

Southeastern Michigan Veterinary Medical Association Constitution

Article 1: Name

The organization shall be known as the Southeastern Michigan Veterinary Medical Association.

Article 2: Incorporation

The Southeastern Michigan Veterinary Medical Association shall be incorporated as a non-profit corporation, under the laws of the State of Michigan.

Article 3: Objective

The objective of the Association shall be to promote the science and art of veterinary medicine and its related branches, to elevate the standards of veterinary medicine, to procure the enactment of just and appropriate laws and regulations governing the practice of veterinary medicine.

Article 4: Management

The governing body of the Association shall be the Council, consisting of the officers and eight council members, elected in accordance with the By-Laws.

Article 5: Elections

Section 1: The President, President Elect, Vice President Secretary and Treasurer shall be elected by general election in November and shall serve until the annual meeting subsequent to the one at which he/she was installed, or until the installation of his/her successor, at which time the President-Elect shall become President of the Association and shall serve as President until the next annual meeting or until the installation of his successor. A general election does not require attendance at a meeting to vote. Voting on proposals on the agenda for a meeting can be performed by members through use of a proxy distributed by SEMVMA that can be returned through the mail and received by a deadline established in advance by the Council.

Section 2: Four council members shall be elected in November of each year, to serve a term of two years, or until successors have been installed.

Section 3: Vacancies of the Council shall be filled in the manner prescribed in the By-Laws.

Article 6: Quorums

Section 1: Six members of the council shall constitute a quorum of the committee.

Section 2: Twenty members of the Association shall constitute a quorum at all regular and special meeting of the Association.

Article 7: Duties

The members of the Council shall perform their duties as prescribed in the By-Laws.

Article 8: Meetings

Section 1: The annual meeting shall be held during the month of January at a time specified by the Council, at which time new officers and council members will be installed.

Section 2: The regular meetings, a minimum of one per year, shall be held as deemed by the Council.

Section 3: Special meetings of the Association shall be called by the Council or upon written request to the Council by ten members in good standing. Request must state purpose for the special meeting. At least 30 days advance notice by mail of special meeting shall be sent to each member of the Association.

Article 9: Membership

Section 1: The active membership in this Association shall be composed of the present members in good standing, and such other persons, as may be elected in accordance with the provisions of the By-Laws, and they shall enjoy all the privileges of membership.

Section 2: Other members. The By-Laws may also provide for, and specify the qualifications for other classes of membership in the Association.

Section 3: Tenure. Members of the Association shall retain their membership only so long as they comply with the provisions of the Constitution, By-Laws and Code of Ethics of the Association.

Article 10: Discipline

Section 1: The membership as a whole shall have the power to suspend or expel, by a two-thirds vote of those present at any regular or special meeting, any person from membership in the Association who has been guilty of violation of the Code of Ethics, convicted of a felony by a court of law, or guilty of activities prejudicial to the welfare of the veterinary medical profession.

Section 2: No person shall however, be suspended or expelled until thirty days notice of the charges against him/her, as well as a time and place where he/she may appear in his/her own defense, shall be served upon him/her. Notice by registered mail to his/her last known address shall be sufficient service, sanctioned evidence of his/her illness may lead to an extension of time. Such appearances may be before the ethics committee or the Council who shall bring their recommendations before a regular or special meeting for final action by the membership.

Article 11: Amendments

Additions, alterations, or amendments may be made to this Constitution by two-thirds of the votes cast at a regular meeting, special meeting of the Association, or by the use of a proxy distributed by mail called for the purpose of acting upon the proposed change(s), a copy of which proposed addition, alteration or amendment shall be sent to each member with the notice or call for the regular meeting, or for the special meeting, at which the changes in the Constitution is to be considered.

Article 12: Adoption

This Constitution, as revised and written herewith, is hereby accepted, approved, and adopted by a majority vote of the members of the Southeastern Michigan Veterinary Medical Association at a special meeting held November 25, 1964; the membership agrees to be governed by the various articles as set forth. Revised version accepted, approved and adopted by a majority vote of members August 25, 1975. Amended by a majority vote of members present March 23, 1977. Revised version accepted, approved and adopted by a majority vote of the members present at a meeting held April 5, 1978. Amended by a majority vote of members November 11, 1998. Amended by a majority vote of members January 23, 2002. Amended by a majority vote of members March 20, 2002.

