

Bylaws of the

American College of Veterinary Sports Medicine and Rehabilitation



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## **ARTICLE I – NAME AND PRINCIPAL OFFICE**

### **Section A. Name of Corporation**

The name of the corporation is the American College of Veterinary Sports Medicine and Rehabilitation, Inc., hereinafter referred to as the College or the corporation.

### **Section B. Not-For-Profit Incorporation**

The College has been founded as a 501(c)(3) under the laws of the state of Colorado as a not-for-profit, tax-exempt, voluntary professional certification board and credentialing program dedicated to professional, educational, and scientific purposes, within the meaning of Section 501(c)(3) of the U.S. Internal Revenue Code and regulations, the New York Not-For-Profit Corporation Law, Section 201(b), and any applicable successor laws. The corporation has no members.

### **Section C. Principal Office; Other Offices**

The principal office of the College is in the state of Colorado, unless otherwise designated by the corporation's governing body, known as the Board of Directors or the Board. The College may have such other offices at such suitable places as may be designated by the Board of Directors.

## **ARTICLE II – STATEMENT OF OBJECTIVES AND LIMITATIONS**

### **Section A. Mission Statement**

The ACVSMR exists to advance the art and science of veterinary performance medicine and physical rehabilitation.

The American College of Veterinary Sports Medicine and Rehabilitation advances the art and science of veterinary medicine by promoting expertise in the structural, physiological, medical and surgical needs of athletic animals and the restoration of normal form and function after injury or illness in all animals.

### **Section B. General Purposes**

The purposes and mission of the College, subject to the limitations set forth in its Bylaws and in the Certificate of Incorporation, are the establishment, maintenance, evaluation, and administration of professional credentialing programs in the field of veterinary medicine.

### **Section C. Specific Objectives**

The College shall promote the advancement of veterinary practice by identifying to professionals and the public those veterinarians who have voluntarily sought and obtained certification for sports medicine and rehabilitation in one (1) of the following specialties: Veterinary Sports Medicine and Rehabilitation (Canine) or Veterinary Sports Medicine and Rehabilitation (Equine).

In furtherance of such purposes, the College shall be operated:

- To establish and maintain credentialing and certification standards for veterinary practitioners who excel in sports medicine and rehabilitation and who shall be titled Diplomates. Diplomates will be certified as Diplomates in Veterinary Sports Medicine and Rehabilitation (Canine) or Diplomates in Veterinary Sports Medicine and Rehabilitation (Equine).
- To identify, develop, foster and maintain veterinary sports medicine and rehabilitation specialty credentialing and ethical standards.

- To promote the improvement of scientific professional practice standards and the advancement of professional knowledge and competency by self-assessment and examination, and to facilitate the continuing education of veterinary practitioners.
- To identify diplomates to the public, other professionals, professional organizations, government agencies and representatives, and other appropriate individuals and bodies.
- To seek and foster cooperation and contacts with other organizations that have an interest in sports medicine and rehabilitation, and to collaborate in matters of common interest, including the advancement of high standards and methods in the art and science of veterinary practice.
- To collaborate with universities and other educational institutions to encourage and promote the development of graduate veterinary science programs, with particular emphasis on residency training for clinical practice.

#### **Section D. Limitations**

The purposes and limitations of the College shall be restricted as follows:

- No part of the net earnings of the College shall inure to the benefit of, or be distributed to, the Board of Directors or officers, or other private persons, except that the College shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of, and consistent with, the purposes set forth in these Bylaws and applicable College policies.
- The College shall not engage in any activities relating to election campaigns for candidates seeking political office, nor shall any officer, regent, agent, representative, or employee engage in such activities on behalf of the College. The Board of Directors shall have the authority, responsibility, and accountability to develop, establish, approve, and enforce policies and procedures necessary to implement the goals and requirements of this Article.
- Members of the College should identify any conflict of interest. By definition, a conflict of interest exists when a person's financial interest or other opportunities for tangible personal benefit may compromise, or reasonably appear to compromise, the independence of judgment with which the member performs his/her responsibilities or the integrity or results of the board certification examinations.

### **ARTICLE III – BOARD OF DIRECTORS**

#### **Section A. Duties and Functions of the Board of Directors**

**1. General Authority.** The College shall be governed by the Board of Directors elected by the diplomates. It is the duty of the Board of Directors to carry out the purposes and objectives of the corporation. The Board of Directors shall manage, control, and supervise the business, activities, property, and other affairs of the College. The Board of Directors shall: uphold and execute the purposes of the corporation; appoint and remunerate agents and employees; disburse funds of the corporation; purchase, lease, sell, transfer, and otherwise convey property; and, establish and adopt such policies, rules, and regulations for the conduct of its business or any other lawful activities deemed necessary to further the purposes of the College, in accordance with the Certificate of Incorporation and these Bylaws, in their present or amended form, and with any applicable law.

**2. Specific Authority.** The Board of Directors shall have the authority and control over all matters related to certification and other authorized, lawful activities. The Board of Directors shall develop and maintain policies and procedures that address eligibility requirements, alternative eligibility criteria, and application processes. Standards for certification including

examination content, administration of examinations and establishment of pass points will be the responsibility of the Examination Committee and will be overseen by the Board of Directors. The Board of Directors will develop procedures for grievance, appeals, and disciplinary processes. The Board of Directors will meet annually with the general membership at a site announced through both an e-mail list serve and the College website at least four (4) months in advance of the planned annual membership meeting. A majority of the active diplomates present at the meeting shall constitute a quorum for voting purposes. Diplomates will establish meeting rules, including agendas, frequency, and related procedures, which will be implemented by the Board of Directors. The Board of Directors will also oversee publications concerning certification and will be responsible for staffing and management of resources to conduct the programs and activities of the College.

## **Section B. Conduct and Limitations of the Board of Directors**

The Board of Directors shall be granted the authority to establish policies and procedures specifying Board of Directors' limitations and conduct, including, but not limited to, the following:

**1. Compensation for Services.** The Board of Directors, including officers and regents, shall not receive any compensation or other tangible or financial benefit for service on the Board of Directors. However, the Board of Directors may authorize payment by the College of actual, reasonable expenses incurred by officers or regents regarding attendance at Board of Directors meetings and other approved activities.

**2. Compensation from College Activities.** The Board of Directors, including officers and regents, shall not receive any compensation, or other tangible or financial benefit from any element or activity of, or related to, the College, except as reimbursement for actual, reasonable expenses directly associated with such College element or activity, when authorized by the Board of Directors.

**3. Corporation and Regent Independence and Loyalty.** All officers and regents of the Board of Directors shall act in an independent manner consistent with their obligations to the College and applicable law, regardless of any other affiliations, membership, or positions.

## **Section C. Composition of the Board of Directors**

The Board of Directors shall be composed of not less than 8 voting Board of Directors members, including six (6) officers and four (4) regents. Of the two (2) canine representatives, one (1) will have a major focus on canine rehabilitation and the other will have a major focus on canine sports medicine. One (1) of the two (2) equine representatives will have a major focus on equine rehabilitation and the other on equine sports medicine. The six (6) officers and four (4) regents will be elected by a majority vote of the diplomates.

## **Section D. Qualifications of Board of Director Members**

All voting Board of Directors members shall maintain active diplomate certification status and shall be in good standing with the College.

## **Section E. Ex Officio Members of the Board of Directors**

The Board of Directors may appoint an Executive Director of the corporation and a College representative and alternative representative to the **Veterinary Specialty Organizations Committee (VSOC) American Board of Veterinary Specialties**, who shall be *ex officio*, non-voting members of the Board of Directors. The Board of Directors may appoint other *ex officio*, nonvoting members of the Board of Directors, as deemed necessary, on an annual basis.

## **Section F. Nomination, Election and Terms of Office of Board of Director Members**

The initial Board of Directors, including officers and regents, was elected by the initial organizing committee of charter diplomates in order to become incorporated. All voting regents shall be elected to serve one term of four (4) years without an option for re-election. Subsequent Elections to the Board of Directors shall be as follows: The selection of Vice President and regents will be alternated every year between the species-specific focus (canine and equine) of the candidates in order to provide a balanced interest and guidance for the College. Nominations for Secretary and Treasurer positions may be made regardless of the candidate's species focus.

The Nominating Committee will ask for nominees for the Vice President, Secretary, Treasurer and open regent positions from the general membership. Each candidate must be nominated by two (2) active diplomates in good standing. Self-nominations will not be accepted. All nominees will be required to submit a letter of intent that includes why they are qualified or desire to be a member of the Board of Directors, a description of prior service to the College, and a current curriculum vitae. Nominations will be solely based on sports medicine or rehabilitation qualifications and will not be based on board specialization within other colleges (e.g., ACVS, ACVIM).

**1. Selection Criteria for the Vice President Nominee.** The Vice President nominee is expected to fulfill all of the following requirements:

- Business experience – The Vice President nominees should have a strong background in business, legal and organizational policies to assist the College in its continued development and growth.
- Leadership experience – Demonstrated skills and experience by holding leadership positions in other veterinary specialties or large veterinary organizations that provide the needed wisdom and experience for successful management of the College
- Service record – Nominees should have an established and proven record of service to the College
- Collegiality – Respect and encouragement of individual strengths and fostering and development of collegiality among the membership. Nominees should have a demonstrated ability to build consensus within the College
- Respect and trust – Have strong support of colleagues within the field of expertise

**2. Selection Criteria for the Regent Nominee.** The regent nominee is expected to fulfill all of the following requirements:

- Service record – Nominees should have an established and proven record of service to the College
- Knowledge and experience – Have a strong understanding of their field of interest and the relevant sports medicine and rehabilitation issues in either the canine or equine practice category
- Unbiased judgment – Have the ability to provide strong, but fair representation of the field, regardless of personal views
- Collegiality – Respect and encouragement of individual strengths and fostering and development of collegiality among the membership. Nominees should have a demonstrated ability to build consensus within the College
- Respect and trust – Have strong support of colleagues within the field of expertise

Recommendations for qualified Vice President, Secretary, Treasurer and regent candidates shall be submitted to the Chair of the Nominating Committee at least four (4) months prior to the



annual membership meeting. The Nominating Committee will review the list of submitted nominees, determine eligibility and qualifications, and submit a final ballot of no greater than two (2) nominees for the Vice President, Secretary, Treasurer and regent positions to the Board of Directors for review and approval at least three (3) months prior to the beginning of the fiscal year. The ballot will specifically identify the diplomates nominated by practice category (canine or equine) for the Vice President and the regent positions.

