CONSTITUTION AND BY-LAWS VETERINARY MEDICAL ASSOCIATION

OF

NEW YORK CITY, INC.

2009 Edition Amendments through June 2009 have been included.

VMA of NYC, Inc.

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CONSTITUTION

Article I Name

- Sec. 1 The name of this Association shall be the Veterinary Medical Association of New York City, Inc.
- Sec. 2 This Association is incorporated under the laws of New York State.
- Sec. 3 This Association is, and shall ever remain, a non-profit organization.

Article II Purpose

The purpose of this Association shall be to improve and advance the education of veterinarians and the science of veterinary medicine; to foster and maintain high standards of integrity, honor, courtesy, and ethics within the profession; to foster protection of the public health; and enlighten and inform the public in regard to veterinary medicine, science, knowledge and avoidance of cruelty to animals, wherein it affects the public good and welfare.

Article III Membership

Sec. 1 There shall be six classes of membership in this Association and these shall be:

Active member
 Associate member
 Life member
 Inactive member
 Inactive member

- Sec. 2 Active members shall be graduates of veterinary colleges which are approved by the NY State Department of Education and and accredited by the American Veterinary Medical Association, or of foreign colleges listed in the World Directory of Veterinary Schools published by the World Health Organization, which are of good moral character, and whose conduct meets the requirements of the Code of Ethics of this Association. In addition, a veterinarian whose practice or principal place of business is outside the City of New York must be a member in good standing of his/her local veterinary association.
- Sec. 3 Associate members shall be graduate veterinarians who are of good moral character and whose professional conduct meets the requirements of the Code of Ethics of this Association. Veterinarians who are engaged in active private practice within the City of New York may not apply for this class of membership. Veterinarians who are engaged in any form of active practice outside the City of New York must be members in good standing of their local veterinary associations or persons on assignment in the capacity of veterinarian within New York City and are subject to transfer to another region. Associate members shall not be eligible to vote or hold office, but shall be entitled to all other privileges of this Association.
- Sec. 4 Life members shall be selected from the active membership, and shall be veterinarians who have served the Association as officers or members of the executive board, and who have been active in the Association continuously for twenty-five years or more. They shall enjoy the privileges of active membership but shall be exempt from the payment of dues.
- Sec. 5 Retired members shall be any active members in good standing who have retired from active service in the profession. They shall enjoy all the privileges of active membership except the right to hold office and vote. They shall be exempt from the payment of dues.
- Sec. 6 Honorary members shall be persons who have contributed to the advancement of veterinary medicine. They shall have the privileges of active membership except the right to vote and hold office. They shall be exempt from the payment of dues.
- Sec. 7 Inactive members shall be those who, while active members in good standing, leave the City of New York for a period of at least ten months. A candidate for this class of membership must give notice of such intended ab-

sence to the secretary in writing. The request will be subject to the approval of the executive board. No member shall remain on inactive status for a period of more than five years, except by special permission of the executive board. Inactive members shall not pay dues and may not vote or hold office, but shall retain all other privileges of active membership.

Article IV - Officers

Sec. 1 The officers of this Association shall be:

- 1. President
- 4. Treasurer
- 2. President-Elect
- 5. Representative to the Executive Board of the New York State Veterinary

3. Secretary Medical Society.

Sec. 2 Election of Officers.

The election of the President-Elect, Secretary and Treasurer shall be held annually at the last meeting of the calendar year. They shall be elected by secret ballot and the candidate having the majority of the votes cast shall be duly elected. In the event of no majority on the first ballot, the two candidates receiving the greatest number of votes would immediately be resubmitted to the membership on a second ballot.

Sec. 3 Term of Office.

The President and President-Elect shall serve a term of one year. The Secretary and Treasurer shall serve a term of one year and shall be eligible for re-election.

The Representative member of the executive board of the New York State Veterinary Medical Society shall be elected for a regular term of four years. The Representative member shall begin his/her term immediately following election. Representatives who have served two consecutive terms shall not immediately be eligible for re-election. In the event of the death, resignation or permanent disability of the regular representative, a new representative shall be elected to fill the unexpired term only, at the next regular meeting.

Sec. 4 Assumption of Duties.

The duly elected officers of the Association, with the exception of the New York State Veterinary Medical Society representative, shall assume the responsibilities of their offices as of January 1st immediately following their election.

