Minutes of the WSAVA General Assembly 2022

Lima Convention Centre, Peru 28 October 2022

Session 1: Members forum

1. Welcome

The meeting was opened by Richard Casey, WSAVA Executive Director, and Dr Ellen van Nierop, WSAVA Vice President, who provided an overview of the day's schedule and housekeeping procedures.

2. State of the Association

The WSAVA President, Dr Siraya Chunekamrai, updated the assembly on the WSAVA's activities from the last year. Further details of her address may be found in the <u>WSAVA State of the Association Report.</u>

3. Discussion

Assembly members were invited to discuss a range of topics relating to the WSAVA. The common themes emerging from these discussions are summarized below.

1. Consider your relationship with the WSAVA over the last 18-months. What has made you feel mad, sad, and glad?

Mad	Sad	Glad
 Information overload Loss of control with the pace and variety of change Decreased corporate sponsorship despite increased sales Overall effects on animal welfare Travelling long-distances Animal mutilation trends Accessibility of congress 	 Losing members The passing of family, friends, and colleagues Impacts of recession Poor professional wellbeing Attrition within the profession The current challenges within the professions Client expectations and communication barriers 	 We've an opportunity to reconnect and reverse issues Being part of a global community WSAVA's work on the accessibility of drugs More people have access to education through the expansion of online content Trying new approaches and ideas

- Inter-committee communication
- Communication between members and WSAVA
- Accessibility of drugs
- Volunteer availability
- Current global unrest
- Recession
- Difficulty of communicating the WSAVA benefits to members of associations

- Harder to recruit volunteers
- Low awareness of the WSAVA and its impact
- The position of leading associations regarding Russia / Ukraine
- Sustainability of congresses
- Travel disruption
- Decrease in face-to-face events over recent years

- WSAVA's involvement with students
- Brainstorming and discussion during member forums also gives us opportunities to learn
- WSAVA's work in professional wellbeing
- The support of the WSAVA
 Foundation
- Translated content
- WSAVA's presence at other industry events
- WSAVA's One Health Committees output
- WSAVA Committee's continuing to produce content despite pandemic

Items in italics were points frequently raised by multiple discussion groups.

- 2. Reflecting on the last 18 months, what should the WSAVA's priorities be for the years ahead?
 - Building relationships with corporate vet groups
 - Improving the number of members in national associations
 - Building veterinary competence in disaster management
 - Demonstrating the relevance of WSAVA membership
 - Diversifying WSAVA income
 - Developing veterinary leadership competence
 - Adapting to changing times
 - Embracing the needs of members
 - Combating animal mutilation
 - Guidelines on antimicrobial resistance
 - Improving professional wellbeing
 - Supporting associations with effective lobbying
 - Establishing a committee that represents the needs and views of member associations
 - Further engagement amongst those at the early stages of their careers.

The Executive Board confirmed that the emergent themes would be used to inform the WSAVA strategic plan for years 2023 – 2025. Member associations will have the opportunity to review and comment on the plan in early 2023.

Session 2: Business meeting

1. Call to order

The meeting Chair, WSAVA President Dr Siraya Chunekamrai, called the meeting to order at 13.30 (18.30 GMT).

2. Welcome by the Chair

2.1 Special recognition

The Chair thanked the Member Representative from Peru, Asociacion de Medicos Veterinarios de Practica en Pequenos Animales, Dr José Melanio Salazar Guevara, who is also the Chair of the Local Host Committee. Without their support this year's congress would not have been possible.

The Chair also called for a special acknowledgement of the WSAVA President's Circle, which includes WSAVA Past Presidents and recipients of the President's Award. Current members of the President's Circle are:

Past Presidents

Dr Jacques Drape

Prof Peter Bedford

Dr Claudio Brovida

Dr Gabriel Varga

Dr Larry Dee

Dr Brian Romberg

Dr David Wadsworth

Prof Jolle Kirpensteijn

Prof Colin Burrows

Dr Walt Ingwersen

Dr Shane Ryan

President's Award recipients

Mrs June Ingwersen

Of these, Dr Jolle Kirpensteijn was present at the meeting.

2.3 Member Representative apologies

The Chair explained that 29 member associations had submitted votes by remote ballot. The total number of votes submitted by remote ballot was 61.