If the Board of Directors does not approve of the nominees sent forward for review, then those names will be sent back to the Nominating Committee for a final review based on the Board of Directors' concerns of the applicant qualifications. The Nominating Committee will review the Board of Directors' concerns and either resubmit the original nominees or select a replacement nominee, as deemed appropriate by the Nominating Committee. The Nominating Committee will make the final decision on the ballot of nominees. The Board of Directors will have no veto powers over the final selection of nominees on the ballot.

The approved ballot of Vice President, Secretary, Treasurer and regent candidates will be distributed to the entire College membership by e-mail for voting by active diplomates in good standing for a single Vice President and regent candidate. The tabulation of results and determination by a simple majority of votes for the Vice President and regent nominees will be completed prior to the annual membership meeting. The selected Vice President, Secretary, Treasurer and regent nominees will begin their term of service at the annual membership meeting as the Immediate Past President and the outgoing regents are replaced.

#### **Section G. Other Certification Functions**

The Board of Directors shall develop and implement all other appropriate policies and procedures to carry out the College's corporate goals and purposes, as set forth in these Bylaws and in the Certificate of Incorporation.

### **ARTICLE IV – OFFICERS**

#### **Section A. Officer Titles and Authority**

The officers of the College shall consist of the Immediate Past President, President, President-Elect, Vice President, Secretary and Treasurer. The officers shall be bound by, and be responsible and accountable to, the College for satisfying resolutions and directives of the Board of Directors, and shall have the authority and accountability conferred and granted by these Bylaws and by the Board of Directors. No individual shall hold more than one (1) elected officer position at any one time. The duties of the officers are outlined below.

#### **Section B. Duties of the Officers**

**1. President.** The President shall have the authority and responsibilities commonly incident to, and vested in, the corporate offices of Chief Executive Officer and Chair of the Board of Directors, consistent with these Bylaws, including, but not limited to: the role of presiding officer at all meetings of the College and the Board of Directors; the direction of other officers; the responsibility to satisfy the directives of the Board of Directors; the designation and appointment of College representatives, subject to Board of Directors approval; and, the administration of the affairs of the corporation according to the Certificate of Incorporation, these Bylaws, and the policies adopted by the Board of Directors. The President shall be an *ex officio* member, without vote, of all standing committees of the College, but will not have *ex officio* status with any *ad hoc* committees. At the expiration of his or her term, the President shall become the Immediate Past President.

**2. *President-Elect.*** The President-Elect shall perform such other duties as the Board of Directors or the President may, from time to time, designate. In the absence or disability of the President, the President-Elect shall serve as acting President, shall have all authority conferred upon the office of President, and shall perform all duties for which the President is responsible for the unexpired portion of the term, or until the President can resume duties. At the expiration of his or her term, the President-Elect shall become the President.

**3. *Vice President.*** The Vice President shall serve as Parliamentarian at all Board of Directors meetings and shall perform such other duties as the Board of Directors or the President may, from time to time, designate. In the absence or disability of the President and the President Elect, the Vice President shall serve as acting President, shall have all authority conferred upon the office of President, and shall perform all duties for which the President is responsible for the unexpired portion of the term, or until the President or President Elect can resume duties. The Vice President will work closely with the Secretary and Treasurer in order to become familiar with the current activities and issues of the College. At the expiration of his or her term, the Vice President shall become the President-Elect.

**4. *Secretary.*** -The Secretary shall have and perform all duties commonly incident to, and vested in, the offices of secretary of a corporation, as well as all duties delegated and designated by the Board of Directors or the President, including, but not limited to: supervision of maintenance of all corporate documents, including accounting for the accuracy of minutes of all meetings and the books of the corporation; and, the administration of the fiscal and financial policies of the corporation.

**5. *Treasurer.*** The Treasurer shall be the Chief Financial Officer (CFO) of the corporation. The Treasurer shall have and perform all duties commonly incident to, and vested in, the offices of secretary of a corporation, as well as all duties delegated and designated by the Board of Directors or the President, including, but not limited to the administration of the fiscal and financial policies of the corporation.

**6. *Immediate Past President.*** The Immediate Past President shall be the retiring President. If the President, President Elect, and Vice President are unable to perform the duties of President, the Immediate Past President shall serve as acting President, shall have all authority conferred upon the office of President, and shall perform all duties for which the President is responsible for the unexpired portion of the term, or until one of the above officers can resume duties.

### **Section C. Officer Terms of Office**

The Vice-President, President-elect, President and Past President all have a single one year term of office. The newly elected Vice President will begin their term of service at the annual membership meeting as the President-elect advance to President, the President advances to Immediate Past President and the outgoing Immediate Past President steps down.

The Secretary and Treasurer will be elected to serve four (4) year terms. There is a limit of two (2) consecutive or subsequent terms that an individual may serve as Secretary or Treasurer.

### **Section D. Officer Resignation and Vacancy**

An officer may resign at any time by providing written notice to the President, or other authorized representative designated by the Board of Directors, and the Executive Director, if someone is appointed to this position. Such resignation shall take effect at the time specified therein, or, if no time is specified, at the time of acceptance as determined by the President or the Board of Directors. In the event that the office of President becomes vacant, the President-

Elect shall assume the office of President for the remainder of the term of office. In the event that any other officer position becomes vacant, the President shall appoint interim officers to fill such vacant offices until an interim officer or regent is appointed by the Board of Directors to serve the unexpired portion of the term. The interim member of the Board of Directors may submit credentials for consideration by the Nominating Committee for voting and formal appointment to the Board of Director at the next scheduled open nomination process for selecting vacant positions on the Board of Directors.

#### **Section E. Removal of Officers**

A formal complaint against any officer may be forwarded in writing by any diplomate or officer or regent to the Board of Directors for consideration and review. The Board of Directors may remove any officer from office whenever, in its judgment, that the officer is not fulfilling their job responsibilities or serving the best interests of the College. An officer of the College may be removed by a two-thirds (2/3) affirmative vote of the Board of Directors at any regular or special meeting of the Board of Directors at which a quorum is present (*see Article V: Section E. Meeting Quorum*), and under rules or procedures approved by the Board of Directors.

### **ARTICLE V – REGENTS**

#### **Section A. Duties of the Regents**

The regents will be composed of at least two (2) representatives from each practice category for which certification is offered (i.e., canine and equine) with the representative being chosen to represent a balance between the areas of sports medicine and rehabilitation. Of the two (2) canine representatives, one (1) will have a major focus on canine rehabilitation and the other will have a major focus on canine sports medicine. One (1) of the two (2) equine representatives will have a major focus on equine rehabilitation and the other on equine sports medicine.

The duties of the regents are to represent the needs and perspectives of their elected fields of interest and to seek input from diplomates about specific needs or interests to be addressed by the Board of Directors.

#### **Section B. Regent Terms of Office**

Regents will serve one term of four (4) years without an option for re-election, with one (1) regent replaced each year and alternated between species-specific focus (canine and equine). The newly-elected regent will begin their term of service at the annual membership meeting as the outgoing regent is replaced.

#### **Section C. Regent Resignation and Vacancy**

A regent may resign at any time by providing written notice to the President and the Executive Director. Such resignation shall take effect at the time specified therein, or, if no time is specified, at the time of acceptance as determined by the President or Board of Directors. Vacancies, as they occur on the Board of Directors by resignation, death, incapacity, or the like, shall be filled by appointment by the Board of Directors for the remainder of the term. As otherwise provided by these Bylaws, regents may resign and regent positions may be filled for the remainder of the term.

#### **Section D. Removal of Regents**

A formal complaint against any regent may be forwarded in writing by any diplomate or officer or regent to the Board of Directors for consideration and review. The Board of Directors may remove any regent from office whenever, in its judgment, that the regent is not fulfilling their job responsibilities or serving the best interests of the College. A regent of the College may be

removed by a two-thirds (2/3) affirmative vote of the Board of Directors at any regular or special meeting of the Board of Directors at which a quorum is present (*see Article V: Section E. Meeting Quorum*), and under rules or procedures approved by the Board of Directors.

## ARTICLE VI – MEETINGS OF THE BOARD OF DIRECTORS

### **Section A. Annual and Regular Meetings of the Board of Directors**

The annual meeting of the Board of Directors shall be at a time and place designated by a majority of the Board of Directors for the transaction of business that comes before the Board of Directors. There shall be at least one other regular meeting of the Board of Directors each year as determined by the Board of Directors for the transaction of business. Agendas of all items to be discussed at regular Board of Directors meetings shall be distributed at least fourteen (14) days prior to the meeting. Additions to the agenda may be made by a majority vote of the board members in attendance.

### **Section B. Special Meetings**

Special meetings may be called by a majority of the Board of Directors, or by the President, upon the filing of a written special meeting notice with the President stating the agenda, location, date, and hour of such meeting. Notice of each special meeting will be delivered to each Board of Directors member at least ten (10) days prior to the date of the meeting. The Board of Directors is authorized to conduct any lawful business at special meetings, as provided in these Bylaws.

### **Section C. Telephone Conference Meetings**

The President may authorize a Board of Directors meeting via telephone conference call, or similar form of telecommunications, when deemed necessary; provided that a ten (10) day notice of such telephone conference is given to each Board of Directors member. Should an item of business require immediate attention and action by the Board of Directors, a telephone conference may be called without previous notice, so long as all of the Board of Directors members have been contacted and advised of such telephone meeting and the item(s) to be reviewed or acted upon. All Board of Directors members participating in a telephone conference meeting must be able to hear, and communicate effectively with, each other. A two-thirds (2/3) roll call vote of the Board of Directors members in attendance will be necessary to carry a resolution and to authorize Board of Directors action at a telephone conference meeting.

### **Section D. Notice**

The President shall give notice of all regular meetings of the Board of Directors to all regents and officers no less than sixty (60) days prior to the scheduled meeting.

### **Section E. Meeting Quorum**

A majority of the voting membership of the Board of Directors shall constitute a quorum for any meeting of the Board of Directors. Such majority shall be capable of transacting such business as may be provided in these Bylaws or under applicable law. Except as otherwise provided in these Bylaws or by applicable law, the act of a majority of the Board of Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors.

