



**ASSOCIATION OF AMERICAN VETERINARY
MEDICAL COLLEGES**

POLICIES AND PROCEDURES MANUAL

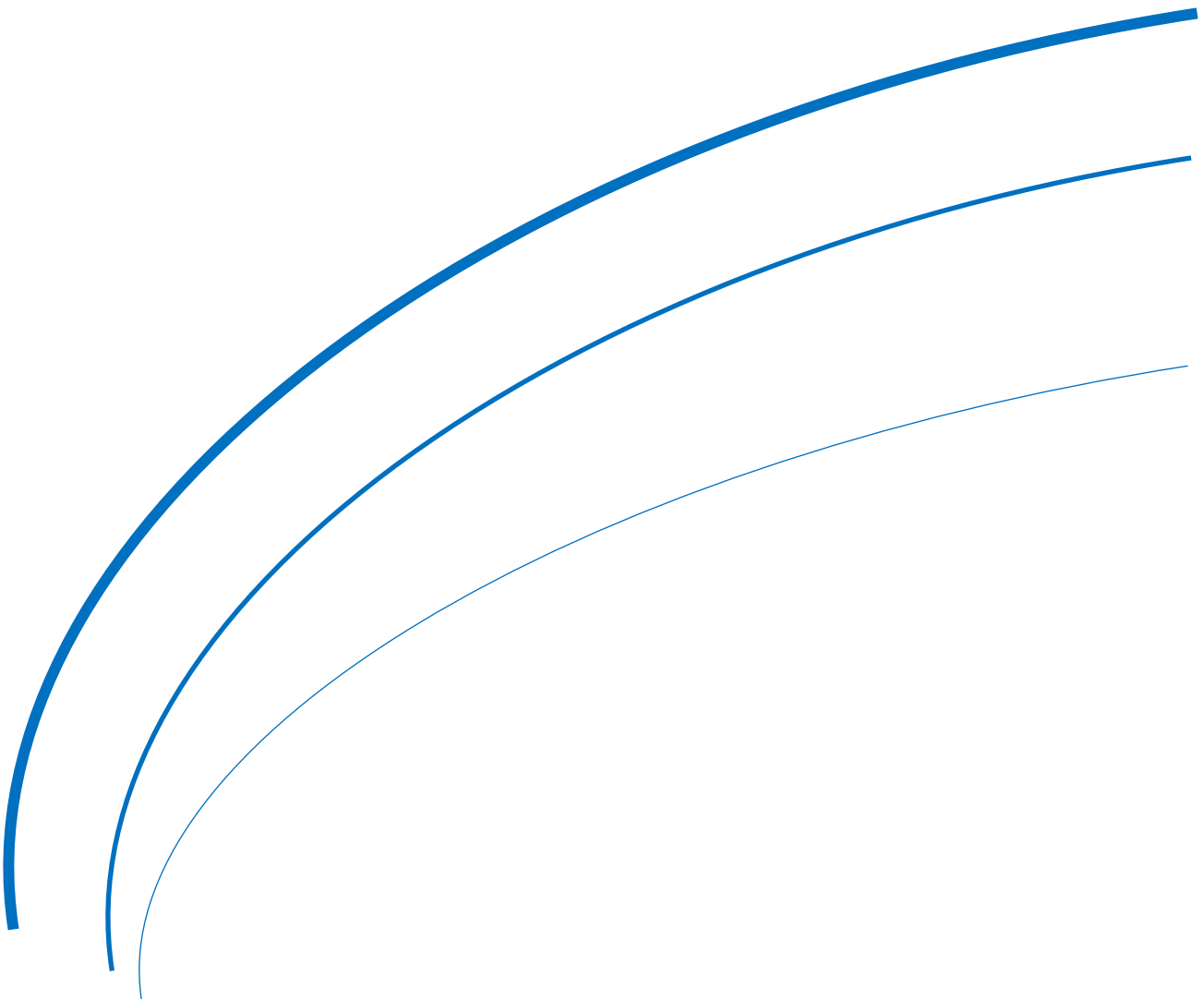


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PROCEDURAL GUIDELINES ON ROLES AND RESPONSIBILITIES

PROCEDURAL GUIDELINES ON ROLES AND RESPONSIBILITIES*

ASSEMBLY

As per the Articles of Incorporation, the Assembly has the authority in the following areas:

- Eligibility for each class of Association membership
- Voting rights of each class of membership
- Dues increase for each class of members
- Election of the Board of Directors, the President-Elect, the Secretary, and the Treasurer
- Any changes to the Articles of Incorporation
- Mission and strategic direction of the Association

BOARD OF DIRECTORS

As per the Association Bylaws, the Board of Directors has the authority in the following areas:

- Execution of the mission and strategic direction of the Association
- Board operations, code of conduct, and legal obligations
- Fiscal management and sustainability
- Program effectiveness
- Membership services, including management of dues payment
- Chief Executive Officer's performance and tenure
- Grievance procedures for staff and Board members, including whistleblower protection
- Legal and regulatory compliance for the Board and the Association

The Board of Directors develops policies on issues whose authoring jurisdiction is not clear. Responsibility may be delegated to the Executive Committee to develop policies. The Board maintains the authority to approve such policies.

CHIEF EXECUTIVE OFFICER

As per the Association Bylaws, the Chief Executive Officer has the authority in the following area:

- All matters related to the day-to-day operations of the Association, including but not limited to, personnel, fiscal, programmatic, external relations and general administration.

*This document is a summary and does not supersede the Articles of Incorporation or Bylaws.

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|----------------|--|----------------------|---------------|
| Jurisdiction: | Board of Directors | Date of Last Review: | March 4, 2016 |
| Approved by: | Board of Directors | Date Last Amended: | May 26, 2016 |
| Date Approved: | March 7, 2012 | Next Review: | 2019 |
| Notes: | Formerly titled "Authority to Establish Policies". Renamed and modified by the BOD May 26, 2016. | | |

FINANCIAL POLICIES

DUES INCREASE

Policy

Dues increases are determined by the AAVMC Assembly.

Procedures

The AAVMC dues for all categories of membership will increase annually by the Bureau of Labor Statistics' Baltimore-Washington region March-to-March Consumer Price Index (CPI). Annual dues increases will be rounded to the next \$100.00 and will not exceed three percent. This policy will be reviewed by the Assembly every five years. Any changes to this annual dues increase must be recommended by the Treasurer and approved by the Assembly.

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|----------------|-------------------|----------------------|-------------------|
| Jurisdiction: | Finance Committee | Date of Last Review: | February 13, 2017 |
| Approved by: | Assembly | Date Last Amended: | |
| Date Approved: | March 9, 2012 | Next Review: | 2020 |
| Notes: | | | |

DUES COLLECTION

Policy

It is the policy of the AAVMC to collect annual dues from members in a timely manner and to follow up quickly with any members who are delinquent in their dues.

Procedures

- Dues notices will be sent to AAVMC member representatives by April 15 each year. A copy of the notice will be directed to member financial representatives by email.
- The deadline for payment is July 1, the date by which the dues must arrive at the AAVMC.
- First Reminder: On July 15, the Accounting Manager will send a reminder notice to all member representatives and their financial representatives that have not yet submitted their payment, requesting payment within 30 days.
Second Reminder: On August 15, the Chief Operating Officer will send an email to all AAVMC member representatives that have not yet submitted their payment to determine the reason for the outstanding dues; confirm their intent to continue membership; and establish the member's planned timeline for payment.
- If payment is not received or a payment plan is not agreed to by September 1, the Chief Executive Officer will contact all member representatives with outstanding dues.
- If payment is not received or a payment plan is not agreed to by September 30, the Treasurer will send a letter to the member representative advising that failure to remit dues promptly will result in the member being put on Probation Status, which means the suspension of all member benefits including the right to vote or hold an elected or appointed position in the AAVMC.
- Payment of all dues in arrears plus current dues will be required within the next 12 months to restore full membership.
- Failure to pay all dues in full by 12 months after the suspension of member privileges will result in loss of membership status. Reinstatement is possible upon petition by the institution and approval by the Board of Directors and the Assembly.

