

**CONSTITUTION OF THE PENINSULA VETERINARY MEDICAL  
ASSOCIATION  
(As revised Dec. 23, 2008)**

**ARTICLE I. NAME**

This association shall be incorporated and known as the Peninsula Veterinary Medical Association, Inc., and shall remain a nonprofit organization in fact, herein after referred to as "The Association."

**ARTICLE II. OBJECTIVES**

The objectives of this Association shall be the advancement of the science and art of veterinary medicine, the conservation and protection of animal health, including the relationship to public health, the promotion of fraternal feelings among its members, and the protection of rights and privileges accorded doctors of veterinary medicine. This Association shall cooperate with organizations of like purpose, wherever located, and shall not in any way conflict with parent organizations.

The objectives shall be sought with due regard for the best interests of the people of the State of California.

**ARTICLE III. OFFICERS**

SECTION 1. The officers of the Association shall be a President, Vice President, a Treasurer, and three members on the Committee on Rabies Vaccination Exemptions. Each officer shall hold office for one year after installation, or until a successor has been installed.

SECTION 2. The officers shall be known as the corporate officials of the Association and as such shall be charged with the duty of complying with both the laws of the United States and the State of California that govern corporations.

**ARTICLE IV. GOVERNING BODY**

SECTION 1. There is a governing body known as the Executive Board of the Peninsula Veterinary Medical Association, Inc., as provided for in the administrative Bylaws of the Association, Article IV, Section I., which shall be composed of duly elected representatives who are members in good standing of the Association. The duties of the Executive Board are those specified in the Administrative Bylaws, Article IV.

SECTION 2. The Executive Board shall conduct all business of the Association except that otherwise provided for the Constitution and Administrative Bylaws.

SECTION 3. The Executive Board has authority over all matters presented to, or within the jurisdiction of the Association. However, nothing stated herein shall prohibit the Executive Board from consulting with, or deferring to, the recommendations of the membership, standing and/or special committees of the Association. A two-thirds vote of members at a general meeting, providing a quorum is present, may override any action of the Executive Board.

**ARTICLE V. MEETINGS**

The constitution shall make mandatory a schedule of regularly designated meeting dates for members in good standing of the Association.

**ARTICLE VI.**

This constitution may be amended at any recognized meeting of the membership by an affirmative two-thirds vote of the members present, providing a quorum is present, and also providing that the proposed amendments shall have been distributed, in writing, to all members eligible to vote at least ten days prior to the date of the meeting at which such vote shall be taken.

**ADMINISTRATIVE BYLAWS OF THE PENINSULA VETERINARY  
MEDICAL ASSOCIATION  
(As revised Dec. 23, 2008)**

**ARTICLE I. MEMBERSHIP**

**SECTION 1. TYPES OF MEMBERSHIP**

- (A) Voting
  - (1) Active
  - (2) Life
- (B) Non-Voting
  - (1) Honorary

**SECTION 2. QUALIFICATIONS FOR VOTING MEMBERSHIP**

- (A) Active Membership
  - (1) All applicants for active membership shall meet the requirements as set forth in the Bylaws of the California Veterinary Medical Association (CVMA) and the American Veterinary Medical Association (AVMA) for application to membership. Said requirements are hereby adopted and made a part of these Bylaws as though herein set forth in full.
  - (2) An active member shall have the right to vote on all propositions submitted to the membership-at-large, the right to vote upon the election of the officers and members of the Executive Board and the privilege of attending all meetings of the Association, and shall be eligible for any office or honor within the scope of the Association.
- (B) Life Membership
  - (1) The qualifications for life membership shall be the same as those for active membership except that life members shall be those who have been exempted from payment of dues by vote of the members of the Executive Board.
  - (2) To be eligible for life membership a member must have continuously paid Association dues for a minimum of 15 years and must have attained the age of 60 years.
  - (3) A life member shall have the right to vote on all propositions submitted to the membership-at-large, the right to vote upon the election of the officers and members of the Executive Board and the privilege of attending all meetings of the Association, and shall be eligible for any office or honor within the scope of the Association. A life member shall be exempt from payment of dues, but not exempt from meal costs.

