

Ohio Osteopathic Association

Board Orientation

Who We Are

- Collective voice for DOs in Ohio
- Fourth largest AOA Divisional Society
- Founded in 1898 as a legal defense society
- Initiated the first practice act for DOs, in 1902
- Achieved equal practice rights for DOs in 1943
- Initiated legislation creating OU-COM in 1975
- Founded the Ohio Health Information Partnership (CliniSync) with the State of Ohio, OHA, OSMA and BioOhio

OOA Vision

To be the professional
home for all osteopathic
physicians in Ohio

OOA Mission

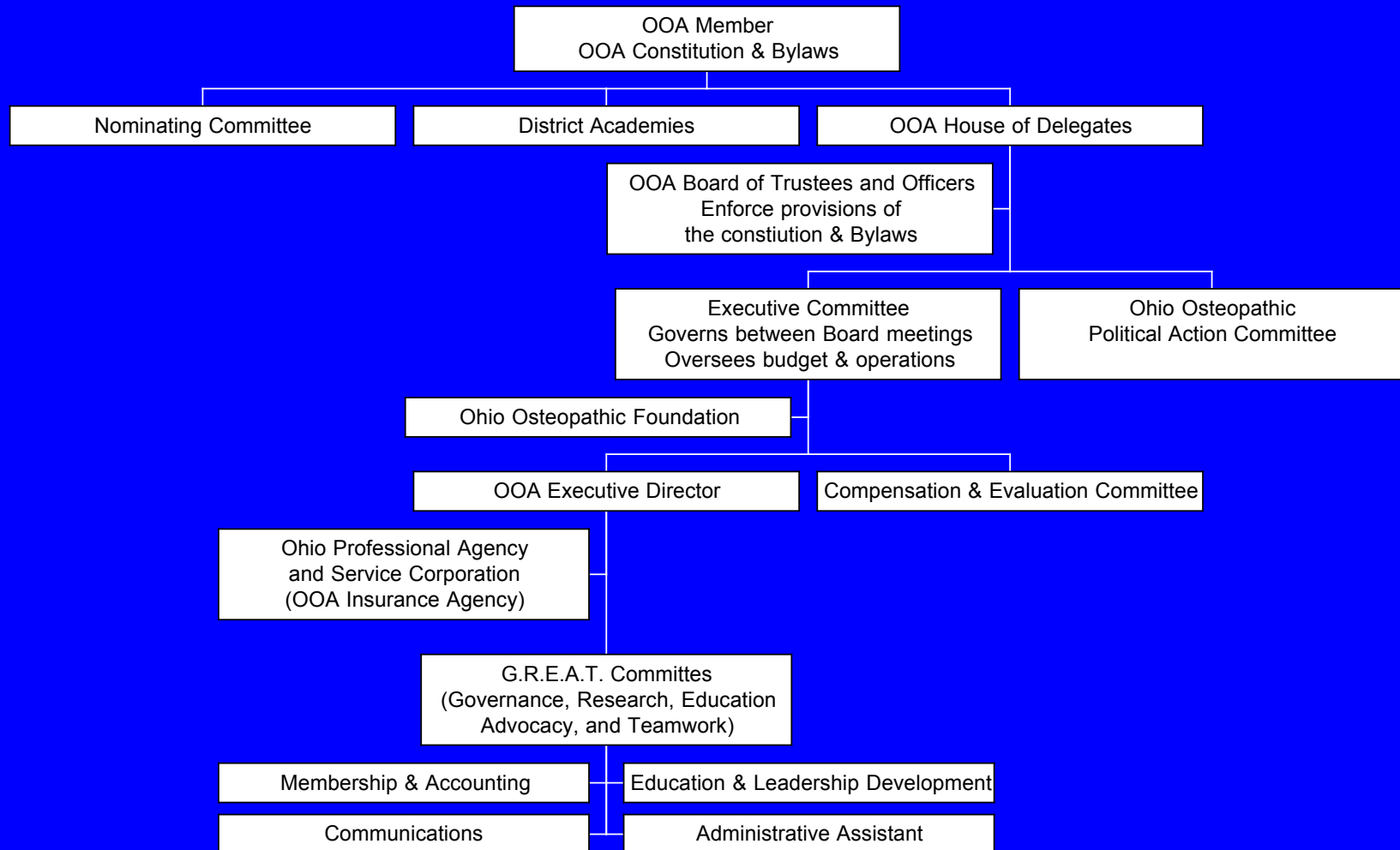
To promote the distinctive
philosophy and practice of
osteopathic medicine in
Ohio