2.5 Vote proxy assignments

The Chair noted that:

The Cambodia Veterinarian Association had nominated Dr Narudee Kasemant from VPAT as its proxy

The Tanzania Small Animal Veterinary Association had nominated Dr Femke Kiestra from NACAM as its proxy.

The Asociación De Medicos Veterinarios Especialistas en Pequenas Especies from Ecuador had nominated Dr José Melanio Salazar Guevara from AMVEPPA as its proxy.

2.6 In memoriam

The Chair called for a moment of silence to remember WSAVA leaders and members lost during the last year including Emeritus Professor Michael J Day, formerly WSAVA Honorary Treasurer.

3. Code of Conduct and Conflict of Interest Declaration

The Chair reminded participants of the WSAVA Code of Conduct and summarised the etiquette for participating in the meeting. Member Representatives who had not completed the conflict-of-interest declaration were asked to do so during the break.

Dr Jolle Kirpensteijn, Dr Lori Teller, Dr Guillermina Manigot, and Dr Jane Armstrong were nominated and elected to act as scrutineers.

The Chair called on the WSAVA Executive Director, Richard Casey, to confirm a meeting quorum.

For a quorum, the WSAVA by-laws require a minimum of two Executive Board members and 30% of the total voting capacity (73 votes) to be present or have submitted their votes by remote ballot.

- Five Executive Board members were present
- The maximum votes available by eligible member associations was 243
- 61 votes were received by remote ballot
- 108 votes were present by in-person or proxy ballot
- Total ACTIVE votes in the assembly were therefore: 169

Richard Casey confirmed a meeting quorum.

4. Adoption of the Agenda

4.1 The following items were on the Consent agenda:

- Committee reports
- Congress report
- Member association reports
- WSAVA Foundation report
- WSAVA Governance Review Executive Summary
- Report of the WSAVA Strategic Plan 2023-2025

The Chair asked Assembly members whether any content from the Consent agenda should be moved to the Discussion agenda.

Dr Julie Stafford (AVMA) requested that the following items be moved to the Discussion agenda:

- WSAVA Governance Review Executive Summary
- WSAVA Strategic Plan 2023-2025

The items were moved from the consent agenda to be discussed during the discussion segment.

The Chair noted an addition to the agenda:

The Veterinary Practitioners' Association of Nepal requested a change in membership status - from Full Membership to Associate Membership. The assembly voted unanimously to accept the agenda with the addition.

5. Minutes of the General Assembly Meeting 2021

The Chair asked for acceptance of the Report of the 2021 General Assembly Meeting. The assembly voted unanimously on its acceptance.

6. WSAVA Finances and Treasury

Honorary Treasurer Dr John de Jong made a brief presentation based on his report in the Assembly Book. He confirmed that Baker Tilly GLD had audited the WSAVA's books for the year 2021 and found no issues. He also confirmed that the WSAVA's financial position is stable and strong, despite global instability.

The Chair then called on the Assembly to vote on the following motions:

6.1 Audited Financials – presented by Dr de Jong

Dr de Jong moved to approve the 2021 Audited Financials. The motion was carried with all votes cast in favour.

6.2 Honorary Treasurer's Report

Dr de Jong presented the Honorary Treasurer's Report. He highlighted the WSAVA's move to an association management company (Kenes). He also explained that the WSAVA had instituted a payment schedule for dues payments, including penalties for late submissions.

Dr de Jong moved to approve the Honorary Treasurer's Report. The motion was carried with 168 votes in favour and 1 abstention.

6.3 Financial Advisory Committee Report (FAC)

Dr Laurel Kaddatz, Chair of the FAC, presented a summary of the FAC's report for the Assembly Book and reminded Assembly Members of the FAC's role in analyzing all matters relating to

fiscal management. He highlighted a recent recommendation involving risk management to diversify the association's income stream and stabilize expenses.

The FAC has also recommended that, as the Treasurer position is important for continuity and historical knowledge, a by-law change should be made to bring the Treasurer position into the same rotation as other board members.

6.4 Industry Canada

The WSAVA's registered office is in Canada. According to regulations from Industry Canada, the WSAVA's Annual General Assembly is required to be held at least six months before the end of the financial year. As this Congress and Annual General Assembly are taking place later than the required six months, this is required to be recorded in the Assembly Meeting.

