



## MEMORANDUM

<b>DATE</b>	January 23, 2019
<b>TO</b>	Veterinary Medical Board
<b>FROM</b>	Jessica Sieferman, Executive Officer
<b>SUBJECT</b>	<b>Agenda Item 11. American Association of Veterinary State Boards Call for 2019 Elected Leadership Nominations</b>

The [American Association of Veterinary State Boards](#) (AAVSB) is calling for 2019 Leadership Nominations.

The [AAVSB Call for Nominations for 2019](#) provides detailed information on the open positions and criteria for each (Attachment 1). The AAVSB also provided Roles and Responsibilities for the Board of Directors (Attachment 2) and the Nominating Committee (Attachment 3).

### **Action Requested:**

Discuss and potentially nominate Board Members to serve in AAVSB leadership positions.

### **Attachment**

1. AAVSB Call for Nominations for 2019
2. Roles and Responsibilities for the Board of Directors
3. Roles and Responsibilities for the Nominating Committee



American Association of Veterinary State Boards  
380 West 22nd Street, Suite 101, Kansas City, Missouri 64108  
1.877.698.8482 | [www.aavsb.org](http://www.aavsb.org)

## MEMORANDUM

**To:** AAVSB® Member Board Members, Executive Directors and Registrars  
**From:** AAVSB Nominating Committee - Dr. Tod Schadler, Elected Member and Chair  
Dr. Elizabeth Farrington, Appointed Member  
Dr. Frank Walker, Appointed Member  
**Date:** December 28, 2018  
**Subject:** Call for Nominations – **Nominations Due May 30, 2019**

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Each year, the Nominating Committee of the AAVSB sends out a **Call for Nominations** to provide Member Boards information regarding the open elected positions and to request nominations. The Nominating Committee is charged with preparing a ballot of candidates for all elected positions to be filled. This process is vital to the AAVSB's ability to carry out its mission.

There are 4 easy steps to complete the annual AAVSB nomination process.

- |                           |   |
|---------------------------|---|
| <b>January – February</b> | Review and distribute open positions  |
| <b>February – March</b>   | Discuss open opportunities with your Board  |
| <b>March – April</b>      | Complete the nomination packet with 3 items <ol style="list-style-type: none"><li>1. Nominating Form</li><li>2. Brief Biography</li><li>3. Statement from Nominator on Rationale for the Nomination</li></ol> |
| <b>By May 30</b>          | Upload the packet online at <a href="http://www.aavsb.org/nominations">www.aavsb.org/nominations</a> or by email, fax or mail to the AAVSB office.  |

Prior to submitting a nomination packet, the Committee asks you to confirm that the candidate is willing to accept a nomination.

**Packets must be received in the AAVSB office by May 30, 2019.**

The 2018 AAVSB Annual Meeting is being held **September 26-28, 2019 in St. Louis, Missouri**. The Delegates will vote on the candidates during the Annual Meeting.

*Should you have any questions or need additional information, please contact Ms. Daphne Tabbytite, staff contact for the Nominating Committee, at [dtabbytite@aavsb.org](mailto:dtabbytite@aavsb.org) or 1-877-698-8482 ext. 223.*





## American Association of Veterinary State Boards

### Biographical Information

#### 3 Requirements for a Completed Nomination Packet

1. Nominating Form (one for each nominee)
2. Biographical information (2 page limit)
3. Statement from nominator on rationale for the nomination.

*Please note: The bio and statement will be distributed to the AAVSB Member Boards.*

The following biographical information should be provided for each nominee. The information should not exceed two pages.

- Candidate's Name
- Position Nominated
- Member Board Experience and Roles Served
- Experience with the AAVSB and Roles Served
- Other Affiliations
- Work History
- Education
- Leadership Positions Held



## American Association of Veterinary State Boards

### Information on Board of Directors Elected Positions for 2019-2020

#### **Current 2018-2019 AAVSB® Board of Directors**

Immediate Past President: Mark Olson, DVM from Kansas  
President: Michael Gotchey, DVM from Colorado  
President-Elect: Roger Redman, DVM from Ohio  
Treasurer: Chris Runde, DVM from Maryland  
Director: Vito DelVento, DVM from District of Columbia  
Director: Kim Gemeinhardt, DVM from North Carolina  
Director: Leslie Knachel, Executive Director from Virginia  
Director: Timothy Kolb, DVM from Ohio  
Director: Larry McTague, DVM from Oklahoma  
Director: Frank Richardson, DVM from Nova Scotia