**SECTION 3. QUALIFICATIONS FOR NON-VOTING MEMBERSHIP**

- (A) Honorary Membership
  - (1) Any person who meets the requirements for honorary membership in the American Veterinary Medical Association may be proposed for honorary membership in this Association, provided that such proposal shall be made in writing and signed

by at least five active members of the Association and referred to the Executive Board for consideration. A two-thirds vote of the Executive Board, providing a quorum is present, shall be necessary for election to honorary membership.

- (2) Honorary members shall be exempt from the payment of all dues but not exempt from meal costs.
- (3) Honorary members shall have the privilege of attending all meetings of the Association, however they shall not have the right to vote or hold office.

#### SECTION 4. PROCEDURE FOR ADMISSION TO ACTIVE MEMBERSHIP

- (1) Application for admission to active membership must be made on a form prescribed by the Executive Board and approved by the Association. Such application shall be signed by the applicant and two voting members of the Association. The applicant must be licensed to practice in the State of California. The applicant's signature on such application form shall constitute his or her acceptance of, and intention to be bound by, the Articles of Incorporation, Constitution and Bylaws of the Association, and the Principles of Veterinary Medical Ethics of the American Veterinary Medical Association and the California Veterinary Medical Association, together with all future amendments of any such Articles, Constitution, Bylaws, or Principles of Veterinary Medical Ethics which may be duly adopted pursuant to the provisions thereof.
- (2) Such application form shall be presented to the Treasurer filing and shall be accompanied by one year's dues, or one-half of that amount if less than six months of the current year remains.
- (3) The name of the applicant must be read at a regular or special Meeting of the Association. At the second reading, acceptance of the applicant shall be voted on. The applicant must be present at both readings.
- (4) A unanimous vote of the members present (quorum required) is necessary for acceptance of the applicant. Any member casting a "No" vote may be called upon to defend his or her position before the Executive Board as described below.
- (5) Any applicant who meets the qualifications for voting membership as set forth in Article II, Section II of the Bylaws, but who is not accepted for membership due to a negative vote among the general membership, may request final acceptance by a written petition to the Executive Board. A majority vote of the Executive Board is required for acceptance as a member.
- (6) Any applicant who is refused membership in the Association shall receive a full refund of all dues submitted with his or her application together with a statement that such action is by

direction or vote of the Executive Board taken at a regular or special meeting of said Board.

- (7) Active membership shall endure for life from the time of election unless terminated as hereinafter provided.

#### SECTION 5. TERMINATION OF MEMBERSHIP

- (A) If a member resigns membership or has membership revoked as described below, dues paid in advance for the remainder of the current year shall be considered the property of the Association and no refund need be made. Such resignation may be presented to the general membership for information.
- (B) Any member over six months in arrears in his or her dues, having been duly notified in writing, shall have his or her name stricken from the roster.
- (C) Any member whose license to practice veterinary medicine and surgery in the State of California is revoked shall, upon receipt of written evidence by the Secretary from the State Board of Examiners in Veterinary Medicine that such revocation has become final, thereupon automatically cease to be a member.
- (D) Any member who has been duly adjudged guilty by the Executive Board of any act of violation of any of the provisions of the Articles of Incorporation, Constitution or Bylaws of the Association, or the principles of veterinary medical ethics promulgated by the Association, or the AVMA or the CVMA, shall be subject to admonishment, censure, suspension, or expulsion from the Association by two-thirds vote of the voting membership present, providing a quorum is present.
- (E) The procedure with respect to disciplinary action such as admonishment, censure, suspension or expulsion of any member shall be as follows:
- (1) Such charge(s) or complaint(s) shall be in writing and filed with the Vice President.
  - (2) The member(s) who is the subject of the complaint must appear for a full hearing before the Executive Board.
  - (3) At least five days before the date of said hearing, all parties involved must be in possession of all available pertinent data to assure a hearing fair to all concerned.
  - (4) The results of the hearing must be made known to the voting membership in a closed meeting.
  - (5) Following disclosure of the hearing results to the voting membership, discussion is permitted and a vote (quorum required) is then taken to decide termination of membership.

