



# THE SOUTH AFRICAN MEDICAL ASSOCIATION

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## Non-Executive Director profile

Role title	Non-executive Director
Department	Board
Reports to	Chairperson of the Board
Remuneration	As a non-profit company SAMA does not remunerate non-executive directors. Non-executive directors are compensated for their time contributed to SAMA in line with the Honorarium policy and rates approved on an annual basis.

The South African Medical Association ("SAMA") was established in 1927 and became known as it is today through the unification of a variety of doctors' groups on 21 May 1998 that had represented a diversity of interests.

SAMA is a non-statutory, voluntary professional association for public and private sector medical practitioners. SAMA is registered a non-profit company in terms of the Companies Act, which existing to serve the best interests and needs of its members in any and all healthcare related matters. SAMA strives to be the leading and preferred membership organization advocating and supporting medical practitioners in South Africa, by being the custodians of a growing advocacy platform that will unite, guide and support members for the health of the nation, through the highest standard of professional conduct and stakeholder engagement.

### Accountability

There is **no legal distinction between executive and non-executive directors**. As a consequence, non-executive directors have the same legal duties, responsibilities and potential liabilities as their executive counterparts (if any). Clearly, it is appreciated that non-executive directors cannot give the same continuous attention to the business of the company. However, it is important that they show the same commitment to its success as their executive colleagues. It follows that non-executive directors are subject to the codified duties of directors contained in the Companies Act 2008, in the same way as executive directors.

Non-executive directors will work alongside other non-executives and executive directors as equal members of the Board. They share responsibility with the other directors for the decisions made by the Board and for the success of the organisation. Non-executive directors are appointed by the Members of SAMA and are accountable and report to the Members at the annual General Meeting of SAMA.

A non-executive director is a member of the Board of Directors and brings independence, external skills and perspectives, and challenge to strategy development. Directors share a corporate responsibility for the governance and performance of SAMA in meeting both strategic and operational objectives



## Purpose of role / key responsibilities

### *List the core duties of the role and any special responsibilities*

A non-executive director should bring innovation and experience, and drive forward the strategic agenda of the Board. There should be constructive challenge of proposals so that decisions made by the Board achieve the best outcome. A non-executive director must balance the need to remain independent of the operational day-to-day business SAMA, while maintaining a level of knowledge that will enable them to ask tough, objective questions.

They should be able to scrutinise operational and financial performance and satisfy themselves as to the integrity of financial and other information, and that quality controls and systems of risk management are robust and defensible.

Non-executive director must ensure that they are visible across the association, that they are trusted, ethical individuals and approachable. They should demonstrate that they value all staff and members, whatever their position.

It is the responsibility of a non-executive director to:

- Providing an external and independent view on the running of the business, governance and best boardroom practice;
- Providing independent oversight and challenge and ensuring, with the Board of SAMA as a whole, the effective implementation of Board and Committee decisions by the General Manager and management team;
- Providing original input and contribution to Board meetings and, where appropriate, constructive challenge of processes and procedures;
- Providing scrutiny of business performance in meeting agreed strategy, plan, goals and objectives, as well as monitoring reporting of performance;
- Ensuring SAMA delivers fair outcomes for its Members;
- Ensuring, with the Board as a whole, that SAMA is operating within the risk appetite and Risk Management Framework agreed by the Board;
- Participating in Board Committees as necessary;
- Regularly updating and refreshing their skills, knowledge and familiarity with the business, risks to the business and the regulatory environment.
- Uphold and abide by SAMA's behaviour principles and code of conduct
- Develop and take forward policy for SAMA, based on the views of the Members
- Lead and take forward specific areas of work relating to their remit as elected representatives
- Oversee the work of any task and finish groups, providing a steer where appropriate
- Help raise the profile of SAMA, committee and the specialty/grade and work to improve membership benefits
- Ensure the Board is represented/has an input into cross-branch-of-practice working groups on key issues
- Liaise with members of the Board should any work require input from Board as a whole between meetings
- Prepare papers and updates as necessary
- Attend key internal and external meetings
- Maintain contact with the Company Secretary and respond to requests from Head Office
- Assist the SAMA staff with the organisation of training seminars/workshops
- Where appropriate, draft content promoting the work of the Board / Committee
- Mentor less experienced Board / Committee members



## Experience and Background

*Describe the experience and background necessary in the role*

To qualify\* for nomination as a non-executive director of SAMA it is **essential** that you have the following experience and background:

- Be a voting SAMA member in good standing
- Have at least three (3) years post qualification experience
- Have served on any Branch or Committee of SAMA for at least three (3) years

Additional **desirable** experience and background:

- Demonstrate a detailed knowledge of the health care sector
- Have additional experience in other industries which can be used to benefit SAMA and the interests of the members
- SAMA strives to have a Board that is representative of its members and accordingly preference may be given to certain candidates who increase the Board's diversity, knowledge, and skill.

\*Please note – due to the continued legal disputes between SAMA and the South African Medical Association Trade Union (SAMATU), all members of SAMATU are ineligible for nomination as a non-executive director of SAMA.

## Skills / personal attributes

*Describe the skills and personal attributes necessary in the role*

SAMA is committed to developing its non-executive directors to give them the skills needed to represent the profession. During your time on the Board you will have the opportunity to develop and demonstrate the following skills and attributes:

- Leadership and mentoring
- Interpersonal skills, especially communicating and influencing
- An improved understanding of the health care sector and knowledge of the workings of government and other stakeholders
- Partnership working with other members of different background and with SAMA staff
- An improved understanding of the roles of staff and elected members
- The confidence to deal with challenging situations
- The ability to maintain a broad overview whilst responding quickly to changing situations
- A thorough understanding of the workings of the committees and branches and familiarity with the issues they are tackling
- Develop and improve understanding of the representative role, including collective decision making and shared responsibility

## Meetings/ Time commitment

*Possible weekly/monthly time commitment – eg 1 day a week*

A non-executive director is expected to attend each meeting of the Board and any Committee they are members of as well as external stakeholder meetings and or appointments to positions made by virtue of their position as a non-executive director of SAMA. Time commitments depend on the role and wider activities of SAMA at the time.

A non-executive director can expect to:

- Attend each meeting of the Board and any Committee they are members of – usually 8 or 10 a year
- A selection of the training available – usually a day at a time
- The Annual General Meeting
- To contribute to emails discussion on a regular basis
- Ad hoc additional requirements depending on circumstances