

AAAP Constitution

ARTICLE I

Section I. The name of this organization shall be the American Association of Avian Pathologists.

ARTICLE II

Section I. The American Association of Avian Pathologists shall be incorporated as a non-profit organization.

ARTICLE III

Objectives

The organization, which does not contemplate pecuniary gain or profit, incidental or otherwise, is organized exclusively for charitable, scientific, educational and other exempt purposes described in Section 501 © (6) of the Internal Revenue Code of 1986, as amended ("Code"). Accordingly, the nature of the activities and the objects and purposes proposed to be transacted, promoted and carried on are to do any and all things permitted to be done by an organization described in Section 501 © (6) of the Code, including: To form and maintain an association to be known as AMERICAN ASSOCIATION OF AVIAN PATHOLOGISTS, INC. and to admit members on such terms and conditions as the By-Laws may provide and especially to engage in the following activities to the extent permitted and in the manner permitted a Section 501 © (6) organization:

Section 1. Provide an organization for the promotion of scientific and educational advancement in the field of avian diseases.

Section 2. Stimulate scientific progress in avian pathology.

Section 3. Encourage adequate training in poultry diseases and management in schools of veterinary medicine.

Section 4. Encourage graduate and other forms of advanced education in avian diseases.

Section 5. Encourage the publication of a scientific journal on avian diseases.

In furtherance and not in limitation of the powers of this corporation, it shall be lawful to purchase or acquire in any lawful manner, and to hold, own, mortgage, pledge, sell, lease, transfer or in any manner dispose of property. In general to carry on any other activities in connection therewith not forbidden by the laws of the State of Delaware and with all the powers conferred upon corporations by the laws of the State of Delaware, all in accordance with the requirements imposed on organizations described in Section 501 © (6) of the Code. No part of the net earnings of the corporation shall inure, in whole or in part, to the benefit of any contributor, director, officer, member or other private individual or person. No part of the activities of the corporation shall involve attempting to influence legislation by propaganda or otherwise or directly or indirectly participating in, or intervening in (including publishing or distributing statements), any political campaign on behalf of or in opposition to any candidate for public office or activities which would cause the corporation to be an "action" organization as defined in Treasury Department regulations under Section 501 © (6) of the Code. Upon any dissolution or winding up of the corporation, the assets of the corporation shall be distributed for one or more exempt purposes described in Section 501 © (6), or to the Federal government or to a state or local government for a public purpose.

BY-LAWS

ARTICLE IV

Membership

Section 1. The types of membership in this organization shall be:

- (1) Charter member
- (2) Member
- (3) Life member
- (4) Associate member
- (5) International associate member
- (6) Honorary member
- (7) Retired member and Retired associate member
- (8) Student member
- (9) Student chapter

Section 2. Qualifications for membership:

(1) Charter member

- (a) Charter members shall have the qualifications of members and shall be those who have had fifteen years experience in avian pathology joined together at the 1957 Annual Meeting of the American Veterinary Medical Association to initiate this association, plus others elected by a two-thirds vote of the original charter membership. These latter must also have fifteen years of experience in avian pathology and shall be elected within the first year following adoption of the constitution and by-laws.

(2) Member

- (a) Be a permanent resident of one of the five districts (Article V, Section 3, Par. 2), be a graduate of a veterinary college and, if a resident of the U.S.A., be a member of the AVMA.

(3) Life member

- (to elect the candidate to life membership. (b) Retirement is interpreted to mean that a) A special category of membership to which charter members, members, associate members, and international associate members, upon entering retirement, may be elected following nomination. Life members shall not be required to pay dues or assessments. The following criteria have to be fulfilled to be considered for election: (1) The candidate must have been active in the field of poultry health for a minimum of 25 years. (2) The candidate must have made significant contributions to the American Association of Avian Pathologists. Examples of significant contributions are serving on the Board of Directors, and/or serving on committees of the AAAP such as the Editorial Boards associated with the AAAP (Diseases of Poultry, Avian Diseases, Isolation and Identification of Avian Pathogens, etc.), awards committee, and/or other committees essential for the AAAP. (3) The candidate must have made significant contributions to the field of poultry health. Equal weight will be given to criteria 2 and 3 in the decision the member or associate member has retired from major gainful employment.

(4) Associate member

- (a) Veterinarians who are U.S. residents but not members of the AVMA and persons without a degree in veterinary medicine who are engaged in some phase of avian diseases.