Dues Collection Timeline

- April 15: Dues invoices sent to Member Representatives (mail) and Member Financial Contacts (email)
- July 1: Due Date for Member Dues
- July 15: First reminder to Member Representatives with outstanding dues
- August 15: Second reminder to Member Representatives with outstanding dues
- September 1: Communication from Chief Executive Officer
- September 30: Letter from Treasurer to Member Representatives with outstanding dues

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|----------------|---|----------------------|---------------|
| Jurisdiction: | Finance Committee | Date of Last Review: | March 8, 2017 |
| Approved by: | Board of Directors | Date Last Amended: | March 8, 2017 |
| Date Approved: | July 12, 2009 | Next Review: | 2020 |
| Notes: | Original policy developed by Ad Hoc Committee on late Payment of Dues and approved by BOD July 12, 2009. Subsequent amendments were made by the Governance Committee and approved by the BOD 7/17/2011. | | |

FINANCIAL RESERVE

Policy

It is the goal of the AAVMC to have a financial reserve fund of at least seventy-five percent (75%) of the annual operating budget. The financial reserve funds may be used during times of unanticipated emergencies until the emergency situation can be fully assessed and a longer-term strategy can be developed.

Procedures

The Finance Committee will develop a plan to establish a financial reserve fund of 75% of the annual operating budget and present it to the Board of Directors for approval. This plan will include a time frame for the reserve goal to be achieved. The financial reserve fund will be invested as described in the Investment Statement Policy and earned interest will remain in the fund. The Finance Committee will review the level of the reserve fund annually and make recommendations to the Board of Directors regarding potential adjustments to this plan.

Once the financial reserve fund goal is met, the Chief Executive Officer will inform the Treasurer if the reserve fund drops below 75% of the annual operating budget and make recommendations for corrective action.

In the event of an organizational emergency, the Chief Executive Officer will notify the Treasurer and the Executive Committee. Upon unanimous approval by the Executive Committee, financial reserve funds may be used to cover emergency expenses. Further withdrawals of any amount will require approval by the Board of Directors. No single withdrawal shall be greater than half of the balance of the fund.

Changes to this reserve policy shall be proposed by the Finance Committee and approved by the Board of Directors.

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|----------------|--------------------|----------------------|-------------------|
| Jurisdiction: | Finance Committee | Date of Last Review: | February 15, 2018 |
| Approved by: | Board of Directors | Date Last Amended: | February 28, 2018 |
| Date Approved: | July 12, 2009 | Next Review: | 2020 |
| Notes: | | | |

FUND DEVELOPMENT

Policy

AAVMC solicits grants and donations in a professional and organized manner. The Board of Directors approves such solicitations and the Chief Executive Officer manages them. Only members of the Board of Directors and the Chief Executive Officer may officially represent the Association in fund development activities.

All fundraising activities will be coordinated through the office of the Chief Executive Officer in order to avoid conflicting requests to potential grantors or donors, non-approved solicitation, duplicate solicitation, or requests for different purposes or amounts to the same grantor or donor.

Every effort will be made to avoid any conflict with the fundraising activities of AAVMC Member Institutions. If there is any indication that AAVMC activities are conflicting with the activities of a Member Institution, AAVMC will stop its activity and coordinate with the affected institution(s). AAVMC will not resume its activity until the conflict has been resolved to the satisfaction of the affected institution(s).

Background

AAVMC has been the beneficiary of gifts and grants from individuals, industry, government organizations and foundations. Funds from these sources are vital to the operations of the Association.

Gifts and grants are not only very important for AAVMC operations and functions; they help to keep membership dues, fees and assessments at reasonable levels. Without such support, dues, fees and assessments would be higher, or Association services to members would be reduced or curtailed.

Procedures

- The Chief Executive Officer is the single point of contact for all fundraising activities. The Chief Executive Officer may delegate alternate contact persons in specific cases.
- Funds can be used for restricted purposes as directed by the grantor or donor, or for unrestricted operating support.
- There shall be proper and thorough accounting of all funds collected.
- Appropriate and official expressions of gratitude are to be forwarded in a timely manner.

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|----------------|---|----------------------|---------------------------------|
| Jurisdiction: | Chief Executive Officer | Date of Last Review: | January 2013 |
| Approved by: | Board of Directors | Date Last Amended: | January 16, 2013 ⁽¹⁾ |
| Date Approved: | November 11, 2002 | Next Review: | 2018 |
| Notes: | ⁽¹⁾ Revised by Ethics Committee January 2018 | | |

INVESTMENT POLICY STATEMENT

I. SCOPE

This policy outlines the goals and the investment objectives for all reserve funds, long term special board designated funds and operational funds beyond the one year need, herein after called "Investment Fund".

This document is intended to provide investment guidelines for managing the Investment Fund, and available operational funds for investment. To distinguish between operational and short term board designated funds one account will be created separate from the longer term Reserve fund. This document will outline certain specific investment policies that will govern how the Investment Fund's goals are expected to be achieved. This statement will include:

- The allocation of short term needs of funds for association's yearly special needs and what funds are available for long term investment (long term being defined as over 5 years)
- It will describe the appropriate risk posture for the Investment Fund's assets,
- It will establish investment guidelines regarding the selection of investment manager, permissible securities and diversification of assets,
- It will specify the criteria for evaluating the performance of the investment manager(s) and the Investment Fund as a whole,
- It will define the responsibilities of the Board of Directors, Executive Committee, and the Investment committee and other parties responsible for the management of the Investment Fund's assets
- The policy statement will outline each party's fiduciary responsibilities including the scope of the fund, the cash flow and liquidity needs, the selection of investment committee to oversee the Investment Fund, the investment consultant and managers, the reporting and the review processes.

II. GENERAL OBJECTIVES

The primary objectives, in priority order, of investment activities shall be safety, liquidity, and yield:

1. Safety

Safety of principal is the foremost objective of the investment program. Investments shall be undertaken in a manner that seeks to ensure the preservation of capital in the overall portfolio. The objective will be to mitigate credit risk and interest-rate risk.

a. Credit Risk

AAVMC in its Investment Fund will minimize credit risk, the risk of loss due to the failure of the security issuer or backer, by:

- Pre-qualifying the financial institutions, broker/dealers, intermediaries, and advisors with which the corporation will do business; and
- Diversifying the portfolio so that potential losses on individual securities will be minimized.

b. Interest-Rate Risk

The Investment Fund shall be invested in such a manner to minimize the risk that the market value of securities in the portfolio will fall due to changes in general interest rates, by:

- Structuring the investment portfolio so that securities mature to meet cash requirements for special needs approved by the board , thereby avoiding the need to sell securities on the open market prior to maturity; and
- Structuring the investment portfolio to consistently take advantage of market appreciation without trying to “time” the market.
- Acquiring a total diversified portfolio that its structure at a maximum is allocated to:
 - 40% fixed assets – bonds, government securities CDs and repurchase agreements – mixture to be established with a financial advisor, and
 - 60% invested in equities – mixture to be established with the financial advisor to represent assets classes such as domestic large and mid/small growth and value and international stocks.
- The portfolio is generating a long term rate of return of 5-6% given its invest allocation of 60% to stock and 40% to fixed income.

At no time shall the Investment Fund be invested in hedge funds, leverage type purchases, option strategies, private placement, investments in limited partnership, and/or investment that will establish conflict of interest within the association and or the investment manager.

2. Liquidity

The investment portfolio shall remain sufficiently liquid to meet all operating requirements that may be reasonably anticipated. This is accomplished by structuring the portfolio so that securities mature concurrent with cash needs to meet anticipated demands. Furthermore, since all possible cash demands cannot be anticipated, the portfolio should consist largely of securities with active secondary or resale markets. A portion of the portfolio also may be placed in bank deposits or repurchase agreements that offer same-day liquidity for short-term funds.

3. Yield

The investment portfolio shall be designed with the objective of attaining a market rate of return throughout budgetary and economic cycles, taking into account the investment risk constraints and liquidity needs. The portfolio has a current expected rate of return of 5% over a full business cycle. This return is calculated using the following calculation: (long term expected return for equity x 0.60) + (current yield of the fixed income portfolio x 0.40). Return on investment is of secondary importance compared to the safety and liquidity objectives described above. The core of investments is limited to relatively low risk securities in anticipation of earning a fair return relative to the risk being assumed. Securities shall not be sold prior to maturity with the following exceptions:

- a security with declining credit may be sold early to minimize loss of principal;
- a security swap would improve the quality, yield, or target duration in the portfolio; and
- liquidity needs of the portfolio require that the security be sold.

III. STANDARDS OF CARE

1. Prudence

The standard of care to be used by investment officials shall be the “prudent person” standard and shall be applied in the context of managing an overall portfolio. The board of directors, acting in accordance with written procedures and this investment policy, and exercising due diligence shall be relieved of personal liability for an individual security’s credit risk or market price changes, provided deviations from expectations are reported in a timely fashion and the liquidity and the sale of securities are carried out in accordance with the terms of this policy. (Prudent Person Rule is a standard that requires that a fiduciary with funds for investment may invest such funds only in securities that any reasonable individual interested in receiving a good return of income while preserving his or her capital would purchase).

