

EB succession plan proposal

Purpose: to evolve the WSAVA Executive Board into a smaller, dynamic, effective, and strategy focused leadership group that provides for a more manageable commitment for those with leadership aspirations while maintaining the current goal of global representation.

Proposed structure for Executive Board 2020

- President
 - Vice President
 - Hon Treasurer
 - 2 Board members
 - Past President (non-voting)
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- Association Manager
 - AM assistant
 - Financial officer

Why are we doing this?

At this moment, the EB exists of six voting members. To govern effectively the Executive Board should be of appropriate size and of an uneven number to allow for more effective voting. To enable quicker and more focused decision making, it is proposed to reduce the size of the Executive Board to five voting members.

This change will be done gradually, because we have to build the secretariat first. The secretariat is already taking over a lot of the hands on work of the EB. Currently we have an Office Manager, Arpita Bhose and a financial Officer June Ingwersen. To be able to implement the suggested changes in 2020 we have to expand and develop the secretariat further.

The proposed new Board structure will be composed of decision makers leading their respective areas of responsibility, whilst at the same time devolving day to day matters to the CEO, Administration Assistant and the Financial Officer.

All changes to the structure will be carried out in accordance with the provisions set out in the by-laws.

1. Overview

The role of the Executive Board (EB) is to make sure that the mission and philosophy of the WSAVA is maintained. Collectively, Board members keep the organization moving forward toward its goals, and protect its ideals.

We need an EB that is dynamic, thinks strategically, and that represents our members and regions. An EB that knows engages and utilizes the acumen of volunteers.

For a long time the EB structure has been and is organized such that to become President a Board member first had to hold the positions of Vice President then President Elect. After becoming President, the individual stays on for 2 years as Past President. In many cases this path was chosen with the President having first fulfilled the position of Honorary Secretary or Honorary Treasurer and often for two terms. Terms had been three years in the past but this has been reduced to two years. To avoid spending a very long time on the EB before becoming President, we propose to merge the Vice President and President Elect positions. The Vice President is intended to automatically become the next President.

The position of the Honorary Secretary has been a time consuming position that is very much hands on. The expectation of the EB is that by 2020 the secretariat and management support will have developed in such a way that the position of Honorary Secretary is no longer

necessary. The need for supervision and coordination remains but can be carried out by EB members at large.

The position of the Congress Liaison Officer is also an intense and time consuming position and also very much hands on. The expectation of the EB is that by 2020 the secretariat will also have evolved in a way that the CLO position can be subsumed into the secretariat

The need for supervision and coordination remains but can be done by an EB member at large.

What will be the role of EB members at large?

All these suggested changes will enable the EB members at large to be flexible and to focus more on strategy and prioritise communication with committees, RMA's, members and sponsors and to act as ambassadors of the WSAVA with ideal being that at-large positions will be equitably rotated among the 3 WSAVA global regions. Their role is also to supervise and coordinate the Professional Congress Organiser (PCO) and to supervise the secretariat. Board members for one (1) year terms. Such members may be re-elected to such office for two (2) further one (1) year terms, for a total of three (3) years.

How will the Secretariat evolve?

At the moment Arpita Bhowe is the full-time office manager, but she needs support to enable the secretariat to fulfil its future responsibilities. This is a work in progress with an administrative assistant envisioned by 2020.

June Ingwersen is our Financial Officer but will step down after Walt Ingwersen finishes his Presidency, so we are considering transition for this position.

This is according to the Strategic Plan *SI#16: Expand on services provided by the Central Secretariat to work towards alleviating volunteer need to be involved in administrative responsibilities, ensuring their time is spent on volunteer function with a direct benefit to the WSAVA and member associations.*

Fewer Executive Board positions will save travel costs, money that can be used to develop the secretariat.

2. Implementation

The LNC was asked for input and approval:

- Approved the EB succession proposal.
- To call for the nomination of an at-large Board Member with focus on LATAM to join the EB in 2018.
- To nominate Michael Day as 7th EB member with the intention to become Honorary Treasure in 2018
- This position is elected by the EB, and the nomination must be ratified by a majority vote of the Assembly Members at an Assembly Meeting.

Call for nominations for the EB members at large will be in 2018 and in 2019. Such members may be elected Board members for one (1) year terms. Such members may be re-elected to such office for two (2) further one (1) year terms, for a total of three (3) years. Board Members at large can be nominated by the Assembly and must be ratified by a majority vote of the Assembly members at an Assembly Meeting. They will serve a one year term and may be re-elected twice.