John de Jong moved to hold the Assembly Meeting in conjunction with the 2023 WSAVA World Congress in Lisbon, Portugal. The motion carried with 167 votes in favour and 2 abstentions.

7. WSAVA Executive Board Positions – voting was held by secret ballot

7.1 President

Nominee: Dr Ellen van Nierop (Ecuador and the Netherlands)

Dr van Nierop addressed the Assembly, saying it would be an honour to serve the profession and that she saw the WSAVA's priorities as being to continue to grow its global community and to build a better future for both current members and those to come. She said she believed it was important to integrate the whole veterinary team and that communication had a key role to play in improving veterinary wellbeing.

Dr van Nierop was elected.

7.2 Vice President

Nominee: Dr Jim Berry (Canada)

Dr Berry addressed the Assembly. He said he believed that the energy over the last two days highlighted the importance of face-to-face communications. He felt that the WSAVA had a key role to play in resolving many important issues for the veterinary profession and that it had influence and power. He wanted to help to drive its work forward.

Dr Berry was elected.

7.3 Treasurer

Nominee: Dr Oscar Umaña (Honduras and Costa Rica)

Dr Umaña explained that he comes from a family of veterinarians and is a practice owner in Nicaragua and Costa Rica. The holder of an MBA and a Certified Coach, he is heavily involved in practice management throughout Latin America. He said he would be delighted to serve the WSAVA as its Treasurer.

Dr Umaña was elected.

7.4 Executive Board (x1 position)

Four nominations were received for one position.

Three nominees provided a video to be played to Assembly Members and one had not. A motion was put forward to play the videos that were available and allow the candidate who was present to make a verbal address. 93 votes were received in favour, 14 voted against, 1 abstained. The motion was passed.

Dr Jerzy Gawor was elected.

8. Matters pertaining to Congress

8.1 Update on the location of future World Congresses

Dr Guillermina Manigot, Chair of the Congress Steering Committee, confirmed the location of future World Congresses as follows:

2023: Lisbon, Portugal 2024: Shanghai, China 2025: Rio de Janeiro, Brazil 2026, Warsaw, Poland 2027: Hyderabad, India

2028: The Americas – bidding to commence in 2023

She also highlighted the WSAVA's first Regional Congress, which will take place in Guwahati, India from 17-19 February 2023.

9. Membership

9.1 Report of the Membership Taskforce

Dr Geeta Saini, Chair of the Membership and Nomination Committee, set out some of the key recommendations of the Membership Taskforce, which included the need for the WSAVA to include non-veterinary team members and the parameters under which this could be done. It also included a suggestion that existing Full Members could support Associate Members in emerging countries to join as Full members so that they could enjoy the benefits this membership offers

9.2 WSAVA membership policy and process

Dr Saini also introduced the revised WSAVA Membership Policy and Process document, which sets out the new Membership Categories and Processes.

9.3 Simplification of the WSAVA by-laws relating to membership

Dr Saini set out changes to the by-laws relating to General Membership, Associate Membership and Affiliate Membership.

Julie Stafford from AVMA asked whether the proposed by-law changes were in line with the Canadian Not-for-Profit Corporations Act, 2010 (the WSAVA is registered in Canada and therefore must comply with this legislation). Ellen van Nierop confirmed that the proposed changes were aimed to simplify the WSAVA's membership categories. It was confirmed that

legal counsel has been sought and confirmed that the proposals were in-line with Canadian legislation. Further information on the process and expert opinion sought may be found in the Governance Review Executive Summary.

As per the Canadian Not for Profit Act and the WSAVA by-laws, adjustments to membership categories require a special resolution by members. Special resolution means a resolution passed by a majority of not less than two-thirds (2/3) of the votes cast on that resolution.

The number of votes cast on this resolution was 163. The number of votes in favour of simplifying the WSAVA by-laws relating to membership was 145. 12 votes were cast against and 6 abstained. Therefore, the simplification of the WSAVA by-laws relating to membership was approved.

9.4 Termination of membership

The Iran Small Animal Veterinary Association has not paid its membership fees in consecutive years and has failed to respond to numerous efforts to contact them. The termination of its membership was approved.

