World Veterinary Association
CONSTITUTION AND BYLAWS 2013
Questions & Answers

On 19 September 2013 in Prague, Czech Republic, the WVA Presidents Assembly adopted the proposal to change the WVA Constitution and Bylaws (CBL). The adopted CBL takes precedence over all former ones. This document aims in explaining and clarifying the changes made in the WVA governance rules.

Short background

In 2010, the leadership of the World Veterinary Association began the process of reviewing current governance principles to ensure the effectiveness of the association and value to its members with the objectives to:

- Widen the range of veterinary professional organisations that could join the WVA, benefit from its activities and contribute to it;
- Enhance the WVA dynamics and decision-making processes;
- Strengthen the WVA internal cohesion and communication between the governance bodies, and member organisations; and
- Promote stronger involvement of Councilors in the WVA activities, and to optimize the use of contacts and networks in their regions.

At the PA of 13th October 2011 in Cape Town, South Africa, the PA decided to postpone the vote on the proposal to amend the WVA Constitution and By-Laws and to establish a WVA ad hoc Committee to further develop such a proposal. In March 2012, an ad hoc Committee was set up to deliver recommendations to the WVA EXCOM and Council by 31st December 2012. Based on the recommendations received by the ad hoc Committee on 6th January 2013, the WVA EXCOM and Council presented to the PA of 19th September 2013, the new proposal to change the WVA Constitution and Bylaws. After in-depth discussions on the proposal, it was adopted with 100% of the votes in favor.
The changes made in the CBL in 9 Questions and Answers

1. Why to change the WVA CBL?

The WVA EXCOM and COUNCIL felt that the previous governance rules were not always clear and sometimes difficult to apply in practice. The overall goal of the new WVA governance rules is to provide a governance system that will better meet the current needs of the Association. It will help the Association to raise its profile and to strengthen its position as the voice of the global veterinary profession.

2. What are the main changes in the new CBL?

The changes are mainly related to the WVA structure and to the decision making process. The changes aim to broaden the membership and to promote members involvement. In addition, the changes aim in enhancing dynamics and decision-making and to improve internal and external communication.

The main changes are:
- The Constitution and By-Laws documents were combined in one document.
- All Administrative Procedures were gathered in one separate document.
- WVA EXCOM and WVA Council were merged together in one Executive body.
- Changes were made in the WVA Officers structure.
- Changes were made in the number of Councillors representation.
- The period in office of Officers and Councillors was reduced from three to two years.
- The WVA Membership categories were reduced from six to two.
- The name of “Presidents Assembly” was changed to “General Assembly”.
- The Election procedure and methods were changed.
- The organization of the World Veterinary Congress was changed.

3. Why restructuring WVA governance documents?

The previous WVA Constitution document and the WVA By-Laws document contained areas which were inconsistent or insufficiently clear. Moreover, much of the content in the previous Bylaws document was considered procedural in nature and would be better placed an Administrative Procedures Manual.

The EXCOM and Council believed that the two documents would best serve the WVA if combined into one concise and aligned document, which will be clear and understandable for the WVA leadership and for the WVA members. All administrative procedures should be put in a separate Administrative Procedures Manual (APM), which can easily be updated whenever necessary.

Therefore, new WVA governance rules are:

I. WVA Constitution and Bylaws (CBL), which defines the structure of the WVA, including membership categories, officer structure, governing bodies, and meetings.
II. **WVA Administrative Procedures Manual (APM)** which lays down procedures to be followed by the Association, its Governing Bodies, Member Organizations and Secretariat, in fulfilling the goals of the Association.

4. **Why the WVA governance and WVA officers’ structure were changed?**

Regarding the WVA Governance and officer’s structure, the new WVA CBL sees 4 main changes:

- WVA EXCOM and WVA Council merged together in one body.
- Changes were made in the WVA Officers structure.
- Changes were made in the number of Councillors representation.
- The period in office of Officers and Councillors was reduced from three to two years.

I. **One Executive Body: WVA Council (Officers + Councillors).**

The previous two existing governing bodies; WVA EXCOM and Council, were merged together in one Executive body: **the WVA Council.** This will strengthen the WVA’s internal cohesion and the communication in the Association and with and member organizations. This change also aims to increase transparency and trust.

With today’s technology it is easy to keep the full Council informed to solicit comments, or to arrange conference calls, also for urgent decision-making.

II. **Three Officers instead of four: President elect → President → Past president**

The previous officer structure of four officers (President, immediate Past President, and two Vice Presidents) was changes to three officers: a President, President-Elect and immediate Past President. This structure would also help the preparation of the President-Elect before taking office as WVA President.

The time commitment for officers would be a total of 6 years, comprising 2 years terms for each of the three officer positions (excepting the transition period). The election process for the President Elect will be done by open nominations for qualified candidates with a Nomination Committee for credentialing process.

The current roles of chairmanship of the Finance and Policy Committees will be better served by election of the Chairs for the two committees from within the Council for the best-qualified person from the larger leadership group.

III. **Equal representation of Councillors**

Notwithstanding all changes made in the new WVA CBL, the General Assembly will remain the highest governing body of the WVA. Allocated voting rights will be based on the total membership of the Constituent Member.

The Council being the WVA policy setting body will have equal representations from WVA’s six geographic regions around the globe, plus two representatives from international associations’ members (one representative from an international organization and one from international discipline/activity centred organization) for a total of 14 Councillors.

IV. **Leadership terms for Officers and Councillors**
The time commitment for Councillors will be two years instead of three years (excepting the transition period) which will be renewable once (total of four years). The idea to shorten the Councillors’ time commitment aims in involving more people in WVA governance body and to bring more value, new knowledge and opportunities for leadership.

5. Why the membership categories were changed?

The previous governance documents defined six different membership categories which complicated the clear understanding of membership qualifications and privileges. One of the WVA main goals is to represent the veterinary profession worldwide.

The new WVA governance rules define two newly categories for membership:

I. Constituent Members

“Veterinary professional organizations representing the profession in a country or customs territory, or representing an international regional or international discipline-centred organization within veterinary medicine”.

! The Constituent member organization shall have voting privileges and nomination rights.

II. Observers

“Other organizations - whether or not they have veterinarians as members – and individual veterinarians provided that the goals and objectives of the organization or individuals are compatible with those of WVA”.

! Observers have no voting or nomination rights; however they may provide comments about WVA activities and issues.

A decrease from the six to only two membership categories will simplify the members’ categories, will open for multiple members per country to join the WVA and will allows wide range of veterinary professional organizations the opportunity for engagement with the WVA for a much broader input of knowledge and opinion while maintaining fairness and simplicity.

6. Why the name of the Presidents Assembly was changed to General Assembly?

One of the main WVA goals is to improve the participation of the Constituent Members at the WVA Assembly. During any given year, it may be difficult for the President of the Constituent Member to attend the WVA Congress. A name change from Presidents Assembly to General Assembly (GA) signifies the purpose of handling the WVA business in general and not require representation be limited to only the President of the Member organization. The name change would fulfil one of the objectives of the WVA to “enhance the Associations dynamics and decision-making processes”.

7. Why the Election procedure and methods was changed?
The previous process of handling elections at the Presidents Assembly is both cumbersome and time-consuming with the potential for a lack of confidence and integrity in the election process. In addition, the previous situation allowed the vote only those able to attend the GA.

In the new rules, the election process will be moved out of the GA agenda to an electronic process that will be accessible online prior the GA meeting. Today’s technology can assure security, confidentiality, and integrity with electronic balloting process, which would allow to all WVA members around the world the opportunity to vote and to influence.

Elections would be held in the months before the GA, so the newly elected President and Councillors are ready to begin their responsibilities immediately following the close of the GA rather than being uncertain until after a GA meeting vote. In addition, the election process prior the GA will leaves more time available for strategic priorities at the GA for WVA business which would be of more value to WVA members and Observers, animals, society, and the veterinary medical profession.

8. Why World Veterinary Congress rules were changed?

The previous World Veterinary Congress (WVC) were organized and hosted by one of the WVA member organizations (selected by the Presidents Assembly on the base of bids received) in collaboration with a Professional Congress Organizing (PCO) company. These WVC rules left a small action and decision area for the WVA.

In the new WVA governance rules, the WVC is fully owned by WVA. WVA keeps the final say in all decisions concerning the organization and the content of WVC. In addition the WVC should be held every year at a fixed moment in order to bring more continuity in the organization of WVC, to raise the WVA profile and to have a stronger branding of the event.

WVA should keep the possibility to delegate (and revoke) or outsource part(s) of the organization to Member Organizations or third parties. The WVC Organization should be done together with an International Professional Congress Organizer (PCO) based on long term contract, which will cover multiple congresses for the future development of WVC and the WVA secretariat should play a principal role in the organization and coordination of WVC.

9. What will be the transition process and timeline for application of the new governance rules should they be approved

The current Officers and Councillors were elected in the PA 2011 for a three year term by the membership and should finish their full terms.

The WVA Constitution and By-Laws which was adopted by the PA on 19th September 2013 in Prague, Czech Republic, will enter into force on 20th September 2013 and will include a transitional period to allow smooth adaption to the new rules.

Based on the new rules, the elections planned in 2014, in the GA in Singapore (25-28 November 2014) will include the new electronic elections (with appropriate introduction and to WVA members). 2014 elections would be for a President, President-Elect, and one-half of the Councillor positions. These elected candidates would serve for a three year term until the WVA 2017.

In the GA 2017 during the WVC 2017 in South Korea, The current President-Elect would become President for a two years term. Elections for WVA new President-Elect and Councillors
would be held prior to the WVC 2017 and the newly elected candidates would start serving their proposed two years terms immediately after the GA 2017.
A specific transition timeline and procedure is outlined in the below Appendix E:

Appendix E

Transition Timeline for Elected Representatives and Subsequent Elections

**Summer 2014: Electronic elections for President and President-Elect and WVA Councillors.**

- The elected President and President-Elect would serve a three year term until the next election in 2017.
- WVA Councillors up for election would serve a three year term until the next election in 2017.

Fall 2015: World Veterinary Congress in Istanbul, Turkey.

- No elections for officers or Councillors would be held in 2015.

**Summer 2017: Elections prior to the 2017 WVC in Incheon, South Korea.**

- The current President-Elect would become President for a two year term immediately following the General Assembly at the 2017 WVC.
- Elections for WVA President-Elect would be held prior to the fall 2017 WVC.
- Councillor elections would be held by regional Constituent Member organisations. All Councillors begin serving two year terms, with eligibility for re-election once.
- The recently elected President-Elect and elected Councillors become installed immediately following the 2017 General Assembly.