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# President's Letter

May 5, 2014

## Notice to NLMA Members of Vote by Members on Special Resolution Proposed By-law Amendments

2 p.m., Saturday, June 7, 2014

Lecture Theatre "A", Health Sciences Centre, St. John's



Yordan Karaivanov, MD  
President

Dear Colleagues:

Amendments to the NLMA By-laws are required to align the NLMA By-laws to the new governance structure. A resolution at the 2012 AGM endorsed the new governance model, and members overwhelmingly supported the model by secret ballot in March 2013. The transition to a smaller, at-large board started at the June 2013 AGM when departing board members were not replaced.

The proposed amendments to the NLMA By-laws were drafted by the NLMA's legal counsel in consultation with the NLMA Secretariat. Recommendations from the Ad Hoc Bylaw Review Committee were considered and utilized in the drafting of the proposed amendments.

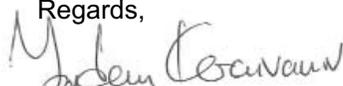
To assist members, this package includes: a copy of the text of the Special Resolution that is to be voted on by members; a copy of the current NLMA By-laws [reproduced as "Schedule A" to the Special Resolution]; and a copy of the proposed amended NLMA Bylaws [reproduced as "Schedule B" to the Special Resolution]. This allows for a side-by-side comparison of the current Bylaws with the proposed amended Bylaws.

Below is a summary of the key proposed bylaw amendments:

- The Terms of Office for at-large board members would change from two years to three years.
- The Chapter concerning Branches would be eliminated. Branches would be replaced with Special Interest Groups.
- Officers of the Board would be the President, President-Elect and Past-President.
- Section 12.3 refers to an ex-officio Board chair.
- The Executive Director would assume the roles and responsibilities of the Honorary Secretary as per section 3.2 - Affixing the (Corporate) Seal; and section 9.5 - Termination of Membership;
- Chapter 14 - Board would be revised to reflect the new governance model, with 'rural' and 'urban' being defined.
- Chapter 15 - Committees would name only one committee, the Nominating Committee. All other committees would be set out in the Operating Rules and Procedures.
- Chapter 25 - Transition to New Board Structure would support transition arrangements already in practice adopted by the Board.

Members will be given the opportunity to vote on the Special Resolution in person or by proxy at the Annual General Meeting on June 7, 2014.

Regards,

  
Yordan Karaivanov, MD  
President



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