9.5 New members

The following associations applying for membership addressed the Assembly:

The Small Animal Veterinary Association Kerala (SAVAK) applied to join as a Full Member

SAVAK President Dr Shibu Simon addressed delegates. After much discussion, this application was viewed as problematic because the WSAVA generally allows only one national association per country to be a member. A Member Representative from WSAVA's Indian member, the Federation of Small Animal Practitioners of India, was not present. A letter from FSAPAI was read aloud to the assembly. It stated that due to FSAPAI's articles of association, they are only able to consider one member from each region in India. However, they request approval of SAVAK's membership to the WSAVA be delayed until FSAPAI can review the situation in early 2023. Julie Stafford from AVMA motioned that an assembly vote be postponed until this review is complete. Stefano Romagnoli from Associazione Italiana Veterinari per Piccoli Animali, highlighted the benefits that allowing SAVAK to join the WSAVA would bring to the WSAVA and the members of SAVAK.

It was approved to postpone the vote on accepting SAVAK's membership until after FSAPAI have reviewed admitting SAVAK as a member of FSAPAI. 96 voted in favour, 4 were against, and 8 abstained.

The American Animal Hospital Association applied to join as an Affiliate Member

The Association's CEO, Garth Jordan addressed Assembly Members by video.

The American Animal Hospital Association was approved as an Affiliate Member.

The Asociación Médicos Veterinarios de Pequeñas Especies en Panamá applied to join as a Full Member

The association's President, Dr Luis Alberto De León Murillo, addressed Assembly Members.

The Asociación Médicos Veterinarios de Pequeñas Especies en Panamá was approved as a Full Member.

9.6 Membership category changes

The Tanzanian Small Animal Veterinary Association applied to move from Associate to Full Member. The association's proxy, Dr Femke Kiestra, addressed the Assembly on its behalf to explain the progress it has made.

The Tanzanian Small Animal Veterinary Association was approved as a Full Member.

Julie Stafford from AVMA requested clarity from the WSAVA as to how the WSAVA received a request from The Veterinary Practitioners' Association of Nepal, and other by-law exemption requests on the agenda. Clarity was also sought on whether this was possible within the WSAVA by-laws. Richard Casey, WSAVA Executive Director responded as follows which is written verbatim.

Over the last year, the WSAVA Executive Board and Secretariat have had numerous communications with the associations requesting an extension of their associate membership. These conversations have highlighted the associations' inability to move to full membership at this year's General Assembly. Their recovery from COVID-19 and economic instability has hindered this.

In the case of Haiti, Caribbean, and Venezuela associations, the WSAVA Executive Board and I made a recommendation to these member associations that they request associate membership for a further one year. This would allow them time to submit their formal applications for a three-year extension request or apply for full membership. They agreed to this recommendation.

Yes - the Tunisian association formally submitted their request to extend their associate membership. Within their application they stated their intention to apply for Full Membership in 2024. Therefore, the extension has been put forward based on this timeline.

The WSAVA by-laws do not state that an extension of Associate Membership must be for three years, only. Neither do they state that an extension of associate membership is a by-law exemption. They state that a special request must be made (section 3.3).

Nonetheless, and because of the ambiguity within the by-laws on this matter, these requests have been listed under by-law exemptions on the agenda. The requests were not commented on by the LNC as they were raised following the LNC reviewing membership applications. However, they were discussed and endorsed by the Executive Board.

The Veterinary Practitioners' Association of Nepal had their request to move from Full to Associate Membership approved, with 105 votes in favour, and 1 abstention.

9.7 By-law exemption requests

Unfortunately, due to a printing error, secret ballots were not available for some of the by-law exemption requests. So that these requests could still be voted upon during the Assembly, a motion was made from the floor to allow these votes to be cast by a show of hands. 108 voted in favour of this and 8 against. Therefore, the votes listed below were made by show of hands and not secret ballot.

