

**AVMA Governance Engagement Team  
Interim Report to Executive Board, House of Delegates, Councils and Committees, and AVMA  
Membership  
October 15, 2013**

**1. Background**

In June 2013, the Task Force on AVMA Governance and Member Participation (Task Force) submitted its [final report and recommendations](#) (also included as Appendix 1) for a revised association governance system to the Executive Board and was sunset as having met its charge. To assist in furthering the work of the Task Force, the Executive Board established the [Governance Engagement Team](#) (GET) to accomplish the following:

- Communicate and explain the revised AVMA governance proposal to all audiences (leadership and membership).
- Solicit feedback, reconcile feedback received, and submit final governance proposal to the Executive Board.
- Develop a plan and timeline for implementation.
- After Executive Board and House of Delegates approval of finalized governance structure provide draft updated Bylaws, with assistance as needed.

The Executive Board appointed the following individuals to the GET:

Dr. Karen Bradley, chair  
Dr. Stewart “Chip” Beckett  
Dr. Bret Marsh  
Dr. Apryl Steele  
Dr. Lori Teller  
Dr. Libby Todd  
Dr. Michael Topper

In making these appointments, the Executive Board selected individuals with a track record of leadership and professional experience who come from various practice settings and perspectives.

Ralph Johnson, chair of the former Task Force, was appointed as technical support for the GET. Staff support is provided by Adrian Hochstadt, Dr. Heather Case and Tracy Olsen.

In order to fulfill its charge, the GET undertook several actions shortly upon its establishment. First, the GET presented the Task Force proposal to the House of Delegates (HOD) at the Annual Meeting in July 2013. Many delegates commented verbally during an open session of the HOD and Reference Committee meetings. In addition, the GET received from the 136 House members 47 written responses to a questionnaire designed to solicit feedback about the major elements of the proposed plan.

The GET also wished to hear from the general membership concerning the major elements of the Task Force proposal. An online survey was made available to all AVMA members for about 60 days, until September 2, 2013. More than 1,900 individuals logged in and responded to at least one question. The member survey results show compelling support for the proposed governance system. Respondents gave answers to multiple choice questions about each pillar of the Task Force's proposed governance model and had the opportunity to provide additional written comments for each question. The entire numerical survey data analysis is included at the end of this report as Appendix 2.

There were many comments that expressed passionate views on all sides. These were reviewed in detail and included in the GET discussions. The total respondent feedback numbers were in favor of the proposed model, as reflected in numbers that were in agreement (strongly agree or somewhat agree) ranging between 56-74% for each question, and those either somewhat disagreeing or strongly disagreeing ranging between 13-20% for each question. The other respondents indicated neutrality toward the various proposed governance pillars.

The GET notes that the survey results did not show great variation among age categories, gender or professional activity types, with two notable exceptions. Those who indicated "food animal" as the best professional activity category clearly displayed more disagreement with the proposed model than other professional category groups. This subset constituted 6.4% of respondents.

The second group that was somewhat more negative toward the proposed model consisted of individuals who have served on various AVMA governance entities, about a quarter of the respondents. This group tended to express concern about proposed changes that would affect the entities they have served in particular. As an example, the responses from present and former members of the HOD were more negative than those of the general membership about questions that implied the discontinuation of the HOD.

While taking into account the responses of these two groups, the GET also noted the overall support for the proposed changes from the general membership, as well as how many AVMA members took the time to complete the survey. According to the AVMA's market research team, more than 1,900 responses represents a good response rate. Using a standard equation to calculate a margin of error, the margin of error rate for this survey is 0.88%, which is very low. The survey was self-selecting and not a targeted sample; therefore the response bias was not tested.

At the Annual Meeting in July 2013, the House of Delegates approved Resolution 16, which recommended to the Executive Board that any final proposal for AVMA governance change include the House of Delegates. According to the accompanying statement, the intent of the resolution is to give the GET direction with their deliberations since the AVMA is the umbrella organization for the entire profession and the HOD is the structure within AVMA that represents the entire profession.

Meeting shortly thereafter, the Executive Board endorsed the concept of a House of Delegates, although it did not specify the authority and responsibility of this entity in a future governance system.

The GET met on September 13-14, 2013, in Schaumburg, Ill., to reconcile the various feedback and develop a revised proposal consistent with its charge.