### **Section F. Mail Votes**

Should a matter requiring a vote of the Board of Directors arise between Board of Director's meetings, a ballot by e-mail or other appropriate means authorized by the President, may be taken. A majority affirmative vote of the entire voting membership of the Board of Directors shall be necessary to carry any motion.

### **Section G. Proxies**

Voting by proxies shall not be permitted.

### **Section H. Actions of the Board of Directors**

Every decision of the Board of Directors shall be by a majority vote, unless otherwise required by law, the policies of the Board of Directors, or these Bylaws. Each officer and regent shall be entitled to one (1) vote on any matter coming before the Board of Directors.

## **ARTICLE VII – GOVERNANCE**

### **Section A. Autonomy**

The Board of Directors shall in all respects be autonomous with respect to: College credentialing criteria and activities; finances; policies; administration; the conduct of meetings; election and appointment of committee members and College representatives; and, all other lawful activities.

### **Section B. Authorization to Act**

Except as provided in the Certificate of Incorporation, these Bylaws, the College Policies and Procedures, or applicable law, no officer, regent, employee, agent, or representative of the college may act on behalf of the College, or hold himself or herself out to the public as authorized to act on behalf of the College, without the prior, express, written approval of the Board of Directors.

### **Section C. Fiscal Year**

The fiscal year of the college shall be determined by the Board of Directors. The Board of Directors is authorized to fix and change the fiscal year from time to time as it deems appropriate.

## **ARTICLE VIII – EXECUTIVE DIRECTOR**

### **Section A. Appointment**

The Board of Directors may in time appoint an Executive Director of the College, who shall act as the Chief Operating Officer and Chief Staff Officer of the College. The Executive Director will report to the Board of Directors and be responsible and accountable for the supervision, control, and management of the College in its administrative, business, financial, and other operational affairs.

### **Section B. Authority and Duties**

If an Executive Director is appointed, he or she shall have the authority and duty to implement all policies of the corporation, and the responsibility to report to the Board of Directors concerning these affairs. Among other authority, the Executive Director would have the authority to: hire and dismiss employees and other personnel of the corporation, including consultants, contractors, counsel, and the like; and, legally bind the corporation and sign on its behalf contracts, checks, drafts, notes, mortgages, leases, and other legal documents, without limitation by reason of specification. The Executive Director would perform such other duties as may be elsewhere specified in these Bylaws, or as may be designated by the Board of Directors.

## **ARTICLE IX – DIPLOMATES AND GENERAL MEMBERSHIP**

## **Section A. Classification of Diplomates**

Persons certified by the College shall be known as Diplomates. Once a person is certified as a Diplomate, there is a maintenance of certification process as determined by the Board of Directors. There shall be four (4) categories of diplomates: Active Diplomates, Inactive Diplomates, Emeritus Diplomates, and Honorary Diplomates. The benefits and procedures for acquiring each classification are governed by these Policies and Procedures of the Board of Directors.

**1. Active Diplomates** have fulfilled the requirements set forth for certification by the College and are current on all annual membership fees. These members are eligible to vote and hold office.

**2. Inactive Diplomates** have fulfilled the requirements set forth for certification by the College but are not current on annual membership fees or have elected to take inactive status due to temporary discontinuation of active clinical practice. These members are not eligible to vote, hold office, attend business meetings of the College, or advertise themselves as an active diplomate. Inactive diplomates can revert to active status upon payment of all outstanding past and current annual dues plus an additional membership reinstatement fee.

**3. Emeritus Diplomates** have fulfilled the requirements for diplomate status but are retired from active clinical practice in their specialty category. Diplomates wishing to pursue Emeritus-status are required to notify the Secretary of their qualifications and desire to change their membership status. Emeritus diplomates will be required to pay a 50% reduced annual membership fee to actively maintain this status. Emeritus diplomates are able to vote and hold office for a period of ten (10) years after obtaining Emeritus-status. Thereafter, these individuals will not be able to vote or hold office.

**4. Honorary Diplomate** status may be conferred on an individual who has made substantial contributions to the development and progress of the specialty. This individual shall not be required to pay annual membership fees, may not hold office, and may not vote.

## **Section B. Meeting of Diplomates**

Diplomates of the College shall meet annually at such a time, date and location as designated by the Board of Directors. A quorum will be defined as the majority of the number of active diplomates that are in attendance at the annual membership meeting. The time, date and location of the annual meeting will be determined and announced at least four (4) months in advance of the planned meeting. The general membership will be notified by an e-mail list serve and a notice of the annual meeting will be posted to the College website ([www.vsmr.org](http://www.vsmr.org)).

## **Section C. Parliamentary Procedures**

The rules contained in the most recently revised edition of *Roberts Rules of Order* shall be the parliamentary authority for the conduct of all meetings of the Board of Directors, except as otherwise provided in these Bylaws.

# **ARTICLE X – COMMITTEE STRUCTURE AND DUTIES**

## **Section A. Appointment of Committee Members**

Committee chairs will be responsible for organization of all committee activities and oversight of all committee members, under direction of the Board of Directors. Committee chairs will provide a list of open committee membership positions to the Board of Directors for annual review and consideration at their July meeting. The Board of Directors will then direct the Nominating

Committee to seek self-nominations for open committee membership positions from the general membership. All nominees will be required to submit a letter of intent that includes why they are qualified or desire to be a specific committee member and a description of prior service to the College. The Nominating Committee and the active committee chair of the individual committees will review the list of submitted nominees, determine eligibility and qualifications, and select a final list of committee members. Nominations will be solely based on sports medicine or rehabilitation qualifications and will not be based on board specialization within other colleges (e.g., ACVS, ACVIM). Recommendations for qualified committee member candidates shall be submitted to the Board of Directors for final approval at least one (1) month prior to the annual membership meeting. All new committee appointments will be introduced and will begin their term of service at the annual membership meeting with the exception of the Examination Committee members who take on their appointments at the time of the annual examination.

#### **Section B. Appointment of Committee Chairs**

The Board of Directors will appoint new committee chairs from within the respective committee membership. The outgoing committee chair will be asked for recommendations for a replacement based on past committee service, awareness of committee activities, and collegiality of the selected nominees. All nominees will be required to submit a letter of intent that includes why they are qualified or desire to be a specific committee chair, a description of prior service to the College, and a current curriculum vitae. The Board of Directors and the current committee chair of the individual committees will review the list of submitted nominees, determine eligibility and qualifications, and select a final committee chair at least one (1) month prior to the annual membership meeting. All new committee chairs will be introduced and will begin their term of service at the annual membership meeting.

#### **Section C. Appointment of Committee Liaisons to the Board of Directors**

Each committee will have at least one (1) member of the Board of Directors appointed as a liaison between the respective committee and the Board of Directors. The Board of Directors will select the liaison members for each committee from the active Board of Directors. The intent is to provide continuity between the objectives and activities of the Board of Directors and the committees, as well as, to provide updates to the Board of Directors during their scheduled meetings. **The liaisons will not have committee voting rights. The liaisons will have full committee voting rights and responsibilities.** The committee liaisons will serve for the four-year terms in conjunction with their individual Board of Directors terms.

#### **Section D. Dismissal of Committee Members, Chairs or Liaisons**

**A committee member may be removed if, by judgement of the committee chair and the Board of Directors, the member is not fulfilling committee responsibilities. The committee chair shall initially address concerns with a warning letter to the member notifying them of a probationary period (minimum of two months). The Board of Directors will be informed of this action and the President must provide prior approval of the action. If member actions do not change during probation, the chair will inform the Board of Directors who shall then vote whether to remove the member. The member will be notified in writing of their removal by the Board of Directors. Committee membership for part of the required term shall not result in accumulation of points towards re-credentialing.**

**Committee members may be dismissed from committee service based on a lack of active participation or contribution to assigned committees. The committee chair will present a list of inactive members to the Board of Directors for review and consideration of dismissal from committee service.**

The Board of Directors will be responsible for oversight of the effective organization and productivity of all committee chairs and liaisons. Ineffective or inactive committee chairs and liaisons will be reviewed for consideration of dismissal from committee service.

### **Section E. Nominating Committee**

**1. Composition.** The Nominating Committee shall consist of the Immediate Past President as chair of the committee and four (4) other members that include two (2) canine and two (2) equine diplomates that consist of two (2) current or past Board of Director members and two (2) non-board members. All Nominating Committee members must maintain active diplomate status and must be in good standing with the College. The Immediate Past President shall be a voting member of the Nominating Committee.

**2. Terms of Office.** The Immediate Past President shall serve as chair of the Nominating Committee for a term of one (1) year. Other Nominating Committee members shall serve for a term of four (4) years to ensure that one (1) committee member is replaced each year. There is a limit of two (2) consecutive or subsequent terms that an individual may serve on the Nominating Committee.

**3. General Authority and Duties.** The Nominating Committee shall oversee and supervise the nominating process for new officers, regents and committee members and shall establish appropriate procedures and rules for the nomination of qualified candidates.

The Nominating Committee shall solicit nominees for new officers and regents; review the credentials of candidates; and develop a slate of no more than two (2) qualified candidates for open officer and regent positions. The Nominating Committee will present the slate of nominees for new officers or regents for approval by the Board of Directors prior to presenting the slate of candidates for election by the College membership.

The Nominating Committee will also solicit letters of intent for all open committee positions. The Board of Directors will review the Nominating Committee recommendations along with committee chair input to determine the final selection of new committee members. Under the direction of the Board of Directors, the Nominating Committee shall perform its duties and twice annually report its findings to the Board of Directors.

**4. Public Relations Activities and Responsibilities Include the Following:**

- Oversee and supervise the nominating process for new officers and regents of the Board of Directors
- Oversee and supervise the nominating process for new committee members
- Establish appropriate procedures and rules for the nomination of qualified candidates by members of the College
- Solicit nominations for new officers, regents and committee members from the College membership to replace those whose terms expire on an annual basis
- Review the credentials of qualified officer and regent nominees
- Develop of a slate of officer and regent nominees for approval by the Board of Directors
- Present the slate of officer and regent nominees for election by the College membership

### **Section F. Credentialing and Residency Committee**

**1. Composition.** The Credentialing and Residency Committee shall consist of two (2) co-chairs representing the two (2) species-specific categories (canine and equine) and include four (4) representatives from each of the two (2) species categories for a total of ten (10) committee



members. New committee co-chairs will be selected from the existing Credentialing and Residency Committee membership to provide the necessary knowledge and experience to guide the committee activities. All Credentialing and Residency Committee members must maintain active diplomate status and be in good standing with the College. The Credentialing and Residency Committee shall consist of two (2) working subcommittees; one responsible for credentials review and acceptance and one responsible for residency applications and training requirements. The individual members and duties will be directed toward credentials or residency-related activities as needed throughout the year, which will be at the discretion of the Credentialing and Residency Committee.