The following by-law exemption requests were made:

- To the Tunisian General Union of Veterinarians to extend its Associate Membership for a further two years. The request was approved with 147 votes in favor, seven against, and ten abstentions.
- To the Sociedad Venezolana de Medicos Veterinarios en Pequenos Animales (Venezuela) to retain its Associate Membership for a further two years. The request was approved with 157 votes in favor, four against, and four abstentions.
- To the Ghana Private Veterinary Surgeons Association to retains its Associate Membership for a further year. The request was approved with 143 votes in favor, four against, and 17 abstentions.
- To the Council of the Association of Veterinary Medicine and Veterinary Technicians of Haiti to retain its Associate Membership for a further year. The request was approved with 158 votes in favor, four against, and two abstentions.
- To the Caribbean Veterinary Medical Association to retain its Associate Membership for a further year. The request was approved with 159 votes in favor, four against, and three abstentions.

10. The President's Award

WSAVA President Dr Siraya Chunekamrai presented two new President's Awards:

The first was made to Dr Nicola Neumann. A founder member of the WSAVA's Congress Steering Committee from 2010-2013, Dr Neumann created the blueprint for World Congress and, following the appointment of a Professional Congress Organizer (PCO), she served on the WSAVA Executive Board as Congress Liaison Officer from 2014-2019. The Award was collected on her behalf by Dr Renee Hoynck van Papendrecht.

The second was made to Dr Gregg Takashima, a long-standing member Co-chair of the Global Nutrition Committee. Dr Takashima also served on the WSAVA's One Health Committee and contributed to the WSAVA Animal Welfare Guidelines and Welfare Charter created by the Animal Welfare Committee. The Award was accepted on his behalf by Dr Marge Chandler.

11. Acknowledgements

The Chair thanked the following individuals who were completing their terms of office:

Dr Geeta Saini – completing her term as Chair of the Membership and Nomination Committee Dr Laurel Kaddatz - completing his term as Chair of the Financial Advisory Committee Dr John de Jong - completing his term as Honorary Treasurer.

12. Adoption of the Consent Agenda

The following items were removed from the consent agenda for discussion.

- WSAVA Governance Review Executive Summary
- WSAVA Strategic Plan 2023-2025

Prior to the assembly meeting and relating to these items, the WSAVA Executive Director received the following questions from AVMA which are listed with the official response from the Executive Director.

Clarity sought

Update regarding the 20233-2025 WSAVA Strategic Plan in development. Specifically, has there been an opportunity for WSAVA member associations to provide input in the development of this plan to date? If so, how was that opportunity provided? And will there be opportunities going forward for member associations to offer input on the plan before it is finalized?

Response from WSAVA Executive Director

Shortly after I joined the WSAVA in April, work commenced on developing a new strategic plan for the association. This will take effect from early-2023. The methodology followed to date is described in the report <u>HERE</u>.

During the summer, a survey was included within the WSAVA monthly bulletins. This was also promoted on our social media channels. The themes from this survey, as well as the other data sources used, are highlighted in the above report.

In addition to this survey, I was privileged to have met with many WSAVA partners, sponsors, committee members, and members, including AVMA, as part of my induction to the WSAVA. I took detailed notes during these meetings, which included the participants observations and experiences of working with the WSAVA, and how this may be improved in future years. When these meetings concluded, I conducted a thematic analysis of the

interviews. The emergent themes have also been used in the strategy development process.

The approach the Executive Board and I are taking to develop a new strategic plan is very much iterative. It has always been our intention to use the themes identified in the early stages of the development process to inform the agenda of the upcoming General Assembly. I can confirm that the morning of the General Assembly will be devoted to understanding:

- How our members feel about being a WSAVA member – this will inform our future member benefit offering.
- What the WSAVA community hope and fear for the years ahead.

The themes from these discussions will be shared with all those who attend. As well as distributed as part of the General Assembly Report. Of course, it is our intention for them to inform the final WSAVA strategic plan.

Will it be finalized by the WSAVA Executive Board or the Assembly?

As per our by-laws, the WSAVA Strategic Plan will be finalised by the WSAVA Executive Board. To clarify, the by-laws allowing this are 5.1 (Executive Board Responsibilities), and 6.2 (Assembly Business). These outline the responsibilities of the Assembly, and any other business not required to be conducted by the Assembly shall be conducted by the Executive Board. The responsibilities of the Assembly do not include setting the strategic direction of the Association. However, I can confirm that once the strategic plan is finalised, it is the intention of the Executive Board and I to make it available to all members for comment. These comments will be reviewed and actioned as much as is practicable.