#### SECTION 6. MEMBERSHIP REINSTATEMENT

- (A) Anyone losing membership in the Association for any reason may apply for re-instatement at any time by written petition to the Executive Board. In addition to said written petition, such person may request a personal hearing with the Executive Board for the

purpose of requesting reinstatement. If the circumstances warrant, in the sole discretion of a majority of the Executive Board, such person may be reinstated in membership of the Association.

- (B) Members terminated from membership in the Association for non-payment of dues are required to pay the dues applicable for the year in which they are reapplying for membership prior to acceptance for reinstatement.

## **ARTICLE II FUNDS AND ASSESSMENTS**

### **SECTION 1.**

- (A) The Executive Board shall fix the annual assessment of dues for membership in the Association in January of each calendar year.
- (B) Life and Honorary members shall be exempt from payment of all dues.
- (C) Officers of the Association (President, Vice President, and Treasurer, three members of the Committee on Rabies Vaccination Exemptions) are exempt from payment of all dues during their term of office.
- (D) Appointed positions of Newsletter Editor and Speaker Coordinator are exempt from payment of all dues during their terms in office.
- (E) Dues are waived for CVMA Delegate but not the (appointed) Alternate Delegate.

SECTION 2. Annual dues shall be due and payable on January 1 of each calendar year.

SECTION 3. A member may lose his or her membership if the annual dues remain unpaid on July 1.

SECTION 4. A new member shall pay only one-half of the annual amount when less than six months of the current year remains at the time of application.

SECTION 5. The Executive Board, at a regular meeting or a special meeting called for that purpose, may initiate action to assess the members for funds, over and above any dues paid, for special needs and purposes. Such proposed action must be presented to the membership at a regular or special meeting of the membership for final approval. All voting members must be notified in writing of the proposed assessment at least ten days in advance of said meeting at which a vote will be called for. Approval requires a two-thirds affirmative vote of the voting members present, providing a quorum is present.

SECTION 6. The Treasurer of the Association shall seek authorization from the Executive Board prior to paying any account deemed payable by the Association in excess of \$250 and any request for special expenditures in excess of \$250 must be presented to the Executive Board for evaluation prior to presenting it to the Association.

SECTION 7. The Executive Board shall cause an audit to be conducted of all financial affairs of the Association at the end of each term of office

of the Treasurer of the Association. This audit may be conducted by the incoming Treasurer.

SECTION 8. The Association shall maintain one year's expenses.

### **ARTICLE III. MEETINGS**

SECTION 1. The Executive Board shall meet as often as necessary to perform its functions in an expeditious manner upon at least five days written notice to the members of the Board.

SECTION 2.

(A) Regular meetings of the general membership shall be held on the third Tuesday of odd months.

(B) The site of said meetings shall be designated by the President of the Association.

(C) Twenty-five percent of members in good standing present shall constitute a quorum.

(D) The President, or any three officers in good standing acting in unison, may call special meetings of the membership. All active members shall be given not less than ten days written notice of all special meetings. Such notice shall specify the particular object of such meetings.

SECTION 3. The current edition of Robert's Rules of Order, when not in conflict with the Articles of Incorporation or Constitution and Bylaws of the Association, shall be the guide for parliamentary procedure at all meetings of the Association and any other committees or groups within the Association.

### **ARTICLE IV. EXECUTIVE BOARD**

SECTION 1. The governing body of the Association is the Executive Board shall be composed of the President, the Vice President, the Treasurer, the Delegate to the CVMA House of Delegates, the Alternate Delegate to the CVMA House of Delegates, and the Immediate Past President. It is possible for an individual to hold more than one position on the Executive Board, but only one position as an elected officer.

SECTION 2. The Executive Board shall conduct all business of the Association except that otherwise provided for by the Constitution and Bylaws.

SECTION 3. The Executive Board has authority over all matters presented to, or within the jurisdiction of the Association. However, nothing herein stated shall prohibit the Executive Board from consulting with, or deferring to the recommendations of the membership, standing and/or special committees of the Association.

SECTION 4. Each member of the Executive Board shall have one vote. If an individual holds two positions on the Executive Board (e.g. CVMA Delegate and Past-President) that individual is entitled to a single vote.

