Task Force on Governance and Member Participation

Governance Remodeling Initiative

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Task Force on Governance and Member Participation
Agenda

- Overview of the governance remodeling initiative
- Review of current AVMA governance structure
- Review of the 8 conceptual models
- Go to the website [www.avma.org/governancetaskforce](http://www.avma.org/governancetaskforce) to learn more about this initiative and provide feedback
Why Review AVMA Governance?

- AVMA 20/20 Vision Commission: proposed that AVMA “reinvent the organizational structure and governance process” and envisioned that by 2020 the AVMA would have:
  - Leveraged and adopted remarkable advances in technology that improve communications, connectivity, and engagement
  - Governed, operated, and made decisions and policies in a transparent, inclusive, and more democratized manner
  - Created a special culture that is collaborative, customer-focused, forward-leaning, innovative, nimble, and inclusive
  - Ensured it has the capacity to be knowledge-based, proactive, and responsive on critical issues, and
  - Reflected the changing demographic, ethnic and generational differences of society and actively engaged more women in leadership roles
What are the Concerns with AVMA’s Current Governance Structure?

- Is there clarity in policy-making authority?
- Does AVMA governance reflect the current demographics within the profession and membership in terms of representation in leadership and governance?
- Does the current structure make efficient use of human and financial resources?
- Does the current structure allow effective engagement by our membership?
2012 Membership Needs Survey

**Strengths**

- There is high awareness of AVMA’s programs and services, and long-standing programs and services were well received.
- Members were in agreement with AVMA’s strategic priorities.
- The majority of members believe that the AVMA does a good job of advocating positions for veterinary medicine.
2012 Membership Needs Survey

• Challenges
  • Improving the governance structure so that individual members have a voice in the association
  • Providing a flexible, nimble and forward thinking culture for the AVMA
  • Increasing the perception that the AVMA supports the profession and cares about the needs of its members
  • Heightening the belief that AVMA leadership is keeping the Association vital and relevant to AVMA members
2012 Membership Needs Survey

- Challenges (cont.)
  - Enhancing member’s professional credibility and advancing their personal and professional growth
  - Improving member’s perception of dues value
  - Recognizing that segments of members have different needs and desires and developing a governance structure, products and services that will meet the need of these individual segments
Task Force on Governance and Member Participation

• July 2011: House of Delegates approved Resolution 10:

  • The resolution called for the Executive Board to “appoint a task force charged to conduct a review and evaluation of the AVMA governance structure (including member participation) and process to determine if it will meet future needs of the membership, profession and Association.”
TFGMP Charge

- 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.

- The governance review should account for an entity’s purpose and effectiveness; member election or appointment method; and the quality, outcome, and satisfaction of membership involvement.

- The governance evaluation should identify if the current governance structure will meet future needs of the membership, the profession, and the association. The task force will develop a future vision of the AVMA governance that considers the qualities and attributes of governance as generally outlined by the AVMA 20/20 Vision Commission in its final report.

- The task force is highly encouraged to utilize resources such as membership input, external experts and consultants, and other information in order to leverage and complement its knowledge and evaluation of AVMA governance.
Key Project Phases

- Phase One: April 2012 Task Force meeting
- Phase Two: AVMA Summit on Governance
- Phase Three: Information Gathering Phase
- Phase Four: Fall 2012 Task Force Meeting
- Phase Five: Final Report to the Executive Board and the House of Delegates
Information Gathering Phase

- An iterative process
  - Feedback on conceptual models
  - Identify preferences – not a winner!
  - Refine and reduce the number of models
  - More feedback on smaller set of models
  - Refine and reduce to one preferred model
Current AVMA Governance Structure
House of Delegates (HOD)
Meets 2 times/year
136 members
President-Elect presides

Executive Board
Meets 7 times/year
15 voting members
Executive Board Chair presides

Executive Vice President
Asst Executive Vice President

Councils
Elected by HOD

Task Forces (3-4/year)
Appointed by EB Chair

Committees and Trusts
Elected by Executive Board

American Veterinary Medical Foundation
Staff (143)
11 Divisions, plus Office of the Executive Vice President

House Advisory Committee (HAC)
7 members

Board of Governors (BOG)
Executive Board Chair
President
President-Elect

1 Delegate and 1 Alternate Delegate from each state and allied association, uniformed services, and SAVMA
Breaks into 7 reference committees

11 District Directors
President
President-Elect
Immediate Past President
Vice President
Treasurer (non-voting)
HAC Chair attends (non-voting)
Student AVMA President (non-voting)
Key Design Specifications Identified by Summit Participants

- Transparent
- Nimble
- Engaging
- Accountable
- Knowledge-based
Conceptual Model 1

- **Primary objective** – Allow for direct election of officers and House of Delegates.

- **Major characteristics**
  - 11-member Board of Directors (BOD) has fiduciary responsibility, final policy review and oversight, and other functions similar to current Executive Board (EB). BOD has final policy review on deciding how to operate the association in support of the overall policies and goals for the profession set by the House of Delegates (HOD). Seven directors are at-large from HOD and officers are elected by general membership.
**Conceptual Model 1**

- **Major characteristics** (cont.)
  - HOD sets policy related to profession and retains other current functions. HOD composition does not change, but delegates are elected by membership directly. The BOD can't veto or ignore HOD resolutions that give strategic direction to BOD.
  - Councils are appointed by HOD and are responsible for proposing policies that affect the profession as a whole.
  - Committees are appointed by BOD and are responsible for proposing policies and giving advice on the operation of AVMA itself.
  - Task Forces can be appointed by either entity for specific, ad hoc purposes related to their areas of responsibility.
Primary objectives – Streamline decision-making, expand member input and promote competency-based governance.

