

**BYLAWS REVISION
OF THE
ASSOCIATION OF REPTILIAN AND AMPHIBIAN VETERINARIANS
(2013)**

**ARTICLE I
NAME, PURPOSE, PRINCIPAL OFFICE,
CORPORATE SEAL AND FISCAL YEAR**

SECTION 1. Name and Purpose

The Association shall be known as the Association of Reptilian and Amphibian Veterinarians (ARAV). The purpose of the Association shall be: 1) to advance programs for preventative medicine, husbandry, and scientific research in the field of veterinary medicine dealing with reptiles and amphibians; 2) to distribute scientific information relating to the field of husbandry, veterinary medicine and surgery of reptiles and amphibians through the Journal of Herpetological Medicine and Surgery, the official publication of the Association, and the Annual Conference of the Association; and 3) to promote the conservation and humane treatment of all reptilian and amphibian species through education, captive breeding and preservation of reptilian and amphibian habitats.

SECTION 2. Principal Office

ARAV shall be incorporated under the laws of the General Not for Profit Corporation Act of the State of Washington or such states as the Board may determine. If the Association has no principal place of business within the State of Incorporation, it shall appoint a Resident Agent.

The principal office of the Association is in Chester County, Pennsylvania. The Association may have such other offices as may from time to time be designated by the Board of Directors.

SECTION 3. Corporate Seal

The Board of Directors shall have the power to adopt and alter the seal of the Association. In the absence of the President or the Secretary, the Executive Director may affix the corporate seal where required unless the Board of Directors shall specify to the contrary.

SECTION 4. Fiscal Year

The fiscal year of the ARAV shall begin on January 1 and end on December 31 of the same year or as may be determined by the Board.

**ARTICLE II
MEMBERSHIP**

SECTION 1. Classes

a. Active

1. Active members in the Association shall be those veterinarians interested in the field of reptilian and amphibian medicine and surgery.
2. An Active member in good standing shall enjoy all rights and privileges of the Association, including participation in meetings, voting and holding office, as provided in the bylaws.
3. Active members receive access to the Journal of Herpetological Medicine and Surgery ("The Journal"), the Proceedings of the Association's annual conference, and the Membership Directory.

b. Associate Member

1. An Associate member shall be any person interested in the field of reptilian and amphibian medicine and surgery.
2. An Associate member enjoys all of the rights and privileges of an active member, but may not hold the office of President, President-Elect, Vice President, Secretary, or Treasurer.
3. Associate members receive access to the Journal of Herpetological Medicine and Surgery, the Proceedings of the Association's annual conference, and the Membership Directory.

c. Student

1. A Student member is any person enrolled full-time in a college setting, including interns, residents, graduate students, and veterinary technician students who are interested in reptilian and amphibian medicine and surgery.
2. A Student member enjoys all of the rights and privileges of an active member, but may not hold the office of President, President-Elect, Vice President, Secretary or Treasurer.
3. Student members receive access to the Journal of Herpetological Medicine and Surgery, the Proceedings of the Association's annual conference, and the Membership Directory.

d. Veterinary Technicians

1. A veterinary technician member shall be any person working as a veterinary technician, veterinary assistant, or veterinary nurse interested in the field of reptilian and amphibian medicine and surgery.
2. A veterinary technician member enjoys all of the rights and privileges of an active member, but may not hold the office of President, President-Elect, Vice President, Secretary, or Treasurer.
3. A veterinary technician member receive access to the Journal of Herpetological Medicine and Surgery, the Proceedings of the Association's annual conference, and the Membership Directory.

e. Honorary Members

1. Individuals, who are not veterinarians, but by reason of their contribution to reptilian and amphibian medicine, surgery, and husbandry, field of herpetology, and who have substantially promoted the goals for which the Association was formed may be considered for Honorary membership.
2. The Board of Directors shall elect candidates for honorary membership.
3. Honorary members shall enjoy all membership privileges, except the right to vote or hold elected office.
4. Honorary members will not be assessed membership dues.

