Opening Remarks (Dr. Karen Bradley, 1:30-1:35)

Welcome and Introduction (Ralph Johnson, 1:35-1:40)

Thank you, Dr. Bradley, and good afternoon everyone. I am Ralph Johnson, executive director of the Colorado Veterinary Medical Association. It is my honor to serve as chair of the AVMA Task Force on Governance and Member Participation, and it is my pleasure to welcome you to this governance dialog session.

I would first like to thank the House Advisory Committee and the Veterinary Leadership Conference Planning Committee for revamping the schedule so that this important session could be held to engage the leaders of the veterinary profession in a critically important exploration of the future of governance and member engagement at the AVMA.

I would like to thank each person in the room for your interest in this issue, and also thank you for bringing an open mind to these deliberations. As scientists, veterinarians understand that suspension of judgment is the cornerstone of good research methodology. Our task force hopes that this journey of discovery into governance and member engagement will benefit from the suspension of judgment until observations can be made, tested, and verified through peer review.

Indeed, you will be presented with many observations this afternoon, and asked to assess your degree of agreement with many of the assertions that will be made. Some of those observations and assertions may make you uncomfortable, or be difficult to hear about the respected institution that is AVMA. Some of those observations and assertions may be foreign to your personal experience, yet relevant to or representative of the experience of others. Again, suspension of judgment will allow each of us to absorb these observations and assertions without premature judgment. And, to help test validity, each participant will be asked to register your individual degree of agreement with many of the assertions.

You will hear from members of the task force about:

- Why this task force was created
- Why change is desirable, with evidence to support problem statements
- The foundational statements, or core beliefs, that have emerged as points of consensus during task force deliberations
- The model for AVMA’s future governance system, with pertinent detail about three key elements of that system – the Board of Directors, the Advisory Councils and Task Forces, and the Leadership Nominating Committee
You’ll use your personal voting device – aka the keypad – to register your preferences at various points throughout the afternoon, providing critical feedback to the task force as it moves forward. Finally, you’ll hear about the next steps in the process of articulating task force recommendations for consideration by governance entities.

We have lots of ground to cover, and in order to conclude the session by 5 PM as promised we are going to power through – without a break, so please set your own schedule for biobreaks!

One question I imagine you might be asking is “why are we hearing about just one model?” You are correctly recalling that in San Diego the task force stated its expectation to distill the eight conceptual models that had emerged down to three for consideration during this session. In large part, this change occurred when the task force evaluated stakeholder responses to the online survey about governance models. Survey respondents identified four of the models as having the most significant improvement over the current governance system. As we examined those models, we found commonalities in governance structure and process – and those commonalities led us to unanimous agreement about core concepts that we will be expressing today as foundational statements. We then distilled the common elements from the preferred models into one hybridized model that reflects the foundational statements. So one hybridized model emerged that we felt was responsive to stakeholder input, the foundational statements, and our research into best practices in association governance. While many options remain in how the governance system is defined, we have defined three key elements – namely a Board of Directors, a set of Advisory Councils, and a Leadership Nominating Committee. But I’m getting ahead of the story!

To properly set the stage for consideration of what the task force will deliver this afternoon, we are fortunate to have with us Mr. Glenn Tecker. As chairman and co-CEO of Tecker International, Glenn’s practice focuses on redesigning the governance, operations, and cultures of organizations to better fit today’s demanding high speed, rapidly shifting environments. He has received the highest recognition awarded by ASAE, the American Society of Association Executives, to professionals serving the association community. His published works include the book *The Will to Govern Well* and numerous articles in professional journals, including the governance backgrounder you received in advance of this session. In a nutshell, he is the most highly regarded thought leader on association governance. Fortunately, Glenn is the subject matter expert and consultant that AVMA engaged to work with the Task Force on Governance and Member Participation – and I’m confident you will soon understand why. To enlighten us about effective practices and trends in association governance, please help me welcome Mr. Glenn Tecker.
Effective practices and trends in association governance (Glenn Tecker, 1:40-2:20)

### 12 Key Trends In Association Governance
A Conversation About Opportunities, Challenges And Potential.

**Associations Are A Microcosm Of The Larger Society**

The major drivers of change in professional associations today occur at the confluence of **shifting demography** and **rapidly evolving technology**.

### Shifting Demography and Rapidly Evolving Technology

Are the major drivers of **change in the governance** of professional associations today.

### Trend: A change in progress and the direction of that change.

<table>
<thead>
<tr>
<th>FROM</th>
<th>TO</th>
</tr>
</thead>
<tbody>
<tr>
<td>Governance that is:</td>
<td>Governance that is:</td>
</tr>
<tr>
<td></td>
<td>Responsive</td>
</tr>
<tr>
<td></td>
<td>Representative</td>
</tr>
<tr>
<td></td>
<td>Democratic</td>
</tr>
<tr>
<td></td>
<td>Participative</td>
</tr>
<tr>
<td></td>
<td>Member Directed</td>
</tr>
<tr>
<td></td>
<td>Well Informed</td>
</tr>
<tr>
<td></td>
<td>Accountable</td>
</tr>
</tbody>
</table>

### Trend 1: A change in progress and the direction of that change.

<table>
<thead>
<tr>
<th>FROM</th>
<th>TO</th>
</tr>
</thead>
<tbody>
<tr>
<td>Ways to govern given membership demographics and technology at our invention</td>
<td>Ways to govern given membership demographics and technology today and in the future.</td>
</tr>
</tbody>
</table>

### Trend 2: A change in progress and the direction of that change.

<table>
<thead>
<tr>
<th>FROM</th>
<th>TO</th>
</tr>
</thead>
<tbody>
<tr>
<td>Protecting the interests of the constituency</td>
<td>Pursuing the interests of the membership</td>
</tr>
</tbody>
</table>

### Trend 3: A change in progress and the direction of that change.

<table>
<thead>
<tr>
<th>FROM</th>
<th>TO</th>
</tr>
</thead>
<tbody>
<tr>
<td>Mismatch between the role, process and capacity</td>
<td>Alignment of governance structure, process and culture</td>
</tr>
<tr>
<td>Trend 4: A change in progress and the direction of that change.</td>
<td>Trend 5: A change in progress and the direction of that change.</td>
</tr>
<tr>
<td>-------------------------------------------------------------</td>
<td>-------------------------------------------------------------</td>
</tr>
<tr>
<td>FROM</td>
<td>TO</td>
</tr>
<tr>
<td>Costly large opinion driven groups</td>
<td>Cost effective small information driven groups</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Trend 6: A change in progress and the direction of that change.</th>
<th>Trend 8: A change in progress and the direction of that change.</th>
</tr>
</thead>
<tbody>
<tr>
<td>FROM</td>
<td>TO</td>
</tr>
<tr>
<td>Periodically gathering together at one place at one time for a short period of time</td>
<td>Communicating with each other from anywhere at anytime</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Trend 7: A change in progress and the direction of that change.</th>
<th>Trend 8: A change in progress and the direction of that change.</th>
</tr>
</thead>
<tbody>
<tr>
<td>FROM</td>
<td>TO</td>
</tr>
<tr>
<td>Highly political nominating committees</td>
<td>Skill balanced nominating committees</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Trend 9: A change in progress and the direction of that change.</th>
<th>Trend 10: A change in progress and the direction of that change.</th>
</tr>
</thead>
<tbody>
<tr>
<td>FROM</td>
<td>TO</td>
</tr>
<tr>
<td>Small sample of key stakeholders</td>
<td>Near instant direct access to each stakeholder</td>
</tr>
</tbody>
</table>

| FROM | TO |
| Highly political nominating committees | Skill balanced nominating committees |

| FROM | TO |
| Trouble earning engagement and trust | Developing a culture of engagement and trust |
How dialog and voting will work (Glenn Tecker, 2:20-2:25)

