

AMERICAN PRE-VETERINARY MEDICAL ASSOCIATION

CONSTITUTION AND BY-LAWS

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APVMA Constitution

Article 1 *Inception of Organization and Constitution Implementation*

Section 1 Constitution Implementation

Constitution approval was obtained at the 1988 National Pre-Veterinary Medical Symposium held at the University of Wisconsin-Madison

Article 2 **Name, Objectives and Official Symbol**

Section 1 **Organization Name**

The name of this organization shall be “American Pre-Veterinary Medical Association;” hereafter referred to as the APVMA.

Section 2 **Organization Objectives**

The objectives of this organization shall be as follows:

- A. Promote and stimulate interest in the field of veterinary medicine.
- B. Provide its members with sources of information regarding sister organizations and the field of veterinary medicine, and assist with regional activities.
- C. In accordance with A and B, hold an annual Symposium that is planned and hosted by a chosen institution (By-Laws Article 3).

Section 3 **Official APVMA Symbol**

The official symbol shall be a circle enclosing the letters ‘APVMA’ and the staff of Asclepius insignia overlaid with “V”, as shown:



Article 3 **Membership, Executive Board, Officers and Advisors**

Section 1 **Membership**

Membership in the APVMA will be restricted to the following:

- A. Club Affiliated Membership – Open to any accredited post-secondary institution in North America, with students pursuing baccalaureate pre-veterinary medical course work.
- B. Non-Club Affiliated Individual Membership – Open to any student attending an accredited post-secondary institution in North America, who is pursuing coursework in the area of pre-veterinary medicine where the institution does not have a club-affiliated membership.

Section 2 **Executive Board and Officers**

The Executive Board shall consist of a President, Vice-President, Secretary, Treasurer and Webmaster. They shall preside over the APVMA to ensure objectives in Article 2, Section 2 are upheld annually.

- A. These officers shall be elected by a simple majority vote of all member clubs and individuals in good standing with the organization present at the annual Symposium (By-Laws Article 3, Section 1).
- B. Elected officers must maintain enrollment in a collegiate undergraduate program for the entire term of office.
- C. The term of office shall be from Symposium to Symposium in consecutive years. A commitment of attendance at the Symposium immediately following election is mandatory. The previous Executive Board shall relinquish their duties to the newly-elected Executive Board at the Symposium following that of the newly-elected Executive Board's election.
- D. The Executive Board shall convene at a minimum of four quarterly business meetings in addition to both Symposia throughout term of office. Meetings may consist of in-person or electronic contact. Minutes from said meetings shall be posted to the APVMA website for general membership access.
- E. The President shall be the chairperson of any general membership meetings but will not have a vote. The President shall oversee any committees chosen by the Executive Board except for committee(s) assembled for fundraising purposes (By-Laws Article 5, Section 6). The President will act as liaison between the Symposium Host and the Executive Board. The President shall also be responsible for submitting one article per issue of the national newsletter and for updating the President's Officer Manual as needed.
- F. The Vice-President will be responsible for recruiting new members, acting as chairperson for any committee assembled for the purposes of fundraising (Article 5, Section 6 of the APVMA By-Laws), and performing duties at the request of or in the absence of the President. The Vice-President shall also be responsible for updating the Vice-President's Officer Manual as needed.
- G. The Secretary shall take minutes of the Presidents Meeting at the Symposium, and any other general or Executive Board meetings of the APVMA. The Secretary shall compile notes of all events, pertinent discussions, and important issues, to be added to an archive periodically, covering at least the last five years. A hard copy of this document shall be presented from the outgoing Secretary to the incoming Executive Board and incoming ABoT members immediately following the election of the incoming Executive Board and be maintained and possessed by the current Secretary. The Secretary shall be responsible for publishing and distribution of the national newsletter at least, but not limited to, four issues per fiscal year (By-Laws Article 5, Section 3). Newsletters will be posted on the APVMA website and sent, via email, to all member clubs, non-club affiliated members and to prominent figures beneficial to the success of the APVMA. The Secretary shall be responsible for maintaining a current membership directory and updating the Secretary's Officer Manual as needed. The current membership directory shall include at least but not be limited to the official name, primary contact for the current fiscal year, advisor name and appropriate contact information, and general location of each registered member organization within the APVMA for that respective fiscal year. Additionally, the membership directory shall include the respective, unique membership ID, created by the Secretary at the time of receiving proof of payment by the member organization or non-club affiliated individual from the Treasurer, for each