24.07.17, 60 days prior to Assembly meeting the proposal will go to Assembly as an agenda item to be voted upon in Copenhagen, 24.07.17

24.09.17 Discussion at Members Forum

One of the goals of the suggested EB succession plan is to engage the Members and to be a Board of Members. The succession plan will therefore be a very important topic for discussion at the morning session, at the Members Forum. We ask for input and approval of the suggested changes to be voted on in the business session in the afternoon.

24.9.17 To be voted upon at the Assembly Meeting

Assembly 2017:

- a. Approval of EB succession plan

Motion to Assembly: to adopt the WSAVA Executive Board succession plan

- b. By law change proposals – the By-Laws will need to be revised to accommodate the following outcomes of the EB succession plan

- 1) Merge Vice President and President Elect positions into Vice president position in 2018. That position is an automatic nomination to advance towards the Presidency.
- 2) Motion to allow Siraya Chunekamrai to hold the position for Vice President for a two-year period as an exception because the President Elect position will disappear as a result of the Vice President and President Elect position being merged to one.
- 3) Honorary Secretary position no longer required from 2020
- 4) CLO position no longer required from 2020
- 5) Board Members at large can be nominated by the Assembly and must be ratified by a majority vote of the Assembly members at an Assembly Meeting. They will serve a one year term and may be re-elected twice.
- 6) Minimum EB members with change from 7 to 6

Detailed sections of the By-Laws that will require revision are provided in Appendix I

Motion to Assembly: to revise the WSAVA By-Laws as indicated to accommodate the WSAVA Executive Board succession plan

The EB structure change will be implemented gradually over the coming years, based on further development of the Secretariat to manage the extra work of the former Hon. Secretary and CLO

Assembly 2018:

- a. Nominations & Vote for Honorary Treasurer – 2017 7th EB member will be the EB's nominee
- b. Nominations & Vote to approve a Board member at large with special focus on LATAM

Assembly 2019:

- a. Call and vote for one new Executive Board member

Assembly 2020:

- a. Call and vote for Vice President
- b. (Re-) election of Honorary Treasurer
- c. Two Executive Board members

5. Regulatory requirements for by-law changes

Enacting changes to the EB composition will require changes to our current By-Laws as stated above. We have already sought legal counsel and the contemplated changes are not complex but will need affirmation by a 2/3 majority of our membership (special vote) and then to go through a regulatory approval process by Industry Canada. If these changes are to be active by the 2018 term change for various EB positions, these By-Law changes must be done prior to a call for nominations done ahead of our 2018 Assembly meeting. Therefore, the proposed changes will be tabled as part of the 2017 Assembly agenda and discussed in the morning Members Forum, including the EB composition outcome. If members present are in agreement with the changes as is, the agenda item will stand for the business section but can be withdrawn if further clarification/revisions are required.

With kind regards



H. Renee Chalmers Hoynck van Papendrecht
Honorary Secretary of the WSAVA

Appendix I

In reviewing the WSAVA By-Laws, the following sections would need to be revised should the proposed changes to the Executive Board (EB) structure move ahead and receive Assembly approval:

Proposed EB composition: Past President (to advise but not necessarily attend meetings of EB); President (P); Vice President (VP); Honorary Treasurer (HT); and 2 additional EB members. Removed as offices would be the President Elect (PE); Honorary Secretary (HS); and Congress Liaison Officer (CLO).

Articles of Continuance – currently states a minimum of 7 Executive Board members – this would need to be reduced to 6 (PP, President, VP, HT, and 2 EB members). PP remains on BoD as a non-voting member, whether s/he attends meetings or not.

By-Laws:

- 5.1 – minimum number of EB members changed to 6 from 7
- 5.2 – remove President Elect, HS, and CLO
- 5.4 – as per 5.2
- 5.5 – change PE vs VP terminology and remove reference to VP being automatic nomination for PE
- 5.9 – remove reference to HS – replace with VP?
- 5.12 – change quorum from 4 to 3
- 5.15 – as per 5.2. Will need to provide definition of duties & responsibilities for “EB members without portfolio”
- 5.16 – modify PP role?
- 6.5 – remove PE
- 6.6, 6.8, & 11.3 – replace HS with Secretariat
- Signature – President and Vice President