Will member associations receive more information about the exceptional General Assembly mentioned in the update provided in the 2022 Assembly Book—for example, how will that date be set and what will be the format of the exceptional Assembly meeting?

Yes – all members will receive details of an Exceptional General Assembly as they become available. At this stage, if an Exceptional General Assembly is to take place, we anticipate the agenda to include a more thorough update of the WSAVA bylaws, to ensure the by-laws are reflective of the world WSAVA is operating in today, as well as enable us to deliver on our future aspirations. If an Exceptional General Assembly does take place, this will most likely be online. A poll of our members will be conducted to identify the date where attendance is maximised.

Governance Review report: specifically, could the WSAVA Executive Board please provide additional information regarding how the report was developed (e.g., who had input; have member associations reviewed to date)? Will there be opportunities going forward for member associations to offer input on the documents referred to under "Next Steps" before those documents are finalized and adopted? And finally, which WSAVA governance body (e.g., Executive Board or Assembly) has the authority to finalize and adopt new governance policies?

The Governance Review Executive Summary, available <u>HERE</u>, lists the stakeholders involved in the review and the methodology followed. To clarify, the WSAVA Expanded Leadership Circle, which includes all WSAVA Committee Chairs, were surveyed as part of the review. Given the scope of the review, and the diversity of stakeholders involved, it was not regarded necessary to consult further, such as with member representatives.

All Member Associations have received the Executive Summary as part of the General Assembly Book. The documents referred to under next steps will be developed by the Executive Board, Secretariat, and relevant WSAVA Committees (such as Finance Advisory, Membership & Nomination, etcetera).

The WSAVA by- laws state (5.1): 'All business of the corporation not required to be conducted by the Assembly shall be conducted by the Executive Board. The property and business of the corporation shall be managed by the Executive Board'. By-law 6.2 does not list the finalisation and adoption of new governance policies as a responsibility of the Assembly. Except, in matters largely relating to finances, fixing the number of Executive Board members,

and amending the WSAVA Code of Conduct.	
In cases where these policies require	
updating, the Assembly will be consulted.	

Following the discussion on WSAVA Governance Review Executive Summary and Update on the WSAVA Strategic Plan 2023-2025, the Chair made the motion to approve the Consent Agenda as listed below. The Consent Agenda was approved with 166 in favour, and three abstentions.

- Committee reports
- Congress report
- Member association reports
- WSAVA Foundation report
- WSAVA Governance Review Executive Summary
- Report of the WSAVA Strategic Plan 2023-2025

13. Next Assembly Meeting

Assembly Members were reminded that the next Assembly Meeting would take place on 26 September 2023 during WSAVA World Congress in Lisbon.

14. Any Other Business (AOB)

Please note official requests to add items to the Assembly agenda, including for votes, must be received no less than 30 days prior to the Assembly Meeting (by-law section 6.6). The Chair clarified that, other than the request by Veterinary Practitioners' Association of Nepal to move from Full to Associate Membership, no other business had been received from the assembly within the 30-day deadline. Therefore, anything raised under AOB would be for discussion only and not voted upon.

Dr Vladen Ushakov from the Ukrainian Small Animal Veterinary Association addressed Assembly Members on the desperate situation in his country since the Russian invasion with 50 veterinarians already killed and more wounded. He asked for the WSAVA's support in the removal of Russian member associations from the WSAVA.

The WSAVA by-laws relating to the termination of membership may be viewed <u>HERE</u>, under section 3.6. To summarize, the termination of membership may only be actioned through voluntary withdrawal, or by majority decision of the Assembly. In the case of majority decision of the Assembly, "citing irreconcilable differences, a proposal for which must be served on Members by the President at least sixty (60) days prior to the Assembly Meeting. Such a decision will be effective immediately, without reimbursement of the paid dues". Examples of irreconcilable differences may include a member association breaching the WSAVA code of conduct (viewable HERE).

A WSAVA member who wishes to report a breach of the WSAVA Code of Conduct should do so in writing, listing the areas of the Code of Conduct that they believe to have breached, and address it to the Executive Director, Richard Casey, richard.casey@wsava.org

The meeting was adjourned by the Chair at 18:00.