OOA Values

- Integrity
- Family
- Education
- Advocacy

GREAT Family
of Ohio DOs

OOA Organizational Chart



DOs Serving DOs



Ohio Osteopathic Association

- Ohio non-profit corporation, subject to state sales tax
- 501 (c) (6) IRS Tax Exempt Status
- Professional membership association
- Allows the profession to lobby at the state and national level
- AOA has a different tax exempt status

Ohio Osteopathic Political Action Committee

- Ohio nonprofit, unincorporated affiliated PAC
- Subject to state law with pre and post election filings
- Makes contributions to statewide office holders
- Cannot contribute to federal candidates
- Accepts only voluntary, personal contributions maintained in separate account
- Three to five members appointed by the OOA Board to three year terms

Ohio Osteopathic Foundation

- Has 501 (c) (3) IRS Tax Exempt Status
- Formed as a private Ohio foundation in 1963, became a public charity under 509 (a) (3) of the Code in 1987, and was classified as a Type 1 supporting organization in 2008 as a result of the Pension Protection Act
- Donations to the foundation are voluntary and tax deductible to the contributor; donations to the OOA are not
- OOA Executive Committee are members automatically, the remainder are elected by the OOA House of Delegates
- President and Chair serve as officers by virtue of their OOA positions

Ohio Professional Agency and Service Corporation

- For profit insurance agency incorporated in Ohio by the OOA in 1976; OOA is the sole shareholder
- OOA Executive Committee were originally members of the Board; has been dormant since the 1980's but the shell has been maintained; filings now current
- Income to OPA&SC are taxable
- Are currently working with the Premium Group to reactivate OPA&SC to do business as the Ohio Osteopathic Association or OOA Insurance Agency
- Met with David Martin, PGI's president to discuss restructuring and management contract

Summary

- Ohio Osteopathic Association - advocacy organization - dues deductible as business expense less any amount which supports lobbying
- Ohio Osteopathic Political Action Committee - political fundraiser, supported by personal, individual donations that are not tax deductible
- Ohio Osteopathic Foundation - charitable organization supporting osteopathic education and research; contributions are tax deductible to the donor
- Ohio Professional Agency and Service Corporation - for profit
- All are organized under and subject to the Ohio Revised Code and federal taxation laws

For more information
about the OOF and other
OOA-affiliated groups,
visit the OOA Web Site

www.ooanet.org

The Ohio Osteopathic Family

- **The OOA chartered and manages the following organizations:**
 - **Ohio ACOFP** - provides management services via contract; contract is with the OOA, not individual staff members
 - **Ohio Osteopathic Hospital Association** - composed of CEOs of AOA accredited hospitals in Ohio (institutional members); serves now primarily as a pass through to collect institutional dues; OOHA no longer member of the OOA Executive Committee and Board

The Ohio Osteopathic Family

- Columbus Osteopathic Association - work is performed primarily by Cheryl Markino, who serves as COA Executive Director and Joanne Barnhart, who performs financial duties
- The Advocates for the OOA operates independently, but the OOA collects their dues, maintains their website, and prepares their newsletter at no charge; convention expenses were absorbed by the OOA, but the costs will be assumed by AOOA next year.

OOA Partnership Organizations

- Ohio Health Council
 - Incorporated by the Ohio Hospital Association, Ohio State Medical Association and the Ohio Osteopathic Association
 - Operates as a 501 (c) (3), managed by OHA staff
 - The OOA executive director is a member of the OHC Board
 - Oversees Medical Opportunities in Ohio (MOO) and the Ohio Patient Safety Institute (OPSI); an OOA representative is a member of OPSI's Board (currently Francis V. Dono, DO)
 - MOO contracts with the Michigan Health Council, to provide an on-line physician placement service; proceeds have been distributed as scholarship money for Ohio's medical schools, including OU-HCOM

OOA Partnership Organizations

- CliniSync - The Ohio Health Information Partnership
 - Incorporated by the State of Ohio, OHA, OSMA, BioOhio and the OOA
 - OOA has a permanent seat on the executive committee, currently held by Jon Wills
 - There are two physician slots on the board, not designated by degree, and Gregg Alexander, DO holds one of them
 - At the current time, none of the management partners are compensated for work associated with OHIP
 - OOA provides in-kind contributions of time and services

OOA Partnership Organizations

- Ohio Physicians Health Program
- Independent foundation devoted to helping impaired physicians, originally an OSMA committee with OOA representation
- Funded primary through the Ohio Medical Quality Foundation (has two OOA representatives appointed by the Governor)
- Traditionally, one Board member is a DO
- David D. Goldberg, DO & Steven W. Clay, DO

Duties of the OOA Board of Trustees

OOA Board's Legal Duties

- Responsibilities are outlined in ORC 1702
- Requires the Board to provide oversight and guidance on mission and objectives
- Ohio Attorney General has outlined its interpretation of the role of non-profit board
- Center on paying attention, being good stewards and acting in the best interest of the organization