2. Ethics and Conflicts of Interest

Financial advisors involved in the investment process shall refrain from personal business activity that could conflict with the proper execution and management of the investment program, or that could impair their ability to make impartial decisions.

Financial advisors shall disclose any material interests in financial institutions with which they conduct business. They shall further disclose any personal financial/investment positions that could be related to the performance of the investment portfolio. Directors and agents shall refrain from undertaking personal investment transactions with the same individual with which business is conducted on behalf of the corporation.

The investments chosen must be consistent with the values of AAVMC as determined by the AAVMC Ethics Committee. Financial advisors shall not knowingly cause AAVMC to invest in businesses whose activities and practices are deemed to be inconsistent with the mission and values of the Association as determined by the Ethics Committee. Financial advisors are required to have due regard to ethical and environmental issues and to maintain a dialogue with the companies in which they invest. In order to give effect to its commitment to this policy, the AAVMC Finance Committee and financial advisors will review on a regular basis whether any investment is contrary to the Association’s mission and this policy and consider whether the Association should not invest in, or should divest from, specific investments.

3. Delegation of Authority

Responsibility for the operation of the investment program is hereby delegated to the Finance Committee who will serve as the Investment Committee. The Investment Committee shall act in accordance with the established written procedures and internal controls for the operation of the investment program consistent with this investment policy. Procedures should include references to: safekeeping, delivery vs. payment, investment accounting, repurchase agreements, wire transfer agreements, and collateral/depository agreements. No person may engage in an investment transaction except as provided under the terms of this policy and the procedures established by the corporation. The Investment Committee shall be responsible for all transactions undertaken and shall establish a system of controls to regulate the activities of subordinate officials. On a case by case basis, after formal approval from the Board of Directors the Chief Executive Officer shall handle all financial transactions.

4. Audits

The books and records of the Investment Fund shall be audited or reviewed annually by a certified public accountant.

IV. SUITABLE AND AUTHORIZED INVESTMENTS

1. Investment Types

The detailed policy will delineate the securities that will be suitable to be purchase and the low and high allocation that each asset class will have within the total portfolio. The investments shall be diversified to minimize the risk of loss resulting from over concentration of assets in specific maturity, specific issuer, or specific class of securities. Diversification strategies shall be established and periodically reviewed.

In line with the return objectives and risk parameters of the Investment Fund, the mix of assets for the Investment Fund should be generally maintained as follows:

| Asset Class | Minimum | Target Allocation | Maximum |
|----------------------|---------|-------------------|---------|
| Domestic Equity | 32% | 39% | 45% |
| International Equity | 17% | 21% | 25% |
| Fixed Income | 32% | 39% | 48% |
| Cash | 0% | 1% | 2% |

The fixed income asset class will target a weighted average maturity of no greater than eight years and a weighted average credit rating of no lower than AA.

The domestic and international equity assets classes will reflect an allocation to all nine style boxes based on market capitalization (Large, Mid, Small) and style (Value, Blend, Growth.) The allocation to international equity will also include exposure to both developed and emerging markets.

The actual instruments to be purchased shall be decided with the advice of a financial advisor and the consent of the *Investment Committee* within the framework of the policy.

2. Benchmark

To measure the performance of the portfolio the investment manager and the investment committee will agree on various indices that are appropriate for the allocation of investment as an example it could Russell 3000, S&P 500, FTSE All World Ex US, MSCI EAFE, Russell 2000 Index, Barclay Intermediate Government, US Treasury & Agency 1-5 years, Barclays or Lehman Brothers US Aggregate Bond Index, 3 month US Treasury Bills.

3. Rebalancing Procedures

The allocations to each asset class are expected to remain stable over most market cycles. Since capital appreciation, depreciation, and trading activity in the Investment Fund can result in a deviation from the above allocations, the aggregate allocation should be monitored and the Committee may re-balance the

Investment Funds assets back to the target allocation on a periodic basis. In addition, if the asset classes move past their minimum or maximum ranges they will be rebalanced back to their targets. This can be done through the shifting of assets from one style to another and/or re-directing contributions and disbursements.

V. REPORTING

Management and financial advisor will prepare quarterly and annual investment reports, including a management summary that provides an analysis of the status of the investment portfolio and transactions made over the last quarter. This management summary will be prepared in a manner that will allow the board of directors to ascertain whether investment activities during the reporting period have conformed to the investment policy. The board of directors shall designate the investment committee to review and oversee the policy and report its review to the board. The report will include the following:

- a. Listing of individual securities held at the end of the reporting period;
- b. Listing of investment by maturity date;
- c. Percentage of the total portfolio that each type of investment represents;
- d. Comparison of the actual allocation of the portfolio compared to the target asset allocation listed in this document;
- e. Current market value of investment portfolio; and
- f. Market value deviation from previous reporting period, and year-to-date.

VI. ADOPTION

This policy shall be brought to the board of directors for adoption. Annually, the Chief Executive Officer shall bring this policy to the corporation's executive committee and board for review and any recommended changes will be presented to the board of directors for consideration and approval.

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|----------------|--------------------|----------------------|---------------|
| Jurisdiction: | Finance Committee | Date of Last Review: | March 8, 2017 |
| Approved by: | Board of Directors | Date Last Amended: | March 8, 2017 |
| Date Approved: | 01/16/2013 | Next Review: | 2018 |
| Notes: | | | |

TRAVEL REIMBURSEMENT

Policy

This policy governs the reporting and reimbursement of travel expenses incurred during the conduct of AAVMC business. All persons who are authorized to travel on behalf of the AAVMC, including AAVMC employees, employees of Member Institutions, consultants, and guests, are expected to comply with this policy. All travelers must ensure that travel expenses are for valid business-related purposes, are in accordance with AAVMC policies and procedures, and are a prudent use of AAVMC funds.

Travel Expenses

The following travel expenses are reimbursable:

- Transportation
 - Air Travel: Air travel expenses will be reimbursed at a rate not higher than the cost of coach (economy) class air fare between the commercial airport nearest the traveler's home and the city of destination.
 - Rail Travel: Rail travel expenses will be reimbursed. The total amount of reimbursement shall not exceed the cost of round trip coach (economy) class air fare between the commercial airport nearest the traveler's home and the city of destination.
 - Personal Automobile Travel: Personal automobile travel will be reimbursed at the mileage rate currently permitted by U.S. General Services Administration. Tolls and parking fees associated with automobile travel are also reimbursable. The total amount of reimbursement shall not exceed the cost of round trip coach (economy) class air fare between the commercial airport nearest the traveler's home and the city of destination.
 - Ground transportation: Travel expenses to and from airports or rail stations by rail, taxi, shared vans, or personal automobiles (see above) will be reimbursed.
 - Rental Car:
 - Travelers may rent a car to their destination when driving is more cost effective than airline or rail travel.
 - Travelers may rent a car at their destination when it is less expensive than other ground transportation modes such as taxis, airport limousines and airport shuttles
 - Travelers should rent a compact vehicle if traveling alone. A midsize vehicle is allowable if traveling in groups of 2 or more.
 - AAVMC employees should decline all optional insurance coverage offered upon rental of a vehicle because insurance is provided through the AAVMC's business insurance carrier.
 - Non-AAVMC employees are not covered under the AAVMC's business insurance policy and are responsible for verifying coverage of the rental vehicle through their own or a third-party automobile insurance carrier.
- Lodging: Reasonable expenses for lodging will be reimbursed.
- Meals: Reasonable expenses for meals will be reimbursed, including meals on days of travel.
- Gratuities: Where appropriate and in accordance with local custom, reasonable tips will be reimbursed. Any tips considered excessive may not be reimbursed. Travelers should note that the gratuity may already be included in the total bill for large groups or in certain countries and therefore no additional gratuity should be added.

- Registration fees: Fees for meetings and conferences will be reimbursed, however, employees are encouraged to have such fees paid through the accounts payable system.
- Miscellaneous: Other miscellaneous out-of-pocket expenses such as internet access fees, baggage handling fees and reasonable tips are reimbursable.