#### **Upcoming 2019-2020 AAVSB Board of Directors**

Immediate Past President: Michael Gotchey, DVM  
President: Roger Redman, DVM

President-Elect: \_\_\_\_\_ OPEN \_\_\_\_\_ (3-year commitment)

Treasurer: \_\_\_\_\_ OPEN \_\_\_\_\_ (2-year term)  
*(Dr. Chris Runde is currently serving the second year of a first 2-year term)*

Director: \_\_\_\_\_ OPEN \_\_\_\_\_ (2-year term)  
*(Dr. Kim Gemeinhardt is eligible to be nominated to an Officer position.)*

Director: \_\_\_\_\_ OPEN \_\_\_\_\_ (2-year term)  
*(Ms. Leslie Knachel is eligible to be nominated to an Officer position.)*

Director: \_\_\_\_\_ OPEN \_\_\_\_\_ (2-year term)  
*(Dr. Tim Kolb is currently serving the second year of a first 2-year term.)*

Director: Vito DelVento, DVM  
*(Dr. DelVento is currently serving the first year of a second 2-year term)*

Director: Larry McTague  
*(Dr. McTague is currently serving the first year of a second 2-year term)*

Director: Frank Richardson, DVM  
*(Dr. Richardson is currently serving the first year of a first 2-year term)*

James T. Penrod, CAE, FASLA, as Executive Director serves as Secretary and as an ex-officio non-voting member of the Board of Directors.

### **Overview**

The AAVSB Board of Directors is a body of elected Directors which govern the Association and provide the strategic plan for the future of the Association.

### **Responsibilities**

- Governs and sets the course for the AAVSB's future.
- Ensures the overall strength and health of the AAVSB.
- Develops, supports and maintains focus on the strategic objectives and priorities.
- Commits to the mission and goals of the AAVSB.
- Attends the Association's Annual Meeting, Board of Director meetings, planning meetings, and assigned committee and/or task force meetings.
- Prepares for all meetings and seeks opportunities to expand knowledge about the organization.
- Shares wisdom and insights to help the Board of Directors make good decisions and policy.
- Ensures Board effectiveness.
- Hires, supports and develops the chief executive to lead and manage the AAVSB into the future.
- Ensures the availability of adequate resources and the long-term financial stability of the AAVSB.
- Approves annual budgets, audit, and Form 990 as well as updates to financial policies.
- Stays informed and supportive of the governing documents of the organization, e.g. Articles of Incorporation, Bylaws, policies, strategic plan, and budget.
- Accepts the legal duties of loyalty and care while serving as a director and complies with applicable laws, regulations, Bylaws, policies and code of conduct.
- Understands that all power rests with the full Board of Directors, not individual directors.

### **Expected Time Commitment – Approximately 150 hours per**

- Monthly conference calls (1 hour of preparation and 1.5 hours of participation per call)
- In-Person meeting in January each year (2-3 days of meetings with 2 hours of preparation time plus travel time).
- In-Person meeting in June each year (2-3 days of meetings with 2 hours of preparation time plus travel time).
- Annual Meeting in September (4 days of meetings with 3 hours of preparation time plus travel time).
- Frequent opportunities to attend AVMA meetings, ICVA Board meetings, or special assignments (approximately 2 days each).
- Additional time may be required if assigned as a liaison to a committee; the amount of additional time is dependent on the specific committee.
- Additional time is required of the Officers of the Board of Directors.

### **Bylaws Specifications (Article VII)**

The AAVSB Bylaws prescribe the authority, composition, and election of the Board of Directors which are described below.

#### **Authority**

*The Board of Directors shall manage the affairs of the Association, including the establishment of an annual budget for the Association and the transaction of all business for and on behalf of the Association as authorized under these Bylaws. The Board of Directors shall carry out the resolutions, actions, or policies as authorized by the Delegates, subject to the provisions of the Association Articles of Incorporation and Bylaws.*

#### **Composition**

*There shall be ten (10) members of the Board of Directors including four (4) Officers and six (6) Directors at Large. The Officers shall be identified as President, President-Elect, Immediate Past President and Treasurer. The Officers and Directors at Large are collectively referred to as the Board of Directors. The Officers may, at times be collectively referred to as the Executive Committee. Notwithstanding any other provisions of these Bylaws, the Board of Directors shall be comprised of at least six Licensed Veterinarians and one Affiliate Member. The Executive Director shall serve as Secretary and as an ex-officio non-voting member of the Board of Directors.*