## 2. Support for Task Force Foundational Statements

First, the GET expresses support for the foundational statements found in pages 30-31 of the [Task Force report](#) as essential for action by AVMA to better serve its members and continue as an influential and relevant organization. In response to the assertion that the Task Force failed to explain a rationale for proposing such a dramatic change in structure, or “If it ain’t broke, why fix it?,” the GET would like to highlight pages 15-29 of the report, which include a thorough discussion of current impediments in AVMA better serving its members.

To further clarify the benefits of the proposed system, the GET wishes to highlight a few of the key specific benefits of the proposed system over the current structure:

- **Allow more options for member engagement.** There are veterinarians who are interested in participating in AVMA activities but are not able to spend the time required to serve on a formal entity for an extended period. This is especially true for younger members. The proposed system will be much more flexible in affording members opportunities to participate in various ways.
- **Reduce the number of committees and councils.** More than 30 committees and councils are meeting in person, commonly twice a year, to develop various recommendations to the Executive Board, sometimes on similar topics. This effort requires significant resources from volunteers and staff. Transitioning to a system with fewer entities that can better coordinate the workload and flow will significantly improve efficiency and help focus resources where they are needed by decreasing duplication and inconsistencies.
- **Identify potential leaders.** The proposed system will include a new “volunteer human resources” entity to identify and recruit volunteers while promoting practice setting and demographic diversity on AVMA entities. This type of nominating committee is missing currently and will provide an opportunity for more members to be considered for AVMA service.
- **Empower members.** The proposed system will provide dues-paying members the power and responsibility to elect the leaders who make the important decisions for their association, including setting the dues, approving bylaws and approving policies affecting the profession. Currently, the HOD members who have these powers are selected by veterinary associations and not by AVMA members. There are AVMA members who are not members of these constituent organizations and are therefore disenfranchised. The proposed system will also empower members with direct election of various leaders.
- **Remove potential conflicts of interests.** HOD members are appointed by other organizations and are expected to act in the best interest of the AVMA when serving in their capacity as delegates. Transitioning the HOD to a different role will protect individuals from facing these legal and ethical dilemmas.
- **Integrate policymaking.** Selecting one entity to approve policies will improve a process that is too often slow, cumbersome and inefficient. There is uncertainty over AVMA policies on crucial issues that increasingly require timely input to legislators and regulators. Waiting up to six months for confirmation of an Executive Board action harms the AVMA’s ability to be relevant in public policy.

### **3. Proposed Revisions to Task Force Proposal**

While the GET affirms the basic principles that the Task Force report offers, the following pages contain several recommended revisions to that proposal, which are a product in large part of the specific comments the GET received from AVMA leaders and members in recent weeks.

First, the GET believes that any significant transition be phased gradually to avoid disruption to important work being conducted and to provide current volunteers with a chance to find appropriate places in the new system. In addition, the GET offers several specific revisions for each of the main pillars suggested in the Task Force report.

The GET also updated the timeline for consideration and approval of the proposal, which is included as Appendix 3 of this report.

#### **a. Board of Directors**

The GET endorses the basic framework for a new entity, the Board of Directors (BOD), as described on pages 33-36 of the [Task Force report](#), which is a 19-member BOD with 17 voting members (11 existing geographic directors, one at-large director and one student-focus director to be elected at large.) The BOD also will include the president, past president, president-elect and treasurer.

In addition, the GET proposes an important revision to the Task Force proposal, recommending that the Immediate-Past President serve as chair of the BOD, rather than the President. The GET received significant feedback that the President's work load is enormous, and he or she cannot be expected to run board meetings in addition to the other responsibilities. The GET suggests that the President serve as BOD vice-chair instead.

The GET discussed specifying a Board of Governors, or a small board management team, but ultimately decided that this decision should be made by each BOD, depending on current conditions and composition of the board.

Consistent with the original Task Force proposal, the Treasurer will be elected by the general membership for a three-year term with eligibility for re-election to one additional term. Unless the timeline is delayed, the GET foresees that with new bylaws approved in 2014, the Treasurer will be elected by members for the first time in 2015. In our view, the current Treasurer should be eligible to run for re-election to one three-year term at that time.

