

**ASSOCIATION OF REPTILIAN AND AMPHIBIAN VETERINARIANS**  
**BYLAWS**  
**(REVISED 2002)**  
**(REVISED 2007)**

**ARTICLE I – Title**

The Association shall be known as the Association of Reptilian and Amphibian Veterinarians (ARAV) and shall be incorporated under the laws of the General Not for Profit Corporation Act of the State of Washington.

**ARTICLE II – Objectives**

The objectives of the Association shall be: 1) to advance programs for preventative medicine, husbandry, and scientific research in the field of veterinary medicine dealing with reptiles and amphibians; 2) to distribute scientific information relating to the field of husbandry, veterinary medicine and surgery of reptiles and amphibians through the Journal of Herpetological Medicine and Surgery, the official publication of the Association, and the Annual Conference of the Association; and 3) to promote the conservation and humane treatment of all reptilian and amphibian species through education, captive breeding and preservation of reptilian and amphibian habitats.

**ARTICLE III – Membership**

Membership in the Association shall be open to veterinarians and other professional persons, technicians, and students associated with the field of herpetology. All members of the Association shall comply with the bylaws and policies as may be adopted by the Association. Failure to do so may result in termination of membership.

Applications: All applications for membership shall be in writing and submitted to the Executive Director on an Association Membership Application. The Executive Director shall review all applications and make a determination as to the eligibility and appropriate membership or affiliation classification of each applicant

Membership shall be on a calendar year basis.

**Section 1 – Active Member**

- A. Active members in the Association shall be those veterinarians interested in the field of reptile and amphibian medicine and surgery.
- B. An Active member in good standing shall enjoy all rights and privileges of the Association, including participation in meetings, voting and holding office, as provided in the bylaws.
- C. Active members shall receive issues of the Journal of Herpetological Medicine and Surgery, a copy of the Proceedings of the Association's annual conference and access to the Membership Directory.

**Section 2 – Associate Member**

- A. An Associate member is any person interested in the field of reptile and amphibian medicine and surgery.
- B. An Associate member enjoys all of the rights and privileges of an active member, but may not hold the office of President, President-Elect, Vice President, Secretary, or Treasurer.
- C. Associate members shall receive issues of the Journal of Herpetological Medicine and Surgery, a copy of the Proceedings of the Association's annual conference proceedings and access to the Membership Directory.

### Section 3 – Student Member

- A. A Student member is any person enrolled full-time in a college setting, including interns, residents, and graduate students who are interested in reptilian and amphibian medicine and surgery.
- B. A Student member enjoys all of the rights and privileges of an active member, but may not hold the office of President, President-Elect, Vice President, Secretary or Treasurer.
- C. A Student member receives issues of the Journal of Herpetological Medicine and Surgery, a copy of the Proceedings of the Association's annual conference, and access to the Membership Directory.

### Section 4 – Student Chapter Members

- A. A Student Chapter may be formed by a group of five (5) or more students at a veterinary school who are interested in reptile and amphibian medicine and surgery.
- B. The Student Chapter receives a one (1) year subscription to the Journal of Herpetological Medicine and Surgery, a copy of the Proceedings of the Associations annual conference, access to the Membership Directory, one (1) hard copy of the ARAV Externship/Speaker database, and one (1) free conference student registration.

### Section 5 – Honorary Members

- A. Individuals who by reason of their contribution to reptilian and amphibian medicine, surgery and Husbandry, and to the field of herpetology and who have substantially promoted the goals for which the Association was formed may be considered for Honorary membership. Candidates for Honorary membership shall be elected by the Board of Directors. Honorary members shall enjoy all membership privileges, except the right to vote or hold elected office.

### Section 6 – Dues

- A. Membership is on a calendar year basis. Membership dues will be determined by the Board of Directors from time to time and reported to the members at a regular meeting of the Association or in the Journal. Dues shall be paid annually, or as determined by the Board of Directors, upon receipt of notice thereof.