It’s fantastic that nearly 350 people registered to participate in this session. Having such a large audience makes it challenging to utilize some traditional mechanisms to gather your input – it just wouldn’t be efficient or effective to, for example, ask each table to reach consensus on a question or report a finding to the group. But thanks to technology, we’ve got an excellent method to give every person in the room a voice in the outcome from this session – a way to help the task force understand your level of agreement with assertions about components of the governance system.

Many of you have previously used keypad technology, but perhaps some have not – so we’re going to pose a couple of questions that will get you comfortable with the device and with the voting process. For the voting we’ll be doing today, every handset’s vote counts as one vote. Votes are not weighted for the voting this afternoon. Some of the handsets are labeled with the names of HOD entities, but every handset will cast one vote, which will have the same weight as any other handset’s vote.

Tomorrow’s voting in the HOD meeting will be weighted according to the voting strength published on SharePoint, the same way it is usually weighted for voting in the HOD.

Are there any questions about vote weighting for the voting today or the voting for the HOD meeting tomorrow?”

- First, let’s identify who is in the audience. Don’t enter your response on the keypad just yet – I’ll let you know when the system is ready to receive input. What I’ll ask you to do is select the category that most closely represents your role, referencing this numbered list:
  
  1. AVMA member or other
  2. AVMA staff
  3. Council / Committee / Task Force
  4. Emerging or future leader
  5. Executive Board
  6. House of Delegates
7. SAVMA member  
8. VMA elected leader  
9. VMA executive

- Please take the keypad in your hand – but don’t enter your response just yet. You will have adequate time in which to record your vote. OK, please enter the appropriate number on your keypad now.
- Thank you – voting is now closed, and here are the results of who is in the audience.

Later in this session you will have the opportunity to answer several questions that are based on your degree of agreement with a specific assertion. Let’s take a test drive for that kind of question. When the voting period opens, please indicate your degree of agreement with the following statement: “January weather in Chicago heightens my desire to attend the Veterinary Leadership Conference.” When it’s time to vote, please use the following scale to indicate your degree of agreement with the statement:
1. Strongly agree  
2. Agree for the most part  
3. Somewhat agree  
4. Somewhat disagree  
5. Disagree for the most part  
6. Strongly disagree

- OK, please vote now.
- Thank you, voting is closed – and here are the results.

As the session progresses, there are several points at which the task force will ask you to indicate your degree of agreement with assertion statements. But first, members of the task
will be sharing their observations about governance and member engagement – so let’s begin with Dr. Rebecca Stinson-Dixon.

**History and Background (Dr. Rebecca Stinson-Dixon, 2:25-2:30)**

This year, our organization turns 150 years old. Over the past 150 years there have been drastic changes to many substantial factors influencing veterinary medicine and therefore influencing the AVMA. We have seen the focus of veterinary medicine evolve from the working equid, to food animal medicine, to companion animal medicine, to agroterrorism threat assessment and prevention. In addition to the evolution of the focus of veterinary medicine, we have seen a change in the demographics of where our clients live. With this change, we have observed changes in the applicant pool to veterinary colleges.

We can safely say that over the past 150 years, little has been as consistent in the veterinary community as the AVMA. Throughout this time, the AVMA has worked to elevate the education of the profession. The association has adjusted to changing societal needs while preserving a strong sense of tradition in caring for animals and the role they play in the lives of people.

Through all of these changes, AVMA has also had to evolve. We are poised to take another step forward in the way that the organization does business. We have had the honor and privilege as members to have very active roles in the direction of this organization from the development of policy models such as the Model Veterinary Practice Act to setting standards for veterinary education. These roles have helped to engage members for generations. As our world continues to see dramatic changes in technology, workforce, and engagement we look to new opportunities to involve the membership.

The AVMA created the 20/20 Vision Commission in 2010 to help chart a direction for the longer term health of the organization that would guide us to the year 2020 and beyond. This commission identified several opportunities for continued evolution of the organization as a whole to maintain good health in the continuously changing marketplace. Among these were:

- Functioning in a manner that promotes high trust, broad participation, and commitment among its diverse membership and key stakeholders.
- Unifying the diverse interests and specialties in the profession toward a common purpose and sense of community.
- Operating and governing proactively, strategically and incorporating technological advances.

The House of Delegates subsequently approved the formation of the Task Force on Governance and Membership Participation as Resolution #10 of 2011. The charge specified that the task force was to review and evaluate the AVMA governance structure including the Executive Board, House of Delegates, and all other entities including councils, committees, task forces, commissions, and trusts.

*AVMA Task Force on Governance and Member Participation – January 4, 2013 – Page 7*
The ultimate goal is to do a complete health assessment of our organization and make any changes needed to maintain that health going forward – no differently than we would for a patient.

The task force has met several times, held a governance summit in July attended by 60 leaders of veterinary medicine representing various stakeholders, and then received feedback from 167 individuals in response to several models offered for comment. After carefully reviewing this input, the task force has come to unanimous agreement on several realities and several statements that will likely guide our final recommendations. These will be covered a little later by other presenters. But first, three members of the task force – Dr. Kathy Reilly, Dr. Sarah Babcock, and Rick Alampi – were asked to articulate the case for change, and Dr. Reilly will be presenting their comments.

**The Case for Change (Dr. Kathy Reilly, Dr. Sarah Babcock, Rick Alampi, 2:30-2:50)**

Good afternoon, I’m Kathy Reilly, delegate from Massachusetts and it’s my role to discuss with you the case for change. I’d like to introduce the rest of my team: Dr. Sarah Babcock is a former AVMA fellow in 2006 – 2007. She is a lawyer as well as a veterinarian. Sarah keeps us safe at the Department of Homeland Security. Mr. Rick Alampi is the executive director for 2 of the HOD entities. Rick has worked through governance changes and was featured in Harrison Coerever’s book on association governance, *Race for Relevance*.

The AVMA’s 20/20 Vision Commission report just referenced by Rebecca found that the AVMA does not have the structure in place to adequately lead the veterinary profession. Its summary findings acknowledge that times are changing quickly and drastically and AVMA needs to be able to adapt and change just as quickly.