Sec. 5 Vacancy of Office

The officers of this Association shall hold office during their respective stated terms or until their successors are elected or appointed and installed. In the event of a vacancy in any such elected office, it shall be filled by appointment of the executive board until a special election can be held, except that a vacancy in the office of President shall be filled by the President-Elect. If vacancies in the office of President and President-Elect occur, then the executive board shall elect a member from within the executive board to fill the unexpired term of the President. The office of President-Elect shall not be filled, but both offices (President and President-Elect) shall be filled at the next regular annual election. In the event of a vacancy in the office of President-Elect later than May 1st of the calendar year, said office shall be filled by appointment as above, until a special election can be held. However, the term of said President-Elect and the incumbent President shall be automatically extended for one additional year.

Sec. 6 Duties

The officers of the Association shall perform such duties and functions as are specified in its By-Laws and such other duties that customarily pertain to their offices.

Article V Executive Board

Sec. 1 The administrative body of this Association shall be the Executive Board. The Executive Board shall consist of twelve members. These shall be the President, President-Elect, immediate Past President, Secretary, Treasurer, Representative to the Executive Board of the New York State Veterinary Medical Society, Chairperson of the

Committee on Ethics and Grievances, and five duly elected members-at-large.

Sec. 2 Election of the Executive Board.

The election of the five members-at-large shall be held annually at the last meeting of the calendar year. They shall be elected by secret ballot and the five candidates having the greatest number of votes cast shall be duly elected.

Sec. 3 Term of Office.

The members-at-large of the Executive Board shall serve a term of one year. They may be eligible for reelection.

Article VI Committees

Sec. 1 Committee on Ethics and Grievances.

There shall be a Committee on Ethics and Grievances consisting of five members. One member shall be elected from each of the five boroughs of the City of New York. A chairperson shall be elected by the Committee on Ethics and Grievances at its initial meeting.

Sec. 2 Election of the Committee on Ethics and Grievances.

The election of the members of the Committee on Ethics and Grievances shall be held annually at the last meeting of the calendar year. They shall be elected by secret ballot and the candidates having the majority of the votes cast shall be duly elected.

Sec. 3 Term of Office of the Committee on Ethics and Grievances.

The members of the Committee on Ethics and Grievances shall serve a term of one year. They may be eligible for re-election.

Sec. 4 Other Committees.

The Association may provide in its By-Laws for such standing and temporary special committees as it may deem necessary.

Sec. 5 Assumption of Duties.

The members of the elected and appointed committees of this Association shall assume their duties as of January 1st immediately following their election, or in the case of appointments, upon their acceptance of the appointment.

Sec. 6 Duties.

The members of committees shall perform such duties and functions as are specified in the By-Laws of this Association or as the specific charge of the committee calls for.

Sec. 7 Committee Vacancies.

If any vacancy occurs in the membership of any said committee, it may be filled by appointment of the President with the advice of the executive board.

Article VII Quorum

- Sec. 1 Fifteen voting members shall form a quorum at meetings of this Association at which business is to be transacted.
- Sec. 2 Seven members of the executive board shall form a quorum at any meeting of the Board.

Article VIII By-Laws

Sec. 1 The Association shall establish By-Laws and may amend them from time to time as therein provided.

Article IX Amendment

Sec. 1 This Constitution may be amended by a vote of not less than three-fourths of the voting members present and voting at a regular business meeting, provided that the Secretary shall have sent a notice of the proposed amendment to each member at least five days before the business meeting preceding the one at which a vote is to be taken, and again, five days before the business meeting at which the vote will take place.