## **ARTICLE IV – Board of Directors**

The Board of Directors will be composed of the President, President-Elect, Vice President, Secretary, Treasurer, Members-at-Large, the Immediate Past President, and the Chairs of all Standing Committees. The President shall serve as Chair of the Board of Directors.

### Section 1 – Duties

- A. The Board of Directors shall be the administrative body of the Association. It shall administer the Affairs of the Association in a manner consistent with the bylaws.
- B. It shall make reports to the Association of all Board of Director actions at the annual membership meeting and more often as appropriate.
- C. It shall fill any vacancies in office, occurring between elections by appointment.
- D. It shall take any emergency action that needs to be taken by the Association when it is not possible to obtain action by the membership.
- E. Shall create a Board of Director's Policy, to be revised annually to meet the needs of the Association.
- F. Shall adopt a Strategic Plan at least every 5 years to determine the immediate and long term needs and direction of the Association.
- G. May propose bylaw amendments to the membership as needed.
- H. Shall retain a paid Executive Director.

Section 2 – The Board of Directors shall meet during the annual meeting of the Association and at such other times and place as the President and/or the majority of the Executive Committee may determine. Teleconferences shall be held quarterly by the Executive Committee. The Board of Directors may meet via telephone conference calls.

Section 3 – Members (other than the Executive Director) of the Board of Directors shall not receive any compensation for their services. These members may however be reimbursed for expenses incurred in their official capacity, as determined by the Board of Directors. The Executive Director will receive compensation in an amount determined by the Board of Directors. The level of the Executive Director’s compensation will be reviewed annually.

Section 4 – Delegation of Power

An officer may resign by providing his/her written resignation to the Secretary of the Association, or at any official meeting of the members, Executive Committee, or of the Board of Directors. Such resignation shall be effective upon receipt (unless specified to be effective at some other time), and acceptance thereof shall not be necessary to make it effective unless if it so states.

Any officer or board member may be removed for cause, after at least 30 days notice to such officer or board member, and after an opportunity to be heard at an official or a specially convened meeting. The Board of Directors can remove an officer before an annual election, with a two-thirds vote in favor of removal by the Board. Such meeting can be by telephone conference call.

**ARTICLE V – Officers**

There shall be eight officers elected at the annual meeting of the Association or by electronic ballot: President-Elect, Vice President, Secretary, Treasurer (during years his/her multi-year term is ending), and four (4) Members-at-Large. Nominations for these officers shall be made by a Nominating Committee consisting of three persons – Nominating Committee Chairperson, plus at least two Past-Presidents. Nominees must be selected from the Active membership and be in good standing. A call for nominations to the general membership shall be used as a pool for committee selection.

Section 1 – Election of Officers

The Nominating Committee, consisting of the Nominating Committee Chairperson, plus at least two Past Presidents shall present annually a slate of officers consisting of the President-Elect, Vice President, Secretary, Treasurer, and the Members-at-Large. They will be placed on the ballot, which will be submitted to the membership and be voted on. Results will be provided to all members, with the beginning of officers occurring at the end of the annual conference.

Section 2 – Duties and Terms of Office.

A. President

1. Preside and with the Executive Director prepare the agenda of all meetings.
2. Serve as the Chairperson of the Board of Directors, Executive Committee, and the Governance Committee.
3. Officially represent the Association and perform all other duties that properly fall upon the President.
4. Shall teleconference at least biannually with all committee chairpersons to oversee committee actions and progress on objectives to implement Association policy.
5. The President shall perform such other duties as are necessarily incident to the office of President.
6. Shall be an ex-officio member of all committees except the Nominating Committee.
7. Shall turn over all records immediately to his/her successor.

