

2.0 Call to Order

Nahid Azad, FMWC President, called the meeting to order pursuant to Notice of Meeting to all Members and with a quorum of at least twenty (20) members present and eligible to vote verified by an attendance sheet.

2.1 Approval of the 2011 AGM Minutes

Nahid Azad referred to the 2012 AGM Agenda.

On MOTION # 2012-09-31 Approval of the 2012 AGM Agenda, duly made, seconded, and unanimously **Carried** it was resolved that the 2012 AGM Agenda of September 23, 2012 at Halifax Nova Scotia, Halifax, NS be approved. **M:MS 2:KB**

Nahid Azad referred to the 2011 AGM minutes of the meeting held on September 26, 2011.

On MOTION # 2012-09-32 Approval of the 2011 AGM minutes, duly made, seconded and unanimously **Carried** it was resolved that the 2011 AGM minutes of the meeting held on September 26, 2011 in Vancouver, BC be approved. **M:SW 2:KB**

2.2 In Memoriam

In Memoriam: The FMWC would like to remember **Dr. Ethel Margaret McPhail** a member from the Winnipeg Area and **Dr. Charlotte Defoe** from Alberta. A MOMENT OF SILENCE followed.

3.0 ANNUAL REPORT OF THE PRESIDENT

Nahid Azad summarized her detailed report including the move, office transitions, personal challenges, and challenges in managing FMWC with all the changes. Nahid Azad discussed the role of the new Bylaws Committee, New Governance, and the presentation at the IBM in her prepared report.

Nahid Azad advised that Alexandra Greenhill stepped down as president elect and accepted the Newsletter Editor position.

The National Pap Test Campaign is proceeding. Membership is a key issue.

The following issues were discussed at the Board Meeting

- Website will have copies of our Conflict of Interest Guidelines and our Policy on Presentations and Partnerships for our members to review and comment.
- A Membership (Special) Committee will be struck to assess recruitment, retention and development of the FMWC membership and report the recommendations at the upcoming IBM.
- A new Communications Committee will combine the Website Committee & the Newsletter Committee in order to group all communication activities into one.
- Website Redesign – The Communications Committee has been tasked with the Redesign of our Federation Website.
- **MOVED at the Board** that the FMWC supports Universal Coverage for all forms of Contraception. NAHID AZAD MOVED SECONDED CHARMAINE ROYE – discussion raised by Karen Breeck that consideration be given to using male/female,

Charmaine stated that this was considered at CMA meeting discussions concluding the vague statement is better. Vote unanimous.

Nahid Azad thanked everyone who assisted her in her presidential year and spoke eloquently about how much learning was involved and compared it to an Applied MBA in Educational Value. She will support the new President.

4.0 TREASURER'S REPORT

Kathleen Gartke provided details of the financial report for the group:

- The Canada *Not for Profit Corporations Act* (NFP Act) will require changes to the FMWC Bylaws (in addition to affecting many other aspects of our organization) – and the Bylaw committee is working on this to be prepared for compliance in 2014 (Act Deadline).
- In addition to the Annual Financial Reports the National Office will be producing Quarterly reports– available to the membership and presented to the board each quarter.
- Kathleen Gartke stated a **MOTION was passed** at the ABM that branches will only get a rebate when the official Branch financial statement is provided by the Branch to the FMWC National Office. This is in preparation for compliance with the NFP Act.
- The Audit finalized in June 2012 for the year ending December 31, 2011 was late due to paperwork issues. The “full” audit statement is available on request from the National Office.
- **Maude Abbott Charitable Funds**: The separate accounts MALF and MARF when they achieve charitable status will need to function at arm’s length from the FMWC. Dr Shajia Khan is working on the definition of structure to move them and endeavours to maintain accountability to membership while still managing the change. FMWC will be supplying administrative services in support of the charities and will continue charging a small administrative fee. In the past, to avoid excessive fund depletion, ad hoc decisions resulted in no admin fee being taken, but these amounts have been carried forward as liabilities. All fund liabilities of this nature have been forgiven (a paper transaction only) to simplify financial reports. Going forward, the administration fees will be charged in a simple, predictable and sustainable fashion that will prevent fund depletion (see applicable motions).
- Kathleen Gartke then presented the 2013 Budget to membership. There is less income reported from membership fees this year due to lower membership levels. Last year a \$45,000 profit was made from the AGM Leadership Workshop. This year’s conference will break even. These are the two major reasons that our income is much lower than predicted in the 2012 budget and may result in the need to dip into our reserve. We are recommending fiscal restraint in all areas to minimize the impact of the shortfall.
- **Proposed budget is a deficit budget** - suggest transfer of \$17,000 from the reserve.
 - Discussion followed. Charmaine Roye stated that past budgets were optimistic, but, last year and this year the budget did not get met. Conservative budgets are better in the long run and more in keeping with the FMWC history. Transparency is key. Membership should be higher.

