

**Redwood Empire Veterinary Medical Association  
Constitution and By-Laws  
(Draft Document showing Edits 2/20/2011)**

**Constitution**

Article I Name

This association shall be incorporated and known as the Redwood Empire Veterinary Medical Association and shall remain a non-profit organization in fact, hereinafter referred to as "the Association."

Article II Objectives

The objective of this Association shall be ~~the to advancement of~~ the science and art of veterinary medicine, to enlighten and direct public opinion regarding veterinary activities, ~~to~~ **to** elevate the standards of ethical practice and ~~to~~ **to** stimulate the interchange of knowledge and experience in the practical application of the science of veterinary medicine.

Article III Officers and Election

Section 1. The elective officers of the Association shall be ~~a~~ **a** President, ~~a~~ **a** Vice President, Continuing Education Coordinator, Member at Large, ~~Secretary and Treasurer,~~ **and both a Delegate and an Alternative Delegate to the California Veterinary Medical Association's House of Delegates,** all of whom shall be elected by ballot at the regular annual meeting of the Association. ~~An information Officer shall be appointed by the President. Their term of office shall be one year, or until a successor shall be duly elected or appointed.~~ **A Secretary will be elected if no salaried Executive Secretary is employed by the Association.**

Section 2. The elective officers shall constitute the Executive ~~Committee~~ **Board** of the Association.

Section 3. ~~Each officer of the Executive Board shall be elected for a one year term. There is no limit on the number of consecutive terms a member may hold. No member shall hold more than one position on the Executive Board concurrently.~~

## Article IV Property and Assets

The property of the Association is dedicated to charitable purposes and no part of the assets of the organization shall benefit private persons. Upon dissolution of the Association, any remaining assets shall be ~~divided equally and given to taxpayer-funded/government run humane societies and shelters in Sonoma County. distributed to another charitable non-profit organization, which has established its tax exempt status under the applicable section of the Internal Revenue Code. Any assets held in trust shall be dispersed by the Superior Court of Sonoma County to non-profit charities.~~

## By-Laws

### Article I Duties of Officers

~~Section 1. It shall be the duty of the President to preside at all meetings and preserve order in decorum.~~

~~Section 2. It shall be the duty of the Vice President to perform all duties of the President in his absence and assist the President as he may from time to time determine or direct. He shall also serve as liaison to the Disaster Committee.~~

~~Section 3. It shall be the duty of the Secretary Treasurer to keep an accurate record of the proceedings of each meeting of the Association and of the Executive Committee. He is responsible for collection of membership dues, the custodian of all official records, the maintenance of a complete set of accounting records and the payment of all monetary obligations incurred against the Association. The Secretary Treasurer shall report in detail at each meeting of the membership, on all dues received and expended, all outstanding obligations of the Association and on other such matters as may be proper. All monies shall be deposited in the bank in the name of the Redwood Empire Veterinary Medical Association. At the annual meeting of the Association, the Secretary Treasurer shall report in detail on the past year's financial condition.~~

~~Section 4. It shall be the duty of the Continuing Education Coordinator to establish and maintain a program of continuing education and to work in cooperation with the Executive Committee to promote the program.~~

~~Section 5. It shall be the duty of the Member at Large to assist other officers as the President may from time to time determine. He shall also function as liaison between the Executive Committee and the membership.~~

~~Section 6. It shall be the duty of the Information Officer to function as newsletter editor and maintain the REVMA web page and other electronic media.~~

~~Section 7. The Executive Committee shall select the time and place of all meetings unless otherwise designated by vote of the membership, shall screen all applicants for membership, shall have complete charge of the property and all financial affairs of the Association, hire and fire employees and shall be empowered to take action in emergency situations.~~

Section 1. Duties of the President:

- a. The President shall preside at all meetings of the membership and Executive Board, and shall be Chairman of the Executive Board.
- b. The President shall direct the activities of the employed staff of the Association. The President may enlist the help of other officers to also direct the activities of the employed staff of the Association.
- c. The President shall direct the necessary appointments to fill any vacancy occurring in employed positions. Appointments must have the approval of the Executive Board at its next regular meeting.
- d. The President shall write the President's address for newsletter.

