

Board Investigations and Dispute Resolution Policy

1. Introduction

Section 10:2:3 of the OMA's by-laws state:

"10:2:3 Qualifications & Eligibility Requirements

The Board of Directors may establish qualifications and eligibility requirements for holding the office of director. The Board of Directors may remove from office any director who ceases to meet a qualification or eligibility requirement for holding office as director."

The board of the Ontario Medical Association (OMA) is committed to reaching a prompt and fair resolution of any disputes, conflicts, disagreements, or allegations that may arise from time to time, and that may threaten the functioning of the board.

2. Scope

This policy refers to disputes:

Between directors;

- By a director regarding a board policy, process or procedure;
- By a director regarding a resolution of the board;

And to allegations:

- By a director against another director related to the Code of Conduct.

Other disputes and allegations are out of scope for this policy.

3. Policy

The OMA board encourages directors to resolve any issues or concerns that they may have at the earliest opportunity. It is important that as issues do arise, they are dealt with in a fair and timely manner. While some conflicts will be resolved by an informal discussion between the parties, others will need a process for successful resolution.

Procedures for dealing with board disputes are set out in section 4 of this policy.

Dispute resolution principles

The board has endorsed the following principles for directors to follow:

- Respect for another's point of view;
- Commitment to resolving the issue;
- Willingness to compromise;
- Confidentiality;
- Impartiality;
- Respect;
- Prompt action; and,
- Freedom from repercussions.

4. Procedure

1. The dispute or allegation must be set out in writing and sent to the chair. The chair must acknowledge receipt of this document within two days.
2. The chair will use his or her discretion to bring the issue to the next board meeting or call a special meeting of the board.
3. When raised at the board meeting all people involved in the dispute or allegation will be given the right to speak.
4. The matter should be discussed with all directors present, unless they have advised the chair, preferably in writing, that they are aware there is a dispute resolution meeting being held and they are unable to attend.
5. The chair will call for a motion from the board, e.g. to conduct an investigation, to appoint an independent investigator, seek mediation, or to dismiss the complaint. All directors present at the meeting will vote on the motion.
6. If the chair is the individual possessed of the potential conflict, the same procedure shall be followed only the reporting shall occur to the President, who will follow the above procedure.

5. Mediation

Mediation in this context refers to an instance in which a neutral third party helps other parties in dispute reach agreement. The process shall be private and confidential, and the mediator shall act as a neutral third party and facilitate rather than direct the process. The Mediator shall listen

to each party separately in a pre-caucus or pre-mediation before ever bringing them into a joint session to try to reach consensus. The Mediator shall set a timetable for resolution.

1. Where mediation is sought, the mediator must be:

- a) a person chosen by agreement between the parties; or
- b) in the absence of agreement, a person appointed by the board.

2. A member of board can be a mediator, but may not be a member who is a party to the dispute.

3. The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.

4. The mediator, in conducting the mediation, must:

- a) give the parties to the mediation process every opportunity to be heard; and
 - b) allow due consideration by all parties of any written statement submitted by any party;
- and
- c) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.

5. The mediator must not determine the dispute.

6. The mediation must be confidential and without prejudice.

7. If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute otherwise in the board or at law.

6. Investigations

1) In deciding whether to recommend the matter for investigation, the board shall:

- a) Decide that there is not enough information in the allegation to proceed, and either conduct its own investigation into the allegation via the chair, or appoint an investigator independent of the Board to investigate the complaint. The chair or investigator, as applicable, shall provide a report on its or his/her findings;

- b) Decide that there is sufficient information in the allegation to proceed with reprisal and proceed to vote on reprisal as set out in 6(2) below; or
- c) Decide that, the facts included in the complaint do not give rise to violation of the Code, and dismiss the complaint.

2) Discipline under paragraph 6(1) (b) may include, without limitation, any one or more of the following: (i) A dismissal of the complaint; (ii) A letter of reprimand from the Board to the offending director; or (iii) removal of the director from the Board.

7. Roles and Responsibilities

It is the responsibility of the chair to ensure that:

- Board members are aware of this policy;
- Disputes and investigations are handled respectfully, confidentially, and in accordance with natural justice.

8. Related Documents

- Board Charter
- Code of Conduct

Approved by OMA Board June 20, 2018