#### **Qualifications**

##### *a. Officers*

*To be eligible to serve as an Officer, a candidate shall when nominated and elected be currently serving on the Board of Directors, be a Delegate, Alternate Delegate, or be a member of a Member Board.*

##### *b. Directors at Large*

*To be eligible to serve as a Director at Large, a candidate shall when nominated be a Delegate, Alternate Delegate, member of a Member Board or have served as a member of a Member Board as of June 1st of the year preceding the election year.*

*If a Director ceases to meet eligibility criteria stated above, such Board of Director member shall, after completion of the current term, be eligible to serve one additional term on the Board of Directors.*

#### **Elections**

*The Board of Directors shall be elected at the Annual Delegate Assembly of the Association by the Delegates, either from nominations submitted by the Nominating Committee, or by nominations from the floor. Each Director shall assume office at the close of the Annual Delegate Assembly at which the member is elected and shall serve as specified in these Bylaws or until a successor is elected.*

### **Terms of Office**

*For purposes of these Bylaws, the offices of Immediate Past President, President, and President-Elect shall be considered one (1) term. The terms of the Board of Directors shall be as follows:*

- a. Immediate Past President. The Immediate Past President shall serve a one (1) year term automatically following the term as President. The Immediate Past President shall only vote on matters before the Board of Directors to break a tie.*
- b. President. The President shall serve a one (1) year term automatically following the term as President-Elect. In the event of a vacancy, the President-Elect shall succeed to the Presidency to fill the unexpired term and may, thereafter, complete the President's term.*
- c. President-Elect. A President-Elect shall be elected at the Annual Delegate Assembly to serve a one (1) year term and shall automatically succeed to the office of President and, thereafter, the office of Immediate Past President. Thus, the President-Elect office is a three (3) year commitment, one year as President-Elect, one year as President, and one year as Immediate Past President and is limited to one elected term. In the event of a vacancy, the President in consultation with the Board of Directors may appoint the office of President-Elect. In any event and under these circumstances, at the next Annual Delegate Assembly, there shall be an election for both President and President-Elect.*
- d. Treasurer. A Treasurer shall be elected at the Annual Delegate Assembly to serve a term of two (2) years. In the event of a vacancy, the Treasurer position shall be appointed by the President in consultation with the Board of Directors until the next Annual Delegate Assembly at which time an election shall be held. The Treasurer shall serve no more than two (2) consecutive terms.*
- e. Directors at Large. Directors at Large shall be elected at the Annual Delegate Assembly to serve two (2) year terms. In the event of a vacancy, the President in consultation with the Board of Directors shall appoint the Director at Large position until the next Annual Delegate Assembly at which time an election shall be held to fill the unexpired term. Directors at Large shall serve no more than two (2) consecutive terms.*
- f. No member of the Board of Directors shall hold more than one seat on the Board of Directors at any time. Any person appointed or elected to fill an unexpired term of less than one year for Treasurer or Director at Large may be eligible for election to the same position for two additional consecutive terms after completion of the unexpired term. If the unexpired term is more than one year, the person may be eligible for one additional consecutive term.*





## American Association of Veterinary State Boards

### Information on Nominating Committee Elected Position for 2019-2020

#### **Current 2018-2019 Nominating Committee**

Elizabeth Farrington, DVM from Nebraska (special appointed position)

Tod Schadler, DVM, Chair, from North Carolina (elected position)

Frank Walker, DVM from North Dakota (appointed position)

#### **Upcoming 2019-2020 Nominating Committee**

Each year the President of AAVSB shall appoint a third member of the Committee. Currently, Dr. Walker is serving in this position.

**OPEN (2-year term)**

*(Dr. Tod Schadler is not eligible for nomination as he is currently completing the second year of a 2-year term.)*

**OPEN (1 year of an unexpired term)**

*(Dr. Elizabeth Farrington was appointed when there was not a nominee at the 2018 Annual Meeting for the elected position. Dr. Farrington is not eligible for nomination.)*

#### **Overview**

The overall role of the Nominating Committee is to review nominations and confirm eligibility of nominees from AAVSB Member Boards for the open elected positions.

