

AMERICAN COLLEGE OF VETERINARY SURGEONS CONSTITUTION AND BYLAWS

(as amended April 2020)

CONSTITUTION

Article I: NAME

The name of this organization shall be THE AMERICAN COLLEGE OF VETERINARY SURGEONS, hereinafter referred to as the "College."

Article II: INCORPORATION

The College shall be incorporated under the laws of the State of Illinois as a nonprofit educational organization.

Article III: MISSION AND OBJECTIVES

Section 1: The mission of the College is to advance the art and science of surgery and promote excellence in animal health care through research, education, and service to the public.

Section 2: The objectives of the College shall be the advancement of the art and science of surgery by:

- Establishing the standards for post-graduate residency training and education for veterinary surgeons.
- Acting as the agency by which veterinarians are certified as specialists in surgery.
- Encouraging and supporting research and the dissemination of the results of these investigations.
- Offering educational opportunities for Diplomates, other members of the veterinary profession, and the public.
- Promoting the College as the specialty organization representing excellence in veterinary surgery to the profession and the public.

Article IV: MEMBERSHIP

Section 1: The members of the College shall be known as "Diplomates of the American College of Veterinary Surgeons." Members of the College certified after 2003 will be known as "Diplomates of the American College of Veterinary Surgeons (Large Animal)" or "Diplomates of the American College of Veterinary Surgeons (Small Animal)" reflecting their specialization in large animal surgery or small animal surgery. There shall be classes: Charter Diplomates, Active Diplomates, Emeritus Diplomates, and Honorary Members.

Section 2: Charter Diplomates were selected when the College was formed. Following formation of the College, no additional Diplomates shall be classified as Charter Diplomates. Established Charter Diplomates are considered either Active or Emeritus Diplomates. Selection was based upon one or more of the following criteria:

- (a) Professor or head of a department in veterinary surgery.
- (b) A recognized author of significant publications which resulted from research or practice of veterinary surgery and contributed substantially to its development.
- (c) At least ten years experience in surgery with no less than 75 percent of professional time in each of the ten years devoted to the specialty; and by teaching, research, or practice had contributed significantly to the development of veterinary surgery.
- (d) Significant advanced training in surgery, and thorough demonstration of competence in teaching, research, or practice of veterinary surgery to which was devoted most of the individual's professional time.

Section 3: Active Diplomates shall meet the following criteria for membership in good standing:

- (a) Have a satisfactory moral and ethical standing in the profession.
- (b) Have a degree necessary for the practice of veterinary medicine in some state, province, territory, or possession of the United States, Canada, or other country.
- (c) Have successfully completed the College's certification requirements, including residency training and examination, in the selected area of large animal or small animal specialization.
- (d) Be current with annual dues.
- (e) If initially certified in 2016 or later, submit acceptable proof of maintenance of certification prior to expiration of current certification or comply with reinstatement procedures.

Section 4: Honorary Members may be selected as persons of unusual eminence in the veterinary or allied professions. They shall not be required to pay dues nor shall they be privileged to vote or hold office.

Section 5: Each Active member of the College who meets criterion (a), (b), or (c) is granted Emeritus status and is not required to pay dues. Such an individual shall be known as Diplomat ACVS, Emeritus. The criteria are as follow:

- (a) If initially certified prior to 2016, reaches the age of sixty-five (65) years.
- (b) If initially certified prior to 2016, reaches at least sixty (60) years of age and has retired from the active practice of surgery.
- (c) If initially certified in 2016 or later, reaches at least sixty (60) years of age and has retired from the active practice of surgery.

Section 6: Diplomates with Active or Emeritus status shall have voting privileges.

Section 7: Diplomates with Active or Emeritus status may be subject to disciplinary action, including but not limited to reprimand, censure, suspension, or expulsion from the College for circumstances including conviction of a felony related to practice of veterinary medicine, gross negligence as determined by a state licensing body, violation of the Constitution and Bylaws of the College, and fraud or misrepresentation in professional matters in accordance with procedures adopted by the Board of Regents.

Section 8: Diplomates with Active or Emeritus status and candidates for membership may appeal adverse decisions by submitting a written petition for reconsideration only on the grounds that the determination: (a) disregarded the established criteria; (b) failed to follow the stated procedures; or (c) failed to consider relevant information and documentation presented and in accordance with procedures adopted by the Board of Regents.

Article V: OFFICERS

Section 1: The officers of the College shall consist of the chair of the Board of Regents, president, president-elect, and treasurer.

Section 2: The immediate past president of the College shall be the chair of the Board of Regents. The president shall be the prior year's president-elect. The president-elect shall be elected annually by the College's voting members. The treasurer shall be appointed by the Board of Regents.

Section 3: The president-elect shall be a College member in good standing and a Diplomate for a minimum of 13 years and have served as a regent or treasurer.

Section 4: A regent shall be a College member in good standing and a Diplomate for a minimum of 10 years.

Article VI: BOARD OF REGENTS

Section 1: The management and control of the business and professional affairs of the College shall be vested in the Board of Regents.

