Royal College International Board
Composition Matrix

1. Objective & Scope

The Royal College International (RCI) Board Composition Matrix is a tool used to help identify and guide the recruitment and development needs of the RCI Board. It is intended to ensure the Board collectively has the diversity, attributes, knowledge, skills and expertise to govern RCI.

This document aligns the requirements of the RCI Bylaw for the membership of the Board with more information about the diversity and qualifications required to build a skilled and inclusive Board.

2. Definitions & Acronyms

This section defines key terms used in the policy.

RCI Board	Senior governing body of Royal College Canada International, known as Royal College International (RCI).
Director	A member of the RCI Board.
Member	A member of Royal College Council
NGC	Nominating Governance Committee
Royal College	Royal College of Physicians and Surgeons of Canada

3. Policy

3.1   RCI BOARD COMPOSITION

a)   In accordance with the Royal College International Bylaw, the Board can consist of three to 15 Directors. Ordinarily, at least two of the 15 Directors are Royal College Council members.

b)   The Chair of the Board is appointed from among the Directors by the members.

c)   The First Vice-Chair and Second-Vice Chair of the Board are appointed from among the Directors by the Board.

d)   Revisions to the Board composition as set out in the Bylaw are approved by the RCI members, in accordance with the Canada Not-for-profit Corporations Act.

3.2   BOARD ELIGIBILITY

a)   The overall membership of the Board may include medical practitioners, business leaders and members of the public sector to ensure RCI's overall mandate is well served.

3.3   BOARD DIVERSITY

a)   The RCI Board membership should be socially (e.g., gender, age, etc.), professionally and experientially diverse to help ensure that the principles of equity, diversity and inclusion (EDI) are embedded in the activities and affairs of RCI.

Diverse boards hold broader perspectives and insights stemming from the individuals' unique experiences, thinking styles and competencies. As a result, a diverse board is better situated to consider and address complex issues on behalf of its multiple stakeholders and partners.

RCI Board diversity will be attained through

- broad advertisement of the skills currently required on the Board,
- an open application process, and
- a fair and transparent screening process conducted by the NGC.

All those interested and qualified are encouraged to apply. Each application will be given equal consideration for nomination to the Board, without regard to factors such as but not limited to race, ancestry, place of origin, ethnic origin, citizenship, creed, sex, sexual orientation, age, marital status, family status or disability.

The NGC will monitor Board demographics in aggregate using the demographic matrix presented under Appendix A. This matrix will evolve as the organization and society matures in its understanding and application of EDI.

3.4   ACCOMMODATIONS

a)   The Royal College and RCI believe in and promote the rights of all persons with disabilities as outlined in the Ontario Human Rights Code and the Accessibility for Ontarians with Disabilities Act (AODA 2005) and its related Accessibility Standards Regulations. To meet these standards, the Royal College and RCI will make appropriate accommodations available to ensure equal participation on the RCI Board.

3.5   BOARD QUALIFICATIONS

a)   Directors should be willing and available to advance the purpose of the Royal College and RCI as set out in its joint vision, mission, and strategic plan.

b)   Directors should have a range of governing and mission focused competencies. The list of competencies is presented under Appendix B. The competencies are regularly reviewed and revised by the RCI Board, with support of the governance team, to ensure they remain evergreen and reflect current organizational requirements.

c)   Directors should uphold the organizational values of the Royal College – integrity, collaboration and respect. They must also be willing to

- treat others equitably,
- be open-minded and receptive to others' opinions,
- ask questions and raise concerns respectfully,
- be objective and independent minded,
- help create a safe, respectful and engaging space for an open exchange of ideas,
- be a champion of the principles of EDI,
- make informed judgements, and
- be an advocate for continuous quality improvement.

4. Roles and Responsibilities

The **RCI Board** is responsible for reviewing the composition matrix (including the demographic matrix, and competencies) approximately every two years in preparation for a call for RCI Board applicants, to support the elections process.

Directors are responsible for completing a survey and self-assessing against the full list of competencies defined in Appendix B at least every two years.

The **Chair and the President and CEO** are responsible for confirming the specific competencies to be recruited for, during each Board appointment or election cycle.

All **prospective Directors** are responsible for completing a survey and self-assessing against the selected competencies which are under recruitment.

The **Nominating Governance Committee** receives the competency and demographic data available for the Board and applicants and uses that information to make informed choices about nominating Directors. The committee is responsible for ensuring that principles of EDI are considered and applied when nominating individuals to fill vacancies on the Board.

The Royal College **Governance Unit**, under the management of the Corporate Secretary, is responsible for supporting the Chair, President and CEO, Board and NGC with their roles and responsibilities.

5. Application

This policy is applied through the Board recruitment, nomination, and election regulations. The Nominating Governance Committee ensures that the elections process is run in a fair, transparent and inclusive manner.

