



**Report of the Governance Committee
Presented at the 2017 Annual Meeting of Members
By Committee Chair, Dr. Sarah Newbery, CCFP, FCFP**

On November 23, 2017

The Governance Committee of the Ontario College of Family Physicians (OCFP) has been working to further enhance the OCFP's governance renewal, which began in 2012 and continued with changes to our bylaws in 2015. The Committee has focused on ensuring the OCFP governance policies and practices remain strong to best support the Board in its work on behalf of the OCFP membership.

The Governance Committee is comprised of Board Members Drs. Jonathan Bertram, Jane Charters, Nelson Chan, and Jennifer Young -- all of whom have worked hard on behalf of the organization over the past year. On behalf of the membership, I extend my thanks to them for their time and commitment.

Governance Committee Work 2016-17

The Governance Committee undertook an extensive review of its Board and Committee Orientation process in 2015-16, which resulted in a modular orientation approach with three distinct topics: Organizational Overview, Governance and Finance. This new process was implemented in January 2017. As well, existing policies were reviewed and revised, as necessary, and others were developed and approved relating to Board Evaluation, which included the Orientation process, Meetings, the Board itself and its relationship with the CEO and the Chair. Further policies were reviewed and revised, including those related to Board Development, Board and Committee Honorariums, and Health and Safety. The Governance Committee also reviewed and recommended changes to strengthen the Executive Committee Terms of Reference to ensure greater transparency.

The Committee oversaw the nomination process for new members and officers of the Board. Using the Board Composition Matrix enabled the Governance Committee to assess the composition of the current Board of Directors and better understand where opportunities and gaps existed. This review and assessment resulted in a focused recruitment effort for new directors.

Officer Recommendations

In accordance with the OCFP's Bylaws and Policies, the Officer positions were chosen from the current members of the Board of Directors. Given that Dr. Glenn Brown assumed his two-year Presidency in 2017 and the membership approved the election of Dr. Jennifer Young to the position of President-Elect at last year's Annual Meeting of Members, the Governance Committee is presenting the Board's recommendation of Mr. Terry McCarthy for the position of Secretary-Treasurer.

- **Mr. Terry McCarthy** joined the Board of Directors in May 2014 as a non-physician Director-at-Large. As the Secretary-Treasurer for this last year, Mr. McCarthy has been instrumental in leading the Finance Committee in overseeing the development of a business model, a dashboard and financial policies to facilitate Board oversight and the orientation modules as they relate to finance. He has significant experience in governance and finance and has been involved in both the Governance and Finance Committees since joining the Board. Mr. McCarthy is the Executive Director at the Hamilton

Family Health Team. He brings considerable conceptual and operational skills in the area of change management and a solid understanding of the need for physician leadership in health-related transformation agendas. He also understands political and government processes.

Recommendations for Renewals and New Directors

- **Mr. Terry McCarthy** is concluding his first three-year term on the Board. His profile, which includes his contributions to the Board and his experience, is highlighted above.
- **Dr. Jane Charters** is concluding her first three-year term on the Board. Dr. Charters has been an actively engaged Board member and has been involved in the Governance Committee since joining the Board. Dr. Charters has been practising family medicine for over 25 years and has completed the Physician Leadership Development Program at York University. As a physician practising in a Family Health Organization (FHO), she understands the challenges that front-line physicians are facing on a day-to-day basis. Dr. Charters practises family medicine in Oakville at the Lakeshore Medical Group and Halton Healthcare Services. She is a Core Member of the Mississauga-Halton LHIN's Primary Care Network. As a district 4 delegate to OMA and Ontario delegate to CMA, Dr. Charters brings a provincial and national perspective around medical political issues and patient and physician advocacy issues to the board table. She is also an assistant clinical professor in Family Medicine at McMaster and loves teaching and mentoring medical students.
- **Dr. Amy Catania** is concluding her first three-year term on the Board. She has also been actively engaged in the Board and has been involved as a member of the Finance Committee in her first year on the Board, and for the past two years has served as Chair of the Member Services Committee, which also has oversight of the OCFP Awards Program, as well as sitting as a member on Executive Committee. Professionally, for the past 13 years, Dr. Catania has been providing comprehensive community and acute care clinical care while engaging in teaching and leadership activities. She is the previous physician lead in a semi-rural practice and was responsible for transforming the health-care services in a previously underserved community. Prior to this she was Headwaters Health Care Centre's Chief of Family Practice. She remains involved with the hospital by providing surgical assistance as well as paediatric and inpatient coverage. She is involved in teaching residents and medical students from the Rural Ontario Medical Program, Northern Ontario School of Medicine and the University of Toronto Rural Medical Program.

With the regrettable resignation of Dr. Richard Seely during the year and the conclusion of the term of office for current Board member and Past President Dr. Sarah-Lynn Newbery, the Board of Directors initiated a recruitment plan based on a review of the skills, experience and practice models as reflected in the Board Composition Matrix. The recruitment plan considered the overall strengths of the current directors and identified opportunities where new recruits could reflect the overall membership of the OCFP. The recruitment plan also identified the opportunity to increase the Board size to its maximum limit of 16 by recruiting for the second non-physician Director-at-Large position.