(5) International associate member

(a) Persons from outside the designated regions who are engaged in some phase of avian diseases. International associate members who elect to receive correspondence and journals by postal mail rather than by Internet communications will be assessed a postage fee to cover the higher costs of overseas mailings.

(6) Honorary member

(a) Scientists who have made unusually significant contributions to the field of avian pathology. Not more than two honorary members shall be selected in any one year. An honorary member shall not be required to pay any dues or assessments.

(7) Retired member and retired associate member

(a) Upon entering retirement, a member, associate member or international associate member may become eligible for retired membership. Retirement is interpreted in the manner described under 3(b), life member. Dues for retired members shall be either none or shall be at a reduced rate. This rate shall be set and periodically reviewed by the Governing Board of the Association. "Avian Diseases" would be supplied at membership rate if requested.

(8) Student member

(a) A person who (1) is enrolled in a DVM/VMD/or equivalent degree program, or (2) is enrolled in a master's degree, doctoral degree, residency or intern program. Dues shall be the same as for retired members who receive a subscription to "Avian Diseases" and shall include that subscription. Membership shall continue to the end of the calendar year of graduation, during which time they may apply by letter to the AAAP office for conversion to other appropriate membership status.

(9) Student chapter

(a) Student chapters of AAAP may be organized at schools or colleges of veterinary medicine under the direction of an advisor who is a current member in good standing of AAAP. AAAP will recognize these chapters and will provide a complimentary copy of the directory and newsletters.

Section 3. Application for membership:

(1) An applicant for membership (member, associate member, international associate member, retired member, retired associate member, retired international associate member or student member) shall be submitted to the Business Office.

(2) Applications for membership (member, associate member, international associate member, retired member, retired associate member, retired international associate member or student member) shall be approved by the Executive Vice President representing the Governing Board of the Association.

(3) Nominations for election as life members and honorary members shall be submitted to the Awards Committee, approved by the Awards Committee and approved by a two-thirds vote of the Governing Board of the Association.

Section 4. Rights of membership:

(1) Except as outlined in paragraph 2, membership rights are as follows: The rights to vote and to hold office shall be restricted to charter members, members, life members and retired members. Associate members, international associate members, retired associate members, retired international associate members, honorary members and student members shall have all other rights and privileges of membership.

(2) Due to limitations imposed by geographical distances, costs of travel and the added costs and delays in conducting a mail vote, members who reside outside of the four designated North

American regional districts will have no voting rights except when present at the annual or called meetings of the Association.

ARTICLE V

(2) The specific districts of the Association are as follows:

Northeastern - Maine, New Hampshire, Vermont, New York, New Jersey, Connecticut, Delaware, Rhode Island, Pennsylvania, Maryland, West Virginia, Massachusetts, Washington, D. C. and the following Provinces of Canada: (Quebec, Ontario, Nova Scotia, Prince Edward Island, New Brunswick and Newfoundland).

Southern - Alabama, Arkansas, Georgia, Louisiana, North Carolina, South Carolina, Texas, Virginia, Florida, Mississippi, Oklahoma, Kentucky and Tennessee.

Central - Illinois, Indiana, Iowa, Kansas, Michigan, Missouri, Minnesota, Nebraska, Ohio, South Dakota, Wisconsin, North Dakota and Alaska.

Western - California, Oregon, Utah, Arizona, Colorado, Idaho, Montana, Nevada, New Mexico, Washington, Wyoming, Hawaii, Mexico and the following Provinces of Canada: (British Columbia, Alberta, Saskatchewan and Manitoba).

Central and South America - namely those countries south of Mexico, but including the islands of the Caribbean.

International - those countries not in the Americas.

(3) Each district, with the exception of Central and South America and the International District, shall elect its area board member by the following procedure: The Executive Vice President shall solicit nominations by mail or printable electronic correspondence from the voting membership in the district. The three names receiving the greatest number of nominations will appear on the official ballot. This official ballot will be distributed to the voting membership in the district for vote conducted by mail or printable electronic correspondence. The ballots are to be returned to the Executive Vice President for official count. The candidate receiving the greatest number of votes shall be declared elected. Should the office be vacated, the first runner-up in this election shall complete the term. If neither is available the vacancy shall be filled by election by the Board of Directors. The two board members at large shall be elected at the annual meeting by those assembled. The candidates shall be presented by the Nominating Committee. Each board member-at-large shall be elected for a two year term. Vacancies in the office of board member-at-large shall be filled by election at the next annual meeting by those assembled. The elected member(s)-at-large shall complete the normal term of office of the member he/she replaces.

