

Why the "J Busser / C Webb" resolutions to Amend the BCMA's Bylaws (2013)

Concerns about the existing BCMA Board and Districts:

- "Board is too big" (40 positions, plus 3 committee chairs, the CEO, a dozen staff, and guests)
- "Board and its Executive somewhat redundant"
- "Board positions too often filled by acclamation" ($\geq 50\%$)
- "Board positions experience insufficient turnover" (11 having 7-24 years on the Board)
- "Board elections produce no meaningful debate within the membership"
- "Board insufficiently understands both GPs' and Specialists' concerns"
- "Board insufficiently oversees the Physician Master Agreement"
- "Board insufficiently mitigates tribalism within the profession"
- "Board composition has problems of accountability and perceived conflicts of interest"
- "Board Districts (16) bear no working relationship to Health Authorities (5 geographic)"
- "Board Districts convene no face-to-face meetings of their districts"
- "Board Districts supply Delegates who lack directorial training"
- "Board Districts supply few Specialists or proceduralists" (7 of 29, and none, respectively)
- "Board Districts conduct split elections for Delegates and Vice Delegates"
- "Board Districts give their Vice Delegates little to do"
- "Board Districts give their Nominator nothing to do"

Proposed amendments (see Table):

- 10 Directors, 5 Districts, each with 1 Delegate and 4 Vice Delegates
- Delegate & Vice Delegates to include at least 2 GPs and 2 Specialists
- Delegates, with Vice Delegates, situated to develop Representative Assembly-like input
- Delegates less able to be complacent in face of Vice Delegates' expectations
- Districts must meet at least once annually, within the spring election period
- Reclassify Society Presidents, and CMA Delegates, as non-voting

Concerns about the BCMA's Committees:

- "Year over year, it's always the same people, without checks and balances"
- "Board can't modify some committees, except with a $\geq 75\%$ vote of membership"

Proposed amendments:

- Term limits for committee memberships and chairs: maximum 14 years each 19
 - 5 years as ordinary committee member
(± 2 years by 75% vote of Board, with notice)
 - 5 years as committee chair
(± 2 years by 75% vote of Board, with notice)
 - five years off a committee will fully restore a member's eligibility to again serve on it
- redefine, and reduce the number of, "Statutory" committees
 - Audit = 3 positions elected by members (leaving Finance to the Board)
 - Nominating = District Nominators tasked with member-electable positions
 - remove, from the Board, the power to arbitrarily set and alter election policies

Key provisions of the Busser / Webb resolutions to Amend the BCMA's Bylaws (2013)

Schedule A: District and Director reconstitution, if passed:

- will limit the directors of the Board to the existing 5 Officers plus 5 District Delegates (total of 10 directors), supplemented by a Chair
- will consolidate 16 historical Districts into to 5 geographic Health Authority Districts, each having 1 Delegate and 4 Vice Delegates elected from a District ballot in such a way as to provide for at least 2 Specialists and at least 2 GPs per District, among whom at least one GP must have been providing longitudinal care in at least 6 months of the previous 12
- will require Districts to meet at least once annually, within the spring election period
- all additional, *non-voting* positions at the Board – Society Presidents, CMA positions, Department and Committee heads plus Vice Delegates – will be governable through policies determined by the Board; nothing in the proposal precludes the 20 Vice Delegates to participate in, and contribute to, Board activities over and above the Delegates'

Transitional provisions:

- Delegates who, absent these amendments, would have completed the second year of a two year term in 2013 - 2014 shall continue on the Board *supernumerary* for one (2013 - 2014) Board year

Schedule B: Committee revisions, if passed:

- Will limit committee membership, including chairing, to a maximum of 14 years each 19
 - 5 years as ordinary committee member
(± 2 years by 75% vote of Board, with notice)
 - 5 years as committee chair
(± 2 years by 75% vote of Board, with notice)
 - five years off a committee will fully restore a member's eligibility to again serve on it
 - *pending*: add a provision where the Board can, through 2015, extend by special vote
- Statutory committees
 - Audit and Finance becomes split, as follows
 - i. Audit positions will no longer be nominated by a committee of directors
 - ii. Finance will be moved out of the bylaws, and given over to the Board as its own committee, notwithstanding which
 - iii. Audit and Finance will work conjointly under the direction of the Board
 - iv. Audit may also meet separately, and report separately to the AGM
 - Governance and Nominating becomes split, as follows
 - i. Nominating will, for those positions which are to be elected by the members, be overseen by the District Nominators. Likewise, the development of election and referendum policies for the membership's approval.
 - ii. The remainder of what had been under "Governance and Nominating", including the nomination and review of any positions required to be filled by the Board, will be moved out of the bylaws and given over to the Board.
- Standing committees
 - will inherit Human Resources & Compensation, Negotiating, Review, and Tariff

BCMA Bylaws amendment proposal in respect to lowering the numbers of Directors, and remapping Districts

<u>Board</u>	<u>Current positions</u>	<u>Proposed under the Special Resolution to Amend, 2013</u>
<u>Executive</u>		
Chair of Board	1 casting vote	1 casting vote
Immediate Past President	1 voting	1 voting
President	1 voting	1 voting
President Elect	1 voting	1 voting
Chair of General Assembly	1 voting	1 voting
Honorary Secretary Treasurer	1 voting	1 voting
2 District Delegates “at large”	2 voting at Exec	<i>deletion</i>
<u>In addition to the Executive</u>		
CMA Delegates	2 voting *	2 nonvoting, under policies governable by the Board
SGP and SSPS Presidents	2 voting	2 nonvoting, under policies governable by the Board
<u>District Delegates</u>		
#1 Vancouver Island South	3 voting	Vancouver Island Health District (VIHD) 1 voting Delegate <i>supported by 4 nonvoting Vice-Delegates</i>
#2 Vancouver Island North	2 voting	
#3 City of Vancouver	7 voting	Vancouver Coastal Health District (VCHD) 1 voting Delegate <i>supported by 4 nonvoting Vice-Delegates</i>
#4 North and West Vancouver	2 voting	
#8a Richmond portion	1 voting	
#8b south of Richmond portion		Fraser Health District (FHD) 1 voting Delegate <i>supported by 4 nonvoting Vice-Delegates</i>
#5 Burnaby	1 voting	
#6 New West / Coquitlam	1 voting	
#7 Fraser Valley	2 voting	
#16 Surrey / White Rock	2 voting	
#10 North Okanagan	3 voting	Interior Health District (IHD) 1 voting Delegate <i>supported by 4 nonvoting Vice-Delegates</i>
#13 South Okanagan	1 voting	
#14 West Kootenays	(1) voting	
#15 East Kootenays	1 voting	
#9 Skeena	1 voting	Northern Health District (NHD) 1 voting Delegate <i>supported by 4 nonvoting Vice-Delegates</i>
#11 Cariboo	1 voting	
#12 Peace River	1 voting	
District subtotal: actual (potential)	29 (30) voting	5 District Delegates <i>supported by 20 nonvoting District Vice-Delegates</i>
Grand total: actual (potential) <i>rev Feb 12, 2013</i>	38 (40) voting <i>* one is currently, dually a District 3 Delegate</i>	10 voting, 1 casting, 4 nonvoting (policy-governable) = 15 <i>supplemented by 20 District Vice-Delegates where each of the 5 Districts shall have ≥ 2 GPs and ≥ 2 Specialists and providing the foundation for a forum of 35 or more</i>