The recruitment process was initiated at the end of June. The notice regarding openings on the Board was posted on the OCFP website, an email was sent to all members, and targeted requests were made to Past Presidents to solicit their help in identifying potential candidates. The Director-at-Large position was also posted on external websites. The following areas were identified as priorities for recruitment of Physician Directors:

- Represent a diversity of practice and payment models with specific emphasis on solo practitioners
- Currently practising or recently practised in the following regions that coincide with one or more LHINs: Erie St. Clair, North Simcoe Muskoka

- Female
- Early in career (0-10 years)
- Experience working with vulnerable and complex populations, including Inner City / homeless, recent immigrants, Indigenous populations, and addictions

The Director-at-Large non-physician recruitment identified the following areas as priorities:

- Finance
- Business
- Governance in the not-for-profit sector

Applications were invited between June 30 and July 28, 2017. The OCFP received nine family physician applications, all of which were complete, and 29 non-physician Director-at-Large applications, of which 21 were complete. The Governance Committee reviewed each of the applications and conducted interviews with the individuals who best met the needs of the Board.

The Board is presenting the following three individuals to the membership for approval. Their collective skills, competencies, and regional and diverse perspectives will enhance the current Board's composition.

1. **Dr. Lindsey Sutherland** is in her first five years of practice near her hometown in LHIN 1 Erie St. Clair. She trained in both Alberta and Ontario. She has experience in small-town and community settings and has completed locums and training in rural and remote areas of Canada. She currently practises in Chatham-Kent and serves a varied group of community members with a large proportion consisting of local farmers and some members from the two nearby First Nations Communities. She practises a full scope of family practice including clinic, emergency, inpatient, and antenatal/intrapartum care. She has experience working in FHO/FHT and Fee for Service models and has leadership experience having been involved in committee and leadership roles throughout her medical training and early career.
2. **Dr. Jayde Duncombe** is in her first five years of practice. She practises in LHIN 6. Mississauga Halton in an FHO setting. She sits on the Board of the Oakmed Family Health Team. She has had training in Governance through the OHA. She recently assumed the role of Director of Human Resources and was involved in developing processes to support the OakMed team. Dr. Duncombe is also a member of the OCFP Awards Committee.
3. **Mr. Bruce Squires** has more than 20 years of senior leadership experience in Ontario and Canadian healthcare, most of it working directly with associations of physicians. Currently, he is a Vice President at the Children's Hospital of Eastern Ontario. He has extensive experience in governance, having been involved with, and serving on, Boards. As well, Mr. Squires has been involved with member-based organizations. In his leadership positions, he has been involved in strategic planning and execution, partnership and relationship building, advocacy, and financial management. Mr. Squires resides in Ottawa.

Motions

Be it resolved THAT Mr. Terry McCarthy, Dr. Jane Charters and Dr. Amy Catania be re-elected to the Board of Directors for second terms of office concluding in 2020

Be it resolved THAT Mr. Terry McCarthy be appointed for a one-year term as Secretary-Treasurer for 2017-2018.

Be it resolved THAT the following new members be elected to the Board of Directors for the stated length of term:

| Name | Length of Appointment | Term of Office |
|------------------------|------------------------------|-----------------------|
| Dr. Lindsay Sutherland | 3 Years (2017–18 to 2019–20) | 1 st |
| Dr. Jayde Duncombe | 3 Years (2017–18 to 2019–20) | 1 st |
| Mr. Bruce Squires | 3 Years (2017–18 to 2019–20) | 1 st |

Be it resolved THAT the Report of the Governance Committee be accepted.

Respectfully submitted by,



Dr. Sarah Newbery, CCFP, FCFP
Chair, Governance Committee and Past-President

The Board of Directors for 2017–2018*

| Officers | | | |
|--------------------|---------------------|---------------------------------------|-----------------|
| Name | Position | LHIN | Location |
| Dr. Glenn Brown | President | South East and Champlain | Kingston |
| Dr. Jennifer Young | President-Elect | Central East and North Simcoe–Muskoka | Collingwood |
| Mr. Terry McCarthy | Secretary-Treasurer | Hamilton Niagara, Haldimand and Brant | Hamilton |

| Directors | | | |
|--------------------------|---|-----------------|--------------------------------|
| Name | LHIN | Location | Term of Office |
| Dr. Peter Hutten-Czapski | North West and North East | Haileybury | 2 nd Term (2016–19) |
| Dr. Jane Charters | Mississauga Halton and Central West | Oakville | 2 nd Term (2017-20) |
| Dr. Amy Catania | Mississauga Halton and Central West | Orangeville | 2 nd Term (2017-20) |
| Dr. Sundeep Banwatt | Mississauga Halton and Central West | Mississauga | 1 st Term (2015–18) |
| Dr. Abhishek Raut | Toronto Central and Central LHIN | Toronto | 1 st Term (2015–18) |
| Dr. Jonathan Bertram | Toronto Central and Central LHIN | Toronto | 1 st Term (2015–18) |
| Dr. Nelson Chan | Erie-St. Clair and South West | London | 1 st Term (2015–18) |
| Dr. Ahmed Jakda | Waterloo-Wellington & Hamilton Niagara, Haldimand Brant | Cambridge | 1 st Term (2016–19) |
| Dr. Mekalai Kumanan | Waterloo-Wellington & Hamilton Niagara, Haldimand Brant | Kitchener | 1 st Term (2016–19) |
| Dr. Elizabeth Muggah | South East and Champlain | Ottawa | 1 st Term (2016–19) |
| Dr. Lindsey Sutherland | Erie St. Clair and South West | Chatham | 1 st Term (2017-20) |
| Dr. Jayde Duncombe | Mississauga Halton and Central West | Oakville | 1 st Term (2017-20) |
| Mr. Bruce Squires | South East and Champlain | Ottawa | 1 st Term (2017-20) |

*This is the slate of Officers and Directors for 2017–18 following the membership’s approval of the presented motions.