Introduction:

The Council of the Connecticut State Medical Society (CSMS) has tasked the Bylaws Committee to undertake a timely restructuring of the CSMS Bylaws.

The current structure of the CSMS is essentially a 3-prong leadership system. Currently, the House of Delegates functions as the policy setting body of CSMS, and is also tasked with electing Officers and making changes as needed to the CSMS Bylaws. The second prong, the CSMS Council, acts as the “Board” of the CSMS and the members of the Council have a fiduciary duty to CSMS. The Council is the governance body of the CSMS when the House of Delegates is not in session. The last prong, the Executive Committee, consists of the Officers of the CSMS and acts in situations where there is no time to convene the Council or the Council is not in session, but reports to the Council on its actions.

In recent years, however, this structure has led the CSMS to function at times in a less-than-optimal manner, the biggest limitation being that the House of Delegates meets only once annually to set policy and objectives. In an advocacy organization such as the CSMS that spends countless hours advocating for physicians and patients across Connecticut, this organization needs a new structure that more timely sets, accesses and changes policies and objectives as may be needed, as well as implements actions to achieve policy goals in a more timely manner. This is critical during the fast pace of the legislative session. The structure as it currently exists does not allow the CSMS to modify policies and objectives as necessary given the needs of the organization and its members.

What you see in the pages that follow are a lot of “blue” and “red” text. However, the changes are fairly simple. The CSMS Bylaws revisions present a new structure for the CSMS. It moves the policy-setting functions of the House of Delegates to the Council. The Council will have a reasonably expanded number of members to better represent each County society and the different sections and interests of the CSMS. The House of Delegates will be an Annual Meeting and open to all CSMS members. It will become more educational, informational and social in its aspects. The election of the CSMS Officers and any changes to the CSMS Bylaws will occur at the Annual Meeting. The remainder of the Annual Meeting is dedicated to educational sessions and social opportunities for CSMS members.

As noted, the Council of CSMS is expanded under this proposal. The Council, meeting at least five times annually, will now include additional representation from each of the eight County societies, as well as additional representation from medical staff, private practice physicians, young physicians, women physicians, primary care physicians and specialty physicians. While this proposal does increase the size
of the Council, it makes the Council more representative of the physicians practicing medicine throughout Connecticut. The Council members will be fiduciaries of the CSMS and will be responsible for the governance of the CSMS, including the setting of policies and objectives for the organization. The timing of the Council meetings will be scheduled so as to better meet the current needs of the organization, especially in its advocacy and legislative functions.

An Operations Committee will replace the current Executive Committee and it will be composed of some of the Officers of the CSMS as well as the Chairs of the key Committees of the CSMS, including Bylaws, Membership, Quality of Care, and Legislation. The Operations Committee is tasked with assisting in the operational functions of the organization and any decisions made by the Operations Committee are to be ratified by the CSMS Council. The Operations Committee does not set policy for the CSMS.

While you may see signification modifications to the Bylaws in the form of additions and deletions, the conceptual changes are what have been outlined above.

Thank you,

Robert Russo, MD                Jeffrey Gordon, MD
President                      Bylaws Committee Chair
                                Vice-President

Key:

Blue underlined text is proposed new wording.

Red strike-through text is proposed deleted working.

Green text has been deleted/moved to another section, but not altered

Please also note that we are not able to modify the Charter at this meeting. If the Bylaws changes are accepted by the House of Delegates, we will take appropriate steps to modify the Charter to comport with the Bylaws changes made.