The Credentialing and Residency Committee shall consist of two (2) co-chairs representing the two (2) species-specific categories (canine and equine) and include four (4) representatives from each of the two (2) species categories for a total of ten (10) committee members. New committee chairs will be selected from the existing Credentialing and Residency Committee membership to provide the necessary knowledge and experience to guide the committee activities. All Credentialing and Residency Committee members must maintain active diplomate status and be in good standing with the College. The Credentialing and Residency Committee shall consist of two (2) working subcommittees; one responsible for credentials acceptance and review and one responsible for residency and practice experience applications and training. The individual members and duties will be directed toward credentials-related activities or toward reviewing and processing training applications as needed throughout the year, which will be at the discretion of the Credentialing and Residency Committee.

**2. Terms of Office.** The Credentialing and Residency Committee members shall serve for a term of four (4) years, which shall be staggered to ensure that two (2) or three (3) members are replaced each year. There is a limit of two (2) consecutive or subsequent terms that an individual may serve on the Credentialing and Residency Committee.

**3. General Authority and Duties.** The Credentialing and Residency Committee shall be responsible for establishing and maintaining appropriate residency training requirements; preparing and disseminating information concerning the residency training program; monitoring resident progress during residency training program; and, certifying resident completion of the respective residency training program prior to board-certification examination. The Committee is also responsible for establishing and maintaining board certification of diplomates. Under the direction of the Board of Directors, the Credentialing and Residency Committee shall perform its duties and report its findings monthly to the Board of Directors.

The Credentialing and Residency Committee shall be responsible for establishing appropriate residency training requirements; preparing and disseminating information concerning the residency training for each certification practice category; monitoring candidate progress during residency training; and, certifying candidate completion of the respective residency training prior to board-certification examination. Under the direction of the Board of Directors, the Credentialing and Residency Committee shall perform its duties and twice annually report its findings to the Board of Directors.

**4. Credentialing Activities and Responsibilities Include the Following:**

- Provide information on credentials submission for board-certifying examination to potential applicants
- Review and approve/deny credentials submissions for board-certifying examination applicants

- Establish and maintain the guidelines for the requirements for maintenance of board certification
- Review and approve/deny credentials submissions for maintenance of board certification
- Provide information on the admission requirements to potential applicants
- Provide information on credentials submission to potential applicants
- Review applications and credentials
- Create and maintain requirements for the different pathways of eligibility
- Determine the requirements for maintenance of board certification
- Review credentials submissions for maintenance of board certification

**5. Residency Activities and Responsibilities Include the Following:**

- Provide information on the residency program requirements to potential resident applicants
- Review, update and maintain guidelines for residency training program requirements
- Review and approve/deny resident applicants for residency training programs
- Review and report the progress of residents' training requirements during their residency training programs
- Provide information on residency training program requirements to residents and program directors
- Review, update and maintain criteria for and approve residency training in veterinary sports medicine and rehabilitation
- Review, update and maintain criteria for and approve practice experience training in veterinary sports medicine and rehabilitation
- Monitor progress of residents during their residency training programs
- Oversee the establishment and development of new residency programs in canine and equine sports medicine and rehabilitation

**Section G. Examination Committee**

**1. Composition.** The Examination Committee will consist of four (4) members in each of the three (3) core, canine and equine categories, for a total of twelve (12) committee members. The Examination Committee members from each species-specific category will also consist of members from each of the two (2) professional practice categories (sports medicine and rehabilitation). Specifically, committee members will represent canine rehabilitation, canine sports medicine, equine rehabilitation and equine sports medicine. The Examination Committee shall also consist of one (1) Examination Chair and three (3) Section chairs that represent the core knowledge and the two species-specific categories (canine and equine) within the board examinations. The core examination sub-committee members will be composed of two (2) equine and two (2) canine specialists. The Examination Chair will be nominated by the Nominating Committee and forwarded to the Board of Directors for approval. All Examination Committee members must maintain active diplomate status and be in good standing with the College.

Selection of new Examination Committee members within the three sections (core, canine and equine) will be based on committee member demographics of clinical expertise within those three categories to provide coverage of all examination topics within each examination. The Examination Committee Section chairs will review and select new committee members and Section chairs whose names will be presented to the Nominating Committee and subsequently approved by the Board of Directors. New committee Section Chairs and Section Chair-elects will be selected from the existing Examination Committee membership by the existing and

outgoing committee Section Chairs to provide the necessary knowledge and experience to guide the committee activities. Section Chair-elects will serve one year in training prior to becoming Section Chair. The Examination Committee Chair will be nominated from the current or former Examination Committee Section chairs to provide the necessary knowledge and experience to guide the committee activities.

The Examination Committee board liaison will be an ex-officio non-voting member of the Examination Committee. The Examination Committee Chair will serve in an administrative role and interact with the Section Chairs to ensure timely activities and smooth operations of the Examination Committee. The Examination Committee liaison will attend all Examination Committee meetings, conference calls and the annual board-certification examinations and report activities of the Examination Committee to the Board of Directors.

The Examination Committee shall consist of three (3) co-chairs representing the one (1) core knowledge and the two (2) species-specific categories (canine and equine) within the board examinations. New committee chairs will be selected from the existing Examination Committee membership to provide the necessary knowledge and experience to guide the committee activities. The committee will consist of four (4) members in each of the three (3) core, canine and equine categories, for a total of twelve (12) committee members. The Examination Committee members from each species-specific category will also consist of members from each of the two (2) professional practice categories (sports medicine and rehabilitation). Specifically, committee members will represent canine rehabilitation, canine sports medicine, equine rehabilitation and equine sports medicine. All Examination Committee members must maintain active diplomate status and be in good standing with the College.

**2. Terms of Office.** The three (3) committee chairs should serve in overlapping terms to provide committee continuity and to prevent simultaneous term expirations. Examination Committee members shall serve for a term of four (4) years, which shall be staggered to ensure that the terms of three (3) members expire each year. There is a limit of two (2) consecutive or subsequent terms that an individual may serve on the Examination Committee.

**3. General Authority and Duties.** The Examination Committee shall be responsible for: developing and administering to candidates valid and defensible, knowledge-based certification examinations related to each species-specific and professional practice category. Under the direction of the Board of Directors, the Examination Committee shall perform its duties and twice annually report its findings to the Board of Directors.

**4. Public Relations Activities and Responsibilities Include the Following:**

- Define the knowledge base and provide information to assist candidates in accessing this information
- Create the board-certification examinations required for diplomate status
- Determine subject matter to be covered based on periodic job analysis surveys of the existing active diplomates
- Determine the distribution of examination questions within each subject area
- Decide upon the examination question format (e.g. multiple-choice, short answer)
- Develop the core knowledge examination to be taken by all candidates
- Develop the species-specific examinations in canine and equine sports medicine and rehabilitation
- Maintain a question bank for the core knowledge and species-specific examinations with the services of an examination administrator

- Determine the method for establishing the pass-point for the individual examinations
- Establish the pass-points for the individual examinations with provided services from a profession testing service
- Evaluate the results of the examinations and, if necessary, reject select examination questions
- Report the results of the examinations to the candidates in a timely manner
- Develop policies for re-examination

## **Section H. Public Relations and Marketing Committee**

**1. Composition.** The Public Relations and Marketing Committee shall be composed of ten (10) members that include five (5) canine and five (5) equine diplomates from the College with expertise or interest in public relations and marketing. The committee chair will be selected from the existing Public Relations and Marketing Committee membership to provide the necessary knowledge and experience to guide the committee activities. The committee chair will serve for a two (2) year term. All Public Relations and Marketing Committee members must maintain active diplomate status and be in good standing with the College.

The Public Relations and Marketing Committee shall be composed of a Chair and eight (8) other members that include four (4) canine and four (4) equine diplomates from the College with expertise or interest in public relations and marketing. New committee chairs will be selected from the existing Public Relations and Marketing Committee membership to provide the necessary knowledge and experience to guide the committee activities. All Public Relations and Marketing Committee members must maintain active diplomate status and be in good standing with the College.

**2. Terms of Office.** Public Relations and Marketing Committee members shall serve for a term of four (4) years, which shall be staggered to ensure that one (1) or two (2) members are replaced each year. There is a limit of two (2) consecutive or subsequent terms that an individual may serve on the Public Relations and Marketing Committee.

**3. General Authority and Duties.** The Public Relations and Marketing Committee shall be responsible for: developing promotional materials, establishing industry and private collaborations for continuing education or funding opportunities, and marketing the College. Under the direction of the Board of Directors, the Public Relations and Marketing Committee shall perform its duties and twice annually report its findings to the Board of Directors.

### **4. Public Relations Activities and Responsibilities Include the Following:**

- Develop and maintain the College website (vsmr.org)
- Establish and maintain a College presence on other social networking sites
- Develop partnerships with commercial companies to aid in the support of the College's activities
- Work in collaboration with the Continuing Education Committee to organize continuing education meetings
- Raise funds in support of College activities including continuing education and the Education and Research Foundation.

### **5. Marketing Activities and Responsibilities Include the Following:**

- Develop promotional materials to raise awareness of the college and its activities
- Market the college and its diplomates as specialists in the fields of sports medicine and rehabilitation.

### **6. Sponsorship Guidelines**

Sponsorship of the College or other elements is open to all groups and or companies with an interest in the advancement of the practice of veterinary sports medicine and rehabilitation through improvements in continuing education, goods or policies. These groups or companies can include pharmaceutical, nutrition and or feed companies, research or diagnostic laboratories, and other affiliated groups. Groups or companies can sponsor a species-specific program, general scientific sessions, luncheon meetings, diplomate dinners, evening receptions, Board of Director meetings, or entire symposia developed by the College.