BY-LAWS

Article I Jurisdiction

Sec. 1 The Veterinary Medical Association of New York City, Inc. has jurisdiction over the following counties of New York State:

Bronx
 Queens
 Kings
 Richmond

3. New York

Article II Affiliation

- Sec. 1 The Veterinary Medical Association of New York City, Inc. is affiliated with the New York State Veterinary Medical Society. All members of this Association who are otherwise eligible, except honorary members, shall maintain con-current membership in the New York State Veterinary Medical Society as a condition of their continuing membership with this regional association. In order to remain affiliated with the New York State Veterinary Medical Society, this Association must maintain a minimum membership of twenty five. In addition, the jurisdictional territory of this Association may not be comprised of less than five county units.
- Sec. 2 Any group of members within this Association who represent the majority of veterinarians in a county or group of counties, may, if they so desire, form a new regional association, provided that such action does not predispose to the loss of such affiliation of this Association. Such a proposed association, if it meets the requirements of Section 1 of this Article, shall apply for such affiliation with the Executive Board of the New York State Veterinary Medical Society. Such an application shall be accompanied with a copy of the proposed constitution and by-laws of the new organization. If, after having given due consideration to the request and to the position of this Association and to the accompanying documents and to whether the formation of a new organization is in the best interest of this Association and the State Society, the Executive Board approves the application, these By-Laws shall be amended accordingly.

Article III Duties of Officers

- Sec. 1 President. It shall be the duty of the President to uphold the letter and spirit of this Constitution and By-Laws. He/she shall preside at all the meetings of the Association. He/she shall be chairperson of the executive board and shall conduct emergency business of the Association with the approval of the executive board. Except for the Committee on Ethics and Grievances, he/she shall appoint the members and chairpersons of all standing committees during his/her first month in office. He/she shall be, ex-offico, a member of all standing, temporary and special committees. During the first month of office, he/she shall call a meeting of all the chairpersons of the existing committees and of the President-Elect and charge them with their specific duties. The President or the executive board shall create or abolish special or temporary committees, as the need arises and he/she shall appoint the members and chairpersons of such committees. The President's appointments of chairpersons of all standing, special and temporary committees, shall be made subject to the approval of a majority of the executive board. He/she shall perform such other duties as shall normally pertain to the office of President.
- Sec. 2 President-Elect. It shall be the duty of the President-Elect to advise and consult with the President and to attend meetings of the executive board. He/she shall be, ex-officio, a member of all committees. The President-Elect shall act as presiding officer of any meeting of the Association or of the executive board in the absence of the President. At the

request of the President or the executive board he/she shall perform such other duties as may be assigned to him/her. The President-Elect shall be informed as to the President's goals for all the committees. It shall be the President-Elect's responsibility to contact the committee chairpersons during the year to ascertain accomplishment of the committee objectives. In the event of the inability of the President to perform the duties of said office (disability, death or resignation), the President-Elect shall assume the duties and powers of the Presidency.

Sec. 3 Secretary. The Secretary shall send out notices of all meetings of the Association and of the executive board, and shall take, record, and keep on file all minutes of such meetings. He/she shall be custodian of all documents and properties of the Association. The Secretary shall perform such other duties and functions as may be specifically authorized by the executive board or the President.

Sec. 4 Treasurer. The Treasurer shall receive, keep accurate records of, and be accountable for, all monies belonging to the Association. He/she shall deposit all monies in a bank approved by the executive board, in the corporate name of the Association. He/she shall give a surety bond to the Association in such amount as the executive board may require, from time to time, the premium to be paid by the Association. He/she shall disburse monies only upon receipt of a voucher approved by the President. All checks will be signed by the Treasurer and countersigned by the President or by other duly appointed representatives subject to the approval of the executive board. The Treasurer shall annually arrange for an audit of the accounts by a certified public accountant previously approved by the executive board and shall render an annual financial report to the executive board no later than the June meeting of the following year. He/she shall also render an annual report to the membership at the last meeting of the calendar year. The books of the Association shall close as of December 31 of each calendar year. It shall be the responsibility of the Treasurer to prepare annually a roster of paid up members as of September 1st of that year and to distribute a copy of same to each member. He/she shall be responsible for the distribution and receipt of membership applications. It shall further be the responsibility of the Treasurer, or in his/her absence, the President's appointee, to certify the qualifications of members voting at business meetings.

Article IV Executive Board

The Executive Board shall be the governing body of this Association. It shall review and prepare all material for presentation at the business meetings of the Association. Its majority approval shall be necessary to all committee chairperson appointments and to all bills payable. It shall meet regularly prior to the calling of the business or scientific meetings of the Association or at the call of the President. The President shall act as Chairperson. The presiding office of the Executive Board shall report to the general membership at each business meeting a resume of actions taken at the Executive Board meeting.

