

ONTARIO MEDICAL ASSOCIATION

CIVILITY, DIVERSITY, AND INCLUSION COMMITTEE CHARTER

1. Composition

- a) The Civility, Diversity, and Inclusion Committee (the “Committee”) of the Ontario Medical Association (“OMA”) a CEO advisory committee that reports to the CEO with a ‘dotted line reporting responsibility’ to the OMA Board. The Committee shall be comprised of the following members approved by the Board.
- 5 members total
 - 1 member shall have formal experience with mediation, or willing to undergo formal training
 - 2 members shall be member of Council
 - Members shall fairly represent geographical regions and specialties
 - Advisory staff to the Committee shall include representation from PHP and OMA Legal.
- b) The following skill set is normally looked for in the selection of Committee members:
- Interpersonal skills
 - Mediation experience or willingness to train
 - Leadership experience or interest
 - Interest in physician education

It is not necessary for any one member of the Committee to possess all the skills. However, each skill should be present in the Committee’s composition. Training shall be offered to all committee members.

- 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 twice annually, or more frequently as circumstances dictate. Specifically, the Committee may be required to meet to respond to physician complaints in person or via videoconference to meet requirements related to procedural fairness. Meetings shall be held at the call of the Chair or upon the request of two (2) members of the Committee;
- b) 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;
- c) a quorum shall be a majority of the members;
- d) the staff lead to the Committee shall act as secretary of all meetings of the Committee; and
- e) 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 purpose of the Civility, Diversity and Inclusion Committee is to create a culture of civility at the OMA and empower members to promote and participate in civility. The Committee will adjudicate disputes between members. The Committee will also engage in activities and exercises to promote diversity and inclusion, such as the development of educational tools and resources.

II. Duties and Responsibilities

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

- Promotion and marketing of civility materials
- Management of complaints with respect to the Principles Guiding Member Interaction and administration of related procedure
- Engagement in activities and exercises that promote civility and educate members, including the development of educational tools and resources
- Promotion of congeniality and civility within the governance structure of the OMA
- Assistance with adjudication of dispute and training in conflict resolution
- Engagement in activities and exercises that promote diversity and inclusion and educate members, including the development of educational tools and resources

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 by the Board - March 25, 2020