A member of the Public Relations and Marketing Committee will act as the sponsorship liaison. This person should be, and remain, separate from the chair of any educational program. Sponsorship for selected programs or species-specific tracts can be solicited by the Public Relations and Marketing Committee or members of the Continuing Education Committee. Sponsorship of the entire symposium, luncheons, receptions, or a diplomate dinner can be solicited at any time.

## **Section I. Continuing Education Committee**

**1. Composition.** The Continuing Education Committee shall be composed of six members with 3 (three) representing canine and 3 (three) representing equine with expertise or interest in continuing education. One member of the committee will be designated as chair of the Continuing Education Committee. New committee chairs will be selected from the existing Continuing Education Committee membership to provide the necessary knowledge and experience to guide the committee activities. All Continuing Education Committee members must maintain active diplomate status and be in good standing with the College.

The Continuing Education Committee shall be composed of two (2) co-chairs and two (2) members representing the species categories (canine and equine) with expertise or interest in continuing education. New committee chairs will be selected from the existing Continuing Education Committee membership to provide the necessary knowledge and experience to guide the committee activities. All Continuing Education Committee members must maintain active diplomate status and be in good standing with the College.

**2. Terms of Office.** Continuing Education Committee members shall serve for a term of four (4) years, which shall be staggered to ensure that one (1) or two (2) members are replaced each year. There is a limit of two (2) consecutive or subsequent terms that an individual may serve on the Continuing Education Committee.

**3. General Authority and Duties.** The Continuing Education Committee shall be responsible for: organizing educational programs in the areas of sports medicine and rehabilitation and providing educational opportunities for candidates preparing for the certification examinations. Under the direction of the Board of Directors, the Continuing Education Committee shall perform its duties and twice annually report its findings to the Board of Directors.

**4. Continuing Education Activities and Responsibilities Include the Following:**

- Organize educational programs and continuing education events in the areas of canine and equine sports medicine and rehabilitation.
- Organize educational programs to prepare candidates for the board-certification examinations
- Work closely with the Public Relations and Marketing Committee for sponsorship of continuing education programs
- Develop a list of organizations and associations that have an interest in or provide educational opportunities in the areas of veterinary sports medicine and rehabilitation

## **Section J. Additional Committees**

The Board of Directors may authorize and supervise additional committees, from time to time, to perform such functions as may be determined by the Board of Directors.

## **ARTICLE XI – CANDIDATE QUALIFICATIONS**

### **Section A. Admission Requirements**

The College will certify only veterinarians who have demonstrated, by meeting established training or experience requirements and by attaining acceptable scores on comprehensive examinations administered by the College, their fitness and ability to practice the specialty. The prerequisites and experience requirements for taking the examination have been based on those of other established Recognized Veterinary Specialty Organizations (RVSOs).

### **Section B. Eligibility Requirements**

Before applying for board certification by the College, an applicant must:

1. Be a graduate from a college or school of veterinary medicine accredited by the American Veterinary Medical Association (AVMA); or possess an Educational Commission for Foreign Veterinary Graduates (ECFVG) or Program for the Assessment of Veterinary Education Equivalence (PAVE) certificate; or be legally qualified to practice veterinary medicine in some state, province, territory, or possession of the United States, Canada, or other country.
2. Fulfill the credentials submission requirements for one (1) of the two (2) different paths to board certification prior to applying to take the College board-certification examination. The two (2) paths to board certification are the Practice Experience and the Residency training programs. These paths were established to help the specialty develop a critical mass of well-trained and experienced diplomates. The criteria will be reevaluated every five (5) years by the Board of Directors.
3. Demonstrate unquestionable moral character and ethical professional behavior.

### **Section C. Practice Experience Training Program**

The Practice Experience training program is available for veterinarians who have gained the required training, experience and expertise in sports medicine and rehabilitation in an academic institution or a practice setting. Applicants must have at least five (5) years of clinical practice that includes at least a 50%-time commitment to the practice of canine or equine sports medicine or rehabilitation.

For a complete description of the current Practice Experience training program requirements see the ACVSMR Practice Experience Residency Guidelines.

### **Section D. Residency Training Program**

The Residency training program is designed to provide the required training and experience in sports medicine and rehabilitation within a traditional residency training program established at an academic institution or a practice setting.

For a complete description of the current Residency training program requirements see the ACVSMR Residency Training Program Guidelines.

## **ARTICLE XII – EXAMINATION PROCEDURES**

### **Section A. Board-Certification Examinations**

The Examination Committee, overseen by the Board of Directors, shall conduct comprehensive examinations to test the clinical knowledge of sports medicine and rehabilitation practices. The examinations will be written under the guidelines of the National Board of Medical Examiners (NBME).

There will be two (2) sequential examinations required for board certification. The first core knowledge examination will be taken by all candidates and will contain questions on basic and clinical science issues in physiological, exercise science, medical, surgical and rehabilitation topics. The second examination will be more in-depth covering species-specific (canine or equine) sports medicine and rehabilitation issues with candidates taking either the canine examination or the equine examination. Candidates must pass both the core knowledge examination and one (1) of the species-specific examinations to earn diplomate status.

### **Section B. Examination Procedures**

The examination questions will be submitted by examination committee members and active diplomates of the college in multiple-choice format and written under the guidelines of the National Board of Medical Examiners (NBME). An examination rubric that includes the topics and their percentage distribution within the core knowledge and canine and equine species-specific examinations will be made available to all applicants in an effort to help guide their studies.

### **Section C. Examination Content**

Each of the three (3) examinations will consist of 200 multiple-choice questions distributed over the essential knowledge base expected of a diplomate. The examinations will be computer-based and will be administered at a site and on a date determined by the College's Board of Directors. The examinations will be given once a year. The examinations will be administered and monitored by the Examination Committee. Test questions will be marked electronically. Candidates will receive an outline of topics and their respective percentage of importance in each examination and the format to be used prior to the examination. The outline of examination topics will be reevaluated every five (5) years based on the results of a College-wide job analysis survey completed by the active diplomates under the auspices of the Board of Directors.

### **Section D. Determination of the Examination Pass Rate**

Prior to the examination, all candidates will be informed via e-mail of the method of determining the pass rate for the examinations within the examination application instructions. A set percentage pass rate for the examination will not be determined. A modified-Angoff procedure will be applied to the pool of examination questions to determine the initial passing score for the examinations. Each individual examination question will be reviewed and considered in light of how many of a group of 100 hypothetical "minimally competent diplomates" are likely to answer that question correctly. Additionally, a 95% confidence interval will be calculated using the standard error of the ratings and the inter-rater repeatability of the examination question evaluators.

After the examinations, the examination administrator will blind all candidate names to prevent any potential selection bias from the Examination Committee. The score distribution of the blinded examinees will be reviewed and a passing point will be selected from within the previously defined 95% confidence interval. Once the initial criterion-referenced passing point is set, the standard will be maintained through statistical equating. A candidate's pass/fail performance will be established independently of the group who sat for the examination.



Candidates are judged by comparing their performance to an absolute standard and not to other candidates. Theoretically, all candidates can pass or all can fail. The cut-point may be adjusted downward based on natural breaks within the exam results, but not increased after administration of the examination. The determination of pass rates for each year's examinations will be the responsibility of the Examination Committee with assistance of a professional testing agency. The pass rates for each of the three (3) examinations will be reviewed and approved by the Board of Directors.

If the Board of Directors does not approve of the pass rates or cut-points sent forward for review, then the Examination Committee will be asked to do a final review based on the Board of Directors' concerns. The Examination Committee will review the Board of Directors' concerns and either resubmit the original examination results or modify the results, as deemed appropriate by the Examination Committee. The Examination Committee will make the final decision on the pass rate and cut-point in collaboration with a professional testing service. The Board of Directors will have no veto powers over the final pass rate or established cut-point of the examinations.

### **Section E. Notification of Examination Results**

Examinees will receive notification of the results (i.e., pass, fail) of their examination within forty-five (45) days of the examination. Regardless of notification method, examinees will be notified of their results prior to informing the general membership. An examinee has sixty (60) days from the time of notification to appeal the examination results.

On failing to pass one or both of the required examinations, examinees will be informed of their remaining eligibility and the re-examination procedures. The candidates, on written request, will be provided with an explanation of deficiencies that prevented their passing the examination. The Examination Committee will assist candidates who have failed the board-certification examination to identify areas in which they performed poorly in an effort to help guide their studies for subsequent re-examination.

### **Section F. Re-examination Procedures**

Candidates must pass both the core knowledge and species-specific portions of the examination within five (5) years of credential acceptance. Candidates will have three (3) attempts within five (5) years of credential acceptance to pass both the core knowledge and species-specific portions of the examination. Candidates failing to pass one or both parts of the board-certification examination must provide a formal letter to inform the Examination Committee of their intent for re-examination. If one portion of the examination is not successfully completed, then only that portion will need to be retaken at the next offering of the board-certification examinations. No resubmission of credentials is required if the candidate successfully passes all parts of the examination within five (5) years after initial acceptance of their credentials. If a candidate has not successfully passed both portions of the examination within five (5) years after acceptance of their credentials, then they must resubmit their credentials for a second review and approval by the Credentials Committee.

Candidates must pass both the core knowledge and species-specific portions of the examination. Candidates failing to pass one or both parts of the board-certification examination must reapply to the College within three (3) years by providing a formal letter to inform the Examination Committee of their intent for re-examination. If one portion of the examination is not successfully completed, then only that portion will need to be retaken at the next offering of the board-certification examinations. Both portions of the board-certification examination must be passed within a period of three (3) years. No resubmission of credentials is required if the



candidate successfully passes all parts of the examination within three (3) years after initial acceptance of their credentials. If a candidate has not successfully passed both portions of the examination within three (3) years after acceptance of their credentials, then they must resubmit their credentials for a second review and approval by the Credentials Committee.

Fees will be required for all re-examinations. Full examination fess will be required to retake both portions of the examinations and one-half of the examination fess will be required to retake one portion of the examination.

### **Section G. Fees**

The Board of Directors has the authority to establish all fees associated with board certification, including but not limited to, annual membership fees, credentials submission fees, examination fees, and maintenance of certification fees.

### **Section H. Accommodation for Disabilities**

The College will accommodate requests from applicants with documented disabilities for special test considerations in accordance with the Americans with Disabilities Act (ADA).

