

2023 Annual General Meeting

Package Materials:

1. Invitation
2. Notice of AGM
3. Agenda
4. 2022 AGM Minutes – draft
5. Bylaw Amendments
 - Special Resolution for Amendments to Section 1.1 and 2.3 of the Bylaws
6. 2022-2023 Annual Report

Come And Join Us For The

South Island Division of Family Practice

Annual General Meeting

WEDNESDAY, OCTOBER 25

6:00 - 8:00PM

HORTICULTURE CENTRE OF THE PACIFIC
505 QUAYLE ROAD

Join us for a
delicious meal, the
opportunity to
socialize with
colleagues, and
listen to our guest
speakers!



Medicinal Plant Walk
PEPAKIYE Ashley Cooper



**Physician Heal Thyself - Rediscovering
Joy and Meaning in Work**
Dr. Mark Sherman

PLEASE EMAIL
EVENTS@SIDFP.COM
TO RSVP
OR SCAN THE CODE!



We invite you to join us at our 2023 Annual General Meeting! Join us to socialize with your colleagues, enjoy a delicious meal, and a chance to win door prizes.

We're so excited to start off the evening with a **medicinal plant walk**, led by PEPAKIYE Ashley Cooper. To follow, Dr. Mark Sherman will lead a conversation on **Physician Heal Thyself - Rediscovering Joy and Meaning in Work.**



Agenda:

1. Medicinal Plant Walk

Presented by: PEPAKIYE Ashley Cooper

2. Physician Heal Thyself – Rediscovering Joy and Meaning in Work

Presented by: Dr. Mark Sherman

3. Meeting Call to Order

- a. Confirm Presiding Officer
- b. Confirm Appointment of Secretary
- c. Confirm Quorum

4. Adoption of Agenda

5. Approval of Minutes from 2022 AGM

6. Director's Reports / Re-appointment of Auditor

- a. Board Treasurer – Financial Statements
- b. Re-appointment of the Auditor
- c. Voting Results to Special Resolution to amend Section 1.1 and 2.3 of the Bylaws

7. Report of Nominations Committee

- a. Confirmation of Board of Directors

8. Meeting Adjournment

MINUTES OF THE 2022 ANNUAL GENERAL MEETING

October 26, 2022

6:00 – 7:30pm

He'Was Hall - Songhees Wellness Centre

1. MEETING CALL TO ORDER

Action: L. Keenan introduced one of the Board Co-Chairs, Dr. Randal Mason. Acting as Presiding Officer, Dr. Mason then called the Annual General Meeting of the South Island Division of Family Practice to order at 6:35 pm.

2. CONFIRM APPOINTMENT OF SECRETARY

Action: Dr. Mason proposed, with no objections, Dr. Jane McGregor, Board Secretary be confirmed as Secretary for this Annual General Meeting.

3. ESTABLISH QUORUM

Action: In conformity with the Bylaws (5.6) Dr. Mason declared a quorum present.

4. NOTICE OF AGM

Discussion: Notice of AGM was properly given.

Action/Decision: Be it resolved that proper notice of the AGM was given.

Motion: J. McGregor **Seconded:** L. Ritonja **Carried**

5. ADOPTION OF AGENDA

Discussion: Adoption of Agenda as previously circulated.

Action/Decision: Be it resolved that the Agenda as originally circulated, be accepted.

Motion: M. Fretz **Seconded:** M. Sherman **Carried**

6. APPROVAL OF MINUTES OF September 16, 2020 AGM

Action/Decision: Be it resolved that the Minutes of the Annual General Meeting held on October 27, 2021 be accepted.

Motion: J. McGregor **Seconded:** S. Keeler **Carried**

7. DIRECTORS REPORTS/APPROVAL OF ANNUAL REPORT

a. Board Treasurer: Financial Statements

Discussion: Robert Wicks delivered the audited financial statements ending March 31, 2022. An overview of the breakdown of expenditures and stewardship details was presented.