The following items are not reimbursable:

- Airline club memberships
- Business class or first class air fare, or upgrades from coach (economy) class to business class or first class. The Chief Executive Officer (or in the case of the CEO, the Executive Committee) may approve business class travel upon request in certain circumstances, such as transcontinental or intercontinental travel.
- Child-care, babysitting, house-sitting, pet-sitting/kennel charges
- Laundry and dry cleaning
- Passports, vaccinations, and visas, unless required as necessary condition for travel
- Personal entertainment expenses including in-flight movies, headsets, health club facilities, hotel pay-per-view movies, in-theatre movies, hotel mini-bar, social activities and related incidental costs
- Travel accident insurance premiums and/or purchase of additional travel insurance
- Towing charges, vehicle repairs, parking tickets, speeding or other traffic violations while using personal or rental automobiles
- Other expenses not directly related to the business travel

A spouse or other individual may accompany a traveler on a business trip at the traveler's expense. Any reimbursable spouse/companion travel must be approved by the Chief Executive Officer. However, travel and entertainment expenses incurred by a spouse or other individual are NOT reimbursable unless:

- There is a bona fide business purpose for taking the spouse or other individual
- The spouse/companion is an AAVMC employee and is on official AAVMC business
- The expense incurred would otherwise be reimbursable.

U.S. Department of State Travel Advisories

The AAVMC will not approve travel or reimburse expenses for travel to countries or parts of countries for which the U.S. Department of State has issued a Travel Advisory Level 3 (Reconsider Travel) or Level 4 (Do Not Travel). Any exceptions to this policy must be approved by the Board of Directors.

Travel Coordination

Travelers are responsible for making their own travel arrangements and reservations, but are encouraged to do so with the assistance of the AAVMC Administrative Assistant. The following guidelines must be followed when arranging business travel:

- Airline tickets should be booked at least 21 days in advance of travel to secure the best cost option.
- Travelers will obtain reasonable hotel accommodations at the single-occupancy rate.
- Employees may use the AAVMC corporate credit card or their AAVMC staff credit card to make airline and hotel reservations, secure rental cars, and to pay for all travel expenses.
- Travelers may use their personal credit card to pay any and all travel expenses.

Documentation

The AAVMC complies with Internal Revenue Service regulations which require that all business expenses be substantiated with adequate records. Therefore, receipts are required for all expenses regardless of the amount of the expense and whether or not the expense was paid by the traveler or paid with an AAVMC credit card. It is the traveler's responsibility to maintain receipts for travel expenses.

Reporting

The AAVMC uses a centralized travel expense management process that provides for a uniform and comprehensive accounting of all travel expenses. The Travel Expense and Reimbursement Request Form ("travel expense form") serves the dual purpose of itemizing and calculating the total cost of a particular business trip as well as calculating the out-of-pocket reimbursement request. The following procedures should be followed to report travel expenses and to make reimbursement requests:

- Travelers should submit all travel expense receipts and any supporting documentation to the AAVMC Administrative Assistant within 7 business days of completing travel.
- The AAVMC Administrative Assistant will prepare a travel expense form for the traveler's review.
- The traveler will review and sign the travel expense form and return it to the AAVMC Administrative Assistant.
- The AAVMC Administrative Assistant will submit the travel expense form to the Chief Operating Officer for review and approval.
- The Chief Operating Officer will submit the approved travel expense form to the Accounting Manager for processing and payment.

Travelers who choose to fill out their own travel expense form must follow the strict reporting instructions on the travel expense form.

Reimbursement

Travelers will be reimbursed for documented and approved travel expenses submitted in accordance with this policy as follows:

- Travelers will not be reimbursed for out-of-pocket expenses until travel is completed and a travel expense form has been approved and processed.
- Only those out-of-pocket expenses incurred beginning the first day of travel through the last day of travel will be considered for reimbursement, except those expenses paid by the traveler in advance of travel, such as air fare reservations or deposits for lodging.
- Reimbursements to AAVMC staff and consultants will be made electronically usually within 10 business days after approval.
- Reimbursements to non-AAVMC staff will be made by check usually within 10 business days after approval.

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|----------------|--------------------|----------------------|-------------------|
| Jurisdiction: | Finance Committee | Date of Last Review: | February 28, 2018 |
| Approved by: | Board of Directors | Date Last Amended: | February 28, 2018 |
| Date Approved: | March 13, 2005 | Next Review: | 2021 |
| Notes: | | | |

RESTRICTED FUNDS

Policy

This policy provides definitions and outlines the procedures for establishing and maintaining restricted funds.

Definitions

Permanently Restricted Net Assets have limitations on their use that are attached in perpetuity. Assets that are classified as permanently restricted must be listed as a separate category of assets on the Statement of Activities.

Temporarily Restricted Net Assets are subject to restrictions that are limited to a specific period of time. Temporarily restricted assets must be listed separately from permanently restricted and unrestricted assets on the Statement of Activities. When the restriction period expires, the asset value must be transferred into the unrestricted section of the Statement of Activities. This is a distinct type of transaction known as reclassification, which should be reported separately from other transactions.

Board-Designated Funds are funds that the Board of Directors has designated for a specific purpose. Board designated funds are maintained in the unrestricted net assets and the use of funds is designated internally.

Procedures

- The creation of each of these types of funds requires approval by the Board of Directors.
- Restricted funds must have a defined purpose and should have an assigned term, when possible.
- The source of the funds should be identified as Board designated or external sources.
- All restricted funds accounts should be evaluated at the end of each fiscal year by the Finance Committee.

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|----------------|--------------------|----------------------|-------------------|
| Jurisdiction: | Finance Committee | Date of Last Review: | February 13, 2017 |
| Approved by: | Board of Directors | Date Last Amended: | January 15, 2015 |
| Date Approved: | January 13, 2012 | Next Review: | 2020 |
| Notes: | | | |

INFORMATION AND SURVEY POLICIES

COMPARATIVE DATA REPORT ACCESS

Policy

The Board of Directors invites Institutional Members (U.S., Canadian, and International) of the Association to participate in the annual data collection associated with the Comparative Data Report. The final report shall be available exclusively to Members who fully participate in this data collection process. AAVMC Members with access to the Comparative Data Report are expected to maintain the confidentiality of the report, and treat it as an internal Association document.

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|----------------|--------------------|----------------------|----------------|
| Jurisdiction: | Data Committee | Date of Last Review: | April 27, 2017 |
| Approved by: | Board of Directors | Date Last Amended: | |
| Date Approved: | November 13, 2013 | Next Review: | 2020 |
| Notes: | | | |

SURVEY COMMITTEE SCOPE

Policy

The AAVMC Survey Committee provides an added layer of scholarly review to research projects targeting leaders at AAVMC member institutions. The survey review process also allows the Association to track national scope research projects and to encourage researcher collaboration on similar projects of interest.

Investigators with research projects with a national or international scope on veterinary medical education that identify *the Deans, Associate Deans or other administrators* at AAVMC member institutions as the survey population should seek approval from the AAVMC Survey Committee. Examples of national/international scope projects include, but are not limited to, multi-institutional research on trends in curriculum, outcomes assessment, campus climate or other topics that will contribute to the existing body of literature on veterinary medical education.

Procedures

- All surveys from outside organizations and companies are subject to AAVMC Survey Committee review.
- Brief, informal queries, which may be collegially made by administrators and staff through AAVMC listserve or SharePoint communication channels, are exempt from the survey review process.
- AAVMC approved surveys will be distributed to the survey population by AAVMC. All surveys not distributed through AAVMC channels are presumed to be unapproved.

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|----------------|--------------------|----------------------|----------------|
| Jurisdiction: | Survey Committee | Date of Last Review: | April 27, 2017 |
| Approved by: | Board of Directors | Date Last Amended: | |
| Date Approved: | 01/16/2014 | Next Review: | 2020 |
| Notes: | | | |

SURVEY SUBMISSION AND REVIEW

Policy

Investigators seeking approval of the AAVMC for dissemination of surveys to the AAVMC's member institutions must provide the study information (described below) to Lisa Greenhill, Associate Chief Executive Officer for Institutional Research and Diversity at lgreenhill@aavmc.org or via fax at 202- 842-0773.

Submissions should be received by the AAVMC *prior* to seeking Institutional Review Board (IRB) approval. Submissions should also be received for review at least one month prior to the anticipated start of data collection.

Procedures

Required information for AAVMC study approval review:

1. Who is conducting the study, title, organization/company, and contact information
2. A brief project summary that includes the purpose/objectives of the study, how the study builds on previous work and how the project will benefit the AAVMC and veterinary medical education
3. What audience or population is targeted for completion of the study; please be as specific as possible
4. Which AAVMC member institutions do you wish to survey (i. e. all colleges, or specifically US, Canadian, International colleges, Departments of Veterinary Sciences, Departments of Comparative Medicine)
5. A copy of the proposed study instrument along with preamble
6. Estimate of time required to complete the survey based on a test with a representative from a similar target group
7. How will the results be used and shared? Do you intend to publish your research findings?
8. A statement of intentions regarding the confidentiality of those responding, and if identities will be confidential, how will that confidentiality be achieved
9. A commitment to recognize AAVMC in an acknowledgment section of any published paper directly derived from this research

Requests will be reviewed by AAVMC's Survey Committee. Revisions and additional questions may be required during the approval process. Approval notification will include language to be included in introductory materials, acknowledging AAVMC's review process. Failure to seek and/or gain approval of AAVMC study approval may result in member notification of the distribution of an unauthorized survey.