#### **Responsibilities**

- Prepares a Call for Nominations for the Member Boards which includes a nomination form and information on the open positions.
- Receives nominations from Member Boards for open positions 120 days prior to the upcoming Annual Delegate Assembly.
- Reviews nominations received and possibly distribute a questionnaire to nominees.
- Develops a ballot of candidates for mailing to Member Boards 30 days prior to Annual Delegate Assembly.

#### **Expected Time Commitment – Approximately 12 hours per year**

- Participates in 4 conference calls (1 hour for preparation time and 1 hour for participation per call).
- Meets in September at Annual Meeting (1 hour meeting plus travel time).
- Additional time is required of the Committee Chair.

**Bylaws Specifications (Article X, Section 1 and Article IX, Section 3)**

The AAVSB Bylaws prescribe the role, number of members, method of appointment, composition and terms of office of the Nominating Committee which are described below.

***Role***

*The Nominating Committee shall review the qualifications of the applicants, verify sponsors and references on all applications submitted, and shall submit to the Member Boards at least thirty (30) days before the Annual Delegate Assembly, a ballot containing candidates for each position on the Board of Directors, the Nominating Committee and the National Board of Veterinary Medical Examiners to be filled. The ballot shall contain the names of all candidates who have been found to be eligible and their applications verified as accurate by the Nominating Committee. In determining the slate of candidates for the Board of Directors, the Nominating Committee shall make every effort to ensure at least a majority of Members at Large are currently members of Member Boards. Persons serving on the Nominating Committee shall be ineligible to be on the ballot or elected to any position within the Association within their elected term.*

***Number of Members:*** Three members.

***Elections and Qualifications***

*Two of the three Committee members are elected at the Annual Delegate Assembly by a plurality of votes, either from nominations submitted by the Nominating Committee or by nominations from the floor. Prior to nomination, the elected members to the Committee must have attended at least one Delegate Assembly meeting. At the time of nomination and election, candidates for the Committee must be a Delegate or Alternate Delegate, a member of a Member Board, a current Associate Member, or a chairperson of an Association committee. The President shall appoint the third member of the Committee and name the chair of the Committee.*

***Terms of Office***

*The terms of the elected members are two (2) years. The President shall appoint a third member of the Committee whose term will be one (1) year. Nominating Committee members may not serve consecutive terms, but are eligible for reelection consistent with this Article X, Section 1. The President shall name the chair of the Committee. In the event of a vacancy, the President in consultation with the Board of Directors shall appoint the Nominating Committee member until the next Annual Delegate Assembly at which time an election shall be held to fulfill the unexpired term.*



## American Association of Veterinary State Boards

### Information on Representatives to the ICVA Elected Positions for 2019-2020

#### **Current 2018-2019 AAVSB Representatives to the ICVA**

Jon Betts, DVM from Oregon (Licensed Veterinarian)

Kathy Bowler from California (Public Member)

Bruce Louderback, DVM from Colorado (Licensed Veterinarian)

Helen Tuzio, DVM from New York (Licensed Veterinarian)

#### **Upcoming 2019-2020 AAVSB Representatives to the ICVA**

**OPEN** (Licensed Veterinarian position; 3-year term)

*(Dr. Bruce Louderback is currently serving the third year of second 3-year term and is eligible for nomination to a third term.)*

Jon Betts, DVM

*(Dr. Betts is currently serving the first year of a third 3-year term)*

Kathy Bowler

*(Ms. Bowler is currently serving the first year of a second 3-year term)*

Helen Tuzio, DVM

*(Dr. Tuzio is currently serving the second year of first 3-year term)*

#### **Bylaws Specifications (Article IX)**

The AAVSB Bylaws prescribe the composition, duties, election, qualifications and terms as described below.

##### ***Composition***

*There shall be a minimum of four AAVSB representatives to the International Council of Veterinary Assessment (ICVA).*

##### ***Duties***

*The Representatives shall attend all meetings of the ICVA and shall report to the AAVSB Board of Directors following each ICVA or subcommittee meeting. The Representatives shall present the consensus opinions of the Association at such meetings and shall not vote in conflict with the AAVSB Bylaws.*

##### ***Election***

*Delegates at the Annual Delegate Assembly shall elect the Representatives at the Annual Delegate Assembly of the Association either from nominations submitted by the Nominating Committee or by nomination from the floor. Each Representative shall assume his or her responsibilities at the close*