Action/Decision: Be it resolved that the audited financial statements of the SIDFP for the year ending March 31, 2022 be approved.

Motion: A. Power **Seconded:** D. Horvat **Carried**

b. Re-Appointment of Auditors

Discussion: Noted current satisfaction with current auditors, KPMG Chartered Accountants, Victoria Branch.

Action/Decision: Be it resolved that KPMG Chartered Accountants, Victoria Branch be re-appointed as auditors of this Society for the 2021-2022 fiscal year.

Motion: J. McGregor **Seconded:** M. Sherman **Carried**

Action/Decision: Be it resolved that the 2021-22 Annual Report be approved.

Motion: D. Horvat **Seconded:** M. O'Dea **Carried**

c. Bylaw Amendments

Discussion: Two bylaws were presented to the membership for amendment – 1.1 Definitions combined with 2.3 Eligibility for Membership and 8.5 Election by Secret Ballot.

The proposed change to section 1.1 is the addition of the definition for "Funded Member". The proposed change to section 2.3 is the addition of the requirement for General Members to be **funded** members of the South Island Division of Family Practice. The amendment to sections 1.1 and 2.3 were not approved.

The proposed change to section 8.5 outlines the procedure to be followed, regarding the person who will draw a ballot as described in the subsection to provide clarity around who will break a tie should one occur during an election. The word “Chair” in section 8.5(g) was decided to be ambiguous and could refer to the Board Chair who has the potential to be running in the election. The change is to clarify that no one who is running in an election would have the opportunity to break a tie as the Chair of the Nominations Committee is a role that can only be held by a member who is not up for election. The amendment to section 8.5(g) was approved.

9. REPORT OF NOMINATIONS COMMITTEE

a. Confirmation of Directors

Discussion: An election was held, and L. Ritonja, C. Block, and M. Sherman were elected as Board Directors.

10. OTHER BUSINESS

11. MEETING ADJOURNMENT

Action/Decision: Be it resolved that the business of the 2022 AGM be concluded, and the meeting be adjourned.

Motion: A. Power

Seconded: C. Cuddeford

Carried

Meeting adjourned at 6:52pm PST.

Dear Division Members,

In the past two years, we've made attempts to have a Special Resolution passed prior to the AGM but it hasn't succeeded. When we reached out to a few members, they told us they abstained from voting or voted no because they didn't clearly understand what we were trying to do and why, so I'm including this introductory note to provide clarity.

Each year, DoBC provides every Division with infrastructure funding per FP members who directs which Division they want their funding directed to (aka their *primary* Division). In our current Bylaws, even if a member chooses, e.g., Victoria to be their primary Division, they can still be full voting members of SIDFP. Victoria Division amended their Bylaws to change this so only their primary members (funding with the Victoria Division) can be full voting members. This is exactly what we're trying to do with the attached Special Resolution to Section 1.1 and 2.3 of our Bylaws. It would mean that decisions for the South Island Division are being made by those who have directed their funding here.

I hope this helps but please feel free to connect with me if you have any questions.

Randal Mason, MD

Board Chair

drmason@live.ca

Special Resolution for Amendments of Sections 1.1 & 2.3 of the Bylaws

Requires at least 2/3 of the votes cast by those current General Members who, being entitled to do so, cast a vote.

Voting: Voting will take place by electronic means ahead of the AGM. **Voting will open on October 6, 2023 and close on October 13, 2023.** Division staff will be available to answer any questions up until 4pm on October 13, the day voting closes.

In this Special Resolution, members will be voting on proposed amendments to sections 1.1 & 2.3 of the Bylaws together, either approving or denying both. The revision to section 2.3 requires the language used, “Funded Member”, to be defined within the Division’s Bylaws.

The proposed change to section 1.1 is the addition of the definition for “**Funded Member**”.

The proposed change to section 2.3 is the addition of the requirement for General Members to be **funded** members of the South Island Division of Family Practice.

What is a Funded Member?

The Division receives funding from the Family Practice Services Committee based on the number of funded members it has. This funding is used to support programs and educational sessions for family physicians.