- **Branch rebates will be reduced to 20%** - more services will be available for the branches from the National Office, including recruitment packages and other services to support recruitment efforts, such as website redesign.
- **On MOTION # 2012-09-33:** FMWC approval of the 2012 Treasurers' Report duly made, seconded and unanimously **Carried** it was resolved that the FMWC 2012 Treasurer's Report be approved. **M:KG 2:KS**
- **On MOTION # 2012-09-07:** That the FMWC endorses Welch LLP as our auditors to prepare our 2012 audit duly made, seconded and unanimously **Carried**. It was resolved that the FMWC endorses Welch LLP as our auditors for the year ending December 31, 2012. **M:KG 2:JD**
- **On MOTION # 2012-09-08:** That the FMWC proposes that branch rebates be set at 20% of the membership fees paid to the National office for the year 2012 duly made, seconded and unanimously **Carried**, it was resolved that branch rebates be set at 20% of the membership fees paid to the National office for the Year 2012. **M:KG 2:CW**

Discussion and questions on branch rebates followed. Kathleen Gartke explained how the branch membership fees are processed. The fee is offered to each branch – some accept and some decline to accept. Where there is no branch, money goes into a slush fund. Regional reps can use these monies for special events. Branch development is encouraged by Regional reps and the slush fund is available for that purpose. The remaining membership fees are applied to National Office operating funds.

Carried Motions from the Annual Business Meeting, September 22, 2012

The following motions were duly made, seconded and Carried:

Motion # 2012-09-02 FMWC Branch Rebates will be available to the individual branches once their up-to-date financial report is received at the National office.

Motion # 2012-09-03: The Federation will charge an administration fee to MARF which will be defined in a way that is reasonable, acceptable to CRA and prevents fund depletion.

Motion # 2012-09-04: The national office (FMWC) will change the way it charges administrative fees to our charitable arm from a standard 4%, to whichever is **less, 4% or** the investment income for MAF and MARF.

Motion # 2012-09-05: The national office will change the way it charges administrative fees to MOWMF, from a standard 4%, to whichever is **less, 4% or** the account investment income minus the awards given out.

Motion # 2012-09-06: That the Board endorses Welch LLP as our auditors (will prepare our 2012 audit).

Motion # 2012-09-07: That the branch rebates be set at 20% of the membership fees paid to the National office.

Motion # 2012-09-08: That the Board of Directors of the FMWC approves the financial statements presented.

5.0 HONORARY SECRETARY'S REPORT

Anne Niec presented the Honorary Secretary's Report. She stated it was a great learning experience and pleasure working with the FMWC board and she enjoyed it very much. She reviewed her presentation yesterday at the Awards Luncheon. The Honorary Member discussion board endorsed Samantha Nutt as nominated by Dr Dollin to be the 2013 member. Samantha Nutt is a Humanitarian, War Child – founder and executive director. She is now on Staff at Women's College Hospital – and is an Associate professor at U of T and is recognized in Canada at various forums. She is an advocate for the needs of innocent victims in armed conflict.