B. President-Elect

1. Preside at meetings in the absence of, or when requested by, the President
2. Serve as a member of the Board of Directors and the Executive Committee
3. Serve as Chairperson of the Conference Committee for the annual conference occurring during his/her term of office.
4. Be responsible for the scientific portion of the annual conference.
5. Assume the office of President at the close of the annual conference succeeding the conference at which he/she was installed as President-Elect.
6. Shall turn over all records immediately to his/her successor.

C. Vice-President

1. Serve as a member of the Board of Directors and the Executive Board.
2. Serve on the Conference Committee for the annual conference occurring during his/her term of office.
3. Be responsible for the wet lab portion of the annual conference.
4. Shall turn over all records immediately to his/her successor.

D. Secretary

1. Keep a record of the proceedings of all meetings of the Association, the Board of Directors and the Executive Board.
2. Serve as a member of the Board of Directors and the Executive Committee.
3. Retain copies of all letters written by him/her on behalf of the Association and preserve and file all letters and communications received by him /her in an official capacity, with the Executive Director.
4. Serve on the Conference Committee for the annual conference occurring during his/her term of office.
5. Be responsible for the official social portions of the annual conference.
6. Take minutes of the Board of Directors or Executive Committee meetings and distribute to the Board or Executive Committee within 14 days of the meeting.
7. Maintains a list of all Special Committees (active and inactive) with the date of creation, the goal of the committee, committee chairperson, and date of resolution.
8. Shall turn over all records immediately to his/her successor.

E. Treasurer

1. Shall review all proposed budgets and quarterly financial reports.
2. Shall assist the Executive Director in the preparation of an annual budget
3. Shall serve as a member of the Board of Directors and the Executive Committee.
4. Shall present a report of the current financial status of the organization at the annual session of the Board of Directors.
5. Shall serve as chairperson of the Finance and Budget Committee.
6. The treasurer shall serve a three (3) year term.
7. Shall turn over all records immediately to his/her successor.

F. Members-at-Large

1. Members-at-Large shall be nominated and elected from any membership category.
  - a. There shall be four (4) Members-at-Large.
  - b. Terms of office shall run for two years.
  - c. Members-at-Large shall serve staggered terms, such that each year two (2) elections shall be held.
  - d. The Nomination Committee is encouraged to ensure that at least one (1) Member-at-Large is a citizen of a country other than the United States.
2. Shall act as liaisons between the general membership and the Executive Committee.
3. Shall serve as members of the Board of Directors and the Executive Committee.

G. Immediate Past President

1. Shall serve the organization for one year after his/her term as President has expired.
2. Shall serve as a member of the Board of Directors and the Executive Committee.
3. Shall serve on the Scientific Program Committee for the annual meeting occurring during his/her term as Immediate Past President.

**ARTICLE VI – Committees**

Section 1 – Executive Committee

The Executive Committee will be composed by the President, President-Elect, Vice President, Secretary, Treasurer, Members-at-Large, and the Immediate Past President. The President shall serve as Chair of the Executive Committee. The Executive Director will participate in all Board of Director and Executive Committee meetings as an ex-officio non-voting member and may be excused from the meeting when matters regarding the position of Executive Director are discussed. The specific role of the Executive Director shall be defined in the annually issued Board of Directors Police Directive and may vary from year to year.

The Executive Committee shall transact the general business of the Association between the meeting of the Board of Directors and as set forth by the Bylaws. All transactions of this Committee shall be reported to the Board at the next meeting of the Board.

Teleconferences shall be held quarterly by the Executive Committee. Inability to attend more than one teleconference (for Executive Committee members) or the Annual Board of Director’s meeting by any member shall constitute grounds for consideration of removal from the Executive Committee of Board.

Section 2 – Standing Committees

Each Committee Chairperson shall maintain a permanent folder of all committee activities, which will be turned over to his/her successor at the completion of his/her term as Chairperson. Upon termination of any Committee, the files of that Committee shall be turned over to the Executive Director. Chairpersons shall serve upon approval of the Board of Directors for a term of three years, and can be considered for another two year term, after which a new chairperson shall be installed. Members of the Executive Committee may not serve as Standing Committee chairpersons, with the exception of the President chairing the Governance Committee, the President-Elect chairing the Conference Committee, and the Treasurer chairing the Finance and Budget Committee.