What will change because of these bylaw amendments?

General Members of the SIDFP are granted certain rights as outlined in section 3.1 of the Bylaws including voting privileges on things such as new Board Directors or Bylaw changes. With the addition of the funded membership requirement, only those members whose funding comes to the Division will be able to vote on these items. The only change to the Definitions section of the Bylaws is the addition of the term “Funded Member”.

Why should I support this change?

Other Divisions are already using these criteria to determine their levels of membership so this change would catch us up to them. It also means that the decisions for the South Island Division are being made by those who have directed their funding here.

Adding an additional term to the Definitions Bylaw only helps to clarify the language being used in the proposed revision to bylaw 2.3.

Why would I not support this change?

Members who currently qualify as General Members but have their funding going to a different Division, may not want to support this change as they would become Associate Members and lose their voting

privileges including, but not limited to, making or seconding motions at a General Meeting, nominating members for election or standing for election themselves. Essentially, they would be voting in support of losing their right to vote.

There is no reason to not support the addition of “Funded Member” to the Definitions.

Why has this amendment been proposed?

The reason for this amendment is to ensure that Funded Members are directly, the ones who are making decisions about how their funding is spent. They would be the ones to choose the Board of Directors through the election process and make any bylaw changes.

The additional term, “Funded Member”, is being proposed to provide clarity on the language used in the proposed revision to bylaw 2.3.

RESOLVED as a special resolution that the Society's bylaws be amended as follows:

1) by inserting the following into Section 1.1 [*Definitions*] as a new paragraph (m) and by re-lettering the subsequent paragraphs of section 1.1 accordingly:

- (m) "Funded Member" means a Member of the Society for which the Division receives funding from Family Practice Services Committee or any successor funding entity;" ;
and

2) by deleting the word "and" at the conclusion of paragraph (b) of section 2.3 [*Eligibility for Membership*], by inserting the following immediately after existing paragraph (b) of section 2.3 as a new paragraph (c) and by re-lettering the existing paragraph (c) and all subsequent paragraphs of section 2.3 accordingly:

- "(c) be a Funded Member of the Society; and".

For reference ,section 2.3 [Eligibility for Membership] would be changed from:

To be eligible for transition or admission as a Member, a Person must meet the requirements below for that class:

General Member

- (a) *be 19 years of age or older;*
- (b) *be a general practitioner or family physician who is duly licensed by, and in good standing with, the College; and*
- (c) *be active in clinical practice with or without hospital privileges within the Area.*

Associate Member

- (a) *be 19 years of age or older;*
- (b) *not be eligible for admission as a General Member;*
- (c) *ordinarily reside or practice (or practiced) within the Area; and*
- (d) *if practicing, be in good standing with their professional/regulatory body.*

In the case of any ambiguity or doubt regarding the eligibility of a Person for membership, such ambiguity or doubt will be resolved by the Board in its discretion and the Board's decision will be final.

to read:

To be eligible for transition or admission as a Member, a Person must meet the requirements below for that class:

General Member

- (a) *be 19 years of age or older;*
- (b) *be a general practitioner or family physician who is duly licensed by, and in good standing with, the College; ~~and~~*
- (c) *be a Funded Member of the Society; and*
- (d) *be active in clinical practice with or without hospital privileges within the Area.*

Associate Member

- (a) *be 19 years of age or older;*
- (b) *not be eligible for admission as a General Member;*
- (c) *ordinarily reside or practice (or practiced) within the Area; and*
- (d) *if practicing, be in good standing with their professional/regulatory body.*

In the case of any ambiguity or doubt regarding the eligibility of a Person for membership, such ambiguity or doubt will be resolved by the Board in its discretion and the Board's decision will be final.

SOUTH ISLAND DIVISION OF FAMILY PRACTICE

2022 - 2023 ANNUAL REPORT



HEALTHY FAMILY PRACTICES SUPPORTING HEALTHY PATIENT OUTCOMES

Click [here](#) to watch!