On MOTION # 2012-09-10: The FMWC nominates Dr. Samantha Nutt as the Honourary Member for 2013, duly made, seconded and unanimously **Carried. M:AN 2:CR**

6.0 NATIONAL OFFICE REPORT

Kimberley Hogan, Executive Coordinator reported that the National Office made multiple moves this year –and soon the office is going into its final location in the beautiful historic building of the Royal College of Physicians and Surgeons of Canada at 774 Echo Drive, Ottawa, ON. Kim stated she had a busy and enjoyable year and pledges to move forward, keep members informed and happy. The National Office has a busy and challenging and fruitful year ahead with potential to grow and set up networking opportunities throughout the year.

The PAP Test Campaign is about to begin with 124 clinics set up to do the program. Registration for the PAP Campaign is presently ongoing on the FMWC website. The sum of \$26,000 came available from the SOGC for the Pap Campaign resulting in more information ready to go out to assist and support this project.

Janet Dollin stated students, who want to become members of the FMWC, want to do the pap tests.

Crystal Cannon inquired why the FMWC moved so many times. Kimberley Hogan responded that the National Office first two moves were within SOGC and when the SOGC lease ended – there was no room for FMWC and other organizations. This summer the Office was rent free in the Royal College examination building and will soon get a great rental fee and a lovely room in the main RCPSC building.

Kathleen Gartke spoke highly of the role of Dr. Nahid Azad, who led the discussions with the Royal College and took ownership and responsibility for the FMWC.

7.0 MWIA 2011 INTERNATIONAL CONGRESS & REPORT

Cathy Wilkie reported that there was no report in the AGM package, but she had the opportunity to go to Conjoint meeting of AMWA and North American Regional Miami April 13 to 15, 2012. The meeting was on Achieving Success as Women in Medicine Strategic Career and Personal development. Advertised speakers were Gloria Steinem and Rachel Naomi Remen. They spoke about why AMWA and the FEDERATION are necessary.

Personal invitations were extended from Korean physicians to go to Seoul MWIA July 31 to Aug 3 2013. Link is on our web site. The Secretary General of MWIA is Shelley Ross. Gail Beck is Treasurer for MWIA. It should be a great meeting.

Project work includes Human Trafficking – could Canada and US go into more work on this topic. Karen Breeck asked if a summary of topics could be obtained and lessons learned from their successes.

Janet Dollin stated that AMWA was very successful in recruiting medical students. They had an endowment given by a medical woman to cover that cost – large amount of money – to sustain medical students.

Charmaine Roye reported that AMWA almost folded a few years ago and were forced to open up membership. At MWIA, there are countries in the world where only 5 women are enough to call a branch. She reported that FMWC Members can travel to any MWIA related meeting. Our stability is important to MWIA.

Cathy Wilkie reminded that FMWC Members can submit papers to the Korea meeting.

8.0 NOMINATION COMMITTEE REPORT

Charmaine Roye presented the slate of Nominees to the Board of Directors for the 2012-2013 Membership year that was endorsed by the board.

Charmaine Roye recommended the following slate of candidates to the FMWC Board of Directors for their consideration and approval:

Executive Committee

President	Dr. Crystal Cannon
Past President	Dr. Nahid Azad
President-Elect	Dr. Monique Bertrand
Honourary Secretary	Dr. Anne Nieć
National Treasurer	Dr. Kathleen Gartke
MWIA National Coordinator	Dr. Cathy Wilkie
Newsletter Editor (ex-officio)	Dr. Alexandra Greenhill

Student and Resident Representatives

Student Representative	Ms. Kristin DeGirolamo
Resident Representative	Vacant

CMA Representatives

CMA Affiliate Societies Representative	Dr. Crystal Cannon
CMA Education Representative	Dr. Karen Breeck

Regional Representatives and Branch Presidents

<u>Region I</u> – British Columbia and Yukon	Dr. Teresa Clark
Okanagan	Dr. Liane Lacroix
Vancouver	Dr. Teresa Clark
Victoria	Dr. Marjon Blouw