Major characteristics

- 15-member Board of Directors (BOD) is responsible for managing the business of AVMA, including policy approval. BOD composition is a mix of practice areas, geography and at-large members.
Conceptual Model 2

- **Major characteristics (cont.)**
  - Advisory committees of 10-15 persons provide input to BOD with its members selected by selection committee. A strategic planning committee provides input to BOD.
  - The Council on Education, GHLIT, PLIT and American Veterinary Medical Foundation are trusts.
  - There is no House of Delegates.
  - Members and stakeholders provide virtual input on policy development, strategic planning and other key decisions.
• **Primary objectives** – Streamline decision-making and expand member input.

• **Major characteristics**
  - 11-member Executive Board (EB) is responsible for managing the business of AVMA, including policy approval. EB is composed of five officers, four at large members elected by membership, and non-voting Treasurer and Student Veterinary Medical Association (SAVMA) President.
Major characteristics (cont.)

- Leadership Councils (LC) for five strategic areas of 11-13 persons provide input to EB and use virtual communities. LC members are selected by the Leadership Identification Committee, composed of seven members with AVMA leadership experience who are elected by general membership. There are liaisons to each LC from the Executive Board and AVMA staff. LCs have subcommittees, task forces and virtual communities as needed to provide input at those various levels.

- General membership input is funneled into super councils via internet communication and other forms of communication along with summits/events and other types of activities independently in the calendar as well as at convention as deemed necessary.

- There is no House of Delegates.

- A strategic planning committee, subcommittees, task forces and staff provide input.
Primary objective – Clarify policy-making authority in the 15-member Executive Board (EB).

Major characteristics
- Officers are elected by general membership.
- EB is responsible for policy. EB composition is similar to current but each member is assigned an area of expertise.
Conceptual Model 4

- **Major characteristics** (cont.)
  - Standing committees and councils are replaced by ad hoc advisory committees of subject matter experts and interested members. The COE and convention planning committee would continue as standing committees.
  - The HOD would be composed of a delegate as chosen by the constituent organization and an alternate that is within 15 years of graduation.
  - HOD and HAC could be eliminated. In that case, HAC would be advisory committee to EB and state VMA President’s Council could be formed.
Conceptual Model 5

- **Primary objective** – Clarify policy-making authority in the 18-member Board of Directors (BOD).

- **Major characteristics**
  - Leadership Advisory Forum (LAF) is similar in composition to current House of Delegates (HOD) and would be responsible for strategic planning, bylaws changes, and electing the president-elect and vice president.
Conceptual Model 5

- **Major characteristics (cont.)**
  - BOD gets input from several sources, including LAF, standing committees, task forces and staff.
  - Councils are eliminated. BOD appoints standing committees and task forces as needed.
Conceptual Model 6

- **Primary objective** – Clarify policy-making authority in the 10-member Board of Directors (BOD) and streamline decision-making.

- **Major characteristics**
  - The House of Delegates (HOD) is replaced by seven policy groups which align with AVMA divisions, with members elected by general membership from three geographical areas.
  - Policy groups provide input to BOD, which has three members elected geographically and seven members elected by each policy group.
**Conceptual Model 6**

- **Major characteristics (cont.)**
  - BOD has fiduciary duties and policy approval. Three officers are elected by BOD.
  - Task forces replace most committees and councils, and are selected by policy groups based on competency and expertise. A few committees are retained, such as convention/CE. The Council on Education (COE) is treated as one of the trusts.
- **Primary objective** – Expand direct election of leadership and streamline meetings.

- **Major characteristics**
  - 16-member Board of Directors (BOD) has fiduciary responsibility.
  - Nine directors are elected by district. General membership elects three at-large directors and the four officers, with input from Nominating Committee.
Conceptual Model 7

- **Major characteristics (cont.)**
  - House of Delegates (HOD) composition does not change but term limits are instituted. HOD sets policy related to the profession and has four virtual meetings per year.
  - Reference committees meet virtually year-round. Committees and task forces are appointed by BOD and councils are not retained.
Primary objective – Clarify policy-making authority in the 9-member Board of Directors (BOD), streamline decision-making and balance representation with agility.

Major characteristics
- BOD has fiduciary duties and policy approval.
- Directors are nominated by Nominating Committee, endorsed by councils and elected by general membership.
- Nine councils advise BOD, do research and communicate with membership. Councils represent nine constituencies or segments of veterinary medicine.
- Staff is empowered to perform administrative functions, freeing volunteers to focus on strategic objectives. There is ongoing engagement of members.
Conceptual Model 8

- **Major characteristics (cont.)**
  - There is no House of Delegates. Standing committees and task forces are appointed as necessary by the BOD.
  - This concept provides for representatives “of” rather than “for” the profession (i.e. eliminate the idea that leaders represent a geographical area or area of expertise)
  - This concept involves the general membership and looks to membership at large as constituent group. Advisory councils represent a source for subject matter expertise to inform leadership but not used as a balance of power.
Go to www.avma.org/governancetaskforce to learn more about the governance remodeling initiative and provide feedback on the 8 conceptual models.