SECTION 5. Four members of the Executive Board shall constitute a quorum for the transaction of business.

SECTION 6. All meetings of the Executive Board shall be conducted as specified in the latest edition of Robert's Rules of Order with the exception that the chair shall have the right to vote.

**ARTICLE V. OFFICERS**

**SECTION 1.**

(A) The officers of the Association shall be a President, a Vice President, and a Treasurer. There are also two other elected positions: the Delegate to the CVMA House of Delegate and the Alternate Delegate to the CVMA House of Delegates. There are three volunteer officer positions serving on the Committee on Rabies Vaccination Exemptions.

(B) Each officer shall hold office for one year after installation or until a successor has been installed.

(C) The officers shall be known as the corporate officials of the Association and as such shall be charged with the duty of complying with both the laws of the United States and the State of California that govern corporations.

(D) Dues are waived for the six officers of the Association (President, Vice President, Treasurer, and three Rabies Vaccination Exemption Committee members) for their terms of office.

**ARTICLE VI. DUTIES OF THE PRESIDENT**

SECTION 1. It shall be the duty of the president to preside as chair at all meetings of the Executive Board and to preside as chair of all meetings of the general membership.

SECTION 2. The President shall appoint committees as authorized in these Bylaws, and any other committees as may be deemed necessary.

SECTION 3. The President shall call special meetings of the Executive Board whenever he/she may deem it necessary and shall also call such special meetings upon written request of four members of the Executive Board.

SECTION 4. The President shall make necessary appointments to fill any vacancies occurring among non-elective offices. All such appointments shall have the approval of the Executive Board.

SECTION 5. The President will schedule the date and location of all meetings of the general membership adhering to the meeting schedule in the Bylaws (ARTICLE III, Section 2).

SECTION 6. The President will maintain the official files of the Association.

SECTION 7. The President will receive correspondence directed to the Association.

**ARTICLE VII. DUTIES OF THE VICE PRESIDENT**



- SECTION 1. It shall be the duty of the Vice President- to assume the duties of the President in the event of his/her absence or inability to serve or conduct the affairs of the Association.
- SECTION 2. The Vice President shall be chair of the Peer Review Committee (ARTICLE XII, Section 7A).
- SECTION 3. The Vice President shall keep the minutes of the general membership meetings and Executive Board meetings. Minutes will be distributed to the general membership.

**ARTICLE VII. DUTIES OF THE TREASURER**

- SECTION 1. It shall be the duty of the Treasurer to put all monies of the Association into a fund to be known as the General Fund of the Peninsula Veterinary Medical Association, Inc., and to be legally appropriated for the payment of current expenses and for such other purposes as directed by the vote of the Executive Board and/or the membership of the Association.
- SECTION 2. It shall be the duty of the Treasurer to render to the Association a detailed written report of receipts and disbursements as called upon to do so, or in the event of absence, submit a statement of same.
- SECTION 3. It shall be the duty of the Treasurer to maintain a roster of members attending the general meetings to serve as proof of continuing education.

**ARTICLE IX. DUTIES OF THE DELEGATE AND ALTERNATE DELEGATE TO THE CVMA HOUSE OF DELEGATES**

- (A) It shall be the duty of the Delegate and Alternate Delegate to the CVMA House of Delegates to perform the duties as set forth in the Constitution and Bylaws of the California Veterinary Medical Association. The Delegate will represent this Association at required CVMA functions and provide a report to the Association. It shall be the duty of the Alternate Delegate to perform the duties of the delegate in the event that the delegate, for any reason whatsoever, is unable to serve.

**ARTICLE X. ELECTION AND TERMS OF OFFICE**

- SECTION 1.
- (A) In September of each calendar year, the President shall ask for nominations for the office of Treasurer, Vice President, and President. In alternate years, the President shall ask for nominations for the offices of CVMA Delegate and Alternate Delegate.
- (B) Nominations shall remain open until the regular November meeting of the general membership at which time additional nominations may be made from the floor.
- (C) Voting shall be by secret ballot or show of hands.
- (D) The nominees for President, Vice President, Treasurer and CVMA Delegates who receive the most votes for the above described

offices shall be declared elected and shall hold office for one year (President, Vice President, Treasurer) or two years (CVMA Delegate) following their installation, or until their successors are installed.