Article V Committee of Ethics and Grievances

It shall be the duty of the Committee of Ethics and Grievances to report to the executive board on the eligibility of proposed members of the Association. It shall have the responsibility of interpreting the Code of Ethics of the Association and is invested with the authority to entertain or prefer charges against those who, in its opinion, are violating the Code. Before acting on such charges, the Committee shall investigate same and shall afford the members so charged a reasonable opportunity to be informed thereof and to be heard thereon and to present evidence tending to rebut the same. It shall have the authority to levy various degrees of penalties for violations of the Code of Ethics except that recommendations for expulsion from membership must be made to and acted upon by the executive board.

Article VI Representative to the Executive Board of the NY State Veterinary Medical Society

The Representative of the Executive Board to the NY State Veterinary Medical Society shall prepare and present, at the first business meeting of this Association following, a formal report stating the business transacted at the last board meeting. He/she shall reflect the position and policies of the executive board and the membership of this Association at meetings of the Executive Board of the NY State Veterinary Medical Society. He/she shall be a member of the Legislative Committee of this Association.

Article VII Election of Members

Sec. 1 Active Members. A candidate for active membership shall submit an application, endorsed by one member in

good standing and accompanied by the application fee. Eligible candidates shall be investigated and approved by the Committee on Ethics and Grievances. If approved, the candidate's name shall be presented to the membership for the purpose of voting by ballot. A two-thirds majority of the members present and voting shall elect to membership. The Secretary shall notify the candidate of his/her admission to membership in the Association. He/she shall be introduced by the presiding officers at the regular Association meeting following his/her notification.

- Sec. 2 Associate Members. Candidates for this class of membership shall apply, be investigated by the Ethics and Grievance Committee and be voted upon by the membership in the same manner as Active members.
- Sec. 3 Life Members. Candidates for Life membership shall be proposed in writing by three or more Active members in good standing, approved by a majority of the executive board, and submitted to the membership for a majority approval.
- Sec. 4 Retired Members. Candidates for this class of membership shall be proposed and voted upon in the same manner as Life members.
- Sec. 5 Honorary Members. Candidates for this class of membership shall be proposed and voted upon in the same manner as Life members. However, not more than one honorary member shall be elected annually.
- Sec. 6 Inactive Members. This class of membership does not require election but is permissive at the option of the executive board as described in the Constitution.

Article VIII Termination of Membership

- Sec. 1 Any members (a) who shall be convicted in a court of law of a felony or other crime evincing moral turpitude, (b) who shall have his or her license to practice veterinary medicine in the State in which they reside or practice, suspended or annulled by final action of any court or other authority of competent jurisdiction, (c) who shall have seriously violated the Code of Ethics, (d) who shall not have paid dues, assessments as described in Article IX, Sec. 4, of the By-Laws, or (e) who shall fail to maintain membership in the NY State Veterinary Medical Society if otherwise eligible for such membership, shall thereupon cease, in any event to be a member of the Association. The evaluation of all facts upon which membership in the Association may be terminated shall be made by the Committee on Ethics and Grievances. The Secretary shall inform the NY State Veterinary Medical Society when a member has been expelled from this Association.
- Sec. 2 Any interest in the property of the Association of persons resigning or otherwise ceasing to be members, shall rest in the Association.
- Sec. 3 Reinstatement. Any member who has been expelled from the Association may resubmit an application for membership to the Secretary, with a check for the application fee, after a waiting period of one year. The application will then be processed by the Committee on Ethics and Grievances. If the applicant has evidenced a correction of the defects in his/her integrity, honor, courtesy, or ethical standards which caused the expulsion, by having no new formal complaints or grievances of sufficient merit and substance registered against him/her since the date of prior disciplinary action, then the application may be approved by the Committee on Ethics and Grievances and presented to the executive board for action.

Article IX Dues

- Sec. 1 Dues shall be established by the Budget and Auditing Committee annually, and must be approved by two-thirds of the members present and voting at the last regular meeting of the year. The amount of dues payable by new members may be prorated, depending on their date of acceptance by the membership, by the direction of the executive board. Dues shall be payable in advance.
- Sec. 2 Assessments. Special assessments may be made at any time upon the recommendation of the Budget and Auditing Committee, (1) providing such recommendation has the approval of the executive board, (2) members have been notified at least five days in advance, and (3) two-thirds of the members present and voting at any regular business meeting approve the recommendation.