A. Public Relations Committee / Membership Committee

1. Chaired by an individual appointed by the President and approved by the Executive Committee.
2. Organizes and maintains all membership in the Association, and is responsible for public relations and international chapters.
3. Develops and maintains the website of the Association.
4. Organizes and maintains all membership in the Association and is responsible for public relations.
5. Ensures implementation of outreach programs to increase the veterinary and non-veterinary reptile and amphibian community and the general community about the ARAV with an aim of increasing the quality of care of reptiles and amphibians in captivity and improve conservation efforts.

B. Education Committee.

1. Chaired by an individual appointed by the President and approved by the Executive Committee.

2. Oversees all aspects of academic and public education of veterinary students in the field of reptile and amphibian medicine for the Association.
3. Coordinates student competitions at the Annual Conference.

C. Development Committee.

1. Chaired by an individual appointed by the President and approved by the Executive Committee
2. Responsible for expansion of auxiliary material used in the promotion of ARAV and works in conjunction with the Public Relations/Membership Committee
3. Responsible for developing future directions of the ARAV and encouraging development of ARAV leaders in consultation with the Executive Committee, including strategic planning.
4. Works with the Executive Director on fundraising issues.

D. The Research and Conservation Committee.

1. Chaired by an individual appointed by the President and approved by the Executive Committee.
2. Responsible for evaluating and recommending to the Executive Board any research proposals submitted to the ARAV for funding.
4. Reports on the progress of such studies funded.
5. Responsible for advertising ARAV research grants in a timely manner in conjunction with the Public Relations/Membership Committee.

E. Nominating Committee

1. Appointed by the President and approved by the Executive Committee and will consist of one individual from the Active membership (Chairperson) and at least two Past Presidents.
2. Shall increase identification of potential leaders and encourage their participation in Committees.
3. Shall put out calls for nomination to the whole membership with nominees being reviewed by the Committee, and then forwarded to the Executive Committee for discussion. Once approved, nominees are to be voted on by the general membership under the timeline described in Article VI, Section 1.

F. Conference Program Committee

1. Chaired by the President-Elect, who is also in charge of the scientific portion of the conference.
2. Other required members and their responsibilities include the Vice President – wet labs; the Secretary – all official social activities; Immediate Past President – advisory role; Executive Director (non-voting member) – communication and negotiation with conference and hotel facilities; and an auction coordinator – to be selected by the Executive Committee.
3. Other Committee members from the active membership are strongly encouraged, including international, associate, and student members.
4. Responsible for all planning and management aspects of the Annual Conference of the Association.
5. Update and modify the Conference Planning Manual within two (2) months of the end of each Annual Conference.

#### G. Finance and Budget Committee

1. Chaired by the Treasurer and shall also include two members from the active membership appointed by the President and approved by the Executive Committee. They may not be members of the Executive Committee or members of any other Committee.
2. Shall work with the Executive Director to develop and review all proposed budgets from other Committees and produce quarterly financial reports.
3. Budget expenses for each Committee, the Executive Director, the Journal, and the Annual Conference.
4. A budget forecast shall be presented to the Board of Directors for approval by November 15<sup>th</sup> for the upcoming calendar year.
5. The actual budget, including revenue, expenses, reserves, and net gain or loss shall be published in the last issue of the Journal of Herpetological Medicine and Surgery each year for that calendar year. A link to that budget will also be provided on the website.
6. Oversee all fund raising.

#### H. Governance Committee

1. Chaired by the President, and consisting of the Immediate Past President, Vice President, Secretary, Members-at-Large, and potentially other active members at the discretion of the Executive Committee.
2. Provides ongoing review of bylaws and job descriptions of all elected and appointed members of the Board of Directors.
3. Chair review adequacy of the bylaws as needed and oversee elections.
4. Update and maintain historical documents of the group at office of the Executive Director.