registered member organization and non-club affiliated individual. This directory will remain accessible to all Executive Board members and the ABoT in an online medium such as Google Drive and shall be updated continuously as each member organization registers to be within the APVMA.

- H. The Treasurer shall be responsible for maintaining a savings/checking account for APVMA funds. The Treasurer shall also be responsible for keeping detailed records of all monetary transactions, periodically adding them to an online budget spreadsheet. The Treasurer shall assist the Secretary in maintaining a current membership directory through providing access to or directly communicating the payment confirmation of the clubs and individuals that register to be a part of the APVMA. A hard copy of the financial document(s), online access of the financial document(s), and the overall current state of the financial dealings of the APVMA shall be presented to the incoming Executive Board and the ABoT immediately following their election. The Treasurer shall also be responsible for updating the Treasurer's Officer Manual as needed.
- I. The Webmaster shall be responsible for maintaining and updating the APVMA website, as well as updating the Webmaster's Officer Manual as needed. The Webmaster shall be the liaison between the website host agency and the Executive Board. The Webmaster shall maintain and update all APVMA social media accounts, including, but not limited to Twitter, Facebook (group and page), and Instagram, in a professional manner consistent with the values and objectives of the majority of the Executive Board and the ABoT.
- J. In the event that an Executive Board member is delinquent in their duties, unfit to hold their position, does not maintain proper conduct, or acts in opposition to the benefit and future of the APVMA as an organization then they may be impeached. Impeachment must be proposed by any individual(s) on the Executive Board or by the ABoT. Impeachment may only imposed by a unanimous vote of the officers, not including the officer in question, and a unanimous vote of the ABoT.

Section 3 Advisory Board of Trustees

Members of the Advisory Board of Trustees (ABoT) will be selected during the Advisor's Meeting at the annual APVMA Symposium. The ABoT will consist of no fewer than 2 members, and no more than 5 members made up of pre-veterinary advisors who attend the Annual Symposium and whose clubs remain in good standing with the APVMA. The ABoT members will serve for a minimum of 2 years, and at least 1 member must remain from one year to the next year to provide continuity. The role of the ABoT will be to:

- A. Provide oversight and recommendations for appropriate communication of the Executive Board members with professional and scientific societies, industry, and nonprofit businesses in regards to any APVMA-related business.
- B. Provide support as needed for Executive Board members, particularly when an Executive Board member resigns mid-year. The ABoT will then assume responsibilities of that (those) Executive Board members.
- C. Provide oversight and recommendations in regards to the budget and fundraising each year, and

to provide support to maintain a functional budget during subsequent years. The ABoT members will provide final approval for all expenditures from the APVMA Budget.

- D. Provide oversight and approval for any dissemination of post-Symposium assessment surveys by the Executive Board to any corporation, scientific or professional society, or any other organization or individual with whom APVMA business is necessary.
- E. At least 1 member of the ABoT must attend each conference call meeting of the Executive Board throughout the year, and attend the Summer Business Meeting during years when one is able to occur.
- F. The ABoT will also be responsible to remove any member of the Executive Board who is delinquent in their responsibilities, unfit or unable to hold their position, or does not maintain proper conduct.
- G. In the event that a member of the ABoT is either delinquent in their duties, unfit to hold their position, or does not maintain proper conduct, they may be impeached. Impeachment must be proposed by any individual(s) on the Executive Board or ABoT. Impeachment may only be imposed by a unanimous vote of the officers and a unanimous vote of the ABoT, not including the ABoT member in question.