*of the Annual Delegate Assembly at which elected and shall serve as specified in these Bylaws or until a successor is elected and qualified.*

**Qualifications**

- *Three representatives must, when nominated and elected, be Licensed Veterinarians currently practicing in public or private practice and be either (i) a member of a Member Board, or (ii) have been a member of the AAVSB Board of Directors within the previous year, or (iii) have been a member of the ICVA within the previous year, or (iv) be a current Associate Member.*
- *One Representative must, when nominated and elected, be a Public Member and be either (i) a member of a Member Board, or (ii) have been a member of the AAVSB Board of Directors within the previous year, or (iii) have been a member of the ICVA within the previous year, or (iv) be a current Associate Member.*

**Terms**

*Representatives can be eligible for three 3-year terms.*

**Expectations**

Please contact the AAVSB office for additional information on the AAVSB representatives to the ICVA.



## AAVSB Board of Directors

### General Information on Roles and Responsibilities

#### OVERVIEW

The AAVSB Board of Directors is a body of elected Directors which govern the Association and provide the strategic plan for the future of the Association.

#### BOARD MEMBER RESPONSIBILITIES

- Support and be committed to accomplishing the AAVSB's mission, vision, values and strategic goals.
- Understand the Board's responsibilities in governing the organization and setting the course for its future including distinctions between governance and management roles.
- Adhere to the confidentiality and code of conduct policies and all other applicable association policies to include the AAVSB's technology protocols.
- Attend the organization's Annual Meeting, Board of Director meetings, planning meetings, and assigned committee and/or task force meetings.
- Prepare for all meetings and seek opportunities to expand knowledge about the organization.
- Accept the legal duties of loyalty, care, and obedience and ensure legal and ethical integrity.
- Ensure that organizational information is accurately reported and keep private the information which legally or ethically must remain private.
- Recruit, hire, support, and develop the chief executive to effectively lead and manage the AAVSB into the future.
- Lead the organization.
  - Determine the organization's strategic direction and focus and how the organization fits into the "bigger picture."
  - Determine the organization's intermediate term (2-3 years) and long-term goals.
  - Maintain a strategic perspective and focus, govern versus manage.
  - Seek and encourage opportunities for innovation.
  - Determine core programs and services, strengthen programs and services, and make sure programs are consistent with the organization's mission.
- Establish proactive policies to guide executive decision making and organizational programs and link plans and policies to resource allocation.
- Secure and manage resources.
  - Enable the organization to secure the resources necessary to implement its programs and services to accomplish mission, vision and goals.
  - Safeguard the use of resources and assets including appropriate management of risk.
  - Make sure resources are used efficiently and effectively to ensure the overall strength, health, and long term financial stability of the organization.
  - Review and approve annual budgets, audit, and Form 990.
- Ensure effective links with constituents.
  - Facilitate effective two-way, ongoing communication and maintain strong relationships

- between the organization and its key stakeholders.
  - Enhance the external image and credibility of the organization.
  - Monitor external trends for their organizational implications and share information with the organization.
- Ensure Board effectiveness.
  - Perform the functions and work of the Board of Directors to the best of one's ability, regularly self-evaluate personal performance on the Board of Directors.
  - Engage in regular Board assessment and development planning.
  - Stay informed and supportive of the governing documents of the organization, e.g. Articles of Incorporation, Bylaws, policies, and strategic plan.
  - Understands the current budget and financial statements.
  - Understand that all power rests with the full Board of Directors, not individual directors.
  - Share wisdom and insights to help the Board of Directors make good decisions and policy.
  - Resign from the Board of Directors when no longer able to support the mission or devote the necessary time.

#### **PRESIDENT RESPONSIBILITIES**

- As a partner to the Executive Director and other Board members, the Board President provides leadership and direction to the Board to make sure the mission, vision and values of the organization are achieved.
- Enhanced understanding of the organization's Articles of Incorporation, Bylaws, policies, financial and legal situation, and strategic plan.
- Acts as a spokesperson to the larger community.
- Model appropriate behavior and set high standards for Board conduct. Intervene if conflicts of interest or confidentiality issues arise.
- Address the membership at the Annual Meeting and preside over the Delegate Assembly.
- Preside over the Board and Executive Committee meetings.
  - Work with the ED to develop agendas.
  - Make sure that the topics on the agenda are given complete consideration, that consensus is achieved and that everyone has an opportunity to be heard.
  - Make sure matters are dealt with in an orderly, efficient manner to include guiding and stimulating discussion and keeping on track. Balance discussion with efficiency in moving through the agenda.
  - Lead the Board in handling difficult issues.
  - Guide and mediate Board actions with respect to organizational priorities and governance.
  - Arrange for President-elect to Chair meetings in absence of the President.
  - Call special meetings if necessary.
- Ensure Board members understand their jobs and are able to fulfill expectations.
  - See that the Board functions effectively, interacts with management effectively, and fulfills all of its duties.
  - Play a crucial role in new Board member orientation and work with ED to carry out orientation and training.
  - Encourage the Board's role in strategic planning.