The commission cautioned the association that this is a pivotal time and the AVMA can either lead or lose influence and relevancy. They concluded that the AVMA will need to adopt a governance structure that ensures:

- appropriate representation of membership by gender, age, race, work field, and geography
- high levels of participation in decision making
- transparency
- flexibility and adaptability
- emphasis on substance over politics, and
- opportunities for participation at multiple levels of interest and capability.

The task force also looked at the 2011 member needs assessment which asked members to rate AVMA’s fulfillment of its role. Just 23% of the respondents rated the AVMA as doing an excellent or very good job. Now some of you may be as asking what an approval rating should be for a successful association. After consulting with experts to determine the significance of this score, we learned that a successful organization strives for an approval rating in the range of 75-80%.
I have to admit that after the reading the report of the 20/20 Vision Commission and the member needs survey results, I was not sure if they called for profound change. However, at the latest task force meeting – after looking at our financial investment in governance compared to return on the investment, at deficiencies in our policy-making structure, and at impediments to membership participation – I am now convinced that we have to make profound changes.

The financial investment in governance compared to return on the investment

The most convincing evidence for me was bottom line. Let’s look at the cost of the AVMA entities in 2012.

For the House of Delegates, let us think about the resources required for consider resolutions. Using your keypad when voting opens, please answer this question:

What was the average cost of a resolution in 2012?

1. $57,000
2. $700
3. $17,000
4. $37,000

Here are the results showing perceived cost of each resolution.

Here are the facts. Over the past 10 years, the House of Delegates has discussed 83 resolutions. In order to discuss these resolutions, the HOD comes together twice a year. The total cost in 2012 for the House of Delegates (including meeting expenses, travel, the House Advisory Committee, and staff expenses) was $633,382.

What that translates to is a cost of about $57,580 for each of the eleven resolutions considered in 2012. If you really take a good look at these resolutions I think you will agree that there are an inadequate number of substantive issues resolved to justify the large amount of resources it takes. This is not a good use of finite resources.
It’s not just House of Delegates that may no longer be sustainable. The committees, councils and task forces utilize large resources. In 2012, Council and Committee expenses were in excess of $2.4 million. The work product of these groups comes at a hefty cost that may no longer be justifiable.

Taking a closer look at the 23 committees, 6 councils, 2 trusts, and several task forces there is redundant work being done by multiple entities with overlapping subject matter jurisdiction. The existing structure of councils and committees may be obsolete based on the current and emerging needs of the association.

AVMA is simply stretched too thin. At 71% of revenue, membership dues still provide the bulk of revenues – and the dues well is limited. We need a better return on our dues investment. Financial and human resources dedicated to governance are not efficiently utilized and the return on investment does not make good business sense. We need to use our resources more judiciously and strategically. It is fair to say that I now have to agree that we cannot keep doing business as usual. We need to make changes. Profound ones.

**Employing best practices in association governance**

For those of you that may not share my belief that our current system of resolutions is too costly, I would like to highlight the case for change based on the need to employ best practices in association governance. After reviewing other association models and reviewing the elements that are essential for a successful organization I am sad to say we are lacking. The most glaring deficiency in our existing governance system is the divided authority for policy making between the Board and the House.

Let’s take another quick poll:
Which of the following is the policy making body of the AVMA?
1. Executive Board
2. House of Delegates
3. Both
4. Neither

Let’s look at your responses.
Now, let’s ask another question:

In the state of Illinois, according to the law governing nonprofit organizations, how many bodies are allowed to govern the management of the organization?

1. Two
2. Three
3. One
4. No limit

Let’s look at your responses.

The correct answer is one body for governing according to Illinois law – and let’s look more deeply at this.

Right now the Executive Board and HOD share policy-making authority. This poses major concerns. First, according to nonprofit law only one body has a fiduciary duty – the board. Second, the members of the HOD may have conflicts of interest, which is contrary to best practices and also fuels member’s distrust in the organization’s leadership. Let’s walk through these issues.

The board of directors is the governing body of every nonprofit organization, responsible for the ultimate direction and management of the affairs of the organization. The board is responsible for policymaking, while officers and employees are responsible for executing day-to-day management to implement board-made policy. Those in positions of responsibility and authority in the governance structure of a nonprofit, both volunteers who serve without compensation and employed staff, have a fiduciary duty to the organization including duties of care, loyalty, and obedience.

The AVMA is incorporated in the state of Illinois and is bound by Illinois law. The Illinois general Not-for-profit act of 1986 places all the responsibility for the management of the organization in the hands of the Board of Directors, and does not contemplate sharing power between two entities, such as our current structure is set up. The law states that there is only one fiduciary
entity charged with responsibility to manage the business of the association. Best practices in association management dictate that the fiduciary entity is responsible for setting policy as well.

*Now let’s look at the conflict of interest issue. *(This next section was inadvertently omitted from the actual presentation*)

This is the point I want to highlight. The AVMA is a professional association, not a federation. However, in our current system, delegates represent their constituent organizations and not the membership or association as a whole. This is a problem as the current structure puts power in the hands of organizations or individuals that don’t contribute dues to AVMA and don’t have a legal duty to represent the best interests of the profession or the AVMA.

The American Society of Association Executives states “A conflict of interest may arise when a leader has some other interest that might suggest divided loyalty on the part of the leader between obligations to the Association on one hand, and to some other organization or cause, on the other.”

What does this mean? The leaders need to be a representative FOR the profession not a representative OF a specific faction or constituency group of the profession.

One of the nation’s leading association and nonprofit attorneys, Jeffrey Tenenbaum, states “A conflict may exist when an officer or director participates in the deliberation and resolution of an issue important to the nonprofit while the individual, at the same time, has other professional, business or volunteer responsibilities outside of the nonprofit that could predispose or bias the individual one way or another regarding the issue.”

While it is appropriate for the delegates to have an understanding of the interests of the constituent group that appointed them, delegates need to represent and vote for the best interests of the AVMA and entire membership and without a potential conflict of interest. It is crucial for the AVMA to get input from organizations but this input needs to be taken as advisory and structured in a manner that does not pose these conflicts.*

So how do we fix this? We will talk about this more in a moment.

Even if our existing system did comply with best practices, it simply costs too much to maintain dual policy-making bodies and a sprawling system of councils, committees and task forces. The structure does not allow the Association the nimbleness and ability to respond to emerging trends or needs of the organization’s membership.

The governance system does not just impact resources; it also impacts our ability to be effective in addressing membership needs and public policy. Governance is not constituted to effectively respond to opportunities. The current governance system results in decision-making time that is just too long, expenditures of time and money that are too great, and frustration in volunteer leaders that could be avoided. Consequently, we are missing opportunities.
When the decision making process is slowly moving our advocates at the Government Relations Division in Washington cannot most effectively lobby for our profession. While we wait to arrive at a unified decision that the association will support we are losing traction on the legislative front and making ourselves obsolete as a professional association.