Article 4 Symposium

The APVMA shall convene an annual Symposium hosted by a member organization as provided for in Article 2, Section 2 of the APVMA Constitution.

Section 1 Presidents Meeting

The annual Presidents Meeting will preside as the first scheduled event on the first morning of the Symposium, which will consist of the Executive Board, the ABoT, at least one (1) Representative from each club and non-club affiliated individual, and the respective club advisor for each representing club. The Executive Board shall preside over the meeting. Agenda topics shall include, but are not limited to, revisions to the Constitution and/or By-Laws and nomination for Executive Officer positions and Symposium Host.

Section 2 Announcement of Newly-Elected Positions

The Symposium host school shall allot time on the last day of Symposium for final announcements from the current Executive Board, the ABoT, and Symposium Host, as well as for the newly-elected Executive Board, newly-elected ABoT members, and newly-elected Symposium Host, at which time newly-elected candidates will have the opportunity to either accept or reject their elected position. The elected position, if rejected, will default to the candidate with the next highest number of votes. Candidates that do not attend these final announcements will not be considered for office.

Article 5 Symposium Host

Section 1 Symposium Host

The Symposium Host shall be the club that is elected to host the next APVMA Symposium (By-Laws, Article 1, Section 1). The Symposium Host must appoint a faculty advisor representative to communicate with the Executive Board and the ABoT and, in addition, the Symposium Host must also submit an article

for each APVMA newsletter. The Symposium Host term extends from the conclusion of the Symposium at which they are awarded the bid through the completion of the Symposium that they host. The Symposium Host is responsible for assuming the financing of Symposium expenses not covered by the registration fees and/or donations. A registration fee for the annual Symposium shall be paid to the Symposium Host by each individual planning to attend the Symposium. The amount of this fee shall be left to the discretion of the Symposium Host. The Executive Board may assist the Symposium Host with the cost of supplies for the Symposium. The specific amount donated will be determined by the Executive Board. The Symposium Host is responsible for allocating a reasonable amount of time for the President's Meeting to convene, and, for the election of a new Executive Board and Symposium Host for the next year's APVMA Symposium. Furthermore, at the conclusion of each Symposium, the newly-elected Symposium Host will be presented a Symposium traveling trophy for which they are responsible for making their own nameplate prior to presenting it to the following year's successor. If the Symposium Host does not fulfill any one of its duties, the President's Meeting of the following year may forbid them from running for Symposium Host during the year of the decision and three years following their decision.

Note: Any member with a medical emergency, a death in the family, or an involvement in an instance of natural disaster that causes them to be unable to attend the Symposium will maintain their right to a refund of the registration fee if proper documentation can be provided. If an Executive Board member cannot attend due to the above reasons, the other Executive Board members will perform their duties during Symposium.

Section 2 **Symposium Host Emeritus**

The outgoing Symposium Host shall serve as the Symposium Host Emeritus for the year following their term as Symposium Host. The Symposium Host Emeritus shall be available for any advice or consultation as needed, and in addition submit a summary article for the APVMA newsletter following the Symposium they hosted.

Section 3 **Absence of Symposium Host**

In the event that there are no bids to host the next Symposium, the newly-elected Executive Board will have 60 days immediately following conclusion of the Symposium to actively seek out and assign a new institution and member organization to be the Symposium Host. If no school or location is secured within 60 days, no Symposium will be held that year. The newly-elected Executive Board will spend the year fundraising, as well as recruiting officers and a Symposium Host for their succession.

Article 6 ***Finances***

Section 1 **Yearly Dues and Registration Information**

Deadline for yearly dues is December 31st in order to be registered with the APVMA and to attend APVMA Symposium and March 1st in order to be registered with the APVMA for that respective fiscal year of application (By-Laws Article 5, Section 1), and shall be paid to the Treasurer by all club and non-club affiliated members at the time of their application for membership or membership renewal. Failure to turn in yearly dues and registration packets will result in the loss of APVMA membership status for that year, and will disqualify a club or individual from attending Symposium for that respective fiscal year.

