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The AVMA for Filing with the  
Articles of Incorporation in  
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L.C.F.

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# **THE AMERICAN COLLEGE OF THERIOGENOLOGISTS**

## **CONSTITUTION**

### **Article I. Name**

Section 1. The name of this organization shall be "The American College of Theriogenologists," hereinafter referred to as "The College."

### **Article II. Certification**

Section 1. Veterinarians granted certification shall be known as:

- a) Charter Diplomates,
- b) Diplomates,
- c) Emeritus Diplomates, or

d) Honorary Members.

Section 2. Certification is open to veterinarians who:

- a) have graduated from a college or school of veterinary medicine accredited by the American Veterinary Medical Association or possess a certificate issued by the Educational Commission for Foreign Veterinary Graduates or are legally qualified to practice veterinary medicine in some state, province, territory or possession of the United States, Canada or other country
- b) meet the education, training, and experience requirements established by the American College of Theriogenologists and
- c) demonstrate unquestionable moral character and impeccable professional behavior.

Section 3. Charter Diplomate (hereinafter referred to as Diplomate).

- a) A Charter Diplomate shall:
  - 1) be a member of the organizing committee and/or a veterinarian who shall have an established reputation in theriogenology
  - 2) have extensive experience of at least ten years with not less than 75% of this time devoted to the specialty in either advanced study, research, teaching, or practice and
  - 3) have thoroughly demonstrated competence and/or made substantial and significant contributions to the advancement of theriogenology.
- b) Qualified candidates shall be invited to make application for certification and may be elected Charter Diplomates by two-thirds vote of the Organizing Committee. Their applications shall become part of the permanent record of The College.

Section 4. Diplomate.

- a) A Diplomate shall:
  - 1) meet the general requirements for certification as set forth in Article II, Section 2 of the Constitution and Article VI of the By Laws,
  - 2) have advanced competency in theriogenology,
  - 3) pass the certifying examination given by The College and

- 4) be unanimously approved by the Executive Board.

#### Section 5. Emeritus Diplomat.

- a) A Diplomat may be elected to Emeritus Diplomat status upon
  - 1) the Diplomat's request
  - 2) a majority vote of the Executive Board of The College and
  - 3) after reaching age 65 or retirement.
- b) Emeritus Diplomates shall not be required to pay dues
- c) Emeritus Diplomates may vote but may not hold office.

#### Section 6. Honorary Member.

- a) An Honorary Member may be selected from persons of unusual eminence in the veterinary or allied professions who have made exceptional contributions to knowledge in theriogenology.
- b) An Honorary Member shall not be required to pay dues nor shall he/she be privileged to vote or hold office.
- c) Individuals may be proposed to the Executive Board, by at least two (2) Diplomates.
- d) Upon recommendation by the Executive Board, an Honorary Member shall be selected if they receive an affirmative vote of two-thirds of the votes cast by voting Diplomates in a mail ballot conducted prior to any annual business meeting of The College.
- e) New Honorary Members shall be announced at the annual business meeting of The College.

#### Section 7. Inactive Diplomates.

- a) A Diplomat shall assume inactive status after discontinuing active professional participation in theriogenology.
- b) An Inactive Member shall not be required to pay dues nor be privileged to vote or hold office.

## **Article III. Incorporation**

Section 1. The College shall be incorporated under the laws of the State of Tennessee as a nonprofit, educational organization.

Section 2. The term for which it is organized shall be perpetual.

Section 3. However, in the event of dissolution of the Corporation, its property shall be distributed for educational purposes by the Corporation or, should the Corporation fail to act, distribution shall be made by the American Veterinary Medical Association.

## **Article IV. Purpose**

Section 1. The purposes of The College shall be the advancement of knowledge and competence in the areas of undergraduate, graduate, and postgraduate education, research, and clinical service in theriogenology by:

- a) the establishment of a certifying organization to recognize veterinarians as specialists in theriogenology,
- b) establishing requirements for postgraduate education and experience prerequisites to certification in theriogenology,
- c) examining and certifying veterinarians as specialists in theriogenology,
- d) the encouragement of scientific investigation and research and the reporting of these,
- e) the development of continuing education methods and programs for disseminating information to and increasing knowledge of all veterinarians, especially practitioners,
- f) the promotion of graduate study and residency programs, and
- g) the establishment of high standards and guidelines for professional attainment and specialization.