Why does it take so long? Well, we know that a good portion of our time is spent wordsmithing – take, for example, the veterinary practice act or the model ordinance on dog and cat control. Words matter, absolutely, and can have deliberate and unintended consequences – but the HOD is not an appropriate forum to undertake the task of wordsmithing, nor is it set up to respond in an expedient manner. AVMA needs to have a timely, consistent position in the absence of new information and prevent policy-making from becoming a vulnerability.

The governance process is not effectively using technology to more fully engage membership and decrease resource drain. We should be using technology to make our professional association a gold standard. Dr. Rene’ Carlson, our immediate past-president is in Taipei representing AVMA internationally. This is an excerpt from her 2011 address to the HOD. Let’s hear more from Dr. Carlson.

Membership engagement is crucial. The 20/20 Vision Commission report summarized trends that contribute to the organization becoming increasingly segregated into professional activities, demographic cohorts, and geographical areas. This segregation perpetuates division in the Association and undermines unity. These factors contribute to members feeling that they do not have a direct voice in the selection of leaders or in the direction of the association. There are many true and perceived barriers to membership participation in the governance process.

When I first was asked to serve as an alternate on the HOD, I received advice that it was better to be friends with the folks from California than the folks from Rhode Island. This proved to be very practical advice. We all know that proportional voting concentrates power into a few organizations. This lends itself to political horse trading and backroom deals that disenfranchise members and lead to decisions that may not be in the best interests of the membership.

Many delegates are “directed” by their organization on how to vote on an issue. This flies in the face of the concept of open deliberation by the HOD. For example, a delegate may be directed to oppose an issue, but in the course of discussion in a reference committee or on the floor of the HOD, certain facts are brought forth that make it clear that the delegate’s organization did not have adequate information in making its decision. To take it one step further, if delegates are “directed” on how to vote, then why bother sending those delegates to the HOD? Just mail your vote in.

Members of the HOD are not elected or appointed using a consistent means or criteria by their constituent organizations, have different term lengths, and often do not have term limits (like Massachusetts – this is my 10th Leadership conference). This makes it difficult for AVMA members to have any expectations of the HOD because the delegate is accountable to their appointing organization and not the membership of the AVMA. As we discussed earlier not only does this pose a potential conflict of interest it also contributes to a lack of transparency.
State VMAs and allied organizations have their own mechanisms for appointing AVMA representatives, creating inconsistency in the leadership identification and development. Outsourcing identification of new leadership to states and allied organizations puts AVMA in competition with other organizations for effective talent.

**Impediments to membership participation**

Holding contested elections for Executive Board members is precluded in several districts by long-standing agreements of rotating representation amongst the states in that district; in some cases members in the district have never received an election ballot because of pre-arranged and unopposed candidates.

The political process of selection for volunteers has eliminated many qualified candidates from participating and disenfranchises potential leaders. Not all candidates for officer positions are given the opportunity for exposure. Everyone isn’t invited to the same meetings. There isn’t a consistent and transparent process for cultivating and recruiting volunteers.

The expectations and responsibilities of volunteer leaders are so expansive that it precludes many from participating. No one knows better than those in this room that positions of leadership require a level of dedication that the ordinary member may not be able to commit to the organization. Additionally, the AVMA culture emphasizes time served in contrast to skill sets and abilities. We need to ask ourselves if we are truly maximizing the opportunities to capture and capitalize on volunteer leadership.

There are many paths that may lead to AVMA leadership positions. We need to refine these paths in order to make sure that our professional organization can recruit leaders based on skills, perspectives, expertise and experience. There are specific skill sets needed for specific positions. We can’t have nor do we need 9 catchers on a baseball team. We need to ensure we have the appropriate balance and expertise of leadership. The Council on Education is a key example of how to identify leaders through a process that selects based on specific, desired skills. This is a process that should be followed for all appointments and elections. Right now this process is not occurring nor is there a clear path identified to cultivate new leaders.

AVMA is a professional association that must have volunteer standards and procedures that must be adhered to by all entities to foster diversity of opinion, widespread opportunities, accountability, and renewal of the volunteer pool. We need to clearly identify the skill sets and the competencies that are needed for the association both now and for the future.

**Checks and Balances**

I have heard a number of delegates tout that the current system provides for “checks and balances.” When I first heard that, I agreed with the concept- indeed, that’s how our federal government is constructed. However, the AVMA is not, nor should it try to be, the federal government. The Founding Fathers established “checks and balances” to ensure that
government would not move too quickly. It appears that AVMA does mirror the federal government in that respect – we don’t move too quickly. The current AVMA structure appears to check progress and balance stagnation.

We have heard concerns expressed from some species groups that without “checks and balances” AVMA would become monolithic. Personally, I believe that perception stems from a lack of trust that permeates the culture of the HOD. We cannot allow our small profession to remain splintered into a multitude of special interest groups. The current system of “checks and balances” frequently provides for an inability to move at 21st century speed, and is extremely costly to boot.

The Task Force suggests that transparency is more valuable than checks and balances. We’re all on the same team here. I once heard an AVMA GRD staff member respond when asked if he was a Republican or Democrat, “Neither. I’m a member of the veterinarian party.” And that’s what all of us in this room should be – members of the veterinarian party. Not companion animal practitioners, food animal practitioners, equine practitioners, lab animal veterinarians, government veterinarians, etc. – rather we are here representing the veterinary profession. Decisions should be made to benefit the profession and the association as a whole, not one special interest segment.

Summary

The thinking of the task force has been informed by best practices in association governance and how AVMA can incorporate these best practices. There are points of pain and discomfort that need to be raised in order to ensure that our efforts are focused on the future. Some discontent must be expected and accepted. We have developed a pathway forward that can achieve the goals of creating a new governance system that:

SLIDE
- Is responsive to membership needs
- Provides value on investment
- Serves members and profession efficiently and effectively
- Is nimble enough to meet future governance challenges, and
- Provides volunteer opportunities that are rewarding and satisfying.

Thank you for your attention. I have the pleasure of introducing an immediate past HOD member, Dr. Chip Beckett.

Foundational statements (Dr. Chip Beckett, Dr. Stacy Pritt, Bridget Heilsberg, 2:50-3:05)

Hello, I’m Chip Beckett, until recently a member of the House of Delegates. The foundational statements we are presenting serve as a springboard for the task force to develop tangible recommendations for action by the AVMA to better serve its members and to continue as an organization that is seen as influential and valuable at the local, state, and national levels. These foundational statements are derived from:
• Examining trends from models proposed at the Summit
• Close review of the input from HOD members, AVMA members, and others through the online survey about governance models
• Analysis of member feedback data in the needs assessment survey
• Recognition and evaluation of the AVMA’s future as outlined in the 20/20 Vision Commission report
• Experience of task force members with AVMA governance, and
• Knowledge of different needs expressed by different segments of membership

Every business article I have read since graduating talks about better, cheaper, and faster product and service delivery. Our clients expect that, and we expect that from our vendors. It is not unreasonable to think our members and potential members also think our association should provide that as well.