From 2008

COMPARISON OF THE TWO PROPOSED BYLAW AMENDMENTS

SCHEDULE A

Combined 72%
in favour

SCHEDULE B

	APPLETON/MACKIE BCMA BOARD ENDORSED PROPOSAL	SLATER/CHARTRAND PROPOSAL
Sponsor of Amendment	BCMA President and President-elect, based on the recommendations of the Ad Hoc Committee on Governance and Structure. This Committee of the Board included appointments from the SSPS and the SGP and spent over 3 years in research and member consultation. The BCMA Board of Directors has endorsed this proposal	Two individual members, Drs. Slater and Chartrand
Objectives of Amendments	Greater Board efficiency and enhanced accountability Expanded and enhanced member and section input	Greater Board efficiency and enhanced accountability Coherent input from the communities of interest within the BCMA through the Societies
Key Features of Amendments		
Board of Directors	Board reduced in size from 40 to 15 directors Each of the 15 Board directors is elected by the entire membership from slates of candidates based on geography and practice type. <u>Cannot include</u> voting Representative Assembly delegates (other than BCMA Officers) or any member of the Board of either Society.	Board reduced in size from 40 to 17 directors 15 Board directors are elected by the entire membership from slates of candidates based on geography and practice type 2 additional directors are <u>appointed</u> , one by each of the SSPS and the SGP <u>May include</u> sitting members of the Board of either Society
Board Chair	Nominated by the membership at large and elected by the delegates of the Representative Assembly Non-voting	Nominated and elected by the Board Non-voting
BCMA Officers	Reduced from 5 to 3 by eliminating the positions of Honorary Secretary Treasurer and Chair of General Assembly The 3 Officers form part of the 15-director Board.	Similarly reduced from 5 to 3, however, the positions of Honorary Secretary Treasurer and Chair of General Assembly remain as ceremonial and do not sit as Board directors The remaining 3 Officers form part of the 15-director Board.
Meeting Frequency	8-10 times per year	Minimum 10 times per year
Term of Office Limits	Maximum of three 2-year terms for directors and elected Representative Assembly delegates	None

COMPARISON OF THE TWO PROPOSED BYLAW AMENDMENTS

	SCHEDULE A APPLETON/MACKIE BCMA BOARD ENDORSED PROPOSAL	SCHEDULE B SLATER/CHARTRAND PROPOSAL
Representative Assembly		
Function	Represent the interests of all BCMA Sections and geographic constituencies Advise the Board on strategic direction, policy development, negotiation objectives, and committee chair appointments Elect Chair of the Board Appoint Audit and Finance and Governance and Nominating Committees Monitor and report on Board and Board Director performance Can initiate director recall process	Not applicable. There is no Representative Assembly in the Slater/Chartrand proposal Ad hoc meetings of similar structure could be called at the discretion of the Board Board elects own Chair Attendees at the BCMA Annual General Meeting elect the Audit and Finance Committee Not applicable Not applicable
Structure	86 elected/appointed delegate body including representatives of each BCMA Section, geographic district, metro/urban/rural GPs, medical students and residents, non-fee-for-service physicians, and the SSPS and SGP RA Speaker is nominated by the membership at large and elected by RA delegates Meets twice annually for 2 days each time	Not applicable. There is no Representative Assembly in the Slater/Chartrand proposal Ad hoc meetings of similar structure could be called at the discretion of the Board
Advisory Councils	Board established bodies that provide a venue for sections, or groups of physicians, with a common interest to discuss existing or emerging issues (e.g., hospital bed capacity, urban GP issues) and advise the Board with respect to possible action Planned Councils include medical, surgical, diagnostic, rural, urban GP, and APP Can further enhance Sectional input and influence Provides an alternative to formal Section formation in order to obtain an organizational voice	Not applicable. There are no Advisory Councils in the Slater/Chartrand proposal. The Societies, the Rural Issues Committee and Alternative Payments Committee will function in a representative fashion
Role of Societies	No longer recognized as the representative of the various Sections' members' interests. This responsibility reverts to the Sections themselves No longer have ability to appoint directors to the BCMA Board, but do send representatives to the RA Continue to appoint individuals to the Statutory Negotiating Committee	Continue to be recognized as the representative of the various Sections' members' interests Sections continue to be mandated to make recommendations to the SSPS and SGP and respond to inquiries from the Societies Continue to appoint directors to the BCMA Board Continue to appoint individuals to the Statutory Negotiating Committee