate goal of the Member Services team is to create value for the OMA membership.

II. Duties and Responsibilities

In particular, the Committee shall have the following duties and responsibilities:

- a) Strive to ensure that Ontario physicians have access to a broad range of products and services that will support them in their professional and personal lives;
- b) Ensure that the programs and services offered by Member Services are administered for the benefit of the membership as a whole;
- c) Assist in identifying new products and services and provide input into the prioritization of opportunities
- d) Advise the OMA Member Services Management team on strategic direction.

5. Limitations on Committee's Duties

In contributing to the Committee's discharging of its duties under this Charter, each member of the Committee shall be obliged only to exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances. Nothing

in this Charter is intended, or may be construed, to impose on any member of the Committee a standard of care or diligence that is in any way more onerous or extensive than the standard to which all Board members are subject. The essence of the Committee's duties is to gain reasonable assurance (but not to ensure) that the nominating policies, procedures and practices of OMA (i) are being conducted effectively and in compliance with all applicable laws, statutes and regulations; (ii) are reasonable and appropriate in the circumstances given the nature of the organization and its strategy; and (iii) are sufficiently and accurately reported upon to the OMA Board.

Approved January 2018 by OMA Board