Section 2. The College shall evince a dedicated commitment toward the practitioner of veterinary medicine and shall develop special procedures for evaluation, recognition, and certification of competence of veterinary practitioners in theriogenology.

## **Article V. Officers**

Section 1. Officers of The College shall be the President, Immediate Past President, President-Elect, Vice President, Secretary, and Treasurer.

Section 2. The Vice President, Secretary, and Treasurer shall be elected by mail ballot prior to the annual business meeting from Diplomates of The College.

Section 3. The President-Elect shall be installed as President at the next annual business meeting of The College.

Section 4. The Vice President shall become the President-Elect at the next annual business meeting of The College.

## **Article VI. Privileges**

Section 1. Only Diplomates and Emeritus Diplomates shall be eligible to vote.

Section 2. Only Diplomates shall be eligible to hold office.

## **Article VII. Administration**

Section 1. The administration and management of The College business and professional affairs may be assigned to an association manager, employed by and directly responsible to the Executive Board.

- a) He/she shall have the title of Executive Director or such other title as the Board shall designate, and he/she may act as Secretary and/or Treasurer.
- b) He/she shall be the chief executive and operating manager of the College with responsibility for management and direction of all operations, coordinating the activities and affairs of The College. He/she shall have full responsibility and authority over employment of any members of his/her staff. He/she shall have such other duties as may be prescribed by the Board.

Section 2. The Executive Board shall consist of the officers and three (3) Delegates-at-Large.

## **Article VIII. Amendments**

Section 1. Proposed amendments to the Constitution and By-Laws shall be signed by at least three Diplomates and shall be presented to the Executive Board for its recommendations.

Section 2. The proposed amendment with the recommendation of the Executive Board, favorable or unfavorable, shall be announced by mail at least sixty (60) days in advance of any annual business meeting at which the proposed amendment may be discussed.

Section 3. An affirmative vote of a two-thirds majority of the voting Diplomates in attendance at the annual business meeting shall be required for the adoption of any amendment.

## **THE AMERICAN COLLEGE OF THERIOGENOLOGISTS**

### **BYLAWS**

#### **Article I. Organization**

Section 1. The College shall meet annually at the time and place designated at the preceding annual business meeting. Other general, special, regional, or other meetings of The College will be called by the Executive Board and announced to the membership.

Section 2. The number of Diplomates of The College present at the annual business meeting shall constitute a quorum for business. A majority vote shall resolve matters of business presented to The College, unless otherwise specified in the Constitution or By-Laws.

Section 3. The Fiscal year shall begin on January 1 of each calendar year and end on December 31 of the same year.

Section 4. The annual dues for all Diplomates, except Emeritus and Inactive Diplomates, shall be established by the officers and shall be payable at the commencement of the fiscal year. Dues or assessments not paid by March 31 of each calendar year shall remove said Diplomat from good standing as well as all College mailing lists and rosters. Diplomates not in good standing shall not be eligible to vote or hold office until dues and assessments in arrears are paid in full.

Section 5. A Diplomat may petition the Executive Board of The College for waiver of dues on the basis of financial hardship or physical disability or illness. The Diplomat may be asked to provide appropriate documentation to support the petition. Diplomates granted a waiver of dues may vote and hold office.

Section 6. The annual business meeting shall be conducted according to Roberts Rules of Order, Newly Revised. The By-Laws may be suspended by unanimous consent of all Diplomates present and voting.

Section 7. The College shall invite veterinarians, physicians, and distinguished scientists to scientific sessions.

## **Article II. Executive Board**

Section 1. The President shall be Chair and preside at all meetings of the Board. The President shall serve a 1-year term. The term shall commence at the annual business meeting of the College at which he/she is installed and shall conclude at the next annual business meeting of The College.