The next four slides are courtesy of the 2011 AVMA member needs assessment performed by Linkage Research and Consulting, Inc. They performed a segmentation analysis to cluster practicing veterinarians into four groups representing similar needs. These are “broad brush” segments and many members will see themselves in more than one segment depending upon the concerns and issues. For the Association to serve all members, it is important to recognize clearly what is desired from the association by those members:

• Segment A – “Help me stay up to date so I can continue to get the most from my career and my membership”
• Segment B – “Give me good insurance at a fair price and I’ll be satisfied.”
• Segment C – “Support me in educating and influencing others about our profession.”
• Segment D – “I’m starting out or struggling in this profession. Help me navigate my career.”
In addition to these member segments, the member needs assessment also revealed that:

- Approximately 50% of veterinarians are not served in a fulfilling way by the current programs, especially newer members and academic/industry.
- Practice owners/long-term associates seem generally fulfilled with our offerings, but that is only ½ of the profession – indicating that broad participation is not adequate.
- Because of the lack of adequately broad participation in our programs, trust is called into question.

These slides also underscore that various member segments seek different things from AVMA – one size does not fit all. The task force believes that AVMA can improve how it serves its members in the future with a more flexible, transparent and nimble governance system that can identify and respond to issues faster and better than today.

Hi, I am Stacy Pritt. I am an Alternate Delegate to the HOD. The AVMA created the 20/20 Vision Commission in 2010 to help chart a direction for the longer term health of the organization that would guide us to the year 2020 and beyond. I served as a member of the Commission. This commission identified several opportunities for continued evolution of the organization as a whole to maintain good health in the continuously changing marketplace. Among these were:

- “Functioning in a manner that promotes high trust, broad participation, and commitment among its diverse membership and key stakeholders”
- “Unifying the diverse interests and specialties in the profession toward a common purpose and sense of community”
- “Operating and governing proactively, strategically and incorporating technological advances”

In this context of best practices in association governance and input from members through various channels, the task force has articulated the following foundational statements:
• **The most efficient and effective system of governance structure, process and culture will deliver the maximum programs, services, and benefits for members.** AVMA’s governance structure, process and culture drive its results and determine its relevancy. We all have personal examples of excellence and mediocrity; our goal is to ensure that 20 years hence the AVMA is the former, not the latter. Employing resources efficiently will stretch our limited resources to do the most on behalf of our members. Every dollar and hour dealing with governance is taken directly from programs for members. We need governance, but the minimum possible bureaucracy will allow for maximum programming for members. Members pay the dues, individually, and they deserve the benefits individually as well as collectively so that we can foster our small profession’s unity and common purpose. Members support organizations that provide tangible and non-tangible benefits, and AVMA’s focus should be on providing these benefits. A large governance structure diverts AVMA resources from providing such benefits.

• **Eliminating redundancy allows resources to flow to meaningful and impactful work.** Multiple entities debating a problem with differing results is a recipe for gridlock and inaction. It is not a check or balance. Coordination of multiple entities is financially draining and time consuming for the staff and leadership. Excellent policy will be the result of looking for what is best for our total profession, those we serve, and societal needs, not a narrow interest for the status quo, whatever that may be. We need excellent, broad ranging dialogue for a diverse profession. We should be recognized as the leaders of our society in animal interactions, animal use, and comparative medicine. We are not currently recognized as THE leader; rather we are too often an additional parochial participant. Governance entities have been created by the AVMA over the years based on immediate as well as long-term need. However, as interest in animals diversifies in society and our law-making bodies, multiple entities such as councils, committees, task forces, and the HOD now find themselves discussing and generating opinions on overlapping topics. Representation is desired, but redundancy can lengthen processes and procedures.

• **The AVMA staff has tremendous insight into the profession and its needs, and their scientific and non-scientific expertise should be utilized to the fullest.** Many staff are also members and colleagues who want to serve the broad profession rather than a single practice or entity. We should allow them to give their uninhibited, best work and advice to us, rather than arranging dinner for our meetings. Volunteer input is still important, but may not always have to be received by having multiple people fly into Chicago twice yearly. There can be a better, faster way to get the information to the profession, at least part of the time. As we all know, AVMA staff come with an impressive list of credentials. The purposeful selection of only the best has allowed the AVMA to grow, sponsor impressive programs, and start or participate in initiatives that elevate the veterinary profession.

• **Face-to-face meetings are important for exchanging ideas, developing leaders, and fostering personal and organizational relationships.** We are a small, often geographically isolated group of individuals with a wide variety of specialties and special
interests that benefit from peer interaction. In an efficient and effective governance system, we will always need leadership development. We need a place for people from across the country to be recognized as having talent to lead us nationally; something that can never happen by any means other than face-to-face meetings. We need a place for people from veterinary associations around the world to share as kindred spirits and kindred organizations. We need discussions so that the views we represent are from our like-minded colleagues, yet allow the organization to formulate policy collectively representative of the profession and not of a limited subset of the profession. It is important to maintain the personal contact among AVMA leaders. This cannot be lost while we leverage improved communications and technology. Keeping activities such as the Veterinary Leadership Conference, special topic symposia, and other high-value meetings will ensure that personal contact utilizes our valuable time wisely and produces valuable and actionable ideas.

- **The AVMA needs to have effective channels of communication with all segments of organized veterinary medicine and other organizations with intersecting interests.** The veterinary profession is no longer isolated. OneHealth initiatives and a global economy will foster and require veterinary and other organizations to partner, dialog, and act with one another at a level not seen previously. The AVMA’s current organizational structure currently limits such abilities and opportunities.

The remainder of the foundational statements will be presented by Bridget Heilsberg, SAVMA President and AVMA Executive Board Invited Participant.

- **The AVMA has a need to more directly solicit, receive and utilize input from members.** Members from all backgrounds, generations, and affiliations want to be heard. Changes are occurring in society to allow for the increased solicitation and use of direct input. The AVMA should be no different.

- **The AVMA process for developing knowledge-based policy requires input from stakeholders.** Veterinarians are not the only decision makers for animal related policies in the United States. Recognition of the need to include other stakeholder groups in developing knowledge-based policies will increase the AVMA’s level of influence and perception of expertise. Such an organization becomes one that is well worth its membership dues.

- **The AVMA needs a policy development process that allows the organization to respond in a timely way and take maximal advantage of opportunities.** Society and information move at an ever-increasing pace. An organizational structure that limits the ability to develop policy at an accelerated pace limits the ability for the organization to influence decision makers, the public, and other entities. While discussions are active for the media, policy makers, public, veterinarians, and others, we risk not being a part of those discussions because we are still developing policy. Over time, this will render the AVMA as ineffective and out-of-touch.
• **The AVMA must structure itself as a professional membership association, not a federation of associations.** Individual membership dues represent approximately 71% of AVMA’s revenue, as reported in the August 2012 Treasurer’s report. However, the current structure of AVMA governance is such that a group of state and allied associations, who do not pay dues to the AVMA, and whose respective constituent members may not be paying AVMA dues, is the deciding body for AVMA policy. If the AVMA is to successfully move into the future, then the focus needs to be on service and accountability to the dues-paying membership, not affiliate organizations.