<u>Region II</u> – Alberta, NWT, SK, MB and Nunavut	Dr. Setorme Tsikata
Calgary	Dr. Muriel Solomon
Central Alberta	Dr. Shirley Hovan
Edmonton	Dr. Marlene Lidkea
Saskatoon	Dr. Alanna Danilkewich

<u>Region III</u> – Ontario, Quebec	Vacant
Kingston	Dr. Phoebe Periera
Janet Hall Branch – Brantford	Dr. Zohra Docrat
Thunder Bay	Vacant
London	Dr. Monique Bertrand
Toronto	Dr. Vivien Brown
Ottawa/Hull	Dr. Miriam Salamon

<u>Region IV</u> – Atlantic Provinces	Dr. Sajni Thomas
Saint John	Vacant
Halifax	Dr. Jane Brooks

Standing Committees

Awards Committee	Dr. Trish Warshawski (Chair) Dr. Maureen Habersock
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Nominating Committee	Dr. Nahid Azad (Past President, Chair) Dr. Lise Beaubien Dr. Charmaine Roye
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Newsletter Committee	Dr. Alexandra Greenhill (Nsl Ed, Chair) Dr. Patricia Mousmanis
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Finance Committee	Dr. Susan Wilkinson (Chair)
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Special Committees

Communications	Dr. Janet Dollin (Chair)
Website Committee	Dr. Lucie Filteau (Chair)
National Pap Test Campaign Committee	Dr. Sajni Thomas (Chair)
Maude Abbott Charitable Funds	Dr. Shajia Khan (Chair)

Call for Nominations. There were no nominations from floor.

Charmaine Roye reported that prior president Dr. D. Hellyer did not stay with the organization. This year the Nomination Committee is more organized and the complete slate for the board is excellent.

Charmaine Roye talked about how the student members are chosen, while residents choose amongst themselves. She spoke about the CMA Affiliate, new changes, the various nominees and reps and their passion and interest in the FMWC.

Questions and discussion followed. Karen Breeck inquired about Crystal Cannon who will have two positions on the board, the CMA position and FMWC President. Crystal Cannon took on the CMA position and would like to stay on for another year to consolidate her experience. If the FMWC President position becomes too much, she can request assistance. Janet Dollin asked about the Communications committee as to social media and newer technologies – the goal is to move it forward. Discussion followed about moving forward in various ways with the Website and Communication Committees. The website person is not officially a board position - but the president can invite anyone they wish to attend the meetings.

Future directions include attracting the new younger generation. Newsletter editor is on board; perhaps Bylaws need to change to allow the Website Editor / Communications Committee Chair to attend the board. Historically, the Newsletter was the sole means of communication.

Kathleen Gartke raised the issue for this upcoming year. As the change comes with the charitable area, the FMWC needs to modify all the bylaws so all of these new changes can be added. Further discussion followed.

Decision Requirement

The Membership requests that the FMWC President consider, in addition to the Chair, Newsletter Committee, inviting the Chair of Communications and the Website Coordinator to the Executive Committee meetings.

On **Voting and Ratification MOTION# 2012-09-34 to close nominations** duly made, seconded and unanimously **Carried** it was resolved that the voting and ratification to close nominations be approved and the slate as endorsed by the board be accepted as presented.
M:KS 2:AN

9.0 BYLAW COMMITTEE REPORT

Charmaine Roye reported on the bylaw changes proposed to general membership. Some committee names changed. There were some housekeeping changes and there were substantive changes regarding charitable arm re Maude Abbot. Maude Abbot issues were taken back to the board and have been dealt with the CRA. The Canada *Not for Profit Corporations Act* (NFP Act) of 2009 will take effect in 2014. The Committee goal is to be ready in 2013 and have the cushion to 2014 when the changes are legally mandated. The FMWC Bylaws will be simplified and then lots of policy and procedures will be developed.