Section 2. The President-Elect shall serve a 1-year term, after which the President-Elect shall be installed as President. The President-Elect shall serve as Chair in the event that the President is absent or unable to serve.

Section 3. The Vice President shall serve a 1-year term, after which he/she will succeed to the office of President-Elect. The Vice-President shall perform the duties of the President-Elect in the event that the President-Elect is absent or unable to serve.

Section 4. The Secretary and Treasurer shall be members of the Executive Board. The Secretary and Treasurer shall each be elected by mail ballot prior to an annual business meeting for 3-year terms and shall assume responsibilities at the annual business meeting immediately subsequent to their election.

Section 5. Three (3) Delegates-at-Large shall be members of the Executive Board. Delegates-at-Large shall be elected for terms of three (3) years. These Delegates-at-Large shall be elected by mail ballot along with the officers of The College.

Section 6. Election of officers and Delegates-at-Large will be conducted in accordance with the following procedures:

- a) Ballots shall be mailed to all voting Diplomates a minimum of sixty (60) days before the annual business meeting of The College.
- b) Diplomates who are in good standing at the time the ballot is mailed are eligible to vote.
- c) For each position, names of candidates shall be listed on the ballot in alphabetic order. In addition, the ballot shall contain a blank space for each position that can be used by Diplomates to vote for write-in candidates.
- d) The winner for each position shall be the Diplomat who receives the largest number of votes cast.
- e) Ties will be resolved during the annual business meeting of The College. Names of candidates that were tied with the largest number of votes will be placed on the ballot, and Diplomates in attendance at the annual business meeting will vote to determine the winner.

Section 7. Each vacancy on the Executive Board shall be filled until the next annual business meeting by a Diplomat appointed by the President. In the event that an appointment is to fill a position that has greater than fifteen (15) months remaining in the term, then the Diplomat appointed will serve until the next annual business meeting, and a Diplomat who will serve the remainder of the original term will be selected during the election conducted prior to that annual business meeting.

Section 8. The Executive Board shall meet at the time of the annual business meeting of the College, which shall be held in conjunction with the Annual Fall Conference of the Society for Theriogenology. The Executive Board may call special meetings as deemed necessary.

Section 9. The Executive Board shall first consider all business and policies pertaining to the affairs of The College. It shall receive and evaluate reports of the Training/Credentialing and Certifying Examination Committee, and grant certifications. Candidates must be unanimously approved by the Executive Board before they are recommended to the Certifying Examination Committee. Ballots for petitioners to candidacy may be cast through the mail or by electronic means such as fax or e-mail; dissent from unanimity must be resolved by the Executive Board in session. It shall consider and act upon charges against Diplomates for alleged offenses against the Constitution and By-Laws, written requests for excuse of absence, charges of unprofessional conduct, and expulsion of Diplomates. It shall receive nominations for officers and Delegates-at-Large from the Nominating Committee, select time and place of meetings, direct the use and investment of funds, and make recommendations for Honorary Member or Emeritus Diplomat status. An Executive Board report shall be made annually to the annual business meeting of the College. No decision of the Executive Board shall be binding except by majority vote of the Diplomates voting at the annual business meeting.

### **Article III. Officers**

Section 1. The President shall preside at the meetings of The College, preserve order, regulate debates, appoint committees not otherwise provided for, announce results of elections, and perform all other duties legitimately appertaining to the office. In his/her absence, the President-Elect shall preside.

Section 2. The President-Elect shall succeed to the Presidency at the annual business meeting subsequent to the annual business meeting at which he/she was installed as the President-Elect. The President-Elect shall perform the duties of the President in his/her absence or inability to serve.

Section 3. The Vice President shall succeed to President-Elect at the annual business meeting subsequent to the annual business meeting at which he/she was elected. The Vice President shall perform the duties of the President-Elect in his/her absence or inability to serve. The Vice President shall serve as a member of the Nominating Committee.