The GET proposes phasing in the new terms and elections as current Executive Board members finish their terms, starting with terms that expire in 2015. The President-elect will be voted on by the full membership in 2015. We base this recommendation so that current campaigns for 2014 would proceed as established currently. The first at-large BOD director could be elected by the membership in 2015 to start the term in July of that year. The first student-focus director will be elected by the general membership in 2016, when a two-year term for the Vice-President expires.

There was considerable discussion of another proposal, described as Plan B, under which the HOD would be incorporated into the BOD, becoming a board of 72 persons that would consist of representatives of each state, District of Columbia, Puerto Rico and allied organizations in the HOD. The BOD members would be elected by AVMA members in those jurisdictions and practice settings. The BOD also would include three officers. The GET also discussed an alternative that calls for a BOD of representatives of only the 50 states, DC and Puerto Rico.

A major benefit of this alternative would be the integration of policymaking in one entity. Also, it would address the argument that a small BOD would not be sufficiently representative of the profession. Ultimately, however, the GET decided not to present these alternatives as they are fundamentally inconsistent with major principles of the Task Force report, namely that AVMA needs more nimbleness and should structure itself as a membership professional association, not a federation of associations. There was concern that the size of a large board would slow down decision-making, could not have effective strategic discussions, and a small group of 10-20 people would emerge from the large body, which would be similar to the system we have today.

#### **b. House of Delegates/Veterinary Issues Forum**

This area produced the most revisions to the Task Force proposal. Given that the HOD and Executive Board took action that calls for maintaining an HOD, the GET proposes the following alternative to the Task Force report, which suggested replacing the HOD with the VIF. This proposed pillar would now be a HOD that incorporates the VIF.

- Each current principal and constituent allied organization represented in the HOD will have two delegates. [Note: The term alternate delegate will not be used.]
  - Each delegate will have one-half of the weighted votes of that organization. Votes will be split equally.
  - To be seated in the HOD, each delegate must be elected by the AVMA members of that state/district/territory or AVMA members of that constituent allied organization. Two candidates should be presented for the election and the AVMA will conduct the election.
  - The term for each delegate will be three years and the elections for each will be staggered. [Note: This is in alignment with the majority of other AVMA entities.]
  - Each delegate may only serve two terms. [Note: There is no succession from one delegate to the other because both are equal.]
  
- The HOD will:
  - Be responsible for environmental scanning, which will guide the strategic planning of the association.
  - Be responsible for establishing and conducting a Veterinary Issues Forum (VIF), at least annually, to be held in conjunction with a meeting of the HOD. [See the description of the VIF on pages 53-56 of the [Task Force report](#).]
  - Elect members of the Advisory Councils from the candidate slate provided by the Volunteer Resources Committee (VRC) by a majority non-weighted vote. [Currently, committee members are appointed by the Executive Board with an equal non-weighted

vote, consistent with most Boards of Directors of companies and associations. The function of appointing members of the Advisory Councils should be a selection of the candidate best for the position with as little political influence as possible. That is the reason for a non-weighted vote here.]

- Have broad resolution authority to submit recommendations to the BOD. A majority, weighted vote will be used for voting on resolutions.
- A management or advisory committee for the HOD may be created at the will of the HOD to be described in its manual.
- Delegates will be able to communicate with Advisory Councils as “interested bystanders” and thus contribute to the development of policy.
- Elect eight members to the initial VRC during the transition period and subsequently elect three members to the VRC. (see more detail below)

We wish to make two additional points about the new HOD.

The AVMA will conduct elections of HOD positions. AVMA members in the states or within the particular practice settings represented in allied organizations in HOD will be eligible to vote. AVMA membership records would be adjusted to solicit this information.

The AVMA will also solicit the nominations for HOD positions, as it does now for committee and council vacancies. Each state and allied VMA will have an opportunity to endorse two candidates, but non-endorsed candidates can still run if eligible.

### **c. Advisory Councils**

The GET endorses the basic framework for the Advisory Councils (ACs) to replace most of the current committees and councils, as described on pages 36-48 of the [Task Force report](#), and wishes to share its thinking as well as provide additional details.

Some commenters expressed concern that six ACs will not be able to handle the work of 30 or so current entities. However, the GET notes that the nature of the proposed ACs is different than that of current AVMA entities. The ACs, as envisioned by the GET, will be charged to identify, coordinate, assign and review much of the work that will be performed at the task force and working group level. They will take a “big picture” perspective to policy development, while playing a critical role in concentrating and guiding the work to avoid duplication. The smaller, more nimble groups will conduct the detailed research and policy projects that many of the committees and councils perform today. However, these initiatives will be funneled and coordinated by the ACs, which will have flexibility to create and change the temporary entities as needed.