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| Jurisdiction: | Survey Committee | Date of Last Review: | April 27, 2017 |
| Approved by: | Board of Directors | Date Last Amended: | |
| Date Approved: | November 13, 2013 | Next Review: | 2020 |
| Notes: | This policy supersedes the Response to Survey Requests policy (2004). | | |

RECORDS RETENTION AND DESTRUCTION

Policy

It is AAVMC's policy to satisfy the legal, accounting and tax requirements of records retention. This policy will allow AAVMC to identify, retain, store, and dispose of Association records in an appropriate, legally sound and orderly manner.

For the purpose of this policy, a record is any recorded information (regardless of form or medium) created, received and maintained by the AAVMC in pursuance of its legal obligations or in the transaction of business. The AAVMC is required by state and federal laws to retain certain types of records for specific periods of time. Those record types are identified in the Records Retention Schedule below.

Administration

The COO shall administer this policy. The COO is authorized to:

- monitor state and federal laws affecting record retention;
- make modifications to the Records Retention Schedule to ensure that it is in compliance with state and federal laws and includes the appropriate record categories for the Association;
- review annually the record retention and destruction program; and
- monitor compliance with this policy.

The Administrative Assistant will serve as Custodian of Records and will schedule and oversee the annual purge day during which records that have expired according to the retention schedule will be destroyed (unless determined by the COO or legal counsel to be exempt).

Responsibility

- Each employee is responsible for the retention of the Association records under his/her control
- Each employee is responsible for understanding this policy to identify which records in their control are to be retained according to the Records Retention Schedule.
- Each employee is responsible for retaining records under his/her control using the Association's file management system for efficient retrieval.
- The Accounting Manager is responsible for ensuring financial records are retained in his/her office according to the Records Retention Schedule. Alternatively, the Accounting Manager may turn over financial records to the Custodian of Records for on- or offsite storage.
- The Project Manager is responsible for ensuring Board, Assembly and committees meetings minutes are retained in the Association's file management system and in accordance with the Records Retention Schedule.
- The COO is responsible for ensuring all AAVMC governing and personnel records are retained in the Association's file management system and in accordance with the Records Retention Schedule.

Electronic Records

Electronic records will be retained as if they were paper records. Therefore, any electronic files that fall into one of the record types in the Records Retention Schedule will be retained for the appropriate amount of time. AAVMC file servers are backed up daily and maintained offsite. The backed up data is destroyed in the course of subsequent backups. If an employee has sufficient reason to keep an email message, the message should be printed in hard copy and kept in the appropriate file or moved to file

folder on the server. Backups of electronic files stored on AAVMC servers are performed nightly for system restoration purposes. The backups are preserved for 30 days after which time they are erased.

Suspension of Record Destruction in the Event of Litigation or Claims

No director, officer, employee, volunteer or agent of the Association shall destroy, dispose of, conceal, or alter any record or document while knowing that it is or may be relevant to an anticipated or ongoing investigation or legal proceeding conducted by or before a federal, state or local government agency, including tax and regulatory agencies, law enforcement agencies, and civil and criminal courts, or an anticipated or ongoing internal investigation, audit or review conducted by the Association. During the occurrence of an anticipated or ongoing investigation or legal proceeding as set forth above, the COO shall suspend any further destruction of records until such time as the COO, with the advice of counsel, determines otherwise. The COO shall take such steps as necessary to promptly inform all staff of any suspension in the destruction of records.

Destruction Methods

All hardcopy personnel and financial records must be shredded before being disposed in the recycling or trash bin. Electronic records must be permanently destroyed by erasure or other method recommended by AAVMC’s IT consultant to ensure the records cannot practically be read or reconstructed.

Records Retention Schedule

AAVMC follows the records retention schedule outlined below. This schedule serves as a guide and is not intended to be all-inclusive. Please consult with the COO for guidance on records not listed on this schedule. All records will be retained physically at the AAVMC office or an offsite storage facility, or virtually on a secure electronic medium.

| TYPE OF RECORD | RETENTION PERIOD |
|---|------------------|
| ACCOUNTING AND CORPORATE TAX RECORDS | |
| Annual reports to the Assembly | Permanently |
| Annual audits and financial statements | Permanently |
| Monthly financial statements | 3 years |
| General ledger | 7 years |
| Annual audit records and reports | Permanently |
| Journal entries | 7 years |
| Canceled checks | 7 years |
| A/P paid invoices | 7 years |
| Business expense records | 7 years |
| Credit card receipts | 3 years |
| Cash receipts | 3 years |
| A/R invoices | 7 years |
| Accounts payable | 7 years |
| Accounts receivable | 7 years |
| Chart of accounts | Permanently |
| Expense records | 7 years |

| | |
|---|-----------------------------------|
| Inventory records | 7 years |
| Loan documents | 7 years after final payment |
| Purchase orders | 7 years |
| Sales records | 7 years |
| Stop payment orders | 3 years |
| Deductions | 7 years |
| Federal tax returns (not payroll) | Permanently |
| State & local tax returns (not payroll) | Permanently |
| Forms 990 & 990-T and supporting documentation | Permanently |
| Supporting documentation on taxes | 7 years |
| 1099 forms | 7 years |
| Payroll taxes (W2, W3, W4) | Permanently |
| Payroll forms (Form 941, withholdings and unemployment returns) | 7 years |
| State unemployment tax records | Permanently |
| BANK RECORDS | |
| Bank reconciliations | 3 years |
| Bank statements | 3 years |
| Expired signature copies/forms | 3 years |
| Stop payment orders | 3 years |
| Account set-up and signature forms | 7 years after account termination |
| CORPORATE RECORDS | |
| Articles of Incorporation | Permanently |
| Bylaws | |
| Minutes of Board, Assembly, and Board committee meetings | Permanently |
| Board Policies/Resolutions/Position Statements | Permanently |
| General Correspondence | 3 years |
| Trademark Registrations | Permanently |
| IRS Form 1023 (Tax-Exempt Application) and Determination Letter | Permanently |
| EMPLOYMENT RECORDS | |
| Employee Handbook | Permanently |
| Employment applications (persons not hired) | 1 year |
| Personnel Files (all contents) | 7 years after termination |
| Claims for loss/damage, accident reports, etc. | 7 years |
| Retirement plans | 7 years after plan expiration |
| Group Insurance plans and policies (including expired) | Permanently |
| PAYROLL RECORDS | |
| Wage rate tables | 3 years |
| Cost of living tables | 3 years |
| Wage and salary histories | 7 years |
| Payroll deductions | 7 years |
| Garnishments | 7 years after termination |
| Payroll registers | Permanently |
| State employment forms | 7 years |

| | |
|---|-----------------------------------|
| Deductions register | 7 years |
| Other earnings or income records | 7 years |
| LEGAL RECORDS | |
| General contracts (non-employee related) | 10 years after termination |
| Personal injury litigation records | 10 years after close of case |
| General litigation claims | 10 years after close of case |
| Court documents & records | 10 years after close of case |
| Deposition transcripts | 10 years after close of case |
| Discovery materials | 3 years after close of case |
| Licenses and Permits | 10 years after termination |
| Intellectual property development documents | Life of the intellectual property |
| PUBLICATIONS | |
| JVME (print & online) | Permanently |
| AAVMC Key Member Contacts List | Permanently |
| DATA | |
| Comparative Data Reports | Permanently |
| Membership Surveys | Permanently |
| All other surveys and survey reports | Permanently |
| DIGITAL STORAGE MEDIA AND OTHER ELECTRONIC INFORMATION | |
| Employee hard drives and storage media | 7 years after termination |
| Network hard drives | 2 years from cessation of use |
| Storage media used for routine backups of network drives | 30 days |
| Website (archive version and current version) | 3 years |

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|----------------|--|----------------------|---------------|
| Jurisdiction: | Chief Executive Officer | Date of Last Review: | November 2015 |
| Approved by: | Board of Directors | Date Last Amended: | November 2015 |
| Date Approved: | October 30, 2009 | Next Review: | 2020 |
| Notes: | Formerly "Documents Retention and Destruction Policy". | | |