## **ARTICLE XIII – GRIEVANCES AND APPEALS PROCEDURES**

### **Section A. Definitions**

Grievances are defined as personal, professional or criminal complaints filed against a candidate, resident, diplomate, or administrative personnel associated with the College.

Appeals are defined as a disagreement by a resident, candidate or diplomate directed toward a decision provided by the College, Board of Directors or Committee chairs.

### **Section B. Grievances**

The Board of Directors shall consider and act upon complaints or charges filed against candidates, residents, or diplomates for alleged violations of the Bylaws of the College or charges of unprofessional conduct and shall have the authority to take disciplinary actions, including reprimand, censure, suspension, or expulsion for grievous offenses.

**1. General Philosophy:** The ACVSMR acknowledges that complaints filed against a candidate, resident, or diplomate is generally related to holding people accountable. The College is committed to ensuring that all complaints are dealt with in a responsive, efficient, effective, fair and economical manner.

**2. Due Process:** The College desires to assure an accurate and consistent response is provided for every grievance directed toward the College and its members and to ensure that substantive and procedural due process are provided in all instances.

**3. Jurisdiction:** Because the ACVSMR is not a regulatory organization, the jurisdiction of the Board of Directors is limited to appeals of membership application determinations by candidates for membership with respect to credentials and examinations; appeals of residency program registration application determinations by residency Program Directors; and, grievances related to diplomates.

Administrative requests or matters that are not covered by the Bylaws of the College or do not raise to the level of an appeal subject to this policy may be handled as appropriate at the discretion of the President of the College.

Complaints, questions, inquiries, or other matters related to infractions or alleged violations of individual State Practice Laws or the ethical codes of organized veterinary medicine such as the American Veterinary Medical Association (AVMA) are not within the jurisdiction of the ACVSMR and will be referred to the appropriate regulatory agency. However, action taken by state authorities or other veterinary medicine organizations may form the basis for disciplinary actions under this policy.

**4. Confidentiality and Conflicts of Interest:** All matters that are the subject of appeals and grievance proceedings are to be kept confidential to the extent practical or otherwise required by law; however, information concerning disciplinary actions taken will be published in accordance with this policy. In addition, no one who has any personal involvement or conflicts of interest with respect to any matters that are the subject of appeal or grievance shall be permitted to participate in the matter to be reviewed.

### **Section C. Procedures for Filing Grievances**

**1. Grievances:** Any complaint, inquiry, or grievance about a resident, candidate or diplomate of the College initiated by the general public, clients, another ACVSMR diplomate, or self-initiated by the President of the College must be submitted in writing to the ACVSMR secretary (Secretary@vsmr.org). The policies and procedures for filing grievances will be linked to the ACVSMR website (vsmr.org) for transparency and ease of access.

A complaint, inquiry, or grievance about a diplomate may be submitted by another diplomate in writing addressed to the President of the College and submitted to the secretary. The President may self-initiate an inquiry, grievance, complaint or other investigation of a diplomate if circumstances warrant.

**2. Dating and Recording:** The secretary will record the date of receipt of every complaint, inquiry or grievance, file the original and an electronic version, and assure a copy has been forwarded to the President of the College. Information needed for review of a grievance will be collated by the secretary and distributed as directed by the President of the College.

**3. Conflict Resolution:** Internal conflict resolution should be attempted as a first step in this process. A benchmark of seriousness or formality may have to be set and reached before an *Ad-hoc* Grievances Committee is activated.

The following procedures will be followed for the specific person or situation involved.

- a. Resident – A complaint made to the College about a resident will first be addressed to the resident supervisor for attempted resolution. If the issue is not resolved to the satisfaction of both parties within 30 (thirty) days of the complaint, then the resident supervisor shall notify the President of the College who will then form the *Ad-hoc* Grievances Committee. The committee will then have 60 (sixty) days to address and resolve the complaint.
- b. Diplomate – A complaint made to the College about a diplomate will be immediately addressed to the President-Elect and an *Ad-hoc* Grievances Committee formed. The *Ad-hoc* Grievances Committee will then have 60 (sixty) days to resolve the complaint and inform both parties.

Any internal problem revealed by a complaint will be communicated to the area of the College responsible for possible systemic improvement and the President of the College will have responsibility for following this issue to appropriate resolution.

## **Section D. Policy for Grievances**

**1. Grievances:** Types of complaints or grievances to be addressed by the College may be related to one or more of the following issues:

- a. Conviction of a felony or crime under state or federal law in a matter related to the practice of veterinary medicine;
- b. Negligence, malpractice, or willful misconduct in the performance of professional services as determined by a state licensing body; or
- c. Violation of the Bylaws of the College, or fraud or misrepresentation in the application or maintenance of ACVSMR membership, professional certification, or other professional recognition or credential.

Additional complaints or grievances may be addressed on an individual basis, (pending any action from the relevant State Board of Veterinary Medicine) which include:

- A record of a client's dissatisfaction with service provided by an ACVSMR resident or diplomate
- A complaint about case management of a patient from a referring veterinarian that was provided by an ACVSMR resident or diplomate
- A complaint about the personal or professional behavior of an ACVSMR resident or diplomate

**2. Extent of these Procedures:** Actions taken under this policy do not constitute enforcement of the law, although referral to appropriate government agencies may be made about a diplomate's conduct in certain situations. Individuals bringing complaints, inquiries, or grievances are not entitled to any relief or damages by virtue of this process although they will receive notice of the action taken.

**3. Grievance Format:** Although the initial grievance may be verbal, consideration can only be given to complaints, inquiries, or grievances submitted in writing. Correspondence from a diplomate or other injured party who has submitted a grievance, or a self-initiated grievance by the President of the College, must include:

- a. the identity of the individual submitting the grievance or the source of the grievance,
- b. the identity of the diplomate or resident who is the subject of the complaint,
- c. specific factual information concerning the incident initiating the grievance with appropriate documentation, and
- d. the action requested.

All information concerning a grievance should be addressed to the President of the College and submitted to College Secretary (Secretary@vsmr.org). The President of the College will establish an *Ad-hoc* Grievances Committee to address complaints, grievances and ethical concerns and then provide recommendations and a final report to President for Board of Directors review and final decision. The President of the College will provide a report of the final decision to the appropriate parties for each grievance.

**4. Method of Evaluation:** The President of the College is responsible for initial handling and disposition of any complaint, inquiry, or grievance in accordance with this policy.

- a. If the grievance involves federal, state, or local laws, regulations, or licensure, the President will inform the complainant of the limited scope of the ACVSMR policy on grievances and recommend the complainant pursue the matter through the appropriate regulatory agency. The President may choose to specify which agency to contact if such is known.

- b. If the grievance is governed by this policy, the President will direct that all material pertinent to the grievance evaluation be distributed to the *Ad hoc* Grievances Committee members.
- c. The complainant may be requested to provide additional information by the Chair of the *Ad hoc* Grievances Committee during its investigation. The Chair of the *Ad hoc* Grievances Committee may contact any other individuals who have knowledge of the facts and circumstances surrounding the complaint.
- d. The *Ad hoc* Grievances Committee will decide if the grounds for complaint are appropriate and of a significant nature, and will evaluate each party's account of the course of events in order to determine a balanced account of the incident(s) associated with the grievance. The *Ad hoc* Grievances Committee will decide whether the submission constitutes a potentially actionable complaint. If the complaint is deemed inappropriate, the Chair of the *Ad hoc* Grievances Committee will inform the President that no action should be taken.
- e. In the case of a potentially actionable complaint, the *Ad hoc* Grievances Committee shall provide written notice of the complaint and pending investigation, along with a copy of the ACVSMR Grievances policy to the complaine (resident or diplomate), The committee will also provide the complaine with a summary of the subject of the grievance and request any information refuting the grievance.
- f. The *Ad hoc* Grievances Committee will compile all information, evidence, and documentation relevant to the grievance and submit it to the Board of Directors with a summary of the *Ad hoc* Grievances Committee's review and recommendation for action. The grievance will be reviewed by the Board of Directors at its next regularly scheduled meeting or by conference call at an earlier date if such urgency is warranted.

#### **Section E. *Ad hoc* Grievances Committee**

**1. Composition.** The *Ad hoc* Grievances Committee will consist of three (3) active diplomates that are in good standing with the College. An appointed member to the *Ad hoc* Grievances Committee may not be a member of the Board of Directors or a member of the committee that made the decision leading to the appeal. If an appointed committee member should have a conflict of interest, then the President will appoint a replacement.

**2. Appointment.** The President of the College will appoint an *Ad hoc* Grievances Committee according to these Bylaws when there is an appeal related to a credentials decision or an examination decision.

**3. Terms of Office.** The *Ad hoc* Grievances Committee shall serve only for the duration of the current related process.

**4. General Authority and Duties.** The Chair of the *Ad hoc* Grievances Committee will call a meeting to review an appeal and consider whether due process has been followed within forty-five (45) days of notification of the appeal. The Chair of the *Ad hoc* Grievances Committee will notify the Board of Directors of the results of the review. The final decision will be delivered electronically to the affected person(s) not more than fourteen (14) days after it has been made. The recipient will be asked to confirm receipt of the final decision; otherwise a copy of the decision will be resent electronically or sent by certified mail.

5. *Ad hoc* Grievances Activities and Responsibilities Include the Following:

- Examine all documentation of candidates who have appealed either a credentials decision or an examination decision.
- Determine if there is a basis for appeal and make a decision relative to the appeal.
- Forward the committee's recommendation to the Board of Directors.

## **Section F. Review by the *Ad hoc* Grievances Committee**

### **1. *Meetings of the Ad-hoc Grievances Committee***

The Board of Directors is responsible for all final determinations, except with respect to grievances that may be appealed. The Chair of the *Ad-hoc* Grievances Committee is responsible for calling and chairing all meetings necessary or appropriate to implement the purposes of this policy. Telephone or video conferences will be arranged when appropriate to affect the purposes of this policy. Further conferences will be arranged when appropriate at the direction of the Chair of the *Ad-hoc* Grievances Committee.

All members of the *Ad-hoc* Grievances Committee members must participate in every meeting or conference and determinations are made by majority vote, except as otherwise prescribed. The affected parties may be invited to appear before the *Ad-hoc* Grievances Committee or Board of Directors at an appropriate point in the course of the proceeding, but there is no automatic right to an appearance.