- Create opportunities for continuing education for Board members.
- Mentor the President-elect
- Periodically consult with Board members on their roles and help them assess their performance.
- Annually focus the Board's attention on matters of governance and be assured that the Board is satisfied it has fulfilled all of its responsibilities. (Board assessment)
- Work closely with while not micromanaging the Executive Director.
  - Provide encouragement and serve as a sounding board and advisor for the ED.
  - Support the ED as the ED implements the organization's strategic plan.
  - Partner with the ED to ensure that Board decisions are carried out.
  - In conjunction with the Exec Committee, coordinate an annual evaluation of the ED and ensure the ED is compensated fairly.
  - Serve as liaison between ED and the full Board.
- Per the Bylaws:
  - Appoint a third member of the Nominating Committee and name the Chair.
  - Upon approval of the Board of Directors, appoint the non-designated members to the Finance Committee.
  - With the exception of the Finance Committee, appoint a non-voting liaison from the Board of Directors to each committee.
  - Appoint Ad-hoc committees as needed, with approval from the Board of Directors.

## **TREASURER RESPONSIBILITIES**

- Serve as the Chairperson of the Finance Committee.
- Facilitate all Committee meetings and related functions. Guide, mediate and stimulate discussion. Make sure matters are dealt with in an orderly, efficient matter to include keeping discussions on track and seeking consensus. Committee meetings include regular conference calls and two in-person meetings during June and September (in conjunction with the Annual Meeting).
- Work with the Executive Director and other management staff as assigned by the Executive Director to develop agendas, work plans, and orientation/training for Committee members.
- Work with the ED and management staff to develop a concise understanding of the internal financial functions of the organization.
- Make a report at each Board of Directors meeting and work with the Executive Director, CPA consultant, and assigned management staff to make sure that appropriate financial reports and investment reports are made available to the Board on a timely basis.
- Create Treasurer's Report for the membership in collaboration with Executive Director and assigned management staff. Deliver Treasurer's Report to the membership during the business session of the AAVSB Annual Meeting.
- Assist the Executive Director, assigned management staff, and the CPA consultant in the preparation of the annual operating and capital budgets. Present the budgets to the Finance Committee for their input and to the Board of Directors for final approval.
- Review the annual audit as prepared by the organizations' outside auditor and the Form 990 as prepared by the organization's CPA consultant. Facilitate the presentation of both documents to the Finance Committee for their input, and present both documents to the Board of Directors for their final approval.

- Ensure ongoing review (with the Finance Committee) of accounting policies, investment policies, and insurance coverage. Present Finance Committee recommendations to the Board of Director for their final approval.

### **EXECUTIVE COMMITTEE RESPONSIBILITIES**

Per the Bylaws, the Officers are identified as the President, President-Elect, Immediate Past-President, and Treasurer and may be collectively referred to as the Executive Committee. The Executive Committee reports to the Board of Directors.

- Executive Committee may manage the following:
  - Executive Director annual review and compensation.
  - Work with ED and Legal Counsel to finalize major contracts and make recommendations to the full Board.
  - Regular monitoring of the investment accounts.
  - Emergency management
  - Board and Leadership Development
    - Prepare and educate members to work and serve effectively including orientation and ongoing training and mentoring.

### **BYLAWS SPECIFICATIONS (Article VII)**

The AAVSB Bylaws prescribe the authority, composition, and election of the Board of Directors which are described below.