6. References

- Royal College Canada International Bylaw No. 6
- Regulations for the nomination and election of RCI Board members
- Canada Not-for-profit Corporations Act

- Ontario Human Rights Code and the Accessibility for Ontarians with Disabilities Act (AODA 2005)
- Ontario's Anti-Racism Data Standards
- The Canadian Code for Volunteer Involvement

7. Contact(s)

For information or clarification, please contact:

Royal College Corporate Secretary

Governance Unit, Office of the CEO

The Royal College of Physicians and Surgeons of Canada

Ottawa, ON

613-730-2571

8. Appendices

Appendix A: RCI Board demographics
Appendix B: Governing and mission focused / strategic competencies

9. Policy record

Policy number	
Most recent resolution:	Resolution No. 2022/23-02; RCI B: 2022-04-22
Previous resolution(s):	Resolution No. 2019/20-06; RCI B: 2019-04-08
Approved by:	RCI Board
Approval Date:	April 22, 2022
Approval path:	RCI Board
Effective date:	April 22, 2022
Date of next review:	2024
Royal College Office:	OCEO, Governance Unit
Version status:	Non-substantive amendments approved by Corporate Secretary June 2022
Keywords:	RCI Board, governance, elections
Information security classification	Public

Appendix A: RCI Board demographics

On behalf of the Nominating Governance Committee, the governance team collects demographic data about current and prospective Board Directors. The data collected from sitting Board members is presented in aggregate to help the Board and the committee understand broad imbalances in Board membership and opportunities to recruit a more diverse group of applicants. Providing this information is completely voluntary.

If provided, personally identifiable information collected about prospective Directors is kept confidential and only accessible to Royal College staff directly assisting with the Board nomination process, and the Nominating Governance Committee. Personal information collected from Board Directors will be retained for 10 years, and applicants for one-year, before it is securely deleted. All personal information is managed in line with the Royal College's privacy policy, and the Royal College's data governance program.

The demographics collected will evolve over time to keep pace with the organization and society's understanding of how-to best support EDI.

Criteria	Definition
Gender	Male / Female / Non-binary person[1] / Prefer not to answer
Age	Under 45 / 45-54 / 55-64 / 65 and older
Career-stage	Early-career (less than 10 years) Mid-career (10-25 years) Late-career (more than 25 years)
Languages	English / French / Other (please provide)
Industry	Medical practitioner / Business leader / Member of public sector
Profession	
Province / Territory / Country	
City / Town / Village	

[1] Gender classification established by Statistics Canada, as of 1 October 2021.

Appendix B: Governing and mission focused / strategic competencies

On behalf of the Nominating Governance Committee, the governance team collects competency data about current and prospective Board Directors to help the committee nominate Directors who augment the Board's ability to govern.

The Board recognizes that its discussions and decision making may be enriched by a balance of beginners and experts. Current and prospective Directors are asked to self-assess their governance acumen and ability to apply their knowledge, skills and experience during RCI Board meetings on a four-point Likert scale: 1) Novice, 2) Intermediate, 3) Advanced, and 4) Expert.

The data collected is managed in line with the Royal College's privacy policy, and other elements of the Royal College's data governance program.

Category	Definition
Governing competencies	
Governance	Knowledge or experience in not-for-profit, for-profit, public and/or subsidiary boards.
Leadership	Leadership experience or leadership potential in business, government, specialty medical education, and/or global health.
Strategic thinking and planning	Ability to see the "big picture" and generate ideas in partnership with Royal College Council and RCI management to set RCI's direction and goals.
Equity, diversity & inclusion	Knowledge or experience developing or supporting equitable and inclusive practices and policies that lead to deep diversity practices, including identifying and addressing racism and oppression, at interpersonal and systemic levels.
Executive oversight	Knowledge or experience in appointing executive's and overseeing leadership's delivery of day-to-day organizational operations.
Financial oversight	Ability to critically review and interpret financial information and promote transparency and accountability.
Risk oversight	Ability to anticipate and analyze key organizational risks, and oversee the proper management of those risks.
Business development	Understanding of how to create long-term value for an organization, its members and stakeholders.
Information technology	Knowledge or experience in providing oversight and governance related to informatics, systems and technology.
Communications and marketing	Knowledge or experience in effectively communicating an organization's value and relevance to stakeholders through multiple platforms.
Fundraising	Knowledge or experience in securing external funding through government, foundations, etc., that support international development and aid initiatives.
Ethics	Knowledge and understanding of the fiduciary duties, including the duties of care and loyalty, expected of a Board member in carrying out their responsibilities.

Category	Definition
Mission focused / strategic competencies	
Royal College vision and mission	Understanding and supportive of the vision, mission and strategic plan for the Royal College and its subsidiaries.
Royal College products and services	Knowledge of Royal College flagship products and services addressing the lifelong learning of medical specialists, including but not limited to accreditation, assessment and faculty development.
International programmatic consulting (cost-recovery)	Experience in international consulting, and knowledge of business drivers in the medical education and / or health care markets in the Americas, Africa, Europe, Middle East, Asia, Australasia (select all that apply).
International development, aid and collaboration	Experience in identifying opportunities and delivering sustainable international development, in a socially responsible way, in the fields of medical education and health care delivery.
Diplomatic relations	Experience liaising with foreign and domestic entities to advance key strategies and projects in an international environment.
Human Rights	Knowledge or experience with international human rights matters, policy or law to inform RCI engagements.