ARTICLE VI

Section 1. The organization shall hold an annual meeting in conjunction with the annual meeting of the American Veterinary Medical Association unless specified otherwise by the officers.

Section 2. A special meeting may be called by the President upon written request of five members in good standing.

ARTICLE VII

Amendments

Section 1. Proposed amendments to this constitution and to the by-laws signed by at least three members in good standing shall first be submitted to the officers for their consideration. The proposed amendment with the recommendation of the officers will be announced at least thirty (30) days in advance of any regular or special meeting at which time the proposed amendment will be discussed. An affirmative vote conducted by mail or by email or printable electronic correspondence of at least two-thirds of the membership voting shall be required for the adoption of the amendment.

ARTICLE VIII

Election and Duties of Officers

Section I. The President-Elect, Executive Vice President and director at large shall be elected at the annual meeting by a majority of voting membership present. The Executive Vice President shall be elected at the annual meeting for a term of 5 years. Each year, the Executive Vice President shall be reaffirmed by a majority of the voting membership present at the annual meeting until his or her term is ended. Failure to be reaffirmed will result in a new election process for Executive Vice President, beginning immediately and with the election held no later than two months after the annual meeting. There are no limits to the number of 5 year terms a member can serve as Executive Vice President. Failure to be reaffirmed as Executive Vice President does not exclude a member from applying for the Executive Vice President position. If the Executive Vice President is unable or unwilling to complete his/her term of office, an election process to replace him/her will begin immediately with the election to take place no later than two months after he/she has vacated the office.

Section 2. Nominations for officers shall be made by a committee of three members appointed by the President. Officers shall be ineligible to serve on the Nominating Committee. Additional nominations may be made in open meeting or by mail or printable electronic correspondence by any member or charter member in good standing.

Section 3. Duties of the President and President-Elect:

- (1) The President shall preside over all meetings of the Association, shall be ex-officio member of all committees, except Nominating Committee and shall perform the usual duties of such office. Upon completion of his/her term, the President shall serve for one year as voting member of the Board of Directors.
- (2) The President shall appoint the following committees and others as deemed necessary:
 - (a) Nominating Committee (three members)
 - (b) Membership Committee
 - (c) Resolutions Committee (three members)
- (3) The President-Elect shall be an ex-officio member of all committees, except Nominating Committee, preside at meetings in absence of the President and shall succeed to the office of President.

Section 4. Duties of the Executive Vice President:

The Executive Vice President shall serve as the chief executive officer (CEO) and secretary of the Association. He/she shall conduct business affairs of the organization, collect dues, issue receipts, draw vouchers and pays bills and expenses. He/she shall arrange for safe keeping of funds, shall keep records of all transactions and submit a yearly statement of financial affairs to the organization. He/she shall keep minutes of all meetings and shall perform the usual duties of an Executive Vice President and such other duties as are assigned by the President.

Section 5. Duties of the Board of Directors:

The Directors and the Officers of the organization shall act upon business matters requiring immediate action that may arise from time to time and that do not require action or approval from the membership. The primary purpose of the Board of Directors is to provide continuity of effective action from year to year concerning objectives and policies adopted by the organization.

ARTICLE IX

Dues

Section 1. The annual dues shall be as established by the Board of Directors and approved by membership at the annual meeting.

(1) The dues shall include a subscription to "Avian Diseases".

Section 2. Dues shall become payable on January 1 of each year and shall be remitted to the Business Office. Any member whose dues are in arrears for one year will be disassociated from the organization after due notice has been given. Persons who have lost their membership status may be reinstated after payment of one year's dues which are in arrears as well as dues for the ensuing year.

ARTICLE X

Conduct of Business

Section 1. Fifty eligible voting members shall constitute a quorum.

Section 2. A quorum of the Board of Directors shall consist of six, two of whom shall be the President, President-Elect or the Executive Vice President.

Section 3. Suspension of By-Laws may be voted at any meeting by unanimous consent of the members present provided a quorum is in attendance.

Section 4. The Robert's Rules of Order, revised, shall govern the conduct of all meetings.