Duty of Care

- Conduct oneself “with the level of care, skill and diligence exercised by prudent people in handling their own affairs.”
 - Prepare for meetings by reading and reviewing reports, minutes and other materials
 - Attend meetings and make sure there is a record of all actions taken or decisions made
 - Ask questions and obtain necessary information

Duty of Care

- Review performance of the Executive Director
- Exercise independent judgment without blindly following all staff requests
- Oversee the executive director and ensure the association purposes are fulfilled efficiently following sound business practices

Duty of Loyalty

- Establish written policy for dealing with conflict-of-interest situations, including written disclosures
- Not engage in any transaction that hurts the OOA or creates a personal advantage
- Avoid business relationships with any board member unless the board determines it is in the best interest of the OOA

Duty of Loyalty

- Comply with written policies pertaining to conflict of interest, appearances of impropriety and business dealings involving board members.
- Disclose any financial interest and abstain from discussions and votes when the board proposed a relationship which is a conflict
- Avoid diverting opportunities available to the OOA for personal gain.

Duty of Compliance

- Understand the articles of incorporation, constitution and bylaws, codes of ethics and governing documents
- Be familiar with state and federal laws pertaining to non-profits, fundraising and tax related issues
- Comply with state and federal registration and reporting requirements including filings with the AG, IRS, and Secretary of State

Duty to Manage Accounts

- Develop policies and procedures that protect business interests
- Develop annual budgets that are routinely monitored throughout the year
- Ensure maintenance of accurate records
- Establish internal accounting systems with checks and balances
- Prudently invest and reinvest funds

Duty to Manage Accounts

- Develop fundraising goals and policies and assist the OOA in acquiring resources
- Make certain the fundraising appeals are presented honestly and fairly
- Insist on getting the best value for goods and services through comparisons and informed bidding
- Ensure board minutes are kept regarding approval of expenditures with informed discussions

Fiduciary Responsibility

- Service requires being a “responsible steward of funds”
- Trustees can be held individually responsible for breaches of fiduciary standards
- Members and the public can lose faith in an organization that isn’t transparent and doesn’t appear accountable.

Ways to Keep a Board Strong

- Diversity in membership
- Set term limits
- Set a schedule to review operations
- Develop a strategic plan
- Yes, we have Directors and Officers (D&O) liability insurance to protect you

**So, Why is OOA
Membership So
Important?**

The OOA Helps Prepare Leaders To Serve You

- As Delegates to the American Osteopathic Association's House of Delegates, the policy making body of the profession
- As officers and members of AOA Board of Trustees
- As members of AOA Councils, Bureaus and Committees; and
- As officers and board members of AOA specialty affiliates

The OOA Is Your Practice's Front Line of Defense Because

- The practice of medicine is regulated by the state
- Medical education is funded by the state
- Health insurance is regulated by the state
- Professional liability insurance is regulated by the state
- Malpractice cases are heard in state courts

The OOA Gives You A Voice In State Government

*Governor's appointments

- Anita M. Steinbergh, DO - Medical Board*
- Richard J. Snow, DO and Robert L. Hunter, DO*-
Health Care Coverage and Quality Council
- David A. Bitonte, DO, M.B.A., Ohio Public Health
Council*
- John M. Jonesco, DO, Medical Board's PA Policy
Committee
- Lawrence J. Kuk, Jr., DO, Prescriptive Governance
Committee

The OOA Gives You A Voice In State Government

- Albert M. Salomon, DO - Ohio Stroke Council*
- Paul T. Scheatzle, DO - BWC Quality Committee
- Thomas J. Hardy, DO - Medicaid Medical Care Advisory Committee
- Gregg M. Alexander, DO - Board Member, Ohio Health Information Partnership (EHR)

The OOA Gives You A Voice In State Government

- Cleanne Cass, DO, and Aaron Adams, DO, Ohio Prescription Abuse Task Force*
- Robert Hunter, DO & Ioanna Giatis, D.O., ODJFP Pharmaceutical/Therapeutics Committee
- (Vacant, formerly held by Dr. Bitonte)* - Physician Loan Repayment Advisory Board

DOs Serve Ohio In Elective Office

There are 21 D.O.s
serving as
county coroners

Rep. Terry A. Johnson, DO



Terry A. Johnson, DO, with his family and with Rep. Danny Bulp and the new Adjutant General Deborah A. Ashenhurst

- First DO to ever serve in the Ohio General Assembly
- First Republican elected in the 89th District in more than 50 years
- First physician to serve in the legislature in more than 60 years

The OOA has a long tradition of serving the profession and the people of Ohio. Collectively we can achieve what individuals cannot do alone.