- A. The ABoT shall confirm dues request letters before general release occurs.
- B. If delays in distributing club and individual IDs occur following confirmation of payment by the club or non-club affiliated individual, all club and individual IDs shall be sent to the respective club and non-club affiliated individuals by the Secretary no later than the Symposium registration date set by the Symposium Host.

Article 7 Constitution and By-Laws Amendments

Section 1 Constitution Amendments

The Constitution may be amended by a three-fourths vote of the member delegates in attendance at the Presidents Meeting.

Section 2 By-Laws Amendments

The By-Laws may be adopted, amended, or suspended by a two-thirds vote of the member delegates in attendance at the Presidents Meeting.

APVMA By-Laws

Article 1 Nominations and Campaigning Procedures

Section 1 Candidacy Announcement

Any club or non-club affiliated member wishing to run for an Executive Board position or Symposium Host shall be present and announce their candidacy at the President's Meeting. In addition, any club or non-club affiliated member wishing to run for Symposium Host shall have their advisor in attendance at the President's Meeting and/or an official letter of support from their advisor with regards to their candidacy and the responsibilities that it entails. The official letter of support must be given to the President before the Call to Order at the President's Meeting to be considered valid for nominations during the President's Meeting.

Section 2 Candidacy Campaigning Regulations

Dues-paying clubs and their members and non-club affiliated members of the APVMA must abide by certain regulations pertaining to both Executive Board and Symposium Host elections.

- A. There shall be no campaigning of any form prior to candidacy announcement.
- B. Campaigning for Executive Board positions shall be limited to a 3-5 minute speech to the entire delegation and verbal communication during breaks in the Symposium after the candidacy announcement. Printed materials regarding the candidates and their qualifications may be distributed during the banquet on the evening of the second day of Symposium.
- C. Campaigning for Symposium Host shall be limited to a 10-15 minute presentation before the entire delegation and verbal communication during breaks in the Symposium after the candidacy announcement. Printed materials regarding the candidates and their

post-secondary institution's qualifications may be distributed during the banquet on the evening of the second day of Symposium.

Any violation of the above regulations will prohibit the member or member club from participation in the election for Executive Board or Symposium Host. This decision for exclusion from running for an Executive Board position or Symposium Host will be made by the current Executive Board prior to the start of the banquet on the evening of the second day of Symposium. An Executive Board member will be responsible for informing a candidate for Executive Board or Symposium Host when the allotted time for their speech or presentation, respectively, has expired, at which time their speech or presentation will be concluded.

Section 3 **Candidate Biography**

Each candidate is to submit a biography, not exceeding one-half typed page in 12 pt, Times New Roman font, to the Executive Board by the conclusion of lunch on the day of the Presidents Meeting.

Article 2 ***Voting***

Section 1 **Eligibility**

Voting shall be limited only to those clubs or non-club affiliated members who have representation at the President's Meeting. Exceptions due to unforeseen circumstances will be granted at the discretion of the Executive Board. Each club affiliated membership must reach a consensus, as they only have one vote per Executive Board position and for Symposium Host. Non-club affiliated members will also have exactly one vote per Executive Board position and for Symposium Host.

Section 2 **Guidelines**

Voting for Executive Board and APVMA Symposium Host will occur after the evening dinner on the day of the President's Meeting. A ballot will be given during the evening dinner to a representative of each club affiliated membership or non-club affiliated member who attends the President's Meeting. Included in the ballot will be the biography of each candidate campaigning for an Executive Board position or Symposium Host. Voting shall be by secret ballot. Votes are to be tallied before the general assembly is dismissed from the evening dinner on the day of the Presidents Meeting by at least two members of the ABoT in attendance.

Article 3 ***Elections***

Section 1 **Election**

The Executive Board and Symposium Host for the next cycle shall be elected by a majority vote of the voting clubs and non-club affiliated members represented at the President's Meeting. In the event that a majority vote is not achieved on the first vote, a second vote will be immediately held between the candidates receiving the two highest vote totals at the original election.