#### ***Authority***

*The Board of Directors shall manage the affairs of the Association, including the establishment of an annual budget for the Association and the transaction of all business for and on behalf of the Association as authorized under these Bylaws. The Board of Directors shall carry out the resolutions, actions, or policies as authorized by the Delegates, subject to the provisions of the Association Articles of Incorporation and Bylaws.*

#### ***Composition***

*There shall be ten (10) members of the Board of Directors including four (4) Officers and six (6) Directors at Large.*

*The Officers shall be identified as President, President-Elect, Immediate Past President and Treasurer. The Officers and Directors at Large are collectively referred to as the Board of Directors. The Officers may, at times be collectively referred to as the Executive Committee. Notwithstanding any other provisions of these Bylaws, the Board of Directors shall be comprised of at least six Licensed Veterinarians and one Affiliate Member. The Executive Director shall serve as Secretary and as an ex-officio non-voting member of the Board of Directors.*

#### ***Qualifications***

##### ***a. Officers***

*To be eligible to serve as an Officer, a candidate shall when nominated and elected be currently serving on the Board of Directors, be a Delegate, Alternate Delegate, or be a member of a Member Board.*



*b. Directors at Large*

*To be eligible to serve as a Director at Large, a candidate shall when nominated be a Delegate, Alternate Delegate, member of a Member Board or have served as a member of a Member Board as of June 1st of the year preceding the election year.*

*If a Director ceases to meet eligibility criteria stated above, such Board of Director member shall, after completion of the current term, be eligible to serve one additional term on the Board of Directors.*

**Election**

*The Board of Directors shall be elected at the Annual Delegate Assembly of the Association by the Delegates, either from nominations submitted by the Nominating Committee, or by nominations from the floor. Each Director shall assume office at the close of the Annual Delegate Assembly at which the member is elected and shall serve as specified in these Bylaws or until a successor is elected.*

**Terms of Office**

*For purposes of these Bylaws, the offices of Immediate Past President, President, and President-Elect shall be considered one (1) term. The terms of the Board of Directors shall be as follows:*

- a. Immediate Past President. The Immediate Past President shall serve a one (1) year term automatically following the term as President. The Immediate Past President shall only vote on matters before the Board of Directors to break a tie.*
- b. President. The President shall serve a one (1) year term automatically following the term as President-Elect. In the event of a vacancy, the President-Elect shall succeed to the Presidency to fill the unexpired term and may, thereafter, complete the President's term.*
- c. President-Elect. A President-Elect shall be elected at the Annual Delegate Assembly to serve a one (1) year term and shall automatically succeed to the office of President and, thereafter, the office of Immediate Past President. Thus, the President-Elect office is a three (3) year commitment, one year as President-Elect, one year as President, and one year as Immediate Past President and is limited to one elected term. In the event of a vacancy, the President in consultation with the Board of Directors may appoint the office of President-Elect. In any event and under these circumstances, at the next Annual Delegate Assembly, there shall be an election for both President and President-Elect.*
- d. Treasurer. A Treasurer shall be elected at the Annual Delegate Assembly to serve a term of two (2) years. In the event of a vacancy, the Treasurer position shall be appointed by the President in consultation with the Board of Directors until the next Annual Delegate Assembly at which time an election shall be held. The Treasurer shall serve no more than two (2) consecutive terms.*
- e. Directors at Large. Directors at Large shall be elected at the Annual Delegate Assembly to serve two (2) year terms. In the event of a vacancy, the President in consultation with the Board of Directors shall appoint the Director at Large position until the next Annual Delegate Assembly at which time an election shall be held to fill the unexpired term. Directors at Large shall serve no more than two (2) consecutive terms.*
- f. No member of the Board of Directors shall hold more than one seat on the Board of Directors at any time. Any person appointed or elected to fill an unexpired term of less*

*than one year for Treasurer or Director at Large may be eligible for election to the same position for two additional consecutive terms after completion of the unexpired term. If the unexpired term is more than one year, the person may be eligible for one additional consecutive term.*

*Approved by the AAVSB Board of Directors on June 22, 2013. Updated with Bylaws changes from 2014, 2015 and 2016. Approved by the AAVSB Board of Directors on January 20, 2017. Updated with Bylaws changes in 2018.*



## AAVSB Nominating Committee

### General Information on Roles and Responsibilities

#### OVERVIEW

The overall role of the Nominating Committee is to review nominations and prepare a ballot of candidates from AAVSB Member Boards for elected positions.

#### RESPONSIBILITIES

- Support the AAVSB's mission and be responsible for submitting a ballot of candidates for each elected position to the Member Boards in accordance with the Bylaws.
- Adhere to the Timeline as described below.
- Adhere to the confidentiality and code of conduct policies as well as all other applicable association policies to include the AAVSB's technology protocols.