Section 2. Duties of the Vice-President:

- a. The Vice President shall perform the Duties of the President in the event of the President's absence or inability to serve or conduct the affairs of the Association.
- b. The Vice President shall assist the President as the President may from time to time determine.
- c. The Vice President shall serve as a liaison to the Disaster Committee.
- d. The Vice President shall be responsible for other duties that are from time to time delegated by the Executive Board.

Section 3. Duties of the Treasurer:

- a. The Treasurer shall oversee the Executive Secretary's collection and depositing of all monies of the Association in a bank approved by the Executive Board. All monies will be in an account under the name, Redwood Empire Veterinary Medical Association.
- b. The Treasurer shall pay all bills or oversee payment of all bills of the Association and shall be responsible for records of all receipts and disbursements.
- c. It shall be the responsibility of the Treasurer to provide a monthly budget update and annual report.
- d. The Treasurer shall be responsible for providing the required fiscal information to the appropriate local, state, and/or federal government agencies and file an annual tax return.
- e. The Treasurer shall render to the Association a written report of receipts and disbursements when called upon to do so and within ten (10) working days of the written request.
- f. With input from the Executive Board, the Treasurer shall be responsible for the preparation of the budget for the next fiscal year.
- g. All funds, books and vouchers in the Treasurer's hand shall be property of the Association and shall be subject to verification and inspection by the Executive Board. At the expiration of the Treasurer's term of office, the Treasurer shall

deliver over to the Treasurer's successor all books, monies, vouchers and all other property of the Association.

- h. The Treasurer shall be responsible for such additional fiscal duties as are assigned by the President or Executive Board.

Section 4. Duties of the Secretary:

- a. It shall be the duty of the Secretary to act as the name applies.
- b. It shall be the duty of the Secretary to be responsible for the publication of a bi-monthly newsletter of the Association, to be mailed to the membership.
- c. The Secretary shall be responsible for other duties that are assigned by the President or by the Executive Board.
- d. The Executive Board may hire, as a paid position, an Executive Secretary for the Association. The Executive Secretary will perform the duties of the Secretary.

Section 5. Duties of the Continuing Education Coordinator:

- a. It shall be the responsibility of the Continuing Education Coordinator to establish and maintain a program of continuing education and work in cooperation with the Executive Board to promote the program.
- b. It shall be the responsibility of the Continuing Education Coordinator to gain sponsorship for continuing education programs.

Section 6. Duties of the Member at Large:

- a. It shall be the duty of the Member at Large to assist other officers as the President may from time to time determine.
- b. The Member at Large shall be responsible for serving as a liaison between the Executive Board and the members of the Association.

Section 7. It shall be the duty of the Delegate, and the Alternative Delegate, to represent the Association in the House of Delegates of the California Veterinary Medical Association. The term of office shall be two years.

## Article II Duties of the Executive Board

Section 1. The Executive Board shall manage the affairs and business of the Association, but at no time shall they be in conflict with the desires and action of a majority of the membership of the Association.

Section 2. The Executive Board shall be vested with the authority to select, enter into contract with and employ an Executive Secretary and any other employed staff of the Association. The initial contract may not exceed a period of one year. They shall be vested with authority to discharge any staff member for cause and shall establish the salary and expense of the employed staff.

Section 3. The Executive Board shall select the time and place of all meetings unless otherwise designated by a vote of the membership, shall screen all applications for

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membership, shall have complete charge of the property and all financial affairs of the Association, shall hire and fire employees, and shall be empowered to take action in emergency situations.

### Article III Committees

Section 1. All committees of the Association shall be appointed by the President. The Association President shall appoint the members and designate the Chairman to terms not less than one year in order to maintain continuity (two year terms are encouraged). The President shall regulate the size of the various committees, subject to the approval of the Executive Board.

Section 2. Each committee chairman shall present an annual report of the committee's activities at the January meeting.