MEDIA RESPONSE

Policy

AAVMC recognizes that the popular press and veterinary trade media play an important role in facilitating the exchange of information and expanding the visibility of the Association. It is the AAVMC's policy to respond promptly, accurately, and effectively to media inquiries. Responses to media inquiries shall be formulated and delivered in a manner that:

- protects member organizations' confidentiality and privacy
- ensures accurate information is conveyed
- advances the Association's mission and goals;
- promotes the Association's programs and services; and
- highlights the Association's accomplishments and successes

Procedures

- a) The Chief Executive Officer serves as the official AAVMC spokesperson on all matters and will participate as primary source during media interviews. The Chief Executive Officer may determine that the AAVMC president should serve as spokesperson in certain situations. The Chief Executive Officer, at his/her discretion, also may designate a staff member to act as spokesperson.
 - b) When a staff member receives a media inquiry via telephone, they should ask the reporter for their name, organization, contact information, and deadline, and inform them that a communications officer will contact them promptly to address their inquiry. The staff member should immediately email the information to the Chief Executive Officer AND senior communications consultant.
 - c) If the inquiry is of a general nature, the senior communications consultant may use readily available information and/or curated data to respond to the inquiry.
 - d) If the inquiry requires a more detailed response, the Chief Executive Officer will work with the senior communications consultant to develop an appropriate response, or may assign a staff member to work with the senior communications consultant to develop a response.
 - e) If a reporter personally contacts the Chief Executive Officer for an interview, the Chief Executive Officer will decide whether to conduct the interview or assign it to someone else. The Chief Executive Officer shall copy the senior communications consultant on all correspondence related to the interview.
- If an AAVMC staff member is directly contacted by a reporter and specifically asked to be interviewed on a topic within their portfolio, they shall take the appropriate information from the reporter and tell the reporter that a communications officer will contact them. The staff member should email the information to the Chief Executive Officer AND senior communications consultant, and a decision will be made as to whether the Chief Executive

Officer or the staff member will participate in the interview. AAVMC staff members shall not give on-the-spot interviews or provide non-vetted information to the media.

- AAVMC staff who are designated by the Chief Executive Officer to be interviewed by the media shall provide to the Chief Executive Officer AND senior communications consultant a concise summary of the interview for organizational records. Summaries should include the time, date, and topics covered during the interview, general thematic statement of program officer response, tonal assessment of the event, course of action the media plans to take following the interview, and any follow-up action the AAVMC needs to take.

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|----------------|-------------------------|----------------------|-------------|
| Jurisdiction: | Chief Executive Officer | Date of Last Review: | August 2015 |
| Approved by: | Chief Executive Officer | Date Last Amended: | August 2015 |
| Date Approved: | March 11, 2009 | Next Review: | 2020 |
| Notes: | | | |

KEY CONTACTS LIST OF AAVMC MEMBERS

Policy

The AAVMC will provide each Institutional Member and Affiliate Member (referred to collectively as AAVMC members) a Key Contacts List of AAVMC Members (Key Contacts List) annually. The information contained in the Key Contacts List is provided to facilitate member interaction and to conduct official AAVMC business. The Key Contacts List is the proprietary product and exclusive property of AAVMC. Receipt, acceptance and/or use of the Key Contacts List by any AAVMC member or other authorized recipient constitutes acceptance of the terms, conditions, and limitations set forth below.

The information contained in the Key Contacts List may not, in whole or in part or in any manner whatsoever, be reproduced, copied, disseminated, entered into a computer database, or converted into any electronic form in any manner, used in whole or in part, as part of or in connection with a mailing list or any part of the contents, information or data contained there, distributed or otherwise utilized in any form manner or by any means **except for the sole and exclusive use by the member or its agents or representatives.**

The AAVMC Key Contacts List may be made available to non-members for use in communications that are germane to academic veterinary medicine. Any person or organization requesting access to the Key Contacts List must demonstrate that such use is relevant and beneficial to AAVMC members, and must agree to be bound by the terms and conditions imposed by AAVMC.

The AAVMC Key Contacts List will not be made available, and may not be used, for the following purposes:

- To any individual, organization, or government agency to establish or develop lists or databases that currently do not exist
- For publicity or advertising that might imply in any way AAVMC's endorsement of an individual or organization, its products, or its services
- For fundraising or solicitation purposes by any individual or organization except for scientific meetings, symposia, or colloquia that are officially sponsored or sanctioned by the AAVMC
- For religious or political appeals or for any other religious or political purpose, either directly or indirectly

All decisions concerning requests for the Key Contact List will be made by the AAVMC Chief Executive Officer.

Procedures

After the AAVMC Annual Meeting each year, AAVMC members will be asked to review and update their key contact information. The updated list will be provided electronically to each AAVMC member and will be maintained on a members-only site. Members may make changes to their listing at any time by contacting the AAVMC office. AAVMC will make updates to the online version of the list as they are received.

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|----------------|-------------------------|----------------------|----------------|
| Jurisdiction: | Chief Executive Officer | Date of Last Review: | March 12, 2014 |
| Approved by: | Board of Directors | Date Last Amended: | March 12, 2014 |
| Date Approved: | July 20, 2008 | Next Review: | 2019 |
| Notes: | | | |

AAVMC LOGOS USE POLICY

All logos of the AAVMC and its divisions are the property of AAVMC, and the use of its logos and marks are governed by this policy. The AAVMC, VMCAS, and JVME logos are protected by trademark and the unauthorized use of any AAVMC logo is prohibited by U.S. trademark law. AAVMC may allow its logos to be used to symbolize official partnerships and initiatives with its member institutions, organizational partners, and corporate sponsors.

Procedures

All entities wishing to use an AAVMC logo must submit a Request to Use AAVMC Logos Form to the Chief Executive Officer at info@aavmc.org. All requests must be reviewed and approved or disapproved by the Chief Executive Officer.

Guidelines

The following guidelines shall govern the use of AAVMC logos:

- AAVMC logos may be used by member institutions, organizational partners, and corporate sponsors with written permission.
- AAVMC will not endorse any products or services. AAVMC logos may not be used in such a way that indicates or implies endorsement.
- AAVMC logos and marks may not be altered, modified, or obscured in any way.
- AAVMC logos may not be recreated. Only logo files obtained from the AAVMC may be used.
- At such time a sponsorship or partnership is terminated, or expires and is not renewed, the organization must remove the AAVMC logos from its website and all other materials. Continued use of the AAVMC logos and marks will be considered an infringement on the AAVMC trademark.

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|----------------|-------------------------|----------------------|------|
| Jurisdiction: | Chief Executive Officer | Date of Last Review: | |
| Approved by: | Board of Directors | Date Last Amended: | |
| Date Approved: | July 27, 2014 | Next Review: | 2019 |
| Notes: | | | |

ETHICS POLICIES

AAVMC INTERACTION WITH CORPORATE SPONSORS

AAVMC interaction with corporate sponsors is critical to its sustainability and growth, and for the advancement its mission-related activities. The Board of Directors may authorize AAVMC to enter into corporate relationships to:

- Increase the dissemination of information, knowledge and solutions to support members' work
- Develop resources to produce and implement AAVMC mission-related programs, materials and activities
- Increase the overall capacity of AAVMC to serve as catalyst and convener on issues of importance to academic veterinary medicine
- Build partnerships and coalitions to advance mutual goals in academic veterinary medicine
- Help keep membership dues, fees and assessments at reasonable levels
- Increase public awareness for AAVMC's mission-related activities

In accepting support, financial or otherwise, from corporations with vested interests in how the public regards their products, AAVMC will avoid the existence and appearance of conflicts of interest. Therefore, AAVMC will enter into corporate relationships thoughtfully, with careful consideration thereof given to the possible unintended effects, especially regarding the organization's public trust. AAVMC may interact with corporate entities in several ways including:

- **Partnership** – A relationship created through a commitment between parties to combine their resources and join together to achieve common goals.
- **Sponsorship** – An arrangement where a corporation provides financial support to be associated with a specific event, activity or cause.
- **Collaboration** – A process to engage diverse entities to come together to find the best outcome for an issue or problem.

Guiding Principles for Corporate Relationships

- **Mission-Related Benefit** – AAVMC will solicit and accept support only for projects and activities which are consistent with AAVMC's mission. AAVMC will not engage in any corporate relationships that conflict with the mission of AAVMC or that could jeopardize AAVMC's tax-exempt status.
- **Independence** – AAVMC will always exercise independent judgment in its decision-making and shall at all times maintain an independent position on issues affecting the welfare of its constituencies. The potential effect of such positions on the commercial interests of a funding source shall not be a relevant factor in AAVMC's decision-making process.
- **Consumer Communications** – Materials from the corporation or AAVMC directed to the public will contain terms or statements such that a reasonable individual will understand the nature and extent of the corporate relationship.
- **Endorsement** – AAVMC will not endorse any products, devices or services.
- **Intellectual Property** – Any use of AAVMC's name, logo and identifying marks in the context of a corporate funded program or activity must be reviewed and approved by AAVMC in writing in advance of their use. The use of a name/logo and identifying marks should be specific as to application and period of usage. Terms for license and use must be spelled out in a contractual agreement and reviewed by counsel if possible. Upon expiration or termination of the

agreement the corporation must immediately cease to use all licensed intellectual property and must return it to AAVMC.