Southeastern Michigan Veterinary Medical Association By-Laws

Article 1: Dues

Section 1: The amount of annual dues payable by all active members of the Association shall be determined by action of the Council. New members will pay pro-rated dues for the remainder of the fiscal year of acceptance if application is received after December 31. Annual dues shall be waived while members are away on active duty with the Armed Forces of the United States, or the Canadian Armed Forces.

Section 2: The annual dues payable by all out of area members shall be one-half the amount of active members' dues, payable upon election to membership.

Section 3: The fiscal and membership years for the Association shall begin July 1, upon which date annual dues are payable.

Section 4: A member in arrears for dues on July 1 shall be penalized twenty dollars (\$20.00) and shall be notified thereof, and if he/she is still in arrears on December 31 shall therefore forfeit his/her membership in the Association and shall be notified thereof.

Article 2: Expenses

All expenses incurred by any officer, or any member or representative of the Association or of the Council, or on behalf of the Association, and on authority of the Council or the membership, shall be paid out of the funds of the Association.

Article 3: Officers

Section 1: The officers of this Association shall be a president, president elect, vice president, secretary, treasurer and immediate past president.

Section 2: No members shall be elected as an officer until he/she has been a member in good standing for at least two years preceding the date of his/her election. Candidates for any officer position will also have served on the Council for at least one year prior to nomination for office.

Article 4: Duties of Officers, the Council and MVMA Delegates

Section 1: The president shall be the chief executive officer of the Association and shall preside at all meetings of the Council. He/she shall appoint all regular and special committees and promptly fill vacancies in the membership of committees. He/she shall be considered as an ex-officio member of the committees with full power to supervise and direct their work.

Section 2: The president-elect shall act in the absence of the president, assuming all duties conferred in that office.

Section 3: The vice-president shall act in the absence of the president and/or president-elect, assuming all duties conferred in their office.

Section 4: The secretary shall keep the minutes of all meetings of the Association and Council. He/she shall have charge and be responsible for the records, papers, books, etc., excepting the financial records, papers, books, etc., of the Association. He/she shall carry on all correspondence, issue membership cards; mail notices of meetings to the members notify persons of their election and report on his/her

activities of each meeting. The secretary, upon authority from the Council, may delegate the performance of any of these duties to the Administrative Secretary.

Section 5: The treasurer shall be the sole custodian of all money belonging to the Association and shall be responsible to the Council. He/she shall keep Association funds in an accredited bank or investment firm that is a member of the SIPC. Investments shall be consistent with the purpose and needs of the Association. Investments other than in money market funds and certificates of deposits must be authorized by the Council. He/she shall pay all bills when properly approved, and submit a statement of all Association financial conditions to the membership and to the Council upon request. He/she shall furnish the Secretary with a list of members entitled to the privileges of the Association whenever requested and shall bill each member on May 1 for the following year's dues and shall bill members for dues at other times as required to comply with the By-Laws. The treasurer, upon authority from the Council, may delegate the performance of any of these duties to the Administrative Secretary.

Section 6: The Council shall be the governing body of the Association and shall have the authority to act for the Association in any and all matters. The Council shall select a director to the MVMA in accordance with the MVMA By-Laws. The Council shall govern the hiring of an Administrative Secretary. The Administrative Secretary shall perform whatever duties assigned by the Council to further the projects of policies of the Association. The Council shall convene at a time and place specified by the president or as agreed by a majority of its members.

Section 7: The Council shall have custody and control of the funds and property of the Association. The Council shall make all appropriations for the committees and shall have all accounts of the Association audited annually by a Certified Public Accountant. The Council may accept a financial report when, in the opinion of the CPA, an audit is not necessary. The Council will authorize the bonding of the treasurer and president as they shall co-sign all Association checks. The Council will also obtain bonding for the Administrative Secretary. The Council will administer all Association properties.

Section 8: The duties of the MVMA Director are to represent this Association and in the absence of specific direction by the Council, to vote and further the projects, objectives and policies of this Association.

Article 5: Vacancies

Section 1: All vacancies on the Council with the exception of the President, President Elect, or Vice President, shall be filled with a qualified member by the President with the approval of the Council, until the next election.

Section 2: In case a vacancy occurs in the office of Vice-President more than two months prior to the annual election, the Council shall declare a special election to fill the office. Nominations and election shall be in accordance with the regular election procedures outlined in these By-Laws for election at the annual election. In case the vacancy occurs in the office of vice-president within two months of the annual election, the office of vice-president shall remain unfilled until the next annual election, at which time the office shall be filled. If no member of the Council is eligible or willing to move into position, then a special nomination from current Council or eligible members may be made and approved by majority vote of Council without special election of the membership at large.

