

DATE/DATE:
August 17, 2022

LOCATION/ENDROIT:
Client Supplied Audio, OTTAWA, ON

PRINCIPAL(S)/PRINCIPAUX:
Michael T. Cohen, MD, President, CMPA

SUBJECT/SUJET:
The Canadian Medical Protective Association holds an English information session as part of their annual meeting.

File Name: Member motion

00:00:02
Michael T. Cohen: Thanks, Lisa. On July 15th all members received an email from the CMPA letting you know that we have received a member motion focussing on a review of the CMPA governance model. You can find the motion on the slide in front of you.

00:00:20
Now let me walk you through the motion process. First off, only active members may vote on the motion and ask questions. In the interest of time I would ask if all speakers including the mover restrict your comments to two minutes, this should allow us to hear from as many members as possible.

00:00:40
The discussion of the motion will be restricted to 25 minutes total. The process of the member motion will be as follows; Dr. Cooper will move the motion, I will then call for a motion – the motion to be seconded. Once the motion has been seconded Dr. Cooper will first speak to the motion and we will then open the floor to questions. I will monitor the discussion and address any issues accordingly. I have asked Doctors Watkins and Eisener-Parsche to assist me in managing the questions from the floor and from our online participants.

00:01:13
Prior to moving the motion and opening the floor to discussion I would like to provide a brief overview of aspects of CMPAs governance structure that are relevant to this motion. The CMPA is governed by an election – elected council of 31 practicing physicians from across Canada who work with management to foster the long term success of the Association.

00:01:38
We were incorporated over 100 years ago by an act of Parliament. The act and our bylaw lay out the rules that guide the conduct of our affairs. The bylaw outlines the requirements and composition of council including its size. The terms of reference for council and councillors set

out the way in which council organizes and conducts itself to fulfill its responsibilities and described the responsibilities of councillors.

00:02:06

As today's motion focusses on amending our bylaw I want to clarify that changing the CMPA bylaw is not an internal only process.

00:02:22

(Translation starts) As today's motion focusses on amending our bylaw I wanted to clarify that changing the CMPA bylaw is not an internal only process. (End of translation)

00:02:35

Amending the CMPA bylaw is an extensive process which takes significant time and consultation. Our governing documents also require membership and ultimately government approval for the amendment to pass. This process can take up to two years. We have certainly changed our bylaw in the past and in fact as I shared previously we are in the process of reviewing our governance practices and model so this discussion is very timely.

00:03:03.

I would like to thank all members who have made the time to attend this annual meeting to discuss the important issue and help us contribute to good governance. Now, let me invite Dr. Cooper to come to the mic and move the motion.

00:03:24

Dr. Cooper: Thank you, Mike. I move the following; Be it resolved that the CMPA commits to undertaking a comprehensive review of its governance model with a view to potential bylaw amendments including but not limited to council composition including size, representation including geography, specialty and diversity and skills. The CMPA will bring forward an update to the 2023 Annual General Meeting and the final report on the governance review including any proposed bylaw changes to the 2024 Annual General Meeting for consideration and approval.

00:04:02

Michael T. Cohen: Please second the motion online or using your mobile device. Motion has been moved and seconded. I invite Dr. Cooper to speak to the motion for two minutes and then we'll open the floor to discussion. Dr. Cooper.

00:04:23

Dr. Cooper: Thank you again, Mike. The CMPA is a fantastic organization run by physicians for physicians. The staff are incredible, they're motivated to help physicians and they care. I thank them and congratulate them for their exceptional dedication.

00:04:38

As we've heard today, Dr. Calder, Dr. Watkins and their team have done a remarkable job and are committed to modernizing the CMPA. The last archaic vestige of the 20th century is an expensive, oversized, inefficient board. This motion is for the CMPA to investigate and apply governance best practices so that the CMPA is sustainable and here to protect physicians and our patients for the foreseeable future.

00:05:06

My name is Rob Cooper. I'm a family physician from Ontario and I do primarily addiction work. I had the honour of serving on the CMPA council for 18 years and was on almost every committee including the executive committee.

00:05:20

A full governance review is long overdue at the CMPA. It is nice to hear that council is supporting this motion today but if the CMPA council had wanted to do this, they would have done it already. They could have done it any time in the last five years when they heard the CMA CCFP, OMA and Medical Council of Canada went through this exact same process and made their board substantially smaller.

00:05:44

I love the CMPA mission and vision but I was told that if I wanted to ensure that this governance review was to take place I had to bring a motion here today. So I'm here today to make sure the CMPA becomes even better. I'm here alongside two other former CMPA councillors who also care about the future the CMPA and signed and supported the motion, Dr. David Naismith(ph) and Dr. Carol Williams(ph). Thank you both for caring and for being here.

00:06:13

What is an ideal board size? It is clearly not the 31 people the CMPA currently has. The Wall Street Journal says that for many organizations the ideal board size is between five and seven members. Up to 15 board members are acceptable on the high end in unusual circumstances.

00:06:31

This motion provides for the CMPA to conduct a comprehensive review of its council, assessing important factors including but not limited to size, diversity, geography, specialty and the skills that someone can bring to the board. On behalf of the 105,000 CMPA members I want to thank the CMPA staff for caring, for dedication to our members and for the exceptional job they do every day helping Canada's physicians.

00:07:01

Let's send a clear mandate to the CMPA that we expect a modern, efficient, cost effective council. Our members and our patients deserve it. I ask everyone here to vote in favour of the motion. Thank you so much for your time.