f. Life Members

1. Active or previously active members who have made an exceptional contribution to reptilian and amphibian medicine, surgery, husbandry, and/or conservation, and who have substantially promoted the goals for which the Association was formed may be considered for Life membership.
2. The Board of Directors shall elect candidates for Life membership.
3. Life members shall enjoy all membership privileges, except the right to hold elected office.
4. Life members will not be assessed membership dues.

g. Retired Member

1. A Retired member is a previously Active or Associate member who is no longer actively engaged in practice on a full- or part-time basis. The individual must have been an Active or Associate member for no less than twenty (20) years to qualify for Retired member status.
2. Retired members shall enjoy all membership privileges, except the right to hold elected office.

h. Developing Nation Limited Membership

1. A Developing Nation Limited Membership member is a veterinarian who is a citizen of a Developing Nation (as determined by the International Monetary Fund) and who is actively engaged in veterinary medicine in a Developing Nation. A full time veterinary student, intern, resident or graduate veterinarian actively engaged in a post-doctoral program of study, who is a citizen of a Developing Nation and is studying in a Developing Nation also qualifies for the Developing Nation Limited Membership. A list of qualifying Developing Nations will be made available on the ARAV web site.
2. A Developing Nation Limited Membership member shall be entitled to online access to the Journal of Herpetological Medicine and Surgery, but he/she may not vote or hold elective office.

SECTION 2. Student Chapters

- a. A Student Chapter may be formed by a group of five (5) or more students at a veterinary school who are interested in reptilian and amphibian medicine and surgery.
- b. A Student Chapter receives access to the Membership Directory, the ARAV Externship/Speaker database and one (1) complimentary student registration to the Annual Conference.

SECTION 3. Applications

Applications for membership shall be made electronically via e-mail or other electronic means, in writing and submitted to the Executive Director on an Association Membership Application. The Executive Director shall review all applications and make a determination as to the eligibility and appropriate membership or affiliation classification of each applicant.

SECTION 4. Dues

Membership dues will be determined by the Board of Directors and reported to the members at a regular meeting of the Association or in the Journal. Dues shall be paid annually, or as determined by the Board of Directors, upon receipt of notice thereof. Failure to pay dues within 60 days shall cause the member to automatically no longer be in good standing and all membership privileges suspended.

SECTION 5. Resignation

A member may resign by written communication to the Secretary of the Association at any time.

SECTION 6. Termination of Membership

All members of the Association shall comply with the bylaws and policies as may be adopted by the Association. Failure to do so or for other good cause may result in termination of membership as determined by the Board of Directors.

ARTICLE III MEETING OF MEMBERS

SECTION 1. Annual Meetings

The Association membership shall meet at least once per calendar year. The site of such meeting(s) is to be determined, to the extent possible, a minimum of one year in advance, at the annual Directors meeting by a majority of the Board of Directors.

SECTION 2. Other Meetings

The membership and the board of directors may organize additional meetings as needed to meet the needs of the membership.

SECTION 3. Notice of Meetings

Notice of meetings of the membership will be made in the Journal of Herpetological Medicine and Surgery, electronically, and on the Association website as soon as possible but at least 3 months prior.

SECTION 4. Quorum

A general membership meeting requires ten percent (10%) of the membership to constitute a quorum.

SECTION 5. Voting

All voting shall take place by electronic ballot or by other means as determined by the Executive Committee.

ARTICLE IV OFFICERS

SECTION 1. Number and Qualifications

Officers must be selected from the active and associate membership and be in good standing. There shall be a President, President-Elect, Vice President, Secretary, Treasurer, Immediate Past President, and four Members-at-Large.

SECTION 2. Term of Office

All officers' terms will begin at the end of the annual conference and end when occupied by their elected successor, typically at the end of the annual conference. All officers' terms will be for one year, with the exception of the treasurer who shall serve a 3-year term and the Members-at-Large who shall serve a 2-year term.