#### I. International Committee

1. Chaired by an international individual appointed by the President and approved by the Executive Committee.
2. Serves to increase international membership and participation around the globe.
3. Encourages formation of International Chapters
4. Works closely with the Public Relations/Membership Committee to meet the needs of international members.

#### J. Legislative and Animal Welfare Committee

1. Chaired by an individual appointed by the President and approved by the Executive Committee.
2. Investigate and report to the Board of Directors on legislative and animal welfare issues relevant to the goals of the Association.
3. Develop and issue (or revise/update) white papers (Organized articles discussing the various positions on an issue without inherent bias or support of any position, listing rather information and references on the topic from peer-reviewed sources). Once approved by the Executive Committee, sent to state veterinary medical associations and other relevant groups.
4. Unless directed by the Executive Committee, the ARAV will NOT issue position statements.

#### K. Editorial Board

1. Consist of seven active members selected by the Executive Committee, including a chairperson designated by the Executive Committee.
2. Provides oversight of all publications created by the ARAV with particular emphasis on the Journal of Herpetological Medicine and Surgery (JHMS).

3. Ensures that the JHMS is of the highest quality and breadth appropriate to the target audience.
4. Oversees the quality, content, timing, and distribution of the JHMS.
5. Makes staff salary recommendations based on commensurate organizations with publications.
6. With the editor, creates a Journal budget for the upcoming year for consideration by the Finance and Budget Committee.
7. Does not directly oversee the editor and editorial staff, but can make recommendations to the Executive Committee regarding them.

### Section 3 – Special Committees

- A. The Special Committees of the Association may be appointed by the President as required.
- B. Special Committees shall make reports to the Executive Committee as required, in the same manner as other committees.

### **ARTICLE VII – Meetings**

The Association membership and the Board of Directors shall meet at least once per calendar year. The site of such meeting(s) is to be determined, to the extent possible, a minimum of one year in advance, at the annual Directors meeting by a majority of the Board of Directors.

### **ARTICLE VIII – Parliamentary Authority**

Robert’s Rules of Order, revised edition, shall govern meetings of the Association to the extent that they are consistent with these Bylaws or special rules of order.

### **ARTICLE IX – Bylaw Amendments**

The Bylaws may be amended when presented by any voting member and approved by two thirds (2/3) vote by members voting by mail ballots or at an on-line secure balloting site selected by the Executive Committee. Any proposed amendment shall be mailed to the voting member at least fourteen (14) days prior to the meeting at which it is to be voted upon.

### **ARTICLE X – Quorum**

All board and committee meetings require a majority to constitute a quorum. A general membership meeting requires ten percent (10%) of the membership to constitute a quorum.

### **ARTICLE XI – Property**

Section 1 – The Association is not formed for pecuniary profit or gain, and any moneys or properties received by the Association shall not be paid to any member or any person during the life of the Association except as compensation for property purchased or services rendered.

Section 2 – In the event that the Association should dissolve, all properties will belong to the Society for the Study of Amphibians and Reptiles (SSAR). However, if the named recipient is not then in existence, is no longer a qualified distribute, or is unwilling/unable to accept the distribution, then the assets of the ARAV shall be distributed to the American Association of Zoo Veterinarians, or other organization (as determined by the Board of Directors) which operates under the specified purpose in section 501(c)(3) of the Internal Revenue Code.

### **ARTICLE XII – The Lifetime Achievement Award**

The Lifetime Achievement Award is the highest honor bestowed by the ARAV on an individual or group that has consistently excelled in herpetological education, husbandry, medicine, surgery, conservation and/or welfare. The award is made on an irregular basis by the Executive Committee of the ARAV, on behalf of the organization, in recognition of the recipient’s outstanding contributions to the field of herpetology during their professional life.