• **The AVMA needs a clearly defined and effective process for leadership identification, recruitment and development.** As said best by Past-President Rene Carlson, “Our leadership does not reflect the demographics of our profession.” The unspoken expectations, political arrangements, sidebar dealing, and rotational representation are actual and perceived barriers to engage leaders that may be the best for the organization. Improving transparency and leveling the playing field will increase the ability of the best and the brightest to be identified and participate in AVMA leadership at every level.

• **There must be only one entity with fiduciary duty including authority for bylaws, articles of incorporation, and fiscal matters — and the entity with fiduciary authority should also have policy authority.** Fragmentation exists within our current governance structure. The body with the fiscal responsibility cannot make changes to governance. The body with governance and policy authority does so without responsibility for fiscal matters. Such a structure, previously deemed “checks and balances,” results in groups that may slow action and growth of the organization due to the inability to align fiscal policy, strategic initiatives, organizational policy, and governance structure. This alignment is necessary for the AVMA to be the organization it needs to be today and into the future.

• **Students should be incorporated into the AVMA membership structure, with voting rights.** Today’s veterinary students are not the veterinary students of the past. Information is instantly and readily available, and students are able to multitask and participate at greater levels than before. “Nontraditional students are becoming increasingly prevalent throughout the profession, and many have multiple advanced degrees representing an array of advanced skill sets valuable to the AVMA. Students are entering into the veterinary profession fully aware of the challenges that it faces, and desiring direct participation in addressing these challenges. This body, and this organization, has continually repeated that students are the key to the future of the AVMA. Full membership is a definite action supporting those words and recognizing that students are one of the AVMA’s greatest assets, not a liability. Full membership allows students to integrate sooner into our wonderful profession, allowing them explore and access services, advice, and opportunities for a smoother transition from student to professional.
Other professional societies have successfully implemented governance changes similar to what the TF is considering. One example is the American Speech-Language-Hearing Association, a professional, scientific, and credentialing association for almost 150,000 members, which also used Tecker International as facilitator in its process. The task force can point to numerous examples of associations that are improving their governance systems in ways that are consistent with many of the foundational statements we just mentioned.

**Voting on foundational statements (Glenn Tecker, 3:05-3:20)**

In a moment you will be asked as an individual to indicate your degree of agreement or disagreement with each of the foundational statements you’ve just heard. But first, we’d like to encourage you to engage in conversation with your colleagues for six minutes to examine what you believe about these statements and why these beliefs are held. Please discuss.

OK, it’s time to vote on each foundational statement, using the six-point scale:

![Image of voting results]
Key Element A - Board of Directors (Dr. Adam Langer, 3:20-3:30)

Good afternoon. My name is Adam Langer and I am a member of the Task Force on Governance and Member Participation. I have been involved with the Student AVMA and then the AVMA for
much of the past 15 years. Some of you are personal friends or people I’ve had the privilege to work with over the years. All of you are my colleagues and fellow AVMA members, and I know that everyone in this room wants to see the AVMA remain vibrant and relevant for another 150 years.

My fellow task force members have done an outstanding job of reviewing the history of AVMA governance, including the accomplishments as well as the challenges created by our current system of governance and member engagement. They also reminded us all of the recommendations of the 20/20 Vision Commission that was charged with helping to position AVMA for the 21st century.

In particular, we have talked about the difficulties posed by having policy-making and organizational decision-making split between two governing bodies. The task force has found that this duality creates confusion among the advisory councils and committees, hinders efficient and timely responses to a rapidly changing world, and it also muddies the waters considerably when an individual member rightfully asks about when she will get a chance to pick her AVMA’s leaders.

Additionally, this duality creates intractable conflict when it comes time to make a decision in the best interests of the association. As a nonprofit corporation, Illinois law requires that we have a board of directors that is vested with fiduciary responsibility for making decisions in the best interests of the association. The policy-making process and the fiduciary responsibility are irrevocably intertwined because policy sets the priorities of the association and must therefore be made by leaders who have no higher obligation than the best interests of the organization.

Because the law requires that we have a board of directors with fiduciary responsibility, and common sense dictates that these fiduciaries must also have control of the policy-making process, the task force has concluded that there must be only one ultimate decision-making body, and that this should be a new entity, the Board of Directors.

The members of the Board of Directors will be expected to take a big-picture perspective on the issues facing the association and the veterinary profession. They would be responsible to gather knowledge, consult subject-matter experts and stakeholders within and outside the profession, and then finally establish policy and take action based on the best interests of the AVMA and the profession as a whole.

The task force felt that to encourage member participation, it was crucial that the Board of Directors be selected by and accountable to the general AVMA membership. Based on our research into successful associations, we also determined that electing the best, most competent candidates to the board of directors is more important than reserving seats for particular constituencies, whether regional or based on practice type.
To that end, we propose that there be 17 total members of the Board of Directors:

- The AVMA President
- The AVMA President-elect
- The Immediate Past President
- The Treasurer
- 11 Directors, who would be elected at-large without regard for geography or constituency
- The Chief Staff Officer (currently referred to as the Executive Vice President or CEO) and his or her Assistant Executive Vice President, both of whom would serve without a vote on the board

You have undoubtedly noticed that I did not mention the office of AVMA Vice President. This House, during its last meeting in San Diego, charged our task force with making a specific recommendation about whether to retain the position of Vice President. We have chosen to recommend eliminating the position of Vice President, not because we feel that the Vice President’s work is unnecessary or would be better accomplished by a network of regional student liaisons, but because as part of our member participation recommendations, we are recommending that veterinary students be accorded full voting membership in the AVMA. As a result of their new status, veterinary students will have the same voice and representation on the Board of Directors as every member of the AVMA and will not need an officer specifically dedicated to their concerns.

The President-elect, Treasurer, and the 11 Directors would all be elected through a general election process where all AVMA members may vote for all open positions. The Directors would have staggered terms to promote institutional memory. Eliminating the geographic districts will allow the members to elect the best, most competent officers and directors regardless of where they happen to live. The communications revolution has truly made this a small world – when AVMA’s current governance structure was conceived, the idea of being able to send written messages, pictures, and even video around the world in an instant was the stuff of science fiction. Virtually all of what was once fantasy has come true, although I still want to know where my flying car and jetpack are.

It is no longer impossible or hopelessly expensive to run a national campaign. Council candidates are already being allowed to post video messages on YouTube rather than appear in person before the House of Delegates. The House, the Executive Board, and the various AVMA entities remain in constant contact with one another through email and conference calls. Entire virtual communities of veterinarians have grown up using the power of the Internet.