SECTION 3. Election

Officers shall be elected by majority vote of the participating members by electronic ballot or by other means preceding the annual meeting. Multiple nominations will be accepted for each office if more than one is submitted. Write in candidates will also be accepted on the election ballot.

SECTION 4. President

- a. Presides and, with the Executive Director, prepares the agenda of all meetings
- b. Serves as the Chairperson of the Board of Directors, Executive Committee, and the Governance Committee
- c. Officially represents the Association and performs all other duties that properly fall upon the President
- d. Shall confer at least biannually with all committee chairpersons to oversee committee actions and progress on objectives to implement Association policy
- e. Shall perform such other duties as are necessarily incident to the office of President
- f. Shall be an ex-officio member of all committees except the Nominating Committee
- g. Shall turn over all records immediately to his/her successor

SECTION 5. President-Elect

- a. Presides at meetings in the absence of, or when requested by, the President
- b. Serves as Chairperson of the Conference Committee for the annual conference occurring during his/her term of office
- c. Serves as Scientific Program Chairperson for the annual conference of the Association
- d. Assumes the office of President at the close of the annual conference following the conference at which he/she was installed as President-elect
- e. Shall turn over all records immediately to his/her successor

SECTION 6. Vice President

- a. Serves on the Conference Committee for the annual conference of the Association occurring during his/her term of office
- b. Serves as Workshop Coordinator for the annual conference of the Association
- c. Shall be nominated for President-elect after satisfactorily completing his/her term
- d. Shall turn over all records immediately to his/her successor

SECTION 7. Secretary

- a. Keeps a record of the proceedings of all meetings of the Association, the Board of Directors and the Executive Committee
- b. Retains copies of all letters written by him/her on behalf of the Association and preserves and files all letters and communications received by him /her in an official capacity, with the Executive Director
- c. Shall be nominated for Vice President after satisfactorily completing his/her term
- d. Records minutes of the Board of Directors or Executive Committee meetings and distributes to the Board or Executive Committee within 14 days of the meeting
- e. Maintains a list of all Special Committees (active and inactive) with the date of creation, the goal of the committee, committee chairperson, and date of dissolution
- f. Shall turn over all records immediately to his/her successor

SECTION 8. Treasurer

- a. Reviews all proposed budgets and quarterly financial reports
- b. Assists the Executive Director in the preparation of an annual budget
- c. Shall present a report of the current financial status of the organization at the annual session of the Board of Directors
- d. Serves as chairperson of the Finance and Budget Committee
- e. Shall be nominated for Secretary after successfully completing his/her term
- f. Shall turn over all records immediately to his/her successor

SECTION 9. Immediate Past President

- a. Serves the organization for one year after his/her term as President has expired
- b. Serves on the Program Committee for the annual meeting occurring during his/her term as Immediate Past President
- c. Serves as Chairperson of the Nominating Committee
- d. Serves as the Chair of the Ethics and Professional Practices Committee (unless recused in which case the role is assumed by the President)

SECTION 10. Members-at-Large

- a. Members-at-Large shall serve staggered terms, such that two (2) elections shall be held each year
- b. Shall act as liaisons between the general membership and the Executive Committee
- c. Shall endeavor to represent the best interests of the membership

SECTION 11. Vacancy/Delegation of Power

An officer may resign by providing his/her written resignation to the Secretary of the Association, or at any official meeting of the members, Executive Committee, or of the Board of Directors. Such resignation shall be effective upon receipt (unless specified to be effective at some other time), and acceptance thereof shall not be necessary to make it effective unless it so states. The Board of Directors shall fill any vacancies in office, occurring between elections by appointment.

SECTION 12. Removal

Any officer may be removed for cause, after at least 30 days notice to such officer, and after an opportunity to be heard at an official or a specially convened meeting. The Board of Directors can remove an officer before an annual election, with a two-thirds vote in favor of removal by the Board. Such meeting can be by telephone conference call. Inability to attend an inordinate

number of teleconferences or the Annual Board of Director's meeting by any Board Member and other good cause shall constitute grounds for consideration of removal.