- **Written Agreement** -- When corporate support is restricted to a specific program or activity, a written agreement between AAVMC and the corporation must be in place prior to implementation of the corporate relationship.

This policy is not exhaustive and, therefore, all related AAVMC policies (e.g. Fund Development Policy, Conflict-of-Interest Policy) should be considered in the decision-making process.

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|----------------|--------------------|----------------------|----------------|
| Jurisdiction: | Ethics Committee | Date of Last Review: | March 10, 2017 |
| Approved by: | Board of Directors | Date Last Amended: | |
| Date Approved: | March 12, 2014 | Next Review: | 2020 |
| Notes: | | | |

CODE OF ETHICAL CONDUCT

Consistent with its mission to provide leadership for and promote excellence in academic veterinary medicine, the AAVMC has adopted a Code of Ethical Conduct to guide its Board of Directors and other volunteers in their conduct when acting on behalf of the AAVMC. The Code of Ethical Conduct contains broad principles reflecting the types of behavior the AAVMC expects towards all of its stakeholder groups.

This policy is not intended as a stand-alone policy. It does not embody the totality of AAVMC ethical standards, nor does it answer every ethical question or issue that might arise. Rather, it is one element of a broader effort to create and maintain an organizational culture that gives ethical conduct the highest priority.

The Chief Operating Officer shall be responsible for communicating the Code of Ethical Conduct to all Board members and other volunteers.

Code of Ethical Conduct

Board of Directors and other volunteers shall:

- Listen to our stakeholders and make all reasonable efforts to satisfy their needs and concerns within the scope of our mission, and to strive for excellence and innovation and demonstrate professional respect and responsiveness to members, supporters and others.
- Make an effort to understand, respect and support our members from other cultures, exemplified by the contributions of our staff and executive leadership, and to contribute to an organizational culture that respects the diverse, individual contributions of staff and leadership.
- Respect the confidentiality of sensitive information about the AAVMC, its members, supporters, board, volunteers, and employees.
- Comply with applicable federal, state and local laws, regulations and fiduciary responsibilities in an effort to create transparency in all of our operations.
- For the board of directors, provide credible and effective oversight to the organization's work without personal bias.
- Not accept commissions, gifts, payments, loans, promises of future benefits, or other items of value from anyone who has or may seek some benefit from the AAVMC in return, other than occasional gifts of nominal value that are in keeping with good business ethics and consistent with the AAVMC's gift policy.
- Not engage in or facilitate any discriminatory or harassing behavior directed toward AAVMC staff, members, officers, directors, meeting attendees, exhibitors, advertisers, sponsors, suppliers, contractors, or others in the context of activities relating to the Association.
- Abide by all governing documents and policies of the AAVMC.

- Conduct the business affairs of the AAVMC in good faith and with honesty, integrity, due diligence, and reasonable competence.
- Act at all times in accordance with the highest ethical standards and in the best interest of the AAVMC, its stakeholders and reputation.

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|----------------|--------------------|----------------------|----------------|
| Jurisdiction: | Ethics Committee | Date of Last Review: | March 10, 2017 |
| Approved by: | Board of Directors | Date Last Amended: | |
| Date Approved: | July 27, 2014 | Next Review: | 2020 |
| Notes: | | | |

CONFLICT OF INTEREST

Policy

A person in a position of trust (AAVMC officers, members of the Board of Directors, employees, committee members and other volunteers) shall not benefit personally, directly or indirectly, from their relationships with an entity, association or person conducting business with the AAVMC.

All those considered to be in positions of trust have an obligation to avoid conflict, or the appearance of conflict, between their personal interests and the interests of AAVMC. They are similarly obligated to make such real or perceived conflict of interest explicit to the AAVMC. This policy shall apply to all AAVMC officers, members of the Board of Directors, employees, all AAVMC committees, task forces, and others in the AAVMC governance structure.

Procedures

It is the responsibility of all persons in positions of trust to disclose potential conflicts of interest. On an annual basis and more often if matters arise, all officers, members of the Board of Directors, and employees shall be provided with a copy of this policy and required to complete and sign the acknowledgment and disclosure form (Appendix A). All completed forms, as well as other conflict information provided, shall be provided to and reviewed by the AAVMC Chief Executive Officer.

The AAVMC Chief Executive Officer shall forward such information on potential or actual conflicts of interest to the AAVMC Executive Committee and the AAVMC Ethics Committee. The AAVMC Ethics Committee will review the information and recommend whether further action may be warranted. They will make their recommendation to the AAVMC Executive Committee, which may decide on its own appropriate measures (if any) to be taken or which may at its discretion submit the matter for consideration to the full AAVMC Board of Directors. The AAVMC Executive Committee shall inform the Board of receipt of a potential or actual conflict of interest recommendation from the AAVMC Ethics Committee. The Board shall retain the right to modify or reverse such determination and action, and shall retain the ultimate enforcement authority with respect to the interpretation and application of this policy.

In most circumstances, the disclosure of financial or other interests or relationships that pose potential conflicts of interest likely will be sufficient in addressing the potential conflict. If, however, in the view of the AAVMC Executive Committee or Board of Directors, disclosure of such interests or relationships alone is not adequate to ensure the integrity and credibility of the AAVMC, the affected individual may be asked to resolve the conflict by either withdrawing from the outside conflicting interest or relationship or withdrawing from participation in some or all AAVMC activities. Alternatively, the AAVMC Executive Committee or Board of Directors may provide for other means to resolve the conflict. Failure to disclose the existence of and all relevant facts surrounding material financial or other relationships can be grounds for disciplinary action and, if the failure to disclose is intentional, shall be grounds for removal from any participation in, service to, or employment by, AAVMC. The AAVMC Board of Directors shall serve as the final enforcement and interpretive authority with respect to these standards.

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|----------------|----------------------|----------------------|----------------|
| Jurisdiction: | Governance Committee | Date of Last Review: | March 12, 2014 |
| Approved by: | Board of Directors | Date Last Amended: | March 12, 2014 |
| Date Approved: | October 30, 2009 | Next Review: | 2019 |
| Notes: | | | |

EMPLOYEE GRIEVANCE PROCEDURE

Policy

It is the AAVMC's goal to provide an effective way for employees to bring problems concerning their well-being at work to the attention of AAVMC management. Therefore, a grievance procedure has been established for the benefit and use of employees.

Procedure

When an employee believes a work condition, activity, or treatment is unjust, inequitable, unethical, and/or a hindrance to effective operations, s/he is encouraged to discuss the condition or treatment with management.

- Discussion of the problem with the immediate supervisor is encouraged as a first step.
- If the problem is not resolved after discussion with the supervisor, or if the employee thinks a discussion with the supervisor is inappropriate, the employee should bring the matter to the attention of the individual to whom the supervisor reports.
- If the problem is not resolved after discussion with the individual to whom the supervisor reports, or if the employee thinks a discussion with this individual is inappropriate, the employee should bring the matter to the attention of the COO.
- If the employee does not believe a discussion with the COO would be appropriate, the matter should be presented directly to the Chief Executive Officer.
- If the employee has elected to skip all prior steps for resolving a concern, regardless of reason, or the issue/concern has not been resolved with the Chief Executive Officer, the employee should raise the concern to the President of the AAVMC's Board of Directors.
- The President may either resolve the issue or consult with the Executive Committee of the Board of Directors on a final resolution of the grievance.

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|----------------|--------------------|----------------------|----------------|
| Jurisdiction: | Ethics Committee | Date of Last Review: | March 10, 2017 |
| Approved by: | Board of Directors | Date Last Amended: | |
| Date Approved: | July 17, 2011 | Next Review: | 2020 |
| Notes: | | | |

GUIDING PRINCIPLES AND CONSIDERATION: ETHICAL INTERACTIONS BETWEEN SCHOOLS/COLLEGES OF VETERINARY MEDICINE AND EXTERNAL ENTITIES

Introduction:

This document is intended to reflect the general principles and considerations that the Association of American Veterinary Medical Colleges (AAVMC) considers important in the development of policies related to interactions with industry, donors, or other external entities. It is not intended to be exhaustive of all possibilities or circumstances that may confront a school or college of veterinary medicine.