Section 3: In the event of the death, resignation, or removal of the president, the president-elect, and the vice-president, the Council shall elect one of its own members to serve as president until the next

annual election, at which time all vacancies shall be filled by the Association. If no member of the Council is eligible or willing to move into position of a vacancy, then a special nomination from current Council or eligible members may be made and approved by majority vote of Council without special election of the membership at large.

Article 6: Recall Procedures

If the president, the president-elect, the vice-president, the secretary, the treasurer, or a council member is remiss in his/her duties he/she may be recalled from office. Such action shall be initiated by a petition signed by at least 10 percent of the members or by a two-thirds vote of the council. The request for recall shall be approved at a regular or special meeting of the Association, by a two-third vote of the votes cast, the proposed recall having been submitted in writing to the council and read aloud at the preceding regular or special meeting of the Association and having been printed in one issue of the official publication of the Association, next preceding the meeting. Prior to the vote, the officer(s) subject to recall shall have the right to present his/her view to the membership at a regular or special meeting of the Association.

Article 7: Committees

Section 1: The following standing committees shall be established:

Program Committee – The president-elect shall act as a chairman. This committee will arrange all the regular and special programs for SEMVMA meetings, including the facilities and equipment. Continuing education seminars, as special programs of the Association, should have a director appointed annually.

Membership Committee – This vice-president shall act as chairman. This committee shall coordinate all matters and services that concern the general membership of the Association. It shall seek new members for the Association, and shall be concerned with the assimilation of the new members. It shall introduce new members at their first meeting and assist them with membership procedures. This committee will maintain an up-to-date membership list and cause to be printed a Yearbook and supplements as needed. The committee will make recommendations for honorary and life-membership in the Association. The committee will maintain a necrology.

Ethics and Grievance Committee – A councilman shall act as chairman. This committee shall investigate and report to the Council on matters of ethics and grievance as they arise and shall respond in an effort to resolve these matters to the best interest of all concerned. In matters of ethics and a member's conduct, the rules defined by our Constitution will be followed.

Legislative Committee – A councilman shall serve as chairman. This Committee should keep the membership advised as to current and pending legislation which directly concerns the members. It should work closely with the state legislative committee and act on behalf of SEMVMA membership in Legislative programs as directed by Council.

Nominations and Awards Committee – The immediate past president shall act as chairman. This committee shall carry out election procedures as outlined in the Constitution and By-Laws and make recommendations to Council for special Awards as needs arise.

Liaison Representative – These shall have a chairman appointed by the President. These shall be individual appointees that will act as a means of Communication with other organizations during the year.

Section 2: Other Committees. Committees other than the standing committees may be formed at any time under the direction of the president and Council.

Article 8: Membership

Section 1: Procedure

Applications for membership shall be presented to the Council at any Council Meeting and acted upon at that meeting. New member names shall appear in the next Newsletter published after the Council meeting at which their applications were acted upon.

Section 2: Classification

A. Active Members: Any eligible individual who desires to become an active Member of the Association must make application in writing on a regular form as prescribed by the Council and work or live inside the Wayne, Oakland, Macomb, Washtenaw, Monroe, Livingston, Genesee, Lapeer, or St. Clair counties of Windsor, Ontario. He/she must be of good repute and a graduate of a College of Veterinary Medicine approved by the American Veterinary Medical Association.

B. Associate Members: Any eligible individual who desires to become an Associate member of The Association must meet the same requirements as for an Active Member and must work inside of Wayne, Oakland Macomb, Washtenaw, Monroe, Livingston, Genesee, Lapeer, or St. Clair counties or Windsor, Ontario. Their application will be subject to the same approval of the Council. As associate member shall enjoy all the privileges of membership, but will be denied a vote in the Association and will not be permitted to hold office.

C. Life Members: Any member who has retired from active practice and had maintained a previous membership in good standing for 25 years may, on Application, be made a life member by vote of the Council. A life member shall be entitled to all privileges of the Association, but shall be relieved from paying dues.

D. New Graduate: A new graduate may obtain Association membership for the Remainder of the year of graduation without payment of dues. He/she shall meet The same requirements as for either an active or associate member. He/she must make application in writing on a regular form as prescribed by Council. His/her application will be subject to the same approval of the Council.

E. Surviving Spouse: The surviving spouse of a member shall enjoy all the privileges of membership, except that he/she shall not have a vote in the Association, nor shall he/she hold office. He/she shall be relieved of paying dues.