Any additional information required by the *Ad hoc* Grievances Committee with respect to the complaint must be submitted within a time period established by the Chair of the *Ad hoc* Grievances Committee, but which shall not be less than thirty (30) days. The complainant may be asked for additional information, if any, by the members of the *Ad hoc* Grievances Committee. The *Ad hoc* Grievances Committee at its discretion also may contact any other individuals who have knowledge of the facts and circumstances surrounding the complaint.

In order to be able to respond effectively, the Chair of the *Ad hoc* Grievances Committee shall direct that a detailed summary of the information, evidence, and documentation comprising the grievance be delivered to the individual who is the subject of the grievance (complainee). The complainee will be given the opportunity to provide additional information and to respond directly to the allegations by written submission to the Chair of the *Ad hoc* Grievances Committee.

The diplomate or resident that is the subject of the grievance may also request to appear before the *Ad hoc* Grievances Committee. However, such appearance is at the sole discretion of the Chair of the *Ad hoc* Grievances Committee in consultation with the President of the College. During any such appearance, the diplomate will represent themselves and may be accompanied by no more than two advisers. There will be no trial-type hearing, presentation of evidence, witnesses, or cross-examination.

Any of the following sanctions may be recommended by the *Ad hoc* Grievances Committee to the Board of Directors for final vote and action:

- Written reprimand to or censure of the diplomate or resident;
- Suspension of the diplomate or resident for a designated period; or
- Expulsion of the diplomate or resident from ACVSMR.

The written decision of the *Ad-hoc* Grievances Committee will be drafted for review and approval by the Board of Directors. The letter of notification will be postmarked to the

complainant and the complainee within sixty (60) days of receipt of the appeal or grievance and no later than thirty (30) days from the date a determination is made.

After final determination by the *Ad hoc* Grievances Committee, a summary of the determination and the sanction, with the complainee's name, may be published by the Board of Directors at its discretion and will be maintained by the ACVSMR Secretary as a public record.

### **Section G. Outcome of Grievance Procedures**

Complainants will be advised of outcomes as soon as possible after a decision is made and will be given reasons for decisions.

Complainees may be subject to disciplinary action, including but not limited to reprimand, censure, suspension, or expulsion from the College in the following circumstances by a two-thirds vote of the members of the Board of Directors present at a meeting or participating in a conference call at which a quorum is present.

Mediation is not available for grievances; however, an appeal of the Ad-hoc Grievances Committee or the Board of Directors' determination of disciplinary action may be made to the American Board of Veterinary Specialties (ABVS) by the diplomate who is the subject of such action.

The President of the College will notify the complainee (resident or diplomate) by letter within thirty (30) days following the determination of the Board of Directors. The reasons for the Board of Director's determination will be stated, and the complainee will be informed that the Board of Director's determination is final.

### **Section H. Formal Appeal Procedures in Case of an Adverse Decision**

In case of an adverse decision by the College relative to denial of credentials or following the board-certification examination, an appeals process has been established utilizing an *Ad hoc* Appeals Committee appointed by the Board of Directors.

Adverse decisions by the College may include, but are not limited to:

- Denial of approval of a residency training application
- Denial of adequacy of credentials
- Denial of examination for board certification of an individual
- Removal from the list of active diplomates

In the event of adverse decisions, the College shall advise the affected person(s) of the procedure for appealing the adverse decision. An affected party desiring to appeal the College's adverse decision must adhere to the following procedures.

### **Section I. Grounds for Reconsideration or Review**

The affected party may petition for reconsideration or review of the College's decision on the grounds that the College had ruled erroneously by:

- Failing to consider relevant evidence or documentation presented
- Disregarding the established College criteria for achieving board certification
- Failing to follow procedures as stated in any related guidelines or other document.

An appeal relating to the candidate's credentials must be filed within thirty (30) days of the date on which the adverse decision was announced to the candidate. In the event of an adverse

decision by the College relative to credentials, the College shall advise the affected person and or the administrative official of the affected residency training of the procedures for appealing the adverse decision. The appeal will be reviewed by an *Ad hoc* Appeals Committee, and their recommendation forwarded to the Board of Directors.

#### **Section J. *Ad hoc* Appeals Committee for review of credentials or examination appeals**

- 1. Composition.** The *Ad hoc* Appeals Committee will consist of three (3) active diplomates that are in good standing with the College. An appointed member to the *Ad hoc* Appeals Committee may not be a member of the Board of Directors or a member of the committee that made the decision leading to the appeal. If an appointed committee member should have a conflict of interest, then the President will appoint a replacement.
- 2. Appointment.** The Board of Directors will appoint an *Ad hoc* Appeals Committee according to these Bylaws when there is an appeal related to a credentials decision or an examination decision.
- 3. Terms of Office.** The *Ad hoc* Appeals Committee shall serve only for the duration of the current related appeals process.
- 4. General Authority and Duties.** The Chair of the *Ad hoc* Appeals Committee will call a meeting to review an appeal and consider whether due process has been followed within forty-five (45) days of notification of the appeal. The Chair will notify the Board of Directors of the results of the review. The final decision will be delivered electronically and by certified mail to the affected person(s) not more than fifteen (15) days after it has been made. The recipient will be asked to confirm receipt of the final decision by contacting the Secretary.
- 5. Ad hoc Appeals Activities and Responsibilities Include the Following:**
  - Examine all documentation of candidates who have appealed either a credentials decision or an examination decision.
  - Determine if there is a basis for appeal and make a decision relative to the appeal.
  - Forward the committee's recommendation to the Board of Directors.

Members of the Credentialing and Residency Committees will be recused from serving on the *Ad hoc* Appeals Committee when the appeal is related to credentialing. The candidate and the administrative officials of the residency training will be informed of the decision at least forty-five (45) days prior to the examination date. Similar timelines pertain to candidates applying through the Practice Experience training path to board certification.

An appeal relating to the candidate's examination outcome must be filed within thirty (30) days of the date on which the adverse decision was announced to the candidate. An appeal relating to the examination will be evaluated by an *Ad hoc* Appeals Committee, and their recommendation will be forwarded to the Board of Directors for review and approval. The candidate will be informed of the decision made within sixty (60) days after receipt of the appeal. Members of the Examination Committee will be recused from serving on the *Ad hoc* Appeals Committee when the appeal is related to the board certification examination procedure or outcome.

#### **Section K. Petition for Reconsideration**

The following five (5) steps outline the process that will be followed when an affected party challenges an adverse decision by the College relative to denial of credentials or following the examination:

1. An affected party may, at his or her option, petition the College to reconsider its decision by filing with the College a written petition for reconsideration which shall include a statement of the grounds for reconsideration and documentation, if any, in support of the petition.
2. Such a petition must be received by the Secretary within thirty (30) days of the date on which the College announced its adverse decision.
3. The Board of Directors will appoint an *Ad hoc* Appeals Committee to review appeals, consisting of three (3) diplomates. The *Ad hoc* Appeals Committee will elect a Chair. An appointed member to the *Ad hoc* Appeals Committee may not be a member of the Board of Directors. If an appointed committee member should have a conflict of interest, then the President will appoint a replacement. Appointed members may not be members of the initial committee that made the decision leading to the current appeal.
4. The Chair of the *Ad hoc* Appeals Committee will call a meeting to review an appeal and consider whether due process has been followed within forty-five (45) days of notification of the appeal. The Chair will notify the Board of Directors of the results of the review and the final decision will be sent electronically and by certified mail to the affected person(s) not more than fifteen (15) days after the decision has been made. The affected person(s) will confirm receipt of the decision by contacting the Secretary.
5. Upon the completion of Steps 1 through 4 above, if the affected party is not satisfied with the final decision, they may request assistance with mediation through the American Board of Veterinary Specialties (ABVS).

#### **Section L. Resignation**

If a diplomate or resident subject of a grievance voluntarily surrenders his or her membership at any time during a pending complaint, the complaint will be dismissed without any further action and the record will be sealed.

The President of the College will communicate the resignation of the diplomate or resident to the College membership in the same manner that resignations from membership are published or communicated.

The complainant will be notified of the date of resignation of the diplomate or resident and of the dismissal of the complaint by the Board of Directors.

#### **Section M. Destruction of Materials**

Because of the confidentiality of all matters related to a grievance, each member of the Executive Committee, Board of Directors, and Appeals Panel will permanently delete all electronic files and return any written materials to the ACVSMR office. Materials returned to the ACVSMR office will be accounted for. Complaints and their outcome will be recorded in hard copy and information will be kept by the ACVSMR office for 3 years beyond resolution and then will be permanently destroyed.

#### **Section N. Reporting**

**1. Confidentiality:** All appeals and grievances will remain confidential to the level of necessary exposure as provided in this policy. The recording of appeals and grievances in the Board minutes will reflect the nature of the problem, appropriate discussion and recommended action.



Any individuals participating in an appeal or grievance may be asked to sign a confidentiality statement.

**2. Acknowledging grievances and appeals within the College:** Only involved parties will be privileged to the identification of the complainant and the complaine, other than any identification published in a final determination made in accordance with this policy.

Diplomates may be made aware of the number and general scope of appeals and grievances reviewed by the Board of Directors; however, the reporting will not include the identity of any individual(s) involved or any details of individual cases.

#### **Section O. Fiscal**

Office expenses for the production and distribution of material pertaining to the review will be borne by the budget of the ACVSMR. The College will provide travel and per diem expense funds commensurate with prevailing allocations for committee travel and per diem expenses for ACVSMR representatives to any mediation hearing.

### **ARTICLE XIV – DIPLOMAS AND MAINTENANCE OF CERTIFICATION**

#### **Section A. Certificates Attesting to Diplomat Status**

On passing both portions of the examination, the candidate will receive a certificate of diplomat status indicating that the individual is a diplomat of the American College of Veterinary Sports Medicine and Rehabilitation and is certified in the AVMA-recognized specialty of Veterinary Sports Medicine and Rehabilitation (Canine) or Veterinary Sports Medicine and Rehabilitation (Equine). **The certificate of diplomat status is time-stamped and valid for 10 years following issuance.**

#### **Section B. Maintenance of Certification**

The criterion for American Veterinary Medical Association recognition of veterinary specialty organizations includes having a mandatory program for maintenance of certification. Per the American Board of Veterinary Specialists (ABVS) policies, each specialty organization will develop its own standards and protocol for maintenance of certification.

