CONSTITUTION AND BYLAWS
of the World Veterinary Association

The World Veterinary Association (WVA) Constitution and Bylaws defines the structure of the Association, including membership categories, officer structure, governing bodies, and meetings.

The General Assembly is the highest governing body of the Association, both in terms of legislation and decision making. It shall be composed of registered delegates of Constituent Member organisations.

The Council is the policy-making body of the WVA. It is the Council’s overall responsibility to establish a clear strategic direction and set policy for the common good.

The Council provides leadership to the WVA by ensuring the vision, mission, and objectives of the WVA are fulfilled for the growth and enhancement of its members. The Officers shall act on behalf of Council and the membership between meetings of Council and the General Assembly as necessary.

The President-Elect and Councillors are elected by a plurality vote. The President is the chief executive officer of the WVA. During his/her term, the President appoints standing committee chairs, ad hoc committee chairs and members, and liaisons, with approval of the Council.
The Strategic Plan is carried out by the WVA Council with support from the WVA Secretariat and staff.

**HISTORY**

The WVA is founded in 1959 as a continuation of the Permanent Committee for the International Veterinary Congresses, the first of which was held in Hamburg, Germany in 1863. The WVA is an apolitical, secular, and not-for-profit federation of veterinary organisations from around the world.

**ARTICLE 1 - NAME AND SEAT**

1.1 The name of the Association shall be the World Veterinary Association (WVA) and shall be referred to in all organisational documents as the "Association" or the "WVA".

1.2 The seat of the WVA is the country and city where the Secretariat is established, being: Avenue de Tervueren 12, 1040 Brussels, Belgium. This place shall be the venue for any court case, as the legal system of the country in which the Secretariat is located is applicable to all activities of the WVA.

**ARTICLE 2 – OBJECTIVES**

2.1 To unite the veterinary profession throughout the world;
2.2 To promote, maintain, and protect the status and interest of the veterinary profession worldwide;

2.3 To maximize global veterinary profession’s contributions to animal health and welfare, public health, environmental protection, animal production, and food safety;

2.4 To establish, promote, and maintain high standards for veterinary medical education and professional ethics;

2.5 To encourage and promote exchange of veterinary information and professional dialogue, including the organisation of World Veterinary Congresses and other scientific and professional veterinary events; and

2.6 To establish and enhance strategic partnerships and relationships with other international veterinary and professional organisations and bodies with interests related to the objectives of the WVA.

ARTICLE 3 – MEMBERSHIP

The membership shall consist of Constituent Members and Observers.

3.1 Constituent Members:
The Council may grant WVA Constituent membership status to a veterinary professional organisation, provided that the goals and objectives of the organisation are compatible with those of the WVA.
3.1.1 Members shall be defined as “veterinary professional organisations representing the profession in a country or customs territory, or representing an international regional or discipline-centered organisation within veterinary medicine”. The Constituent Member organisation shall have voting privileges and nomination rights.

* A Customs territory is the “territory in which the customs law of a state applies in full.”[1]
(http://unstats.un.org/unsd/tradekb/Knowledgebase/Definition-Customs-Territory)

The following criteria must be fulfilled for any member organisation:

a. The majority of members must be veterinarians;

b. The official representative to the WVA must be a veterinarian;

c. Membership must be open to all veterinarians in the country or customs territory, or to all veterinarians with the requisite expertise and/or qualifications for the discipline or activity represented by the organisation; and,

d. International organisations representing a specific veterinary activity or discipline must have a clear description of the activity or discipline, and criteria for membership of their organisation.

3.2 Observers:
3.2.1 The Council may grant Observer status to other organisations - whether or not they have veterinarians as members, provided that the goals and objectives of the organisation are compatible with those of the WVA. Observers, including Honorary Members, have no voting or nomination rights; however they may provide comments about WVA activities and issues.

3.3 Applications for Membership

Application packages for membership shall be submitted to the WVA Council. The Council will consider and decide on the membership applications including allocation of members to one of the six WVA geographic regions or to a group of International organisations representing a Regional organization/specific veterinary activity.

3.3.1 Following a positive decision by Council, Membership shall be deemed as effective from the date of payment of subscription to the Association.

3.3.2 Membership of the Association shall terminate:

3.3.2.1 By voluntary resignation.

3.3.2.2 If a member fails to pay its subscription for a period of two years, unless a special reason for non-payment is given and a respite is accepted by the Council.

3.3.2.3 By failing to abide by the Constitution and By-laws.
A vote of termination in accordance with point 3.3.2.3 may only be taken by the General Assembly after the member under discussion has had the opportunity to state its case.

3.3.3. Ability of Council member to serve full elected term if nominating association terminates WVA membership.

3.3.3.1. In the case that membership of a Constituent member terminates according CBL article 3.3.2, an elected Councillor/Officer nominated by that association/organization, shall continue to serve until the end of the term to which they were elected.

ARTICLE 4 – GOVERNING BODIES

The governing bodies of the Association shall be:

4.1 The General Assembly (GA)
4.2 The Council

ARTICLE 5 – THE GENERAL ASSEMBLY

5.1 An official meeting of WVA Constituent Member organisations shall be known as the General Assembly.
5.2 The General Assembly is the highest governing body of the Association, both in terms of legislation and decision making. It shall be composed of registered delegates of Constituent Member organisations.

5.3 Observers may attend the meetings of the General Assembly and may speak about issues but they have no voting or nomination rights.

5.4 No decision of the General Assembly shall be made unless the Constituent Members present in the General Assembly represent a quorum of one third of the total number of votes allocated to the Constituent Members.

5.5 The General Assembly will decide by a simple majority of the allocated votes cast, except for decisions regarding termination of membership for a cause, amendments of the Constitution and Bylaws and dissolution of the Association, which require a two thirds majority of the allocated votes cast. Proxy voting is not allowed.

5.6 The President-Elect and the Immediate Past-President do not vote at the General Assembly. The President does not vote, except in cases where a vote is equally divided. In that case the President shall cast the deciding vote.

5.7 A two thirds majority vote of the allocated votes cast is required for decisions related to termination of membership (except in cases of voluntary resignation or non-payment of membership dues).
5.8 Constituent Members of the WVA shall elect a President-Elect and their own regional Councillors every two years (except for the transition period until 2017).

5.9 The General Assembly shall meet at least once every second year, including at the venue of the World Veterinary Congress to:
   i. Consider the progress made towards achieving the strategic goals of the WVA based on a report from the Council;
   ii. Consider new goals and activities for the WVA;
   iii. Suggest areas for policy development to the Council;
   iv. Review and confirm policy statements developed and approved by the Council;
   v. Review and approve a two year financial report from the Council;
   vi. Approve the subscriptions for the coming two year period based on the recommendation received from the Council;
   vii. Amend the Constitution and Bylaws;
   viii. Consider and vote on all matters properly brought before the General Assembly; and
   IX. Elect the President-Elect of the WVA.

5.10 Duties of the delegates to the General Assembly are:
   i. To promote the activities of the WVA;
   ii. To provide information about their Constituent Member organisations;
   iii. To ensure membership dues are promptly paid;
iv. To make an effort to encourage organisations to join the WVA;

v. To approve the Council financial report of the WVA; and

vi. To ratify recommended subscription rates.

5.11 Extraordinary meetings of the General Assembly may be held if requested by ten Constituent Member organisations or at the request of the Council.

ARTICLE 6 – THE COUNCIL

6.1 The executive body of the WVA shall be the Council, composed of the President, the President-Elect, the Immediate Past-President, and fourteen (14) Councillors. These include twelve (12) Councillors representing the six (6) geographic regions (two per region) plus two (2) Councillors from international organisations (one representing international discipline/activity-centred organisations, and one representing international regional organisations).

6.2 Councillors shall serve two-year terms, renewable once.

6.3 Each Councillor and Officer shall have one vote. Proxy voting is not permitted.

6.4 No decisions of the Council shall be made unless there is a quorum of at least half of the total number of Council members, including Councillors, President, President Elect and Immediate Past President.
6.5 The Council acts on behalf of the General Assembly between meetings. The Council shall meet at least once annually in person.

6.6 Duties of Council shall include to:
   i. Advise the General Assembly on any matters submitted to it;
   ii. Make recommendations regarding the General Assembly agenda;
   iii. Authorise expenditures or establish procedures for expenditure of funds;
   iv. Establish or abolish standing and special committees and determine procedures for appointment of members to such committees;
   v. Receive and discuss committee and regional reports, and approve committee appointments;
   vi. Discuss and approve policy and position statements produced by the technical committees;
   vii. Develop policies directly or as suggested by the General Assembly;
   viii. Appoint an auditor and review annual WVA financial statements;
   ix. Discuss and approve the audited accounts of WVA;
   x. Discuss and recommend a budget and subscription rates;
   xi. Grant membership status for Constituent Members and Observers;
   xii. Recommend to the GA to appoint Honorary Members of the WVA;
   xiii. Select award winners;
   xiv. Execute resolutions of the General Assembly and report on activities and results at the next General Assembly; and
xv. Decide Secretariat functions for the WVA as needed.

6.7 Councillors shall:
   i. Represent the WVA in their regions;
   ii. Promote World Veterinary Congresses in their regions and participate actively in them;
   iii. Maintain regular contact with their regional veterinary organisations;
   iv. Submit appropriate notices for publication in the WVA newsletter; and
   v. Provide the Council with a written annual report on their regional activities.

Article 7 – OFFICERS and COUNCILLORS

7.1 The Officers of the WVA shall consist of the President, President-Elect, and Immediate Past-President.

7.2 Terms in office:

7.2.1 The President shall serve a two-year term. The President shall serve as Immediate Past-President upon expiration of their term.

7.2.2 The President-Elect shall serve a two-year term and then assume the role of President.

7.3 Elections:
7.3.1 Elections of Officers and Councillors shall be conducted at least 45 days prior to the General Assembly.

7.3.2 Constituent Members shall vote by secret ballot.

7.3.3 The candidate for each office who receives greater than 50% of the votes shall be declared elected. If none of the candidates receives more than 50% of the votes there will be a run-off procedure.

7.3.4 Newly elected Officers and Councillors shall take office at the end of the subsequent General Assembly.

7.4 Officers’ Duties:

7.4.1 The President shall preside at all business meetings of the WVA and Council meetings. The President promotes and represents the interests of the WVA around the world.

7.4.2 Duties of the President-Elect include assisting the President in executing the decisions of the General Assembly and Council. The President-Elect shall also act as a special ambassador of the WVA at the request of the President. The President-Elect shall assume the duties of the President at the expiration of the President’s term or upon resignation of the President or any time the President is absent or unable to fulfil his/her responsibilities.
7.4.3 The immediate Past-President shall provide advice and support to the President and Council, and act as a special ambassador of the WVA at the request of the President.

7.4.4 The Officers shall act jointly to make decisions in emergency situations on behalf of the General Assembly and the Council between scheduled meetings.

7.5 Replacement of Officers and/or Council members:

7.5.1 Officers must be substituted in the General Assembly if acting as a representative for a Constituent Member. Officers cannot simultaneously represent a Constituent Member organization within the General Assembly during their term as a WVA Officer. The organisations from which Officers of the WVA originate must appoint new representatives to the General Assembly while the Officers serve their WVA terms in office.

7.5.2 If the President is unable to act, the President-Elect shall act as President until the President can resume his tasks. If the President cannot resume his tasks his term in office will be considered as expired at the next meeting of the General Assembly.

7.5.3 If the President-Elect is unable to act, the Council shall elect among its members an acting President-Elect until the President-Elect can resume his tasks. If the President-Elect cannot resume his tasks his term in office will be considered as expired at the next meeting of the General Assembly.
7.5.4 If a Councillor is unable to act, the Councillor shall be substituted by the candidate from the same WVA geographical region, or group of members representing a region or discipline with the highest number of votes among the candidates not elected. If such a candidate does not exist, the region or organisation from which the Councillor was elected shall be asked to elect an acting Councillor until the next General Assembly.

7.5.5 Officers and Councillors may only be removed from office by a majority of allocated votes in the General Assembly.

ARTICLE 8 - OFFICIAL LANGUAGE

The official and working language of the WVA shall be English.

ARTICLE 9 – DISSOLUTION

A decision to dissolve the WVA shall require the consent of at least two thirds of the allocated votes cast by the Constituent Members present and voting. A decision may only be taken at a meeting of the General Assembly specially called for this purpose. The procedures applied to the dissolution shall be those required by the laws of the country in which the Secretariat is situated.

ARTICLE 10 - AMENDMENTS TO THE CONSTITUTION AND BYLAWS
Amendments to the Constitution and Bylaws shall only be made by the General Assembly at any of its meetings provided the membership is advised at least three months in advance by the Secretariat. Amendments to the Constitution and Bylaws shall be proposed by Council or by a petition signed by at least ten percent of the WVA Constituent Members in good standing as of March 1st of the year, and presented to the Council.

A proposed amendment presented at a General Assembly shall go into effect immediately if approved by a two-thirds majority of the allocated votes of the Constituent Members present. Proposed amendments presented by electronic means will require a two-thirds majority vote of respondents if the vote is taken electronically. An opportunity for discussion will take place by electronic means over a 90-day window. A summary of the discussions will be distributed to Constituent Members prior to the vote.

**ARTICLE 11 - FINAL REGULATION**

This Constitution is adopted by the WVA Presidents Assembly on Thursday 19 September 2013 in Prague, Czech Republic, amended by WVA General Assembly on 14th September 2015 in Istanbul, Turkey and takes precedence over all former ones.