Section 4. The Secretary shall serve on the Certifying Examination Committee and shall attend to the correspondence of the College and Executive Board; notify officers and Delegates-at-Large of their election and new Diplomates of their certification; and keep minutes of the Executive Board in books which shall be the property of The College and accessible at all reasonable times and places. The Secretary shall receive, keep, and complete all applications and records of all candidates for certification. The Secretary shall send announcements and programs to guests invited to attend the annual business meeting. The Secretary shall be custodian of the records of attendance at all meetings of the College. Various duties of the Secretary may be assigned in whole or in part to the paid College Executive Director as described in Article VII, Section 1 of the Constitution.

Section 5. The Treasurer shall be custodian of all the monies of the College. The Treasurer shall keep full and accurate books of account, containing a record of all monies received and expended; these books shall be the property of the College and open to inspection at all reasonable times and places. The Treasurer shall collect appropriate fees, dues, and assessments that shall be levied as promptly as possible and report to the Executive Board immediately prior to each annual business meeting the names of all Diplomates in arrears. The Treasurer shall present an annual report of account which shall be made a part of the report of the Executive Board. Various duties of the Treasurer may be assigned in whole or in part to the paid College Executive Director as described in Article VII, Section 1 of the Constitution.

Section 6. The Immediate Past President shall serve for one (1) year and shall chair the Appeals Committee.

## **Article IV. Committees**

Section 1. The Executive Board shall appoint a Committee on Scientific Information. This committee shall consist of four (4) members, each serving for four (4) years. The expertise of the members of the committee shall encompass the broad spectrum of the discipline of Theriogenology. This committee shall be responsible for the evaluation and dissemination of scientific information, which may include scientific abstracts submitted for presentation at the Society for Theriogenology annual meeting, as directed by the Executive Board of The College.

Section 2. The Executive Board shall appoint a Nominating Committee for the offices of Vice President, Secretary, Treasurer, and Delegates-at-Large and to fill vacancies on the Executive Board. This committee shall consist of the President, who will serve as Chair of the committee, Vice President, and two (2) other Diplomates of the College. Committee members will serve a 1-year term. They shall receive suggestions from members of the College regarding nomination of candidates for elected positions, solicit biographical information about the nominees that can be provided to Diplomates of The College, and submit to the Executive Board a slate of candidates recommended for inclusion on the ballot.

Section 3. The Executive Board shall appoint a Certifying Examination Committee whose duty it shall be to announce and conduct examinations. The Committee shall consist of seven (7) Diplomates, comprising the Secretary and six (6) additional Diplomates. Members shall serve a term of six (6) years, except for the Secretary, who will serve a term of three (3) years commensurate with the term as Secretary of The College.

Section 4. The Executive Board shall annually appoint an Appeals Committee whose duty it shall be to review any Petition for Reconsideration filed by an affected party. This committee shall consist of four (4) Diplomates comprising the President, who will serve as Chair, and three (3) other Diplomates of The College who are not currently members of the Executive Board or Certifying Examination Committee; at least 1 of those 3 members shall have served as a member of the Certifying Examination Committee of The College.

Section 5. The Executive Board shall appoint a Training/Credentialing Committee whose duties shall be to establish requirements for postgraduate education and experience prerequisites to certification in theriogenology, establish standards for training and mentorship programs, review and approve training program and trainee registration applications, review credentialing applications and make recommendations to the Executive Board for approval.

- a) The committee shall consist of seven (7) Diplomates including The Immediate Past President and six (6) additional Diplomates
- b) Diplomates shall serve a term of six (6) years except for The Immediate Past President who shall serve a term of one (1) year consistent with the term as The Immediate Past President of The College.
  - 1) Initial committee appointments shall be for staggered terms from one (1) to six (6) years.
  - 2) Members shall serve as committee chair in their fifth year of service.
  - 3) Members shall not serve concurrently on the Executive Board or Certifying Examination Committee.
- c) Standards and requirements for postgraduate education and experience prerequisites to certification in theriogenology shall be established in a General Information Guide for The College.
  - 1) The initial General Information Guide shall be submitted to the Executive Board for approval.

- 2) The General Information Guide shall be reviewed annually with recommendations, if any, for changes submitted to the Executive Board for approval at the summer board meeting
- d) Credentialing applications shall be reviewed with recommendations submitted to the Executive Board for approval at the winter board meeting.