We are at the point where an effective national campaign can be run without investing extraordinary resources. To ensure fairness, AVMA would provide a platform and equal time and opportunity for all candidates to get their message out to the membership. In addition, AVMA would conduct the election for all officers and directors using an electronic secret ballot process, which will save considerable money and trees compared to sending out paper ballots.
to 80,000-plus members. A centrally administered, online campaign will ensure consistency in the process, fair and open access to the ballot for all potential candidates, and election results in which all can have confidence.

My friends, it is time to tear down the artificial barriers that divide us and unite as one profession and one AVMA, not as individual states or regions or constituencies. We are finally at the point where we can truly let the best person win, regardless of rules and restrictions imposed based on logistical problems that are long since solved. Let’s seize this moment to take a giant leap forward.

Now Mr. Tecker will lead us through some keypad voting on several assertions that are contained in my presentation.

**Voting on Key Element A (Glenn Tecker, 3:30-3:50)**
(same pattern as before – discussion then voting)
Key Element B – Advisory Councils and Task Forces (Dr. Grace Bransford, 3:50-4:00)

Good afternoon. I’m Grace Bransford, and along with being a member of the Task Force on Governance and Membership Participation I have served on AVMA’s councils and committees for the past 13 years and also had the privilege of serving on the 20/20 Vision Commission.

As a former member of councils and committees, I have a special interest in the transition of the council and committee structure over to a new governance system. During my volunteer service, I have been constantly impressed with the perspectives and smarts my colleagues bring to the table. We have to be ready for a sea change as we work to restructure our current governance but also remember not to throw the “baby out with the bath water.”

I’m here to talk with you about the layer in the organizational chart that is called Advisory Councils. In some of the original thinking they were labeled Super Councils with the idea that they would encompass a broad range of members with the skills and expertise within the given group. Each council underpins a key goal of AVMA’s strategic plan or key topic in order to drive that strategic initiative forward. We see flexibility in the structure of these councils and as AVMA’s strategic goals change, these councils will evolve to support those changes.

Currently, to reflect our most recent strategic plan, the Advisory Councils will help drive the goals of: Economics, Animal Welfare, Education, Advocacy, Research and Membership Participation. We envision the councils to be made up of somewhere between 11-13 individuals with skills, backgrounds, and interest in those areas. The idea of the size is not to be too unwieldy so as to have the capability to make nimble decision but still have members with
diverse and far-ranging opinions. Each Advisory Council would also have a liaison from the Board of Directors and also a liaison from AVMA staff. The work of these Advisory Councils would be very strategic in nature, in essence, “flying at 37,000 feet” and seeing the broad picture issues affecting their areas of responsibility. Similar to Reference Committees, the councils would report back to the Board of Directors with key recommendations.

For example, responsibilities of the Economics Advisory Council could include:

- The continual assessment of veterinary workforce supply and demand
- The identification of new “non-traditional” work opportunities for veterinarians on a national and global scale
- Developing programs that could enhance veterinarians’ business management skills

Work of the Animal Welfare Advisory Council could involve:

- Tying the strength of the human-animal bond and the value of animals to society with appropriate animal healthcare
- Promoting AVMA’s Principles of Animal Welfare to the profession, the public and other key stakeholders
- Advocating the topic of animal welfare as a critical component of veterinary school curricula and veterinarians’ continuing education

The work of the Education Advisory Council could include:

- Improving the cost effectiveness of veterinary medical education
- Identifying the key workforce skills that will enable graduating veterinary students to be as successful as possible upon entrance to the profession
- Developing educational programs to assist pre-veterinary and current veterinary students to optimally manage their graduate school expenses

Advocacy Advisory Council responsibilities might involve:

- Increasing awareness of the AVMA as the voice of the profession via public outreach programs, increasing media contacts, responding to relevant legislative and regulatory proposals
- Creating model legislation to support and further the efforts of veterinarians in all segments of the profession
- Partnering with state associations in regulatory and legislative oversight

Members of the Research Advisory Council might work on:

- Advocacy for federal funding for animal health and welfare research
- The coordination of both public and private partnerships to advance research and its associated funding
- Continuing the work and support of the One Health initiative

Membership Participation Advisory Council work could include:

- Increasing membership participation via new programs and new technologies
- Increasing and enhancing the diversity of the membership such as gender, age,
ethnicity, background, etc.

- Continually assessing the needs of an evolving membership via ongoing research and scanning analysis

These are just examples of the many responsibilities the Advisory Councils would take on. In reviewing this, it is clear there may be overlap between the councils’ responsibilities and it is apparent that there is a strong need for communication and collaboration between each council.

The Advisory Council members will be selected by the Leadership Nomination Committee, which Lori will describe to you next. In turn, the Advisory Councils would select members for groups helping them in achieving certain goals. These groups would comprise structures such as sub-committees and task forces, and would include inputs from all interested AVMA members and perhaps outside stakeholders via means such as e-mail, social media tools, online meetings and other forms of communication. This structure would invite participation from any member and also attract, engage and groom future volunteer leaders. Additionally, by providing input from the individual member level, it will greatly assist in environmental scanning and staying abreast of emerging issues for our profession.

It is possible that the Advisory Councils could hold annual forums creating face-to-face interaction with all interested parties on their topic. This would help support the 20/20 Vision Commission goal of reaching out and creating alliances with other animal health and welfare related groups and invite participation at all levels.

Of course, certain entities will likely continue in their present form and not be subsumed into the advisory councils due to legal or other special requirements, such as the Council on Education, ECFVG, PLIT and GHLIT.

This new structure has very exciting possibilities. Its goals are to engage our membership and attract new members, continue to gather environmental scanning inputs on an ongoing basis, groom new future leaders and harness the knowledge and experience of existing ones, help forge alliances with other animal health and welfare groups, and above all, drive forward AVMA’s strategic goals so it can be the most successful and effective association it can be.

As we continue our work on the evolution of the AVMA governance structure, not forgetting what is good, strong and effective about our current one, we will not “throw out the baby with bathwater” – but also remember that it is said that the only one who truly embraces change is quote, unquote, a “wet baby.”