- Sec. 3. Members in Arrears. Any dues-paying member who shall not have paid current dues by May 1st, or assessments within five (5) months of notification, shall be sent a second notice by registered mail by the Treasurer. If said dues or assessments are still not paid 30 days following receipt of the second notice, the said member shall be removed from the membership rolls of this Association. With the approval of the Committee on Ethics and Grievances he/she may be reinstated to membership upon payment of his/her arrears plus current dues and/or assessments plus a ten dollar (\$10.00) fee to cover additional administrative costs.
- Sec. 4. New Graduates. New graduates who become members of this Association shall have their dues waived until the January 1st immediately following their graduation from the basic veterinary course.
- Sec. 5. Renewal of Membership. Any member in good standing whose resignation shall have been accepted because of removal from the area or because of illness or inactivity may be reinstated to membership at any time upon application with the approval of the Committee on Ethics and Grievances.

Article X Meetings

- Sec. 1 This Association shall have at least eight (8) meetings per year. The time, place and duration of these meetings shall be fixed by or shall have the final approval of the executive board.
- Sec. 2 Special meetings may be called by the President, or, in his/her absence, by the President-Elect, or at the written request of not less than one-fifth of the members in good standing. A notice issued to the membership at least five days in advance shall indicate the purpose for which the special meeting is being called.
- Sec. 3 A printed notice announcing the regular meeting shall be sent at least five days in advance to all members.

Article XI Order of Business

Sec. 1 Scientific Session

Call to Order
 Scientific Program

3. Introduction of Guests

4. Special Announcements

Sec. 2 Business Session

1. Reading of Minutes

2. Treasurer's Report

3. Election of New Members

4. Introduction of New Members

5. Report of Executive Board

6. Reports of Ethics/Grievance Committee

7. Reports of Standing Committees

8. Reports of Special/Temporary Committees

9. Unfinished Business

10. New Business

11. Election of Officers

12. Adjournment

Sec. 3 Subject to the approval of the executive board, the order of business may be altered.

Article XII Standing Committees

Sec. 1 Committee on Illegal Practice. The Committee on Illegal Practice shall consist of five members. It shall be its duty to bring about the prosecution of those persons who practice veterinary medicine illegally in the area under the jurisdiction of this Association.

Sec. 2 Legislative Committee. The Legislative Committee shall consist of five members, including the President, President-Elect and the Representative of the Executive Board to the NY State Veterinary Medical Society. It shall be the action committee of this Association regarding legislation. It shall obtain information for all pending military, Federal, State and municipal measures affecting veterinarians or the practice of veterinary medicine and veterinary public health, and shall employ all honorable means in its power to carry out the wishes of this Association in regard to bills pending. It shall prepare all proposed amendments to the Constitution and By-Laws for submission to the

Association.

- Sec. 3 Program Committee. The Program Committee shall consist of at least three members who shall arrange all scientific and social programs. Appropriations shall be made in the annual budget to cover expenses to be incurred by the Program Committee.
- Sec. 4 Budget and Auditing Committee. This Committee shall consist of the President, President-Elect, Treasurer, Chairman of the Program Committee, and three additional members. It shall audit, or have audited, and approve the Treasurer's financial statement at the close of the fiscal year. Its members shall study the financial affairs of the Association and shall set the amount to be appropriated for the normal conduct of the business of the Association. The Committee may recommend a reduction or increase in dues or special assessments at any time, as required to meet the operating costs of the Association.
- Sec. 5 Nominating Committee. The Nominating Committee shall consist of the President-Elect, as chairperson, and four others appointed by the President. The Committee shall prepare a proposed ballot to include all elective officers and elective committee persons. The proposed ballot shall be distributed with that meeting notice announcing the annual election. The names presented shall be suggested candidates and will not preclude nominations being made from the floor. This section shall accompany the ballot.

Article XIII Temporary and Special Committees

- Sec. 1 Temporary and Special Committees may be constituted by the President or the executive board for specific purposes. The President or the executive board shall define their duties and may abolish such committees after their purpose has been fulfilled. Members of such committees shall be appointed by the President for such terms as may be necessary.
- Sec. 2 No Committee, be it Standing, Temporary or Special, or any committee member shall have authority to incur expense for the Association without formal approval of the executive board.
- Sec. 3 The chairpersons of all committees shall present written annual reports at the last meeting of the calendar year.