Section 3. In addition to the Executive Board-Committee, there may be appointed committees of the Association, as follows:

***Public Relations Committee*** (1 to 3 persons):

The public relations committee shall ~~Liaison-liaison~~ to with local media regarding our position on local animal or veterinary related issues.

***Grievance, Ethics, and Professional Conduct Committee (Peer Review)*** (2 Veterinarians and 1 lay person):

The peer review committee shall ~~Review-review~~ and arbitrate disputes between the public and individual members as well as between members. An attempt shall be ~~make-made~~ to resolve disputes to the satisfaction of both parties, but if the committee finds the ~~veterinarian-member~~ in violation of common standards or ethics, the committee they shall be empowered to send the matter before the California State Board of Examiners. Records of disputes shall be retained by the Association REVMA for five years. Members are allowed to access to their own file by application to the committee. Any complaint must be discussed with the ~~member veterinarian~~ involved as soon as possible. If any meeting is held about a complaint, the ~~member involved offender~~ has the right and is urged to attend the meeting, ~~with his attorney present if necessary.~~

***Wellness Committee*** (1 to 3 persons):

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The wellness committee shall coordinate ~~Support~~-support groups for members who are experiencing a substance abuse issue.

**Animal Assisted Activities Committee** (1 to 3 persons):

The animal assisted activities committee shall ~~Liaison~~-liaison to with organizations dedicated to in-hospital pet therapy, nursing homes animal visits, etc...

**Disaster Committee** (A combined group of 2-4 veterinarians and volunteer community members):

The disaster committee shall ~~shall~~ be conducted according to CVMA mandates.

**CVMA Committee** (2 persons):

The CVMA committee shall consist of a Delegate and Alternate Delegate to represent the Association in the House of Delegates of the California Veterinary Medical Association. After receiving the agenda for the CVMA House of Delegates meeting, the delegates of the Association shall study the agendas and then present the major issues to be addressed to the Executive ~~Committee~~Board. The agenda will also be published in the Association newsletter for evaluation and opinions. Delegates of the CVMA shall solicit input and resolution from the Executive ~~Committee~~Board and the membership, shall accurately express the desires of ~~REVMA~~ the Association and at the House of Delegates of CVMA, and, if specifically directed by the Executive ~~Committee~~Board, shall vote as directed by the Executive ~~Committee~~Board.

~~Section 2. The President shall appoint all committee members, and designate the chairperson, to terms not less than two years in order to main continuity.~~

~~Section 3. Each committee chair shall present a written report of their activities during the past year at the Annual Meeting, to be published in the Association Newsletter.~~

#### Article ~~III~~IV Membership

~~Section 1. Any person who holds the degree of Doctor of Veterinary Medicine, or who is licensed to practice veterinary medicine in the State of California, and whose ethical, moral, and professional qualifications comply with the Constitution and by laws, is eligible to apply for election to active membership in the Association.~~

Section 1. There are ~~three~~four types of memberships: Full, Limited, Affiliate and Distinguished.

**Full and Limited Membership:**

A full or limited membership is available to ~~Veterinarians~~ veterinarians who are both licensed by the California State Board of Examiners and whose ethical, moral, and professional qualifications comply with the Association's Constitution and By-Laws. ~~and includes the right to vote and a monthly newsletter.~~ Any veterinarian member shall have the right to vote on all propositions submitted to the membership at large, shall have the right to vote upon the election of officers, shall have the privilege of attending monthly meetings of the Association, shall receive all publications and shall be eligible for any office or honor within the scope of the Association.

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**Affiliate Membership:**

An Affiliate membership is available for veterinary staff, spouses of full or limited members and students, ~~out of county Veterinarians, students, etc...~~ and An Affiliate member does not include the right to vote but does include a monthly newsletter. ~~This~~ The membership is not available to Sonoma County Veterinarians. The dues for affiliate membership will be the same as the current year's Large Animal dues.

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**Distinguished Membership:**

This membership may be bestowed upon any individual deemed worthy by the members. Distinguished Member's' dues are permanently waived.