ARTICLE V Executive Director

The Board of Directors shall retain an Executive Director for compensation. The specific role of the Executive Director shall be defined in the annually issued Board of Directors Policy Directive and may vary from year to year. The Executive Director shall be authorized to sign all official documents, contracts and other such papers, except as directed otherwise by the Board of Directors.

ARTICLE VI BOARD OF DIRECTORS

SECTION 1. Members

The Board of Directors will be composed of the President, President-Elect, Vice President, Secretary, Treasurer, Members-at-Large, the Immediate Past President, and the Chairs of all Standing Committees. The Executive Director will participate as an ex-officio non-voting member.

SECTION 2. Duties

- a. The Board of Directors have the authority for and responsible for the supervision, control, and direction of the association.
- b. It shall be the administrative body of the Association. It shall administer the affairs of the Association in a manner consistent with the bylaws.
- c. It shall meet at least once per calendar year.
- d. It shall make reports to the Association of Board of Director actions at the annual membership meeting and more often as appropriate.
- e. It shall take any emergency action that needs to be taken by the Association when it is not possible to obtain action by the membership.
- f. Shall create a Board of Director's Policy, to be revised annually to meet the needs of the Association.
- g. Shall adopt a Strategic Plan at least every 5 years to determine the immediate and long term needs and direction of the Association.
- h. May propose Bylaws amendments to the membership as needed.
- i. Shall adopt a budget for the Association.

SECTION 3. Meetings

a. Frequency

The Board of Directors shall meet during the annual meeting of the Association and at such other times and place as the President and/or the majority of the Board may determine.

b. Other Meetings

The membership and the Board of Directors will organize additional regular meetings as needed to meet the needs of the membership.

c. Special Meetings

The President or any twenty-five percent of the Board can call for a Special Meeting with at least 7 days written notice.

d. Quorum of Directors

All Board and committee meetings require a majority of those then in office to constitute a quorum

e. Manner of Participation

The Board of Directors may meet via telephone conference calls or other means as determined appropriate by the Board. All members of the Board of Directors are expected to attend the meeting prior to the annual conference.

f. Compensation

Other than the Executive Director, members of the Board of Directors shall not receive any compensation for their services. The members may, however, be reimbursed for expenses incurred in their official capacity, as determined by the Board of Directors. The Executive Director will receive compensation in an amount determined by the Board of Directors. The level of the Executive Director's compensation will be reviewed annually.

g. Term of Office

The chairs and co-chairs of all committees can serve two consecutive three-year terms.

h. Resignation

A Committee Chair may resign by providing his/her written resignation to the Secretary of the Association, or at any official meeting of the members, Executive Committee, or of the Board of Directors. Such resignation shall be effective upon receipt (unless specified to be effective at some other time), and formal acceptance thereof shall not be necessary to make it effective unless it so states.

i. Vacancy

The Board of Directors shall fill any vacancies in office, occurring between elections by appointment

j. Removal

Any board member may be suspended or removed for cause, after at least 30 days notice to such board member, and after an opportunity to be heard at an official or a specially convened meeting. The Board of Directors can remove an officer before an annual election, with a two-thirds vote in favor of removal by the Board. Such meeting can be by telephone conference call. Inability to attend an inordinate number of teleconferences or the Annual Board of Director's meeting by any Board Member shall constitute grounds for consideration of removal.

ARTICLE VII COMMITTEES

SECTION 1. Executive Committee

- a. The Executive Committee is composed of the President, President-elect, Vice President, Secretary, Treasurer, Members-at-Large, and the Immediate Past-president. The Executive Director will participate in all Executive Committee meetings as an ex-officio non-voting member.
- b. Shall transact the general business of the Association between the meetings of the Board of Directors
- c. All transactions of this Committee shall be reported to the Board at the next meeting of the Board.
- d. Shall hold teleconferences at least quarterly.