Thank you for your attention and for what I am sure will be very valuable thoughts and inputs.
Voting on Key Element B (Glenn Tecker, 4:00-4:20)

Vote #25  Voting on Key Element B
Advisory Councils will be formed around strategic goals/initiatives such as Advocacy, Animal Welfare, Economics, Education, Membership Participation, and Research
1. Strongly agree 51%
2. Agree for the most part 39%
3. Somewhat agree 4%
4. Somewhat disagree 6%
5. Disagree for the most part 3%
6. Strongly disagree 0%

Vote #26  Voting on Key Element B
Councils will be made up of approximately 11-13 individuals with skills, backgrounds, and interest in those areas
1. Strongly agree 37%
2. Agree for the most part 39%
3. Somewhat agree 15%
4. Somewhat disagree 6%
5. Disagree for the most part 2%
6. Strongly disagree 0%

Vote #27  Voting on Key Element B
Each Advisory Council will have a liaison from the Board of Directors and a liaison from AVMA staff
1. Strongly agree 90%
2. Agree for the most part 7%
3. Somewhat agree 2%
4. Somewhat disagree 1%
5. Disagree for the most part 1%
6. Strongly disagree 0%

Vote #28  Voting on Key Element B
Councils will report back to the Board of Directors
1. Strongly agree 56%
2. Agree for the most part 22%
3. Somewhat agree 16%
4. Somewhat disagree 2%
5. Disagree for the most part 2%
6. Strongly disagree 0%

Vote #29  Voting on Key Element B
Advisory Council members will be selected by the Leadership Nomination Committee
1. Strongly agree 10%
2. Agree for the most part 15%
3. Somewhat agree 29%
4. Somewhat disagree 19%
5. Disagree for the most part 16%
6. Strongly disagree 15%

Vote #30  Voting on Key Element B
Advisory Councils will select members for groups helping them in achieving certain goals
1. Strongly agree 29%
2. Agree for the most part 21%
3. Somewhat agree 21%
4. Somewhat disagree 10%
5. Disagree for the most part 2%
6. Strongly disagree 7%
Key Element C - Leadership Nominating Committee (Dr. Lori Teller, 4:20-4:30)

Hello, I’m Lori Teller, alternate delegate from Texas, and I also serve on the Animal Welfare Committee and Governance Performance Review Committee. I’m thrilled to be here today with you to discuss the proposed Leadership Nominating Committee, or the LNC, which will be vital to the new governance system of the AVMA. The intent of this entity is to identify nominees for officers, the Board of Directors, and Advisory Council positions. The Task Force is having ongoing discussions on how to specifically structure this group, and we’d like to get your feedback on what we’ve developed thus far. There are some things that should be kept in mind as we further define the role of the LNC.

It is becoming increasingly evident that the AVMA will need to have the capacity and leadership to take on the critical role of facilitator and convener of diverse groups to facilitate dialog, resolve conflicts, and address a wide variety of issues.

Two things will need to guide the composition of the AVMA’s decision-making bodies and its work groups to allow us to fill that role. The first is credibility. The people nominated for leadership positions must possess the required experience and expertise to meet the needs for the specific positions being filled. The second is legitimacy. There must be a representative distribution of power among groups. Effective and successful associations select people first on the basis of needed experience and expertise, and then check for appropriate distribution of power among the stakeholder groups. So it is not so much about which groups need to be included, rather the emphasis is on what kind of individuals need to be engaged.
In our current governance system, many members perceive that the various AVMA entities are divided into “camps” or “factions,” such as public health, animal welfare, research, producer groups, and others, rather than groups with diverse professional perspectives. Because of this segregation, it is frequently necessary for several different entities to consider different perspectives on the same issue. This delays the creation of policy, often by several months to years, and oftentimes results in conflicting recommendations being sent to the Executive Board for consideration. Our new governance model will allow for a variety of professional perspectives to be mingled together in single entities, which will allow for more efficient and effective policy-making and a more nimble responsiveness in an “I need it now!” society.

Appointing committees based on balancing special interests may lead to the protection of those interests and not to the common good of the AVMA, or the profession as a whole. This discourages participation and potentially reduces the quality of participants and thus, their resultant decisions. There is concern that the governance process is leading to a significant disconnect between those who serve and those choosing not to get involved in the current organizational hierarchy.

When filling roles within the AVMA, the LNC should actively consider how to incorporate or engage members who reflect the changing demographics of the profession. It must work to remove barriers to serving in leadership roles that do not add to the quality of leader that is being sought.

The composition of the LNC is still to be determined, but at this time, we believe that 11 members plus a non-voting chair is a good place to start. We must determine the various skill sets needed that will allow one group of competent people to select another group of competent people. The LNC may potentially consist of current members from each Advisory Council, past Board members, ASVMAE, state or allied VMAs, staff, and some past Council members. The LNC will propose a slate of nominees as positions become available, and it may also be involved in overall leadership development.

Speaking of leadership development, some members feel that the House of Delegates serves as a “proving ground” for top leaders. The AVMA has certainly been blessed with many excellent leaders who got their start in the House, but we have also been blessed with plenty of wonderful leaders who rose to the top by other routes. The House is not the exclusive place for leadership development. The cream has a way of rising to the top through multiple routes. State and allied VMAs are some such venues, as are Councils, Committees, and Trusts that are responsible for the bulk of AVMA’s work.

By utilizing the LNC, the way members are selected to various entities will become a standardized process. The positions for all advisory bodies will be appointed and the positions for all decision-making bodies will be elected by the general membership. As the LNC considers potential nominees, it will need to move away from the idea of a constituency-based board, and even from a competency-based board, and instead consider the idea of balanced skill sets. Each member of a group comes with his or her own skill sets, and these need to balance the other skills already present in the entity.
There are certain attributes that the LNC will take into consideration as it considers nominees for various leadership positions. These include:

- The ability to think strategically and analytically and to effectively communicate thoughts and the reasons for them
- Possession of earned respect of other key stakeholder group members
- The ability to work well with others as a member of a collaborative group with group decision-making authority
- An earned reputation for emotional maturity, personal integrity, and honesty
- A familiarity with the body of knowledge related to both the process for which the group is responsible as well as the substantive content of the subject area within which decisions and choices will have to be made

So this is where we need your feedback on how to best structure and utilize the LNC.

**Voting on Key Element C (Glenn Tecker, 4:30-4:50)**

![Voting Results](image)
Session Summary (Glenn Tecker, 4:50-4:55)

Next Steps (Ralph Johnson, 4:55-5:00)

Thank you so much for your participation this afternoon – and for suspending judgment until this full set of observations and assertions could be presented to you. We hope to continue the conversation, so members of the task force will be present at the district caucuses and the Reference Committee meetings should your agenda allow time for discussion of what we have presented here today. And any of the task force members are receptive to receiving email following this meeting should you have additional thoughts you wish to share.

The input you have provided through the keypad polling provides valuable input for the task force to consider as it works to develop final recommendations. Our goal is to submit a final report in June containing recommendations that present, in detail, a comprehensive approach to remodeling AVMA’s governance system. The report will also include a sequence of action steps that when taken will bring the envisioned governance system to life over an appropriate span of time.

I hope you will depart this session with several things:

- A deeper understanding of best practices in association governance
- The confidence that opposing ideas and beliefs can be examined in thoughtful and respectful ways
The knowledge that only confident and successful organizations are willing to subject themselves to scrutiny and self-examination

A firm belief that AVMA is well positioned and uniquely poised to evolve as an organization in response to changing demands and expectations, and

A sense that you have contributed to a process designed to build upon the rich history of AVMA as it moves into the next 150 years of service to the profession and to society.

Clearly, even as we explore changes to strengthen the association, there is much to celebrate. Thank you again for your participation and for the role you play every day in advancing AVMA and the veterinary profession. We are adjourned.