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~~Section 2. A full membership shall have the right to vote on all propositions submitted to the membership at large, the right to vote upon the election of officers, the privilege of attending all meetings of the Association, receiving all publications and shall be eligible for any office or honor within scope of the Association.~~

Section 23. Dues for all members shall be payable on March 1 of the year for which they are levied. ~~Dues unpaid by April 15, shall have a late fee of \$4.00 per month added.~~ New members may have their dues prorated if joining the Association later in the calendar year. If dues are not paid on or before ~~June~~ May 1<sup>st</sup> of ~~that~~ the year, said member shall then automatically cease to be a member in good standing, and all rights

and privileges of active membership shall be suspended. **Dues for all membership categories shall be set by the Executive Board.**

#### Article IV Nomination of Officers

~~Section 1. Nomination for elective office shall be made from the floor at the annual meeting.~~

~~Section 2. Nominees shall have been members of the Redwood Empire Veterinary Medical Association for not less than one year prior to nomination.~~

#### Article V Meetings

Section 1. Executive ~~Committee~~ **Board** Meetings will be held prior to general meetings. These Board Meetings are open to attendance by ~~full-veterinarian~~ members of the association. **To conduct official business of the Association, a majority of members of the Executive Board must be present.**

Section 2. The annual meeting shall be held in January of each year. Newly elected officers shall take office following the ~~annual~~ meeting.

Section 3. General meetings of the Association shall be held every one to two months throughout the year on the 3<sup>rd</sup> Thursday of that month unless designated otherwise by the Executive ~~Committee~~ **Board**. Notification of the meeting date and location will be published in the Association newsletter **and will be distributed electronically.**

Section 4. Veterinarian non-members, **non-veterinarian non-members and spouses may attend lectures and pay the meal fee plus an appropriate surcharge as deemed by the Executive Board.** ~~may attend lectures for \$10.00 plus applicable meal fee. There will be no meeting charge for staff or spouses as long as the veterinarian is a full member.~~

Section 5. ~~A quorum for the~~ **For** transaction of business **at general meetings, a quorum** shall consist of a simple majority of ~~full-veterinarian~~ members present **at that meeting.**

## Article VI Ethical Conduct

~~Section 1.~~ It shall be the duty of the ~~Grievance,~~ Ethics and Professional ~~conduct~~ ~~Conduct~~ Committee to investigate reported violations of the Code of Ethics and Professional Conduct of the Association as established by the AVMA and CVMA. ~~They~~ The committee shall attempt mediation and hold informal hearings when necessary with members concerning reported violations. ~~The committee shall attempt to resolve disputes to the satisfaction of both parties, but if the committee finds the veterinarian in violation of common standards or ethics, they shall be empowered to send the matter before the Board of Examiners.~~ Standards of conduct shall be as determined in the Principles of Veterinary Medical Ethics as published by the AVMA and subscribed to by CVMA. Rules of Disciplinary Procedures and General Appellate Procedures of the AVMA, also subscribed to by CVMA, will apply as necessary.

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~~— If, in the opinion of the Ethics and Professional Conduct Committee, a minor violation of the Code of Ethics has been committed, it is the duty of the committee to admonish or censure the member.~~

~~— If, in the opinion of the Ethics and Professional Conduct Committee, a major violation of the Code of Ethics and Professional Conduct has been committed, it is the duty of the committee to recommend to the Executive Committee that a formal hearing be held as provided for in the Rules of Disciplinary Procedures of the AVMA.~~

## Article VII Rule of Order

The current edition of Robert's Rules of Order shall be the guide for parliamentary procedures at all meetings of the Association, ~~its~~ the Executive Board Board and the committees of the Association.

## Article VIII Amendments

This constitution and by-laws can be changed or amended at any time by a 2/3 vote of the full members present at any meeting of which the time, date and location has been published in the Association newsletter. They may be suspended at any time by a 2/3 vote of the full ~~members present~~ membership.

## Article IX Dissolution

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Upon a written vote of two-thirds (2/3) of the membership, the Association may be dissolved. Upon the dissolution of the Association, its assets remaining after payment, or provisions for payment, of all debts and liabilities of the Association, shall be divided equally and given to tax payer funded/government run humane societies and shelters in Sonoma County.