**For the College, diplomat status will be subject to a maintenance of certification process determined by the Board of Directors. Maintenance of certification for the American College of Veterinary Sports Medicine and Rehabilitation will be initiated on July 1, 2010.**

**For the College, diplomat status will be subject to a maintenance of certification process determined by the Board of Directors.**

All active diplomates will be required to take action to maintain board certification every ten (10) years from the date of their initial certification. An active diplomat must apply to maintain board certification within three (3) years of eligibility (i.e., at years 8, 9 or 10 after obtaining diplomat status or the last maintenance of certification) via one of the following two (2) methods:

- Accumulate five hundred (500) credits as outlined in the ACVSMR Maintenance of Certification Guidelines
- Successfully pass both the core knowledge and species-specific board-certification examinations in their practice category

A diplomat who fails to successfully apply for maintenance of certification within the allotted three (3) years of eligibility or does not submit an application for maintenance of certification by

the 10-year deadline will have their active diplomate status revoked and they will be placed on inactive diplomate status. If this occurs, then active diplomate status can only be reinstituted by submission of a full credentials package for consideration of re-examination for board certification. The diplomate will be required to take the next available board certification examination and to pass both portions (i.e., core knowledge and species-specific) of the board certification examination. If successful, the diplomate's board certification will extend 10 years from the date from which they successfully pass the American College of Veterinary Sports Medicine and Rehabilitation board certification examination.

If a diplomate allows their board certification to expire without renewal, their diplomate status will be changed to an inactive status. Affected individuals will be required to remove the diplomate title from all marketing and business materials and can no longer claim board certification by this College. The diplomate title must be removed even if a person is planning to re-enter the examination process as a candidate. Once the American College of Veterinary Sports Medicine and Rehabilitation board certification examination has been successfully passed and active diplomate status has been restored, the diplomate title can be returned to all marketing and business materials.

For a complete description of the current Maintenance of Certification requirements and guidelines see the ACVSMR Maintenance of Certification Guidelines.

## **ARTICLE XV – BUDGET AND FINANCES**

### **Section A. Budget and Finances**

Funding will be based on application fees, examination fees and annual membership dues. Sponsorship for meetings will be sought.

### **Section B. Financial Organization and Statement**

**1. Accounting Method.** It is the policy of the College to use the modified accrual basis of accounting that recognizes revenues when received and expenses when paid. Recognition of revenues when received and expenses when paid is the cash basis of accounting.

**2. Chart of Accounts.** It is the policy of the College to maintain a chart of accounts. The College currently has one master checking account. The College is a non-profit 501(c)(6) organization and has applied for and received a federal tax employer identification (EIN) number as a not-for profit organization. The College is a non-profit 501(c)(3) organization and has applied for and received a federal tax employer identification (EIN) number as a not-for profit organization.

**3. Check Disbursements.** All check disbursements will require approved invoices or will have a completed Check Request Form.

**4. Check Signers.** It is the policy of College to give check signing authority to the President, Treasurer and the Executive Director, when applicable.

**5. Contract Signing Authority.** It is the policy of the College to grant authority to sign contracts to the President or the Treasurer of the College, as long as the financial implications of the contract are included in the College's budget.

**6. *Certified Public Accountant.*** It is the policy of the College to contract with a certified public accountant firm to annually audit the College's finances. It is the policy of the College to distribute the audited financial statements to the Board of Directors for review and approval.

**7. *Credit Cards.*** It is the policy of the College to issue credit cards to the President, Treasurer and the Executive Director, when applicable.

**8. *Financial Statement Preparation and Distribution.*** It is the policy that the Treasurer of the College will prepare and distribute financial statements to the Board of Directors twice a year or on demand. This will include the Statement of Financial Position and the Income Expense Statement.

### **Section C. Cash Reserves Policy**

The College's goal is to maintain in reserves an amount of cash that is equal to not less than a one (1) year operating budget. The reserve will be held in federally-insured bank accounts, either savings or checking, and will be available for emergency use only. In the event an expenditure will reduce the reserves below a specified minimum, approval by the Board of Directors is required.

### **Section D. Investment and Tax Policies**

The decision to invest cash in approved investments must be made the Board of Directors. Investment in common stock and other securities not fully insured by the Federal Deposit Insurance Corporation (FDIC) is prohibited.

**1. *IRS Forms: Form 1099.*** It is the policy of the College is to complete IRS Form 1099 for all individuals and vendors receiving \$600.00 or more from the College. This is not necessary for reimbursement of expenses incurred by members that are related to duties and responsibilities of their elected positions on the Board of Directors or associated committees.

**2. *IRS Forms: Form 990.*** It is the policy of the College is to complete IRS Form 990: Return of Organization Exempt From Income Tax on an annual basis to report the financial activities of the College for the year.

**3. *Mailing List Sales and Distribution.*** It is the policy of the College not to sell or distribute mailing lists of the College membership, unless the product or service is of direct interest to the diplomates. Mailing lists will be provided upon request to active diplomates of the college.

**4. *Record Retention and Destruction.*** It is the policy of the College to retain records as required by law and to destroy them when appropriate.

### **Section E. Payment of Fees**

1. Applicants shall pay prescribed fees to the College for application submissions, credentials processing and board-certification examinations. These fees are nonrefundable and payable each time credentials are resubmitted or portions or the entirety of the board-certification examination is repeated. Fees will be determined by the Board of Directors.

2. Annual membership fees for active diplomates are due and payable on first (1<sup>st</sup>) day of January of each year. Annual membership fees that are not paid by (1<sup>st</sup>) day of April of each year will increase incrementally as a punitive measure for non-payment, which will be defined by the Board of Directors. Diplomates who do not remain current on payment of their annual membership fees will be considered inactive and will have their membership changed to an

inactive diplomate status if their annual membership fees that are not paid by (1<sup>st</sup>) day of June of each year. Active diplomate status can be resumed by paying the current annual membership fees and a reactivation fee.

Inactive members lose the following benefits: the right to vote, hold office, and attend business meetings of the College; listing as an active diplomate in the College directory and the AVMA directory; and other privileges deemed appropriate by the Board of Directors.

3. The annual operating budget of the College will be prepared by the Board of Directors. The budget shall be approved by the Board of Directors at their mid-year annual meeting.

4. The fiscal year of the College shall begin the first (1<sup>st</sup>) day of July of each year and end on the thirtieth (30<sup>th</sup>) day of June of each following year.

## **ARTICLE XVI – INDEMNIFICATION**

### **Section A. Indemnification**

In the event that any person who is or was a officer, regent, employee, trustee, authorized representative, or agent of the College, acting in good faith and in a manner he reasonably believed to be in the best interests of the College, has been made party, or is threatened to be made a party, to any threatened, pending or completed action or proceeding by reason of being a representative, whether civil, criminal, administrative, or investigative (other than an action or proceeding by or in the right of the corporation), such representative may be indemnified against reasonable expenses and liabilities, including attorney fees, actually and reasonably incurred, judgments, fines, and amounts paid in settlement in connection with such action or proceeding. Where the representative was successful in defending the action, indemnification is mandatory.

### **Section B. Determination of Proper Indemnification**

Unless ordered by a court, discretionary indemnification of any representative shall be approved and granted only when consistent with the requirements of applicable law, and upon a determination that indemnification of the representative is proper in the circumstances because the representative has met the applicable standard of conduct required by law and in these Bylaws.

### **Section C. Indemnification not Exclusive of Other Rights and Court Determinations**

**1. Extent of Indemnification.** The indemnification provided under this Article shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under the Certificate of Incorporation, these Bylaws, any agreement, vote of disinterested regents, or otherwise, both as to actions in his or her official capacity and as to actions in another capacity while holding office, and any such indemnification shall continue as to a person who has ceased to be an Officer, Regent, employee, trustee, agent, or other authorized representative, and shall inure to the benefit of the heirs, executors, and administrators of such representative.

**2. Effect of Court Determinations.** Indemnification made pursuant to this Article shall not be made in any case where the act, or failure to act, giving rise to the claim for indemnification is determined by a court to have constituted willful misconduct or recklessness.

### **Section D. Liability Insurance**

To the extent permitted by applicable law, the College may purchase and maintain insurance on behalf of any person who is or was an Officer, Regent, employee, trustee, agent, or other

authorized representative of the College, or is or was serving at the request of the College as a Director, Officer, employee, trustee, agent or other representative of another corporation, domestic or foreign, not-for-profit or for profit, partnership, joint venture, trust, or other enterprise.

## **ARTICLE XVII – DISSOLUTION**

Upon the dissolution of the College, in accordance with applicable incorporated state or other laws, and after paying or making provisions for the payment of all liabilities, the Board of Directors shall dispose of all assets of the College in a manner consistent with any relevant legal requirements concerning the College's tax exempt and not-for-profit status, and exclusively to one or more nonprofit organizations having similar aims, purposes, or objectives as the College, and which may be selected as an appropriate recipient(s) of certain assets, so long as such organization(s) shall then qualify as an organization or organizations exempt from federal income taxation under Section 501(c)(3) of the U.S. Internal Revenue Code, or other controlling law.

## **ARTICLE XVIII – ADOPTION OF BYLAWS**

These Bylaws were adopted by the American College of Veterinary Sports Medicine and Rehabilitation Organizing Committee on October 31, 2007. When there are revisions, they will be reviewed and voted upon by the active diplomates after approval by the Board of Directors and in compliance with the Policies and Procedures of the American Board of Veterinary Specialties.

## **ARTICLE XIX – AMENDMENTS**

These Bylaws may be amended by a vote of the diplomates in good standing, provided that proper written notice of proposed Bylaw change(s) with recommendations by the Board of Directors is given to each eligible diplomate at least thirty (30) days prior to the counting of the ballots. A two-thirds (2/3) affirmative vote of the diplomates in good standing is required for passage. Proper written notice under this Article shall be a copy of the text of the proposed amendment, including any relevant explanatory materials, whether transmitted by e-mail, mail, facsimile transmission, or other appropriate means. Notice by mail shall be deemed sufficient if sent to the last post office address furnished to the Executive Director or Secretary.