- (E) Installation of the President, Vice President, Treasurer, and Delegate to the CVMA House of Delegates shall take place at the first regular meeting of the general membership following the election.

**SECTION 2. SPECIAL ELECTIONS**

- (A) In the event that any officer is unable for any reason whatsoever to perform the duties of this office, thereby creating a vacancy, the remaining members of the Executive Board shall fill the vacancy created by declaring a special election.
- (B) Nomination from the floor shall be accepted at the first regular meeting of the general membership following the date of creation of said vacancy. Voting shall be by secret ballot or show of hands and the nominee having the most votes will be declared elected. The successful candidate shall thereafter immediately assume the duties as a member of the Executive Board and shall serve in office for the unexpired term of the vacating officer.

**ARTICLE XI. COMMITTEES AND APPOINTED OFFICES**

**SECTION 1.** There shall be standing committees and appointed offices of the Association as follows:

- (A) Committee on Peer Review
- (B) Committee on Continuing Education--Speaker Coordinator
- (C) Committee on Humane Society Interrelations
- (D) Newsletter Editor
- (E) Committee on Charitable Donations
- (F) Alternate Delegate to the CVMA House of Delegates
- (G) Committee on Rabies Vaccination Exemptions

**SECTION 2.** Additional standing committees may be created, or existing committees may be discontinued by action of the membership in amending these Bylaws.

**SECTION 3.** Special committees may be created by the Executive Board to perform specific functions not covered by other committees.

**SECTION 4.** The President of the Association shall appoint members, designate the chair, and regulate the size of the various standing committees subject to the approval of the Executive Board except as otherwise stated in these Administrative Bylaws. Committee members shall be appointed for a term of one year.

**SECTION 5.** The chair of each standing committee shall have the right to appointment subcommittees, which shall function in an advisory capacity only.

**SECTION 6.** Each committee shall report directly to the Executive Board for dissemination to the membership.

SECTION 7. Duties of the standing committees of the Association shall be as follows:

- (A) It shall be the duty of the Committee on Peer Review to follow CVMA guidelines for handling complaints against local veterinary practitioners. The Chair of this Committee will be the Vice President.
- (B) It shall be the duty of the Committee on Continuing Education and/or the Speaker Coordinator to establish and maintain a program of continuing education, select meeting sites for continuing education events other than the general meetings, and work with the membership of the Association for the promotion thereof.
- (C) It shall be the duty of the Committee on Humane Society Interrelations to cooperate in any manner deemed beneficial to both the public and the profession through recognized humane societies. It shall also be the duty of the Committee to make recommendations to the membership on ways and means to promote better cooperation in this area.
- (D) It shall be the duty of the Newsletter Editor to prepare, print and distribute the newsletter to be received by the membership prior to each scheduled meeting.
  - (1) Distribution of the newsletter shall include all active members and other Peninsula area veterinarians as decided by the Executive Board.
  - (2) The newsletter will include paid advertising relevant to the membership. The advertising fee schedule will be determined by the Executive Board.
- (E) It shall be the duty of the Committee on Charitable Contributions to identify organizations where financial support from the Association will further the objective of the Association outlined in the Constitution. The Committee will review requests for financial support, summarize their findings and make recommendations to the general membership. Donations will be decided by a vote of the general membership.
- (F) It shall be the duty of the Committee on Rabies Vaccination Exemptions to review applications submitted to San Mateo County Animal Licensing, and to recommend completed applications that meet the guidelines to the San Mateo County Animal Licensing.

## **ARTICLE XII MISCELLANEOUS**

SECTION 1. These administrative Bylaws may be amended at any recognized meeting of the membership by an affirmative two-thirds vote of the members present, providing a quorum is present, and also providing that the proposed amendments shall have been distributed, in writing, to all members eligible to vote at least ten days prior to the date of the meeting at which vote shall be taken.

SECTION 2. The Association may maintain a paid Executive Secretary position.