Section 2: The Board of Regents shall consist of all officers of the College and six additional members elected for terms of three years each. Two members shall be elected each year, one representing small animal orientation or specialty and one representing large animal orientation or specialty.

Article VII: AMENDMENTS AND VOTING PROCEDURES

Section 1: This CONSTITUTION may be amended in accordance with this Article VII. Proposed amendments must be submitted in writing to the College's office for appropriate review by the Board of Regents. Proposed amendments shall be distributed to the entire membership with a recommendation by the Board of Regents. A two-thirds affirmative vote for the proposed amendment by the eligible members voting by proxy is required for approval.

Section 2: The Board of Regents shall call a special meeting for the purpose of amending this CONSTITUTION. The College's office shall send proxy forms to the membership, which shall have 45 days from the date the proxy forms are sent to the membership to submit the proxy forms electronically, by facsimile, or by mail. Such forms shall designate an officer of the College to cast the member votes pursuant to each member's direction. The College shall hold a special meeting at which the designated proxy holders shall cast the member votes. The membership shall be notified of the vote results by the College's office and at the Annual Business Meeting.

Section 3: Election of officers and regents shall be conducted in accordance with this Article VII, Section 3. The Nominating Committee shall submit a proposed slate of candidates to the Board of Regents for approval. The Board of Regents shall call a special meeting for the purpose of electing officers and regents. The College shall send proxy forms with all nominees listed to the membership 60 days prior to the special meeting. A space in each category shall appear on the proxy form for write-in candidates. Voting members shall have 30 days from the date the proxy forms are sent to the membership to submit their proxy forms electronically, by facsimile, or by mail. Such forms shall designate an officer of the College to cast the member votes pursuant to each member's direction. The College shall hold a special meeting at which the designated proxy holders shall cast the member votes. The nominee receiving the most valid votes shall be elected to the position and installed in the office at the Annual Business Meeting. The membership shall be notified of the vote results by the College's office and at the Annual Business Meeting. In the event of a tie for the most votes, a second election at a special meeting by proxy vote for the tying nominees will be held. The officer or regent shall be installed at the time the election results are validated.

BYLAWS

Article I: THE COLLEGE

Section 1: Members of the College designated as "Diplomates of the American College of Veterinary Surgeons," "Diplomates of the American College of Veterinary Surgeons (Large Animal)" or "Diplomates of the American College of Veterinary Surgeons (Small Animal)" shall meet the requirements established in the Constitution and Bylaws of the College.

Section 2: The College shall meet annually at such a place as designated at the preceding meeting. Special meetings may also be called by the Board of Regents.

Section 3: A quorum at the Annual Business Meeting or special meeting shall consist of the total of Active and Emeritus Diplomat members present at the Annual Business Meeting or special meeting.

Section 4: The fiscal year shall begin on January 1.

- (a) The annual dues of each active member shall be payable in accordance with policies adopted by the Board of Regents.
- (b) The Board of Regents shall determine dues rates; increases up to 3.5% per annum may be applied.

Section 5: All business meetings of the College and the Board of Regents shall be conducted according to Robert's Rules of Order.

Section 6: All questions before the College, except as designated elsewhere, shall be determined by the majority vote of those present at any regular meeting or by a majority vote of all valid electronic proxy forms returned to the College's office when voting is done at a special meeting.

Article II: BOARD OF REGENTS

Section 1: The Board of Regents shall be the governing body of the College, including the specialties of large animal surgery and small animal surgery, and shall consider all the business and policies pertaining to the affairs of the College. The Board of Regents, or its designated committees, shall receive all applications, conduct examinations, and make recommendations for membership in the College. The Board of Regents shall consider and act upon charges against Diplomates for alleged violations of the Constitution and Bylaws of the College or charges of unprofessional conduct and shall have the authority to take disciplinary actions against Diplomates including reprimand, censure, suspension, or expulsion of a Diplomate for grievous offenses. The Board of Regents shall appoint standing committees, select the time and place of meetings, and determine the fees for examinations, initiations, registrations, and other fees. The Board of Regents shall direct the management of funds held by the College. A meeting of the Board of Regents shall be held at the place designated for the Annual Business Meeting of the College. There shall be at least one more regularly scheduled meeting of the Board of Regents. Special meetings may be called at any time by the chair of the Board of Regents and shall be called by the chair at the written request of not less than six members of the Board. Not less than five days' notice of the time and place of any special meeting shall be given to each Regent at the address that appears on record with the College's office.

Six members of the Board of Regents with voting privileges shall constitute a quorum for the transaction of any business, which may come before the Board.