Section 6. Other Committees. The executive Board may appoint other committees which are deemed necessary or are ordered by majority vote of The College.

## **Article V. Corporate Seal**

Section 1. The Seal of The College shall be developed by a committee elected for the purpose and bear the following words: "American College of Theriogenologists Corporate Seal, Tennessee."

## **Article VI. Requirements for Certification**

Section 1. General requirements for certification are listed in the Constitution, Article II, Sections 2 and 4. Specific requirements for certification shall be published in a General Information Guide for The College.

- a) A minimum of three (3) years of experience after graduating from a recognized college or school of veterinary medicine is required for certification. The experience must include:
  - 1) one (1) year of clinical practice or the equivalent as determined by the Training/Credentialing Committee and then approved by the Executive Board,
  - 2) a minimum of two (2) years additional training in a program approved by the Training/Credentialing Committee and Executive Board,
  - 3) trainees must register with the Executive Director of The College within 90 days of beginning their training to have their program reviewed and approved by the Training/Credentialing Committee. Failure to register may result in disqualification of all or part of the trainees program.

## **Article VII. Examination of Candidates for Diplomate Status**

Section 1. The Executive Board shall appoint the Certifying Examination Committee, establish examination policy and procedures, and provide for an appeals procedure.

Section 2. The Certifying Examination Committee shall examine candidates. In this capacity, it shall:

- a) Conduct a comprehensive examination in theriogenology.
- b) Report in writing to the Executive Board the results of examinations and provide recommendation respective to individual candidates.
- c) The Executive Board shall make judgment and issue appropriate certificates to those entitled to receive the same.
  - 1) Certificates shall be in appropriate form as developed and approved by the Executive Board with The College Logo affixed and shall be signed by the President and the Secretary.
  - 2) Certificates shall be returned immediately to the Secretary of the Executive Board upon notification in writing of change of member status to ensure correct and proper designation of status on said certificate.
  - 3) Certificates shall be and will remain the property of The College, but each person to whom a certificate shall be issued shall be entitled to its possession unless and until such certificate shall be revoked or changed to indicate appropriate member status.

Section 3. Appeals Procedure. An affected party has the right to appeal adverse decisions affecting credentials or examination results. In the event of any adverse decision by The College, The College shall advise the affected party within thirty (30) days of the decision. An affected party desiring to appeal an adverse decision of The College must adhere to the following procedure:

- a) Grounds for Reconsideration or Review: The affected party may petition the College for reconsideration or review of the College's decision on the grounds that The College has ruled erroneously by: 1) disregarding The College's established criteria for certification, 2) failing to follow its stated procedures, or 3) failing to consider relevant evidence and documentation presented.
- b) Petition for Reconsideration:

- 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 petition must be received in the office of The College within thirty (30) days of the date on which the College announces its adverse decision.
- 3) The Appeals Committee of The College will convene a meeting to discuss the petition. The affected party may, at the discretion of The College, be invited to address this meeting of the Appeals Committee.
- 4) The final decision of the Appeals Committee will be reached during an executive session. This decision will be delivered in writing by certified mail to the affected party and to the Executive Board of The College within (90) days after the appeal was received by The College.
- 5) Upon completion of the steps (1) through (4) above, if the affected party is not satisfied with the final decision, he or she may request mediation by the American Board of Veterinary Specialties.

## **Article VIII. Maintenance of Certification**

Section 1. Any Diplomate may be expelled, asked to resign, or otherwise disciplined for nonprofessional or unethical conduct, misstatement, or misrepresentation of facts in his/her application for certification, nonpayment of dues for two years, or other action against the best interest of, or in violation of the provisions of the Constitution of The College. The accused person will be given opportunity to reply to charges in writing or in person to the Board before final action.

Section 2. In case of revocation of certification, it shall be the duty of the person having possession of the same to return the certificate attesting to his/her status to the Secretary of The College upon demand by the Board to do so. The Board shall have powers to proceed in any manner permitted by law to enforce the return of any certificate which shall have been revoked.