10.0 ANNOUNCEMENTS

Nahid Azad announced that the AGM 2013 on September 28 & 29 location is Ottawa

Discussion followed concerning the financial impact of choice of city for AGM 2013 Ottawa, and AGM 2014 Vancouver to have increased attendance and easier travel access. Dr Clarke is happy to take on 2014 Vancouver lead and planning committee. Pat Mousmanis added – advance planning helps- she will provide a list of speakers who were contacted for this year's meeting and could not make it.

On **MOTION# 2012-09-35 for the location of the 2013 and 2014 FMWC AGM**, duly made, seconded and unanimously **Carried** it was resolved that the AGM 2013 will be held in Ottawa on September 28 & 29, 2013 and the AGM 2014 will be held in Vancouver. **M:MS 2:KB**

11.0 INAUGURATION OF NEW PRESIDENT DR. CRYSTAL CANNON

Nahid Azad proceeded with the Inauguration of the new FMWC President, Dr. Crystal Cannon and supported the New President's focus for 2012-2013.

Karen Breeck told the story of the presidential Arnheim **Medal** which is from the Dutch in honor of the work of medical women in WW2. The Medal was then passed from Nahid to Crystal and photos taken.

Crystal Cannon thanked the Nominations Committee for the honour. She spoke of an exciting time ahead and she is looking forward. She stated that Charmaine Roye, Nominations Chair, had facilitated the change in President-Elect and President nominees, and that Alex Greenhill was asked for her for assistance and in turn offered to become newsletter editor.

Crystal Cannon reported that Nahid Azad led a challenging year and led by example. She will call on Nahid to assist in her past president role. A gift was given, presented and photos taken.

Crystal Cannon stated the 2012 AGM was a wonderful meeting, and one more speaker will follow. She thanked the Planning Committee and Pat Mousmanis for stepping in to help with planning and running of the meeting. Pat in turn thanked Kimberley Hogan who worked under difficult circumstances with the moves and changing chairs. Crystal's goals are to follow the path set by Nahid – adopting social media focus for the students, encouraging student membership, branches, and supporting leadership training for medical women. There will be Partnerships and Alliances to maintain and build women's health nationally and with MWIA. Compliance with the NFP Act is important and will be ongoing. She requested that All BOARD meet after this meeting for orientation and role expectations. Crystal realizes that her rise to president is quick (only 2 weeks as president elect), so she appreciates the faith put in her by the Executive and Nominating Committee. Crystal looks forward to taking this on.

Charmaine Roye thanked Crystal for stepping into the President's role.

12.0 PRESENTATION OF THE NEW CONFLICT OF INTEREST GUIDELINES for FMWC

Crystal Cannon presented the Conflict of Interest (COI) Guidelines draft. Crystal welcomed input and comments on changes. The process was requested by the President and the Executive to allow National and Branch offices to hold CME events, but also to be used for all events.

Crystal Cannon explained that she started to work on this document in 2011 and thanked Karen Breeck and Pat Mousmanis for their assistance, as well as Nahid Azad for her contribution. The COI Guidelines were then presented at the Interim Board Meeting where further suggestions and changes were made. They were presented to ABM on Friday Sept 21st, 2012.

Crystal wanted to clarify that these are guidelines – not policy.'. COI guidelines are important for CME events to ensure accreditation, follow Pharmacy Code of Ethics as well as for giving awards and advice for branch events.. Managing conflict of interest is complex and may require further documents or discussion.

The Board of the FMWC signs a conflict of interest document yearly relating to the function of the Board. This is a separate document from the COI guidelines under discussion today.”

A Proposal at board level is to place the COI Guidelines on the website as a working document. The goal is to get input from the entire membership.

Many questions and discussion followed regarding the FMWC COI Guidelines.

On **MOTION # 2012-09-36 to adopt the current format to post on the FMWC website to show members**, duly made, seconded and unanimously **Carried**, it was resolved that the FMWC Conflict of Interest Guidelines will be posted on the FMWC website to show members and to get feedback and comments. ***M:KG 2:CR***

13.0 ADJOURNEMENT

There being no further business, the FMWC 2012 Annual General Meeting of the Federation of Medical Women of Canada adjourned at 10:24 a.m.