Article XIV Historian

Sec. 1 There shall be a Historian appointed annually by the President. He/she shall prepare an annual report to include the officers, committees, membership and events of importance which occurred during the year. The Historian's report shall become part of a cumulative history of the Association.

Article XV Parliamentary Procedure

Sec. 1 Parliamentary procedure, as promulgated in the most recent edition of "Robert's Rules of Order", shall govern all meetings of the Association and of the Executive Board except as may otherwise be provided in this Constitution and By-Laws or by any rules of order adopted by the Association. A Parliamentarian shall be appointed by the President.

Article XVI Ethics and Grievances, Professional Conduct and Illegal Practice

- Sec. 1 The Code of Ethics which follows Article XVIII and is an integral part of these By-Laws, shall constitute the ethical standards of this Association. However, if any provisions of said Code of Ethics shall be inconsistent with any of the laws or regulations of the State of New York relating to professional conduct of veterinarians or with any supplemental code of ethics which may be adopted by this Association, then, in those respects and to that extent, the latter shall be controlling.
- Sec. 2 No action shall be taken by this Association against any member for an alleged breach of ethics or misconduct without first according him/her an opportunity to be heard before the Committee on Ethics and Grievances in accordance with Article V, Section 1 of these By-Laws.
- Sec. 3 Any member against whom disciplinary action has been directed by the Committee on Ethics and Grievances of

this Association or any complainant who is dissatisfied with the findings or the recommendations of the Committee on Ethics and Grievances may request a hearing before the Executive Board of the New York State Veterinary Medical Society and, in which case, the Executive Board of this Association shall be bound to refer such a complaint or grievance to said Executive Board, together with a copy of its findings and decision, and, in which case, the provisions of the By-Laws of the State Society shall be in effect.

Article XVII Amendments

Sec. 1 These By-Laws may be amended by a vote of not less than three-fourths of the voting members present and voting at a regular business meeting, provided that the Secretary shall have sent a notice of the proposed amendment to each member at least five days before the business meeting preceding the one at which a vote is to be taken, and again five days before the business meeting at which the vote will take place.

Article XVIII Duties of Active Members

Sec. 1 It shall be the obligation of each Active member to participate in such programs of this Association as follows: Serving at a dog or cat show. This assignment shall be on a rotating basis determined by the Show Committee.

CODE OF ETHICS

Preamble

The honor and dignity of our profession lies in our obedience to a just and reasonable code of ethics set forth as a guide to the members. The purpose of this code is more far-reaching because exemplary professional conduct not only upholds honor and dignity, but also enlarges our sphere of usefulness, exalts our social standards, and promotes the science we cultivate. Briefly stated, our code of ethics is the foundation of our individual and collective efforts. It is based upon The Golden Rule.

Ι

The principle objectives of the veterinary profession are to render service to society, to conserve our livestock resources, and to relieve suffering of animals. A veterinarian should conduct him/herself in relation to the public, his/her colleagues and their patients, and the allied professions, so as to merit their full confidence and respect.

II

A veterinarian may choose whom he/she will serve. Once the veterinarian has undertaken care of a patient he/she must not neglect it. In an emergency, however, the veterinarian should render service to the best of his/her ability. A veterinarian should not solicit clients.

Ш

A veterinarian should not employ his/her professional knowledge and attainments nor dispose of his/her services under terms and conditions which tend to interfere with the free exercise of his/her judgment and skill or tend to cause a deterioration of the quality of veterinary service.

IV

A veterinarian should strive continually to improve veterinary knowledge and skill, making available to his/her colleagues the benefit of his/her professional attainments and seeking, through consultation, assistance of others when it appears that the quality of veterinary service may be enhanced thereby.

 \mathbf{V}

The veterinary profession should safeguard the public and itself against veterinarians deficient in moral character or

professional competence. Veterinarians should observe all laws, uphold the honor and dignity of the profession, and accept its self-imposed discipline.

VI

The responsibilities of the veterinary profession extend not only to the patient but also to society. The health of the community as well as the patient deserves the veterinarian's interest and participation in non-professional activities and organizations.