Section 2: In the event an elected officer is unable to complete their term of office, the position shall be filled by a special election, called by a majority vote of the Board of Regents. The chair of the Board of Regents or the president in the event the chair is incapable, shall instruct the Nominating Committee, through its chair, to develop a slate of candidates from the membership for the vacant position. The candidates must meet the qualifications for the office as described in the Constitution and Bylaws of the College. The names of the proposed candidates shall be submitted to the Board of Regents within 21 days after the Nominating Committee has received its charge. The proposed names shall be approved by the Board of Regents by majority vote. The approved list shall be sent to the membership for a final vote. The membership shall have 30 days from the date the proxy forms are sent to submit the proxy forms electronically, by facsimile, or by mail. Such forms shall designate an officer of the College to cast the member's vote pursuant to each member's direction. The College will hold a special meeting at which the designated proxy holders shall cast the member votes. The chair of the Board of Regents or the president will notify the candidates of the vote results. The membership will be notified by the College's office. Any member elected to fill a vacancy shall hold the office until expiration of the term in which the vacancy occurred.

Article III: OFFICERS

Section 1: The immediate past president of the College shall be the CHAIR OF THE BOARD OF REGENTS.

The chair shall preside at all meetings of the Board of Regents. The term of office is one year. This officer shall be subject to the terms of the *Protocol for the Chair of the Board of Regents* as adopted by the Board of Regents.

Section 2: The PRESIDENT shall preside at the meetings of the College, preserve order, regulate debates, appoint committees not otherwise provided for, announce results of elections, and perform all other duties legitimately appertaining to this office. The term of office is one year. This officer shall be subject to the terms of the *Protocol for the President* as adopted by the Board of Regents.

Section 3: The PRESIDENT-ELECT shall perform the duties of the president in the president's absence or inability to serve. The term of office is one year. This officer shall be subject to the terms of the *Protocol for the President-Elect* as adopted by the Board of Regents.

Section 4: The TREASURER shall be an appointed, non-voting member of the Board of Regents and shall be the custodian of all the monies and financial records of the College. The treasurer shall oversee keeping full and accurate books of account, containing a record of all monies received and expended, which books shall be the property of the College and open to the inspection of the authorized officials at all reasonable times and places. The treasurer shall report to the Board of Regents the names of all members in arrears. The term of office is three years. This officer shall be subject to the terms of the *Protocol for the Office of Treasurer* as adopted by the Board of Regents.

Article IV: COMMITTEES

Section 1: Committees may be established by the Board of Regents. Such committees shall not have the authority to act on behalf of the Board of Regents under applicable law. The Board of Regents shall establish the number of members needed, the members' duration of service, the chair, and the objective(s) for each committee. Each committee shall develop a detailed protocol or revise the existing protocol at least once every two years. New protocols and revised protocols must be approved by the Board of Regents. At least one regent shall be assigned to each committee as a liaison.

Section 2: The standing committees shall be:

- (a) Continuing Education Committee
- (b) Examination Committee
- (c) Fellowship Committee
- (d) Maintenance of Certification Committee
- (e) Nominating Committee
- (f) Public Outreach Committee
- (g) Research Committee
- (h) Residency Program Compliance Committee
- (i) Resident Credentialing Committee

Section 3: The Board of Regents shall be empowered to establish other commissions, task forces, and ad hoc committees. The Board of Regents shall establish the number of members needed, the members' duration of service, the chair, and the objective(s) for each ad hoc committee. The Board of Regents shall develop a detailed protocol for an ad hoc committee. The Board of Regents shall notify the membership of the establishment of an ad hoc committee. Ad hoc committees shall serve for not more than two years without reappointment. Ad hoc committees can be reappointed for an additional two-year period. At least one Regent shall be assigned to each ad hoc committee as a liaison.

Article V: CORPORATE SEAL

The seal of the College shall be in the form of a circle and bear the following words: "AMERICAN COLLEGE OF VETERINARY SURGEONS CORPORATE SEAL, ILLINOIS."

Article VI: DISSOLUTION OF THE COLLEGE

In the case of dissolution of the College, all assets shall be expended for educational purposes.

Article VII: AMENDMENT AND VOTING PROCEDURES

Section 1: These Bylaws may be amended in accordance with this Article VII. Proposed amendments must be submitted in writing to the College's office for appropriate review by the Board of Regents. Proposed amendments shall be distributed to the entire membership with a recommendation by the Board. A two-thirds affirmative vote for the proposed amendment by the eligible members voting by proxy is required for its approval.

Section 2: The Board of Regents shall call a special meeting for the purpose of amending these Bylaws. The College's office shall send proxy forms to the membership, which shall have 45 days from the date the proxy forms are sent to the membership to submit their proxy forms electronically, by facsimile, or by mail. Such forms shall designate an officer of the College to cast the member votes pursuant to each member's direction. The College will hold a special meeting at which the designated proxy holders shall cast the member votes. The membership will be notified of the vote results by the College's office and at the Annual Business Meeting.

Section 3: Diplomates with Active or Emeritus status shall have voting privileges.

Article VIII: HONORARY MEMBERSHIP

Nomination for Honorary Membership shall be made through the sponsorship of two members in good standing. The sponsors shall furnish the College's office with such information on the person as is required by the Board of Regents.

Election of an Honorary Member shall be accomplished by a two-thirds affirmative vote of the Board of Regents and by a two-thirds affirmative proxy vote of the membership.