#### TIMELINE

- President appoints the third member of the Nominating Committee and names a Chair within 45 days following the previous annual delegate assembly.
- Nominating Committee meets via conference call and finalizes the **Call for Nominations** and information regarding the elected positions for the upcoming year within 90 days following the previous Annual Delegate Assembly and delivers final documents to the Association office. Upon receipt of the information from the Nominating Committee, the Association office forwards the information to all Member Boards.
- Per the Bylaws, the deadline to accept written nominations from the Member Boards is 120 days prior to the upcoming Annual Delegate Assembly.
- Nominating Committee meets via conference call within 30 days after the cutoff date to review nominations and possibly distribute a **questionnaire to the nominees**.
- Nominating Committee meets via conference call to discuss interviews and develop the ballot of candidates no later than 60 days prior to the Annual Delegate Assembly.
- The ballot of candidates is presented to the Board of Directors and to the AAVSB office no later than 45 days prior to the Annual Delegate Assembly.
- Per the Bylaws, the AAVSB office submits the **ballot and additional information** on nominees to the Member Boards at least thirty (30) days prior to the Annual Delegate Assembly.

#### CALL FOR NOMINATIONS

The Committee submits a Call for Nominations to the Member Boards to include the nomination form and information on the elected positions on the Board of Directors, the Nominating Committee and the NBVME Representatives. The nominating form should include the nominee's name, position being sought with AAVSB, licensure Board Category (i.e. Board Member, Board Administrator), licensee (i.e. Veterinarian or Veterinary Technician) and length of service on/for licensure board. The form should also include information on the nominating Member Board.

## **NOMINEE QUESTIONNAIRE**

The Committee may wish to send questionnaires to the nominees in order to provide additional information to the Member Boards on the candidates. Possible questions to ask the nominees include the following.

- Why seeking a position with the AAVSB
- Qualifications for serving in a national position with the AAVSB
- Long-range goals for the AAVSB
- Ability to fulfill the time commitment based on information provided on meetings
- Previous activities with the AAVSB
- Leadership roles served in the past three years

## **BALLOT AND OTHER INFORMATION**

The Committee submits a ballot to the Member Boards. Along with the ballot, the Nominating Committee may choose to provide a copy of the nomination forms, the CV, and the answers to a questionnaire, if available, to the Member Boards.

## **BYLAWS SPECIFICATIONS (Article X, Section 1)**

The AAVSB Bylaws prescribe the role, number of members, method of appointment, composition and terms of office of the Nominating Committee which are described below.

### ***Role***

*The Nominating Committee shall review the qualifications of the applicants, verify sponsors and references on all applications submitted, and shall submit to the Member Boards at least thirty (30) days before the Annual Delegate Assembly, a ballot containing candidates for each position on the Board of Directors, the Nominating Committee and the National Board of Veterinary Medical Examiners to be filled. The ballot shall contain the names of all candidates who have been found to be eligible and their applications verified as accurate by the Nominating Committee. In determining the slate of candidates for the Board of Directors, the Nominating Committee shall make every effort to ensure at least a majority of Members at Large are currently members of Member Boards. Persons serving on the Nomination Committee shall be ineligible to be on the ballot or elected to any position within the Association within their elected term.*

***Number of Members:*** Three members.

### ***Method of Appointment and Composition***

*Two of the three Committee members are elected at the Annual Delegate Assembly. Prior to nomination, the elected members to the Committee must have attended at least one Delegate Assembly meeting. At the time of nomination and election, candidates for the Committee must be a Delegate or Alternate Delegate, a member of a Member Board, a current Associate Member, or a chairperson of an Association committee. The President shall appoint the third member of the Committee and name the chair of the Committee.*

### ***Terms of Office***

*The term of the elected members are two (2) years. The President shall appoint a third member of the Committee whose term will be one (1) year. Nominating Committee members may not serve consecutive*

*terms, but are eligible for reelection consistent with this section. The President shall name the chair of the Committee. In the event of a vacancy, the President in consultation with the Board of Directors shall appoint the Nominating Committee member until the next Annual Delegate Assembly at which time an election shall be held to fulfill the unexpired term.*

*Reviewed and approved by the AAVSB Board of Directors on June 27, 2011; revised and approved by the AAVSB Board of Directors on June 22, 2013 and December 16, 2015.*