The written descriptions and charges for all ACs will make it clear that they must be composed of AVMA members who represent the practice areas affected by the topics and issues they will address. Under the revised proposal, the HOD will elect members of the ACs from candidate slates provided by the Volunteer Resources Committee (VRC). Both the HOD and VRC will be instructed to consider both practice setting and demographic diversity in nominating and electing AC members, although specific quotas will not exist.

An important point of emphasis is that the proposed system will provide more - not fewer - opportunities for veterinarians to participate in policy development. This is especially true for veterinarians practicing in specialized segments of the profession, such as public health or large animal species-specific practice. Designated slots for these practice settings are relatively few on current committees and councils. However, under the proposed system, there is the expectation the ACs that deal with issues relative to the particular practice setting will include at least one if not more practitioners from that practice setting. Any task force or working group will likely include veterinarians affected by the particular issue or topic. Additionally, interested members will be able to provide input as “interested bystanders,” as part of the outer circle of involvement (page 39 of the Task Force report).

As an illustration, let’s examine the review of the policy on Livestock Identification and Animal Traceability, which in the current system was primarily reviewed by the Animal Agriculture Liaison Committee, with comment from the Animal Welfare Committee. Under the proposed system, an AC would be assigned jurisdiction over review of the policy. The AC may determine that a task force or working group is required to study the policy in more detail. In this case, such a group will likely include several veterinarians with a background in the species being affected by the policy, such as bovine veterinarians. As the policy is being drafted or revised, any AVMA member with an interest or expertise in the topic will be able to contact the task force, working group or AC with his or her view and expertise. By the end of the process, a multitude of bovine practitioners, as well as other members with an interest in livestock identification, will play a significant role in shaping this policy, as contrasted with the relatively few designated committee or council members who have that input currently.

In fact, the turnout and number of responses to the governance member survey from species-specific veterinarians illustrates that constituent allied groups can motivate their members and “get the word out” on issues of particular interest. This capability will serve these constituencies well in responding to opportunities for feedback on relevant policies.

The GET discussed a transition plan for the new ACs in some detail. This report suggests that the particular topics of the ACs should not be codified in the bylaws, but instead be left up to the BOD to set and change as strategic goals change. Once the proposed system is approved by AVMA leadership, the GET plans as one of its next steps to review the number and makeup of the initial ACs. The GET will evaluate proposing additional ACs or revising the scope of responsibility for the proposed ACs. For example, the GET has considered deleting “ethics” from the Animal Welfare AC and moving the existing Judicial Council responsibilities to the Membership and Governance AC. Another consideration is the addition of a seventh AC that would result from dividing the Economics and Practice AC into two separate ACs.

The GET will also review each current entity’s roster and ongoing projects in order to draft a detailed plan assuring a smooth transition and minimal disruption of work. The GET anticipates that some committees and councils will need to continue for a period to finish projects, while task forces may be utilized to finish work on more focused initiatives.

The GET envisions that each AC will have 18 members. ACs will also be provided individual budgets in order to cover the timely creation of task forces and working groups. There will be a process created to assign issues to ACs in order to avoid multiple ACs addressing the same topic on their own.

During the transition period, the ACs will consist partially of the chairs of current committees and councils as they finish their terms. The chairs would be assigned to the AC found as the best match for their former entity. Other members of committees and councils will have priority in populating the other positions on the ACs. Each current entity will make recommendations on where to place its members.

The GET heard concerns about the potential impact of the proposed changes on AVMA policymaking. Traditionally, issues identified by a council, committee, HOD, Executive Board or AVMA members were directed to the most applicable AVMA entity, based on its charge. Members of the single entity deemed most appropriate evaluated the issues and sought opinions from relevant experts, scientific literature, resources and colleagues and, if warranted, drafted a policy for consideration by the AVMA Executive Board, and at times the HOD.