The AAVMC strongly encourages individual schools and colleges of veterinary medicine to develop and implement detailed policies, tailored to the individual institution, that ensure freedom from bias or inappropriate influences that might otherwise occur as a consequence of support from external entities.

Schools and colleges of veterinary medicine hold a public trust, with the expectation that educational, clinical, research and outreach programs will be based on the best, current and unbiased scientific knowledge. That information must be free of biases or inappropriate influences that may result from interactions with external entities, especially with companies that provide goods and services of value within veterinary medicine. Educational institutions and their faculty, staff and students can benefit in many ways from different types of support that can be provided by industry. The institution and the school/college share a responsibility of managing that support in a manner that ensures the integrity and independence of all of its academic programs.

Private philanthropy has also played a significant role in enhancing the educational programs of schools and colleges of veterinary medicine, and the importance of private philanthropy has grown remarkably in recent years. The foundation at the institution of each school/college will have its own established criteria for accepting or declining a gift and for determining whether a proposed gift is truly a gift, i.e., without expectations of a deliverable product, as would be expected from a research or educational contract. In addition to foundation criteria, however, the school or college should ensure that a gift does not influence the integrity of its decisions on such academic issues as curriculum, student admissions or academic advancement decisions, among others.

Definitions of terms used within this document:

- **Industry or Industry Representatives:** Manufacturers, servicers, and other vendors of pharmaceutical, medical and veterinary medical devices and supplies, commercial products, and medical and veterinary medical testing companies and their employees, representatives, agents, and vendors.
- **Consortium:** Represents a collection of companies or commercial concerns who may contribute resources to a common pool to a school/college. Such a consortium may be formally established, or may simply represent a collection of companies whose gifts are pooled and administered by the institution.
- **External entities:** Include, but are not limited to, commercial companies, not-for-profit and/or charitable organizations, government (e.g., legislators), philanthropic groups, and individual donors.
- **Faculty and Staff:** All individuals holding appointments, whether paid, unpaid or emeritus, in a school/college.

- Institution: The university in which a school/college of veterinary medicine is administratively embedded.
- Foundation: The organization or office of the institution that is responsible for accepting gifts.
- School/college: An individual school or college of veterinary medicine.
- Student: All individuals enrolled in courses offered by the school/college or completing a course of study, e.g., as a trainee/fellow/graduate student within a school/college.

Background information for gifts and services:

1. Gifts and services to faculty, staff and students: Gifts and services to faculty, staff, individual students and student organizations may take many forms, such as pens, food and beverages, back-packs, items of clothing, books, and sporting/concert tickets. Such gifts have been shown to significantly influence the attitudes and preferences of the receiver, regardless of the value or nature of the gift.
2. Gifts and services to the school/college/teaching hospital from industry donors: Examples of these gifts include pharmaceutical or biological products, animal food/feed, equipment or monetary donations. Such gifts may influence the attitudes and preferences of faculty, staff and students, particularly if they are aware that these products have been provided as a gift by a specific entity rather than through a purchase by the institution. That influence is increased if faculty, staff and students are not exposed to competing products.
3. Gifts from individual companies versus gifts from an industry consortium: Gifts from an individual company, especially when dedicated to a specific purpose, can present a particular challenge for the institution struggling to provide appropriate recognition while seeking to avoid the creation of a preferential bias toward that company. That process may be eased, but not reduced in importance, when numerous companies provide resources toward a similar purpose through a consortium, with no single company serving as a dominant contributor. In such circumstances, it is incumbent on the school/college to maintain open access to other companies seeking to join the consortium, providing that all companies adhere to the same common consortium rules adopted by the school/college. Ultimately, the school/college must solely control the use and application of such resources.
4. Gifts to the school/college/teaching hospital from private donors: Examples of gifts from private donors can include monetary donations, facilities, land, and bequests. The normal and routine recognition of a private donor, e.g., a named room, building, scholarship, etc., may pose ethical issues such as maintaining the integrity of admissions and academic advancement decisions of a student who is a relative of the donor. The policies of the institution and its foundation will determine the decision to accept or reject a gift, as well as the level and nature of the recognition of a donor for that gift.

Important Principles:

- Transparency and disclosure: Faculty and staff who have financial interests in a company, as defined by the institution's conflict of interest policy, who are supported by grants/contracts from a company, serve as consultants to a company, or who may have similar relationships must clearly and openly disclose such relationships to students.
- Maintaining intellectual independence of individuals and the institution: The intellectual independence of faculty and staff must be maintained and protected. The independence is abrogated if/when faculty engage in such activities as accepting compensation for speaking engagements that limit their discretion regarding content, or agree to have their name included on a publication to which they did not meaningfully contribute.

- Value of gifts and their impact: As noted previously, gifts, regardless of their nature or value, have been shown to influence attitudes and preferences of the receiver.
- Gifts such as pharmaceutical/biological products from a company or consortium of companies, if such gifts are permitted by the school/college/teaching hospital, should be managed centrally so they can be utilized without attribution to a specific company.
- Continuing veterinary medical education (CVME): All CVME programs developed and presented by a school/college must conform to the standards and processes of that school/college. While commercial companies, singly or as a consortium, may provide support for CVME programs, the school/college must maintain sole responsibility and control of the CVME program, e.g. selection of speakers, program content, etc.
- Gifts for scholarships/fellowships: Scholarships or similar funds, e.g. for graduate student or intern/resident support from a company should be given centrally to the school/college, and in a manner consistent with the gift acceptance policies of the institution and its foundation. Consistent with the widely accepted definition of a gift, a gift should not require a quid pro quo other than the normal level and nature of recognition and acknowledgement provided by the foundation of the receiving institution. The evaluation and selection of recipients of such gift funds must be determined by the school/college, without involvement of an individual company or consortium.
- Gifts versus contracts: Commercial concerns may wish to establish educational contracts with a school/college for specific educational activities, e.g., internship or residency training, typically for an individual designated by the company. Support provided for such purposes is to be distinguished from a gift, and in most institutions will follow a process for institutional and school/college approval that is similar, if not identical, to that of a research contract. Beyond such approval processes, the school/college holds the responsibility for establishing and implementing processes that ensure that educational contracts are consistent with the academic independence and integrity of the school/college and its training programs.
- Financial remuneration from industry: Remuneration by a company for services or skills provided, whether as a consultant, representative, etc, clearly introduces the potential of bias. Faculty and staff with such relationships are subject to their institution's conflict of interest policy. Students are not subject to those policies, but may be approached by industry to serve as paid "student representatives" of a particular company. The compensation or considerations they may receive for such activities may influence their attitudes and preferences, similar to that of a gift. Each school and college should consider and address the practice of "student representatives" as they develop their policies for interaction with external entities.
- Integrity of purchasing decisions: Personnel employed by a school/college who have a financial interest, as defined by the institution's conflict of interest policy, in a company or commercial entity should not play a role in any school/college purchasing decisions that may involve products or services of that company.
- Use of generic versus brand names in instruction: The use of brand names in didactic instruction provides a clear risk of bias or undue influence. Consequently, the use of generic terms should be strongly encouraged, with the use of brand names reserved for circumstances when their use is important for clarity, student awareness, or to discuss differences between products. In such instances, the reason for brand identification should be made clear in the course syllabus and/or during the presentation.

The AAVMC is committed to working with its member schools/colleges to ensure that our professional and academic integrity are affirmed and maintained. These guidelines are reflective of that

commitment, and are intended to provide general guidance to schools and colleges of veterinary medicine. Each school/college retains the responsibility and authority to develop their own policies, individualized for that institution, to govern their interactions with external entities. Support from external entities, of all types, for schools and colleges of veterinary medicine has taken many forms over the years, and has significantly enhanced the success of the instructional, research, and outreach missions of our AAVMC constituent institutions. These guidelines, and the individual policies promulgated by each institution, are intended to manage such relationships and support in a manner that will maintain the public trust that is at the core of academic veterinary medicine and our profession.

| | | | |
|----------------|--------------------|----------------------|----------------|
| Jurisdiction: | Ethics Committee | Date of Last Review: | March 10, 2017 |
| Approved by: | Board of Directors | Date Last Amended: | |
| Date Approved: | July 17, 2011 | Next Review: | 2020 |
| Notes: | | | |

WHISTLEBLOWER POLICY

Policy

This Whistleblower Policy of the AAVMC requires directors, officers, and employees to observe high standards of business and personal ethics in connection with the conduct of their duties and responsibilities at AAVMC. