



## MEMORANDUM

**Date:** October 15, 2014

**To:** All Members of the College of Family Physicians of Canada (CFPC)

**From:** Sarah Kredentser, MD, CCFP, FCFP  
Chair, CFPC Governance Advisory Committee

**Subject:** Proposed changes to enhance CFPC's governance and stakeholder engagement

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Over the last decade the CFPC has grown substantially yet our governance structure has remained the same. The Board of the CFPC established the Governance Advisory Committee to assess the governance of the organization and make recommendations to increase the effectiveness of the Board and enhance the engagement of stakeholders\*. (\*Chapters, Sections, Committees, Chairs of university Departments of Family Medicine, Members)

### Why the proposed changes:

CFPC Board Directors (there are currently 40) have indicated through consultation and board meeting evaluations that they value the networking opportunities as well as the exposure to the “big picture” that attendance at CFPC Board meetings provides. Despite this, there has been recognition that the large size of the Board hinders its ability to truly fulfill its mandate - effective stewardship of the organization. This function is largely being performed by the Executive Committee of the Board (6 elected leaders). Findings of an environmental scan (including literature review, examination of governance practices in sister organizations and the not-for-profit and private sectors, and feedback from the Canadian Society of Association Executives) support a smaller skills-based board. In addition, Chapter leaders (elected and staff) have questioned how best to share Chapter-specific comments and concerns with the CFPC and other Chapters and are looking for enhanced opportunities to collaborate. In an effort to enhance the engagement of our Chapters, committees, and the university Departments of Family Medicine, we are pursuing an approach that enables the Board to accomplish its responsibilities and enables key stakeholders to be engaged with each other and with the Board.

The Board of Directors will be considering the full proposal on November 10, 2014 and will report to members at the November 13<sup>th</sup> Annual Meeting of Members where members will be asked to consider the following motions:

### PROPOSED GOVERNANCE DIRECTION

**THAT** the CFPC members approve in principle transitioning from the current Board of Directors to a smaller skills-based Board of Directors that will be reflective of the membership and elected at the 2015 Annual Meeting of Members;

**FURTHER THAT** the CFPC members direct the Board of Directors to submit a related proposal regarding board composition and function and stakeholder engagement for member consideration at the 2015 Annual Meeting of Members.

#### **SUSPENDING BOARD DIRECTOR ELECTIONS**

**THAT** the CFPC members approve suspending Board Director nominations other than for Executive Committee positions, at the November 13, 2014 Annual Meeting of Members.

#### **The main features of the proposal are as follows:**

- A smaller Board, elected by the members, allowing for greater interaction and more nimble functioning. Its focus will be: vision and stewardship; selection, support and evaluation of the CEO; financial, legal and risk oversight; governance of the Board; communication with College stakeholders
- A smaller Executive Committee, elected by the members, whose main purpose will be to support the CEO, act as spokespersons, and focus on Board development
- An annual Forum in which stakeholders will be invited to engage in discussions around areas of mutual interest and serve as a resource to the Board
- Chapter Symposia that focus on collaboration between Chapters

Refer to [Dr. Francine Lemire's article entitled 'Governance 3.0'](#) as well.

#### **Member Questions**

College members are invited to submit any questions or comments to Sarah Scott, CFPC Director of Governance and Strategic Planning at [sks@cfpc.ca](mailto:sks@cfpc.ca) or 905-629-0900/1-800-387-6197 +1, ext. 340.

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