In recent years, many issues have generated interest from multiple internal entities. Antimicrobial use and resistance, compounding, animal disease traceability and wildlife handling are just a few examples. Therefore, cross-entity (and sometimes cross-divisional) working groups are increasingly established to facilitate consensus across entities. Once consensus has been reached across all interested entities, the policy is sent to the Executive Board for consideration. In unique circumstances (the most recent compounding policies for example) the Executive Board may seek feedback on the proposed policy from the HOD and general membership, looking for comments within a proposed comment period (usually 30 days) before taking action.

Previously, increasing interest in topics has often resulted in competing recommendations and/or memoranda to the Executive Board. This was partly caused by the increasing number of AVMA entities with overlapping jurisdiction. The AVMA has taken steps to engage interested parties in the initial phase of policy development and streamlining the process. The transition from hard copy materials to electronic files has facilitated the wider exchange of information across entities.

With fewer entities under the proposed system, the trend of cross-groups coordination will be encouraged even more.

#### **d. Volunteer Resource Committee**

The GET endorses the establishment of a new entity, the Volunteer Resources Committee (VRC), to act as a nominating committee in identifying and recruiting volunteers for various entities in the AVMA, as described on pages 48-52 of the [Task Force report](#). This report outlines several important revisions and details.

First, the GET agreed that 15 members is the appropriate size for the VRC. However, the GET proposes a change in how these members are selected.



The feedback from AVMA leaders and members revealed a potential conflict of interest in that the majority of the VRC, as proposed in the Task Force report, would be appointed by the BOD, whose members in turn would be nominated by the VRC. The GET also received comments that given the VRC's considerable influence in leadership identification and development, its members should be appointed through a variety of ways to avoid the concentration of power in any one source.

In response to this input, the GET proposes that nine VRC members be elected by the membership, while the HOD appoints three members and the BOD also appoints three members. For the initial VRC, the HOD will appoint eight members and the BOD will appoint seven members. Nominations for the VRC will come from state and allied VMAs and through development of an active recruitment system which is a necessary addition to current leadership identification.

Another proposed revision is moving from a two-year term for VRC members to a three-year term with no re-election. This change will align terms for the BOD, HOD, ACs and VRC at three years in the new system.

The GET proposes retaining the waiting period on persons serving on VRC for two years after serving on the BOD. With the HOD retained, this restriction would extend to HOD members as well for two years.

#### **e. Elections**

The GET received a number of comments regarding direct election of officers and at-large positions on the BOD and VRC. Referring to the section in the Task Force report on elections, the GET reaffirms the need for detailed guidelines on AVMA-managed elections (see pages 56-57), which it will issue if the governance proposal is approved. We expect that such guidelines will include details on campaigning at AVMA events, standard templates for campaign brochures, stipends to cover campaign publication costs and travel, description of candidates in AVMA publications and web sites, and administration of ballots and write-in votes.

A rough outline of election guidelines is under development, which will address concerns expressed in feedback that a candidate with considerable financial resources or corporate/special interest support could have an overwhelming advantage in direct elections.

#### **4. Conclusion**

The GET wishes to thank the many members of AVMA who provided feedback on the governance proposal. The large number of responses demonstrates to the GET that there is interest in how the AVMA is governed and how veterinarians engage with their association. These views and comments played an essential role in GET's deliberations and recommended revisions of the original proposal.

This report reaffirms the basic principles of accountability, empowerment and engagement found in the Task Force report. However, the GET offers several alternatives and revisions for AVMA leadership to consider in reconciling the feedback received. The GET also clarifies some of the rationale for the AVMA Governance Engagement Team Interim Report

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proposed concepts, as well as additional details that were not addressed in the Task Force report. Nevertheless, keep in mind that the proposal is still in the conceptual stage. Several other details will be explored and refined during the implementation phase.

The GET urges the Executive Board and House of Delegates to carefully consider the revised proposal outlined in this report and utilize further feedback and discussion during the Winter 2014 HOD session to provide further input to the GET. Upon approval of these concepts, the GET is prepared to present a more detailed final governance proposal and develop an implementation plan including bylaws amendment proposals. The GET looks forward to continuing assisting the AVMA leadership in realizing the vision of AVMA leading the veterinary profession into the new century.

Appendix 1: [Final Report and Recommendations, Task Force on AVMA Governance and Member Participation.](#)

Appendix 2: [Results, AVMA Online Member Survey, July - September, 2013.](#)

Appendix 3: [Timeline, July 2013 - July 2014, Governance Engagement Team.](#)

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