

# Proceedings

164th Annual General Meeting  
Saturday, June 9, 2018



## MISSION STATEMENT

To maintain the integrity and honour of the medical profession, to represent all members equitably, and to promote high quality health care and disease prevention in Nova Scotia.



## AGM 2018 - PROCEEDINGS

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### PROCEEDINGS

#### 1. Call to Order

##### 1.1 Opening of the Annual Meeting

Dr. Bernard called the meeting to order and declared the meeting in session.

##### 1.2 Introduction of Procession

The 164th Doctors Nova Scotia Annual General Meeting (AGM) began with a parade through Chambers to the head table by Dr. André Bernard, Chair of the Board; Dr. Manoj Vohra, President; Dr. Tim Holland, President-elect; Dr. Laurent Marcoux, Canadian Medical Association President; and Nancy MacCready-Williams, CEO, Doctors Nova Scotia.

The chair took a moment to introduce and welcome the students & residents from Sponsorship program attending the conference as special guests. The program was introduced last year to enable medical students and residents to attend and participate in the conference, as well as network with their colleagues and Board members.

##### 1.3 Review Conduct of Meetings

Dr. Bernard reviewed the conduct and rules of order for the meeting for the attendees in the room and those on phone participating via webinar.

##### 1.4 Approval of Agenda

The following resolution was moved by Dr. Mary Gorman and seconded by Dr. Robert Miller:

##### **Resolution – Agenda**

*BE IT RESOLVED THAT the Doctors Nova Scotia Annual General Meeting approves the agenda for the June 9, 2018, meeting. CARRIED*

The Chair put the resolution to a vote, and declared the resolution carried.

#### 2. Proceedings of 2017 Annual General Meeting

A copy of the proceedings from the 2017 AGM were distributed to delegates in advance of the meeting. There were no questions or comments regarding the record of those proceedings.

#### 3. Deceased Members

Dr. Bernard read the names of those members who had passed away since the last AGM: Drs. Robert Belliveau, Inder Bhatia, George Boyd, Arnold Burden, William Cochrane, Basilon Cole, John Feindel, John Gatien, Alexander Hipwell, Dennis Johnston, Richard MacLachlan, William Mason, Gopi Mirchandani, Aditya Mishra, Donald Morris, Philip Muirhead, Albert Shaw, Richard Simpson, Sally Sizer, Ahsan Taj and Kimberly Lynn Trites.

A moment of silence was observed in memory of the association's deceased members.

#### 4. Approval of Annual Report

A copy of the 2017–18 Annual Report was included with the meeting package that was distributed to delegates in advance of the meeting.

The following resolution was moved by Dr. Kevork Peltekian and seconded by Dr. Michael Fleming:

##### **Resolution – Annual Report**

*BE IT RESOLVED THAT the Doctors Nova Scotia Annual General Meeting accept the narrative portions of the 2017–18 Annual Report. CARRIED*

The Chair put the resolution to a vote, and declared the motion carried.

#### 5. Canadian Medical Association Address

Dr. Laurent Marcoux, CMA President, and Dr. Jeff Blackmer, CMA Vice President of Medical Professionalism, addressed the assembly. Dr.

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Blackmer took the opportunity to speak to members about CMA's recent announcement on the sale of MD Financial Management to Scotiabank and the rigorous process that was involved in that decision to ensure everything was done above board.

The project operated under two primary principles:

- ensuring MD would be well looked after in terms of keeping the no-fee advisor, physicians-only model, and the same or better service and products that MD clients have come to expect; and
- expanding eligibility for MD's services to include physicians who are non-CMA members.

The CMA spent three years exploring this decision and conducting market research, all of which included extensive involvement and guidance from the Board. For the CMA, it was not a question of why, but when. It became clear that offering financial services was no longer a part of the CMA's core mandate. Research also indicated that the affinity wasn't as strong as it was perceived to be, with many members unaware that MD was even affiliated with the CMA. Approximately 30% of Canadian physicians are currently clients of MD.

Dr. Blackmer explained that the CMA was unable to engage members as it would have risked destabilizing the entire process if the information was shared publicly, therefore it was very important that discussions remained confidential. With over 80,000 active CMA members, it would have proven difficult to engage a group that size in a meaningful way and to educate them to the degree the Board was. Dr. Blackmer noted that no one from the Board or the CMA is personally profiting from the sale.

Dr. Blackmer shared that the CMA intends to use the money from the sale to fund things such as practice transition programs, physician wellness initiatives, and programs to support the resident matching process. The focus will be to make a difference on issues that are important to its members. While the CMA had hoped to announce a number of these planned initiatives with the announcement of the sale, the timing didn't allow that to happen. They plan to roll out the announcements in the near future, including at the upcoming Health Summit in August. In addition, there will no longer be membership fees for students, residents and retired physicians. There will also be a \$300 reduction in fees for practising doctors.

Dr. Blackmer thanked the AGM for the opportunity to speak, and welcomed any further questions.

### 6. Audit Committee Report

Dr. Heather Johnson, Chair of the Audit Committee, presented the audited financial statements for the year ending Aug. 31, 2017. The detailed audited statements were included in the distributed registration package and were also available on-line prior to the meeting.

Dr. Johnson noted that the association's 2016–17 audit, performed by KPMG, found no errors or omissions resulting in an unqualified opinion. The statements were clear and transparent and no adjustments were required. The audited financial statements were presented to the Board of Directors in November 2017 and were approved as presented.

Dr. Johnson outlined the Committee's annual objectives and reported on how the association is projecting for the current fiscal year (September 2017 to August 2018). The association has two main funding sources: Operations and the Recruitment and Retention fund (also known as the Member Benefits fund). Operations are fund-

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ed by annual dues from members, staff recoveries from DHW and payments from third parties for magazine advertising and sponsorships. Payments from DHW are provided via the Master Agreement to cover the cost of member benefits, including health and dental, professional support, parental leave and other specific, targeted projects as identified by DHW and DNS.

The chair thanked Dr. Johnson for her work on the Audit Committee for the past four years, and welcomed Dr. Mike Wadden as incoming chair.

### 7. By-laws Revisions

Dr. Kathy Gallagher, member of the Governance Committee, presented the Committee's proposed revisions to the By-laws. The revisions were suggested by the Governance Committee and have been reviewed by DNS legal counsel and the Board of Directors. A copy of the proposed revisions were distributed to delegates in advance of the meeting, and a notice of the amendments was posted to the Doctors Nova Scotia website, as required by Section 17.2 of the By-laws.

The revisions primarily affect Sections 8.5 (Annual Meeting) and 16 (Sections). The revisions in Section 8.5 outline a process to follow if the President-Elect is not approved at the AGM. There is currently no process in place to address this situation and the Governance Committee is recommending that we be prepared in case it were to happen.

The revisions in Section 16 are a result of the Governance Committee's review of Section Governance over the past year. The objective of the review was to ensure DNS has a framework in place that supports the work of Sections, and encourages and provides opportunities for two-way communication between the Sections and the association. The proposed by-laws revisions reflect the recommendations made by the Governance Committee, but the majority involves moving some of requirements to the Rules &

Regulations. Currently we have requirements and procedures pertaining to Sections in the both the By-laws and in the Rules & Regulations, so the revisions will lend more consistency.

The chair noted that as in most non-profit organizations, the authority to make changes to the by-laws is held with the board, however the AGM delegation is given the opportunity to review and approve the changes as part of good governance practice.

The following resolution was moved by Dr. Kathy Gallagher and seconded by Dr. Louise Cloutier:

#### **Resolution – By-Laws**

*BE IT RESOLVED THAT the Doctors Nova Scotia Annual General Meeting approve the revised By-laws as presented at the June 9, 2018 meeting.*  
**CARRIED**

The Chair put the resolution to a vote, and declared the motion carried.

### 8. Nominating Committee Report

#### 7.1 President-elect

Dr. Manoj Vohra, Chair of the Nominating Committee, explained that the Committee is responsible for reviewing the nominations for President-elect and recommending a candidate for the Board's endorsement and approval at the AGM.

This year the Nominating Committee recommended Dr. Gary Ernest, a family physician in Liverpool as 2018-19 President-elect. The Committee deemed Dr. Ernest a strong candidate who has a long history of involvement with the association and has shown a keen interest in being involved at the Board level. Dr. Ernest currently serves as a regional representative on the Board and is the DNS representative on the committee developing Medical Assistance in Dying (MAiD) standards for the province. His past service includes being an elected Board member, a member of the Audit

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Committee and co-chair of the Policy & Health Issues Committee.

The following resolution was moved by Dr. Manoj Vohra and seconded by Dr. Michael Fleming:

**Resolution – President-Elect**

*BE IT RESOLVED THAT the Doctors Nova Scotia Annual General Meeting approve Dr. Gary Ernest as President-elect for 2018-2019. CARRIED.*

The Chair put the resolution to a vote, and declared the resolution carried.

**8.2 2018–19 Board of Directors**

Dr. Vohra reported that elections were held in March/April to fill four vacant seats on the Board of Directors. As a result of the election, the Board is pleased to welcome three new members and one returning member, all for three-year terms:

- Dr. Amanda MacDonald, a family physician in Windsor;
- Dr. Todd Stoddart, a general surgeon in Bridgewater;
- Dr. Cindy Marshall, a family physician in Lower Sackville (elected by acclamation); and
- Dr. Kelly Dakin Hache, an anatomical pathologist in Halifax (elected by acclamation). Dr. Dakin Hache returns to the Board after serving a term as regional representative.

The Board also welcomes three new regional representatives, approved by the Board for a one-year term:

- Dr. Leisha Hawker, a family physician in Halifax;
- Dr. Gerard MacDonald, an otolaryngologist in Amherst; and
- Dr. Mandat Maharaj, a neurologist in Sydney.

Also joining the Board this year:

- Dr. Robyn MacQuarrie, an obstetrician and gynecologist in Bridgewater, as Section Forum Chair (third term);

- Dr. Caitlin Lees, Maritime Resident Doctors representative (second term); and

- Kyle Kilby, Dalhousie Medical Student Representative.

A complete list of the 2018–19 Board of Directors can be found on the Doctors Nova Scotia website.

Thank you to exiting Board members

Dr. Vohra thanked the following Board members whose terms are ending this year: Drs. Michelle Dow, John Ginn, Minoli Amit, Heather Johnson, John Murdoch and Mr. Malik Ali (student).

A donation will be made in each person's name to Loaves and Fishes in North Sydney, which along with assistance from Feed Nova Scotia, provides more than 40,000 meals in the community every year.

### 9. 2017 Resolutions Report

A report was included in the meeting package with an update on the action taken around the resolutions passed at the 2017 AGM. The full report can be found on the Doctors Nova Scotia website. The resolutions pertain to the following:

- Non-resident dues
- Returning resident/fellow dues
- Fossil fuel Investments
- Medical History Society funding
- Blended payment model

There were no member or policy motions submitted this year.

### 10. Adjournment

The 164th annual meeting of Doctors Nova Scotia was adjourned at 10:15 a.m.



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The following resolution was moved by Dr. Gary Ernest and seconded by Dr. Manoj Vohra:

***Resolution – Adjournment***

*BE IT RESOLVED THAT the 164th Doctors Nova Scotia Annual General Meeting be adjourned.*

*CARRIED*

The Chair put the resolution to a vote, and on a show of hands declared the resolution carried.

*Approved by the Board of Directors: Sept. 28, 2018*