F. Disabled Member: Any individual who is a member in good standing and is totally disabled and unable to be gainfully employed at the time of application may apply for disabled membership by writing the secretary. This request is subject to approval of the Council. A disabled member shall have all of the privileges of their previous membership status and shall not be required to pay any dues. The membership must be reapplied for each year.

G. Honorary Members: The Council may confer an honorary membership upon any person. An honorary member shall not participate in the privileges of the Association, nor shall he/she hold any office, nor be required to pay any dues.

H. Student Membership: Senior veterinary students are offered complimentary membership in the SEMVMA as a means of encouraging full membership in the Association following graduation. In similar fashion to an associate membership, student membership will provide all the privileges of membership, but denies the right to vote or hold office.

Section 3: Reinstatement. Any eligible individual who desires to apply for reinstatement of active or associate membership shall do so in the same manner as their original membership application.

Article 9: Election Procedures

Section 1: Candidates for officers must be members in good standing and have served on Council for at least one year. The candidates for office will be nominated from active or past council members and will be published in the December issue of the official publication of the Association. Candidates will be approved by majority vote by all members in good standing. Officers will be elected to office of vice-president in preparation to move upward through president-elect, president, then immediate past president. The positions of Secretary and Treasurer are confirmed with majority vote every two years but may be occupied by the same individual as long as the member remains active on Council.

Section 2: Nominations may be made for any of the aforementioned offices or positions by a member in good standing provided that such nominations are in writing and are received by the secretary six weeks before the starting date of the November election, and provided further, that such written nominations be accompanied by a written statement from the nominee, stating that he/she will stand for election. That statement must also be accompanied by a written second by a member in good standing. Nominees must be members in good standing and have served on Council previously.

Section 3: Deleted

Section 4: The November election will be cast by written or electronic ballot, not longer than eight weeks before the Installation Dinner. A majority of the votes cast shall be necessary to elect. Election ballots will be accepted by mail, e-mail, FAX, or on other accepted electronic medium, on or before the posted final date of acceptance. Both nominees running for the same open position, and receiving an equal number of votes, will have their names resubmitted for a run-off election; once again, there will be a posted final date of acceptance for votes. If a majority vote is subsequently not established, the position in question may be filled at the discretion of the election committee, or the position may be re-announced and a new ballot taken.

Section 5: The elected officers and members of the Council shall take office at the close of the annual meeting following their election.

Section 6: The director of the Board of Directors of MVMA shall be selected in accordance with MVMA By-Laws.

Article 10: Code of Ethics

Section 1: The code of ethics adopted by the Association shall be that of the American Veterinary Medical Association.

Section 2: Veterinary ethics in animal sales programs. Approved at October, 1967, general meeting of the Association, it is considered a breach of ethical code of the Southeastern Michigan Veterinary Medical Association for a member to initiate, cooperate with, or participate in, any sales program which influences a purchaser's own free choice of veterinary service either by requirement, or offering gain, or reimbursement in any manner.

Article 11: Copies of Constitution and By-Laws

Section 1: Upon the adoption of this or any future Constitution and By-Laws, a copy of the same shall be delivered to each member in good standing.

Section 2: Notice of any change in the Constitution and/or By-Laws shall be sent to each member within thirty (30) days following the change.

Article 12: Amendments

These By-Laws may be altered or amended by a majority of votes cast at any meeting of the Association, provided, however, that notice of the intention to alter or amend is sent to the member thirty (30) days prior to such meeting.

Article 13: Rules of Order

Rules contained in Robert's Rules of Order, as most currently revised, shall govern this organization in all cases to which they are applicable and in which they are not inconsistent with the By-Laws or special rules of the Association.

Article 14: Acceptance

These By-Laws, as revised and written herewith, are accepted, approved, and adopted by a majority vote of the members of the Southeastern Michigan Veterinary Medical Association at a special meeting held November 24, 1967 and the membership agrees to be governed by the various articles as set forth. Revised August 25, 1975. Amended by a majority vote of members present November 30, 1977. Revised at a special meeting held April 5, 1978, by a majority vote of members present. Amended by a majority vote of members present December 2, 1985. Amended by a majority vote of members November 11, 1998. Amended by a majority vote of members January 23, 2002. Amended by a majority vote of members March 20, 20023. Amended by a majority vote of members June 18, 2003. Amended by a majority vote of members December 31, 2013. Amended by a majority vote of members December, 2016.