Section 2 **Tie After Second Vote**

In the event that a simple majority vote is not achieved on the second vote, the current APVMA President will act as the tie-breaking vote.

Section 3 **Election Results**

The identity of the newly-elected Executive Board and Symposium Host will be announced at the last official event of the Symposium or during the final meal.

Section 4 **Transition Meeting**

Current and newly-elected Executive Officers, ABoT members, and Symposium Hosts shall convene following adjournment of the Symposium for a Transition Meeting to discuss the challenges of the positions, to exchange advice, and to inform incoming officers of any ideas in progress, as well as to transfer hard copies of information as required in the APVMA Constitution.

Article 4 ***Presidents Meeting***

Section 1 **Meeting Time**

The Presidents Meeting must be held as the first scheduled event on the first morning of the National Symposium.

Section 2 **Executive Board Role**

The Executive Board presides over the meeting (APVMA Constitution, Article 4, Section 2), but shall not participate in the voting process.

Section 3 **Proposed Amendments**

Proposed amendments to the APVMA Constitution and Bylaws will be presented in writing to the APVMA President by 10 PM the night before the Presidents Meeting.

Section 4 **Nominations**

Nominations for the Executive Board and Symposium Host will be taken during the President's Meeting from a representative of a club-affiliated membership or non-club affiliated member. Individuals running for an Executive Board position may not nominate themselves.

Article 5 ***Finances***

Section 1 **Annual Dues**

Small clubs of 1-25 active members must pay \$25.00, medium clubs of 26-50 active members must pay \$40.00, large clubs of 51-75 active members must pay \$60.00 and extra-large clubs over 76+ active members must pay \$80.00. Non-club affiliated memberships shall be available to individuals at \$10.00 per year.

Annual dues will be paid to the APVMA and sent to the Treasurer's address.

APVMA yearly membership and annual dues for all clubs are to be turned in by December 31st in order to be registered with the APVMA and to attend APVMA Symposium and March 1st in order to be registered with the APVMA Symposium for that respective fiscal year of application. Failure to do so will result in the loss of APVMA membership status for that respective fiscal year.

Section 2 **Membership Application Processing**

Applications for the APVMA will be processed by the Treasurer.

Section 3 **Fiscal Year**

The fiscal year for this organization shall begin on April 1st and end on March 31st of the following year.

Section 4 **Reimbursement**

All forms of reimbursement must be documented and accompanied with original receipts. Approval must be obtained from the APVMA President in conjunction with the Treasurer before a check is issued for reimbursement. The APVMA will reimburse the Executive Board and the ABoT the cost of registration for the annual APVMA Symposium and for other expenses pertaining to completion of their duties before the end of the fiscal year in which they serve within the APVMA.

Section 5 **Treasurer Report**

The Treasurer shall present a report of all yearly expenditures at the Presidents Meeting.

Section 6 **Committees**

The Executive Board may choose to recruit and select APVMA members to serve on a committee they designate. The purpose, size of membership, and the duration of the committee shall be determined by the Executive Board. The President shall serve as the chairperson for all committees, except those chosen for the purpose of fundraising. The Vice-President shall serve as the chairperson for committees chosen for the purpose of fundraising. In the case of a dispute in selecting a member for a committee, the President shall make the final decision, unless the member in question is enrolled in the same collegiate institution as the President, or has been enrolled in the same collegiate institution as the President while the President was attending that collegiate institution. In such a case, the decision of the Vice-President shall be final.

Article 6 ***APVMA Scholarship and Award Programs***

Section 1 **Program Coordinators**

The APVMA Scholarship and Award Programs shall be coordinated by the President. The responsibilities the President shall oversee and delegate shall include the generation of sponsors by the Vice-President, promotion of the scholarship and award opportunities in the APVMA newsletters to the general membership by the Secretary, posting of the application on the APVMA website and other applicable websites by the Webmaster, and maintenance of the APVMA Scholarship and Award Programs Budget funds by the Treasurer.

Section 2 **Scholarship Fund**

A scholarship fund shall be maintained, separate from the association funds, by the APVMA to aid individual members in pursuing their undergraduate pre-veterinary or upcoming veterinary academic education. This fund shall be called the “APVMA Scholarship Program.”

Section 3 **Eligibility**

Outlined below are the eligibility requirements to apply and be accepted for the APVMA-sponsored scholarships and awards. All other scholarships and awards by other organizations than the APVMA will designate their eligibility requirements for application and acceptance of scholarships and awards.

Scholarship

Any individual who is from an affiliated club or those who are non-club affiliated members to offset cost for their undergraduate or veterinary medical studies.

Outstanding Senior Award

Members from an affiliated club or those who are non-club affiliated members with senior status within their institution. This is not a monetary award.

Outstanding Club Community Service Award

Affiliated clubs are eligible if they have performed/developed a community service project since the last annual APVMA Symposium. This is not a monetary award.

APVMA-AAVMC One Health Scholarship

Any individual who is from an affiliated club or those who are non-club affiliated members with an understanding and application of the One Health Initiative.

APVMA-AAVMC Research Scholarship

Any individual who is from an affiliated club or those who are non-club affiliated members who has performed exemplary research.

APVMA-AAVMC Regional Symposium Sponsorship

Any club affiliated with a university that hosts a regional symposium for APVMA members to attend.

Section 4 **Application Submission**

Application(s) scholarships and awards are available on the APVMA website and shall be submitted via email to the President at least three weeks prior to the annual APVMA Symposium.

Section 5 **Application Review**

The Executive Board shall review all applications for scholarships and awards designated by the APVMA and excluding all applications for scholarships and awards designated by organizations other than the APVMA. The amount and number of scholarship(s) and award(s) and to whom they are awarded shall be determined at the Executive Board's discretion, with the ABoT serving in an advisory capacity only. If an Executive Board member is from an institution with an applicant, they must excuse themselves from the review of that respective application.

Section 6 **Awards Presentation**

The awards shall be presented at the annual APVMA Symposium after elections on the evening of the Presidents Meeting.

Article 7 **Code of Ethics and Whistleblower Policy**

Section 1 **Purpose**

APVMA requires and encourages directors, officers and employees to observe and practice high standards of business and personal ethics in the conduct of their duties and responsibilities. The employees and representatives of the corporation must practice honesty and integrity in fulfilling their responsibilities and comply with all applicable laws and regulations. It is the intent of the APVMA to adhere to all laws and regulations that apply to the corporation and the underlying purpose of this policy is to support the corporation's goal of legal compliance. The support of all corporate staff is necessary to achieving compliance with various laws and regulations.

Section 2 **Reporting Violations**

If any director, officer, staff or employee reasonably believes that some policy, practice, or activity of the Corporation is in violation of law, a written complaint must be filed by that person with the vice president or the aBOT.

Section 3 **Acting in Good Faith**

Anyone filing a complaint concerning a violation or suspected violation of the Constitution or Bylaws must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation of the Constitution or Bylaws. Any allegations that prove not to be substantiated and which prove to have been made maliciously or knowingly to be false shall be viewed as a serious disciplinary offense.

Section 4 **Retaliation**

Said person is protected from retaliation only if she/he brings the alleged unlawful activity, policy, or practice to the attention of APVMA and provides the Corporation with a reasonable opportunity to investigate and correct the alleged unlawful activity. The protection described below is only available to individuals that comply with this requirement. APVMA shall not retaliate against any director, officer, staff or employee who in good faith, has made a protest or raised a complaint against some practice of the APVMA or of another individual or entity with whom the APVMA has a business relationship, on the basis of a reasonable belief that the practice is in violation of law, or a clear mandate of public policy.

The APVMA shall not retaliate against any director, officer, staff or employee who disclose or threaten to disclose to a supervisor or a public body, any activity, policy, or practice of the APVMA that the individual reasonably believes is in violation of a law, or a rule, or regulation mandated pursuant to law or is in violation of a clear mandate of public policy concerning the health, safety, welfare, or protection of the environment.

Section 5 **Confidentiality**

Violations or suspected violations may be submitted on a confidential basis by the complainant or may be submitted anonymously. Reports of violations or suspected violations shall be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

Section 6 **Handling of Reported Violations**

The Executive Board President or vice president shall notify the sender and acknowledge receipt of the reported violation or suspected violation within five business days. All reports shall be promptly investigated by the Executive Board and the ABoT and appropriate corrective action shall be taken if warranted by the investigation. This policy shall be made available to all directors, officers, staffs or employees and they shall have the opportunity to ask questions about the policy.

Article 8 ***Tax Exemption Provisions***

Section 1 **Limitations on Activities**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Five. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Section 2 **Prohibition Against Private Inurement**

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, ABoT, officers, or other private person, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of this corporation.

Article 9 ***Conflict of Interest Policy***

No member of the APVMA Executive Board Advisory Board of Trustees (ABoT) shall derive any personal profit or gain, directly or indirectly, by reason of his or her participation in the APVMA. Each individual shall disclose to the APVMA any personal interest which he or she may have in any matter pending before the organization and shall refrain from participation in any decision on such matter. Any member of the APVMA's Executive Board ABoT shall refrain from obtaining any list of APVMA

members, sponsors, or clients for personal or private solicitation purposes at any time during the term of their affiliation.

Article 10 *By-Law Declaration*

The following declaration will be signed by each member of the Executive Board and ABoT will sign the following declaration at the beginning of the fiscal year.

In addition to my service for APVMA, at this time I am a Board member or an employee of the following organizations:

- 1.
- 2.
- 3.
- 4.
- 5.

This is to certify that I, except with regard to carrying out my duties as an officer, director or staff member of the APVMA or as described below, am not now nor at any time during the past year have been:

- 1) A participant, directly or indirectly, in any arrangement, agreement, investment, or other activity with any vendor, supplier, or other party; doing business with the APVMA which has resulted or could result in person benefit to me.
- 2) A recipient, directly or indirectly, of any salary payments or loans or gifts of any kind or any free service or discounts or other fees from or on behalf of any person or organization engaged in any transaction with the APVMA.

Any exceptions to 1 or 2 above are stated below with a full description of the transactions and of the interest, whether direct or indirect, which I have (or have had during the past year) in the persons or organizations having transactions with the APVMA.

Article 11 *Non-Discrimination Policy*

It is the policy and commitment of the APVMA that it does not discriminate on the basis of race, age, color, sex, sexual orientation, national origin, physical or mental disability, or religion.

Article 12 *Equal Employment Opportunity*

The APVMA is committed to a policy of equal employment opportunity and does not discriminate in the terms, conditions, or privileges of employment on account of race, age, color, sex, national origin, physical or mental disability, or religion or otherwise as may be prohibited by federal and state law.

Any employee, board member, volunteer or client who believes that s/he or any other affiliate of the APVMA has been discriminated against is strongly encouraged to report this concern promptly to the

Executive Board or ABoT.

Article 13 *Discriminatory Harassment*

Harassment or intimidation of a client, staff person or guest because of that person's race, age, color, sex, national origin, physical or mental disability, or religion is specifically prohibited and may be grounds for termination. Harassment and intimidation includes abusive, foul or threatening language or behavior. The APVMA is committed to maintaining a workplace that is free of any such harassment and will not tolerate discrimination against staff members, volunteers or agency clients.

Issues of discriminatory treatment, harassment, or intimidation on any of these bases should immediately be reported to the Executive Board or ABoT and, if substantiated, prompt action will be taken.

APVMA requires directors, officers and employees to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. As employees and representatives of the APVMA, we must practice honesty and integrity in fulfilling our responsibilities and comply with all applicable laws and regulations.