SECTION 2. Standing Committees

Each Committee Chairperson shall maintain a permanent folder of all committee activities, which will be turned over to his/her successor at the completion of his/her term as Chairperson. Upon termination of any Committee, the files of that Committee shall be turned over to the Executive Director. Members of the Executive Committee, except for the Members-at-Large, may not serve as Standing Committee chairpersons. Other exceptions include the President chairing the Governance Committee, the President-Elect chairing the Conference Committee, the Treasurer chairing the Finance and Budget Committee, and the Immediate Past-president chairing the Nominating Committee, Past presidents council, and the Ethics Committee. All other committees

will have a chair person and co-chairperson, who will be appointed by the President and approved by the Executive Committee. The Board may create other standing committees as may be needed. The Executive Director shall be an Ex-Officio member of all of the Association's standing committees.

a. Membership/Public Relations

1. Organizes and maintains all membership in the Association.
2. Ensures implementation of outreach programs to the veterinary and non-veterinary reptile and amphibian community and the general community about the ARAV with an aim of increasing the quality of care of reptiles and amphibians in captivity and improving conservation efforts.
3. Responsible for public relations
4. Seeks out and implements contemporary uses of information technology

b. Education

1. Oversees all aspects of academic and public education of veterinary students in the field of reptilian and amphibian medicine for the Association.
2. Coordinates student competitions at the Annual Conference.
3. Coordinates the registration of and communication with Student Chapters
4. Chair serves on the Nominating Committee

c. Development

1. Responsible for developing future directions of the ARAV and encouraging development of ARAV leaders in consultation with the Executive Committee, including strategic planning.
2. Works with the Executive Director to identify and coordinate all fundraising activities of the Association including vendors at the Annual Conference.
3. Responsible for the auction at the Annual Conference; works closely with the Conference Program Committee.

d. Research and Conservation grants

1. Responsible for evaluating and recommending to the Executive Board any research proposals submitted to the ARAV for funding.
2. Reports on the progress of such studies funded.
3. Works with Executive Director to advertise ARAV research grants in a timely manner in conjunction with the Public Relations/Membership Committee.

e. Nominating

1. Shall include the Education Committee chair, the International Committee chair and at least two additional members
2. Shall increase identification of potential leaders and encourage their participation in Committees.
3. Shall put out calls for nomination to the whole membership with nominees being reviewed by the Committee, and then forwarded to the Executive Committee for discussion and approval. Once approved, nominees are to be voted on as previously described.
4. Shall determine if the current officers have completed their term satisfactorily before placing them on the ballot for another office as stated previously in the by-laws

f. Conference Program

1. Shall include the Vice President, Immediate Past President, and Executive Director. Other members are strongly encouraged to participate including international, associate, and student members.
2. Responsible for planning and management of all aspects of the Annual Conference of the Association.
3. Chairperson is responsible for the Scientific Program at the Annual Conference.
4. With the Executive Director, updates and modifies the Conference Planning Manual within two (2) months of the end of each Annual Conference.

g. Budget and Finance

1. Shall include at least two members from the active membership appointed by the President and /or Treasurer. They may not be members of the Executive Committee.

2. Shall work with the Executive Director to develop and review all proposed budgets from other Committees and produce quarterly financial reports.
3. Budget expenses for each Committee, the Executive Director, the Journal, and the Annual Conference.
4. A budget forecast shall be presented to the Board of Directors for approval by January 31st. for the current calendar year.
5. The actual budget, including revenue, expenses, reserves, and net gain or loss shall be published in the first issue of the Journal of Herpetological Medicine and Surgery each year for the previous calendar year. A link to that budget will also be provided on the website.

h. Governance

1. Shall consist of the Immediate Past-president, Vice President, Secretary, Members-at-Large, and potentially other active members at the discretion of the Executive Committee.
2. Provides ongoing review of bylaws and job descriptions of all elected and appointed members of the Board of Directors.
3. Chairs review adequacy of the bylaws as needed and oversee elections.
4. Updates and maintains historical documents of the Association at the office of the Executive Director.

i. International

1. Chaired by an Active Member who resides outside the United States,
2. Serves to increase international membership and participation around the globe.
3. Any member of ARAV may participate in this committee's meetings but members are encourage to participate through communication with their regional committee representative
4. Works closely with the Public Relations/Membership Committee to meet the needs of international members.
5. Helps coordinate ARAV participation in international conferences with other international reptilian and amphibian organizations
6. Regional committee representatives will communicate and participate in meetings with the committee chair
 - a. Regional representatives will be elected by a simple majority vote of the Members from their country (or region if less than 5 members in a country)
 - b. Elections will be held every 2 years or more often if a representative chooses to resign prior to the completion of the term.
 - c. Regional committee representatives shall represent the interests of the Active Members in their respective country or region.
 - d. The ARAV president shall appoint a regional committee representative from the USA.

j. Legislative/Animal Welfare

1. Investigates and reports to the Board of Directors on legislative and animal welfare issues relevant to the goals of the Association.
2. Develops white papers for approval by the Executive Committee, and if approved, are distributed as appropriate and posted on the website of the Association.
3. Unless directed and approved by the Executive Committee, the ARAV will not issue position statements.
4. Oversees the formation of the ARAV Animal Care and Use Subcommittee
 - a. Approves the use of live animals in workshops for the annual conference and other ARAV sponsored continuing education activities not overseen by a pre-existing institutional care and use committee (IACUC)
 - b. Consists of at least 3 members of ARAV

k. Editorial Board

1. Consists of seven active members selected by the Executive Committee, including a chairperson designated by the Executive Committee.
2. Provides oversight of all publications created by the ARAV with particular emphasis on the Journal of Herpetological Medicine and Surgery (JHMS).

3. Ensures that the JHMS is of the highest quality and breadth appropriate to the target audience.
 4. Oversees the content, timing, and distribution of the JHMS.
 5. Makes editorial staffing and salary recommendations based on commensurate organizations.
 6. With the editor and the Executive Director, creates a Journal budget for the upcoming year for review by the Finance and Budget Committee.
- I. Ethics and Professional Practices Committee**
1. Shall investigate any reported violations of the ARAV ethics policy and determine the validity of the allegation
 2. Shall make a recommendation to the Board regarding disciplinary action to be taken against a member found to be in violation of the ethics policy

SECTION 3. Special (Ad hoc) Committees and task forces

- a. Shall be appointed by the President as required
- b. Shall make reports to the Executive Committee and Board of Directors as required, in the same manner as other committees

SECTION 4. Past Presidents Council

- a. Consists of all past presidents of the ARAV
- b. Shall provide council to the Board of Directors when asked to provide advice regarding matters in which prior knowledge and experience of the organization may be beneficial

**ARTICLE VIII
PARLIAMENTARY AUTHORITY**

Robert's Rules of Order, current edition, shall govern meetings of the Association to the extent that they are consistent with these Bylaws or special rules of order.

**ARTICLE IX
BYLAW AMMENDMENTS**

The Bylaws may be amended when presented by any voting member and approved by two thirds (2/3) vote by participating members. Any proposed amendment shall be mailed (either via postal courier and/or electronic mail) to the voting member at least fourteen (14) days prior to the meeting at which it is to be voted upon.

**ARTICLE X
PROPERTY**

SECTION 1. The Association is not formed for pecuniary profit or gain, and any moneys or properties received by the Association shall not be paid to any member or any person during the life of the Association except as compensation for property purchased or services rendered.

SECTION 2. In the event that the Association should dissolve, all properties will belong to the Society for the Study of Amphibians and Reptiles (SSAR). However, if the named recipient is not then in existence, is no longer a qualified distributee, or is unwilling/unable to accept the distribution, then the assets of the ARAV shall be distributed to the American Association of Zoo Veterinarians, or other organization (as determined by the Board of Directors) which operates under the specified purpose in section 501(c)(3) of the Internal Revenue Code.

ARTICLE XI THE LIFETIME ACHIEVEMENT AWARD

The Lifetime Achievement Award is the highest honor bestowed by the ARAV on an individual or group that has consistently excelled in herpetological education, husbandry, medicine, surgery, conservation and/or welfare. The award is made on an irregular basis by the Executive Committee of the ARAV, on behalf of the organization, in recognition of the recipient's outstanding contributions to the field of herpetology during their professional life. Recipients of the Lifetime Achievement Award will also be awarded Honorary membership or Life membership as appropriate.

ARTICLE XII ETHICS AND MISCONDUCT

The ARAV, including its membership, is committed to the highest ethical and professional standards of conduct in pursuit of its mission and objectives. While the ARAV affirms each person's accountability for individual actions, it also recognizes that the shared mission and the shared enterprise of its membership requires a shared set of core values and ethical conduct to which each member of the ARAV must be held accountable. Members shall abide by the Ethics Policy of the Association, and shall release the Association, its Executive Board, and its employees from all liability for both content and enforcement of the Ethics Policy.

SECTION 1. Every member of the ARAV shall abide by the Ethics Policy that was adopted by the Board of Directors at the 2011 Annual Meeting and as may be amended thereafter. This policy shall be provided to new members and posted on the website of the Association. The Board may revise the Ethics Policy in accordance with this Article as needed. The ARAV Ethics Policy governs only conduct performed by an ARAV member.

SECTION 2. Alleged violations of the ARAV Ethics Policy should be reported to the Ethics and Professional Practices Committee. Complaints that are reasonably proven to violate the Ethics Policy may result in disciplinary action, including a private letter of censure, suspension, or permanent termination of membership, and/or reporting to the relevant authorities. An accused member shall be afforded with due process.

ARTICLE XIII AUDIT OF BOOKS

Provisions shall be made by the Board of Directors for an annual audit of the accounts of the Treasurer and the Executive Director either by a committee of at least three members appointed by the Board or an accountant retained by the Board for the purpose of such audit. Such audit shall be presented to the Board of Directors immediately following completion

ARTICLE XIV NOTICES

Wherever notice of any action is required to be given, such notice shall be deemed given if mailed in the US Mail, postage prepaid, addressed to the recipient at the address last known to the Association in its records, or sent via electronic e-mail to the last known email address of each member. Such notice shall be deemed properly given if so mailed no later than fourteen (14) days prior to the action to be taken as specified in such notice or such longer period if specifically provided in these By-laws. Official notices may also be made through the Journal of Herpetological Medicine and Surgery.

ARTICLE XV RULE MAKING

The Board may, from time to time, promulgate rules, standing or otherwise, and policies to supplement these bylaws for the operation of the association.

ARTICLE XVI RECORDS AND PROPERTY

All records and property, real, personal or mixed, entrusted to or in the hands of any Officer, Director, Representative, Agent, Committee Chair, Appointed Official, Special Advisor, employee or the like, acting for or on behalf of the Association shall be and remain Association property and, upon request by the President or the Board of Directors, shall be surrendered to the President or as requested by the Board of Directors.

ARTICLE XVII MISCELLANEOUS

Section 1. Gender.

All pronouns herein contained of the masculine, feminine, or non-descriptive gender shall, as and when appropriate, mean either masculine or feminine and shall be non-discriminatory.

Section 2. Captions.

All captions contained in these By-laws shall be for convenience only and shall not be determinative of the nature or effect of any of the provisions herein.

Section 3. Conflicts.

In the event any section of these By-laws shall conflict with the Articles of Incorporation, then the provisions of the Articles of Incorporation shall govern. In the event any provisions of these By-laws shall conflict with any other provision of these By-laws, then the conflicting provision containing the stricter provision shall govern. In the event any provision of these By-laws shall conflict with the purposes of the Association, then such conflict shall be resolved in favor of the interpretation carrying forth the purposes of the Association. In the event any provisions of these By-laws might disqualify the Association from being an organization described in section 501(c)(3) of the Internal Revenue Code, then such provision shall be null, void and of no force and effect to the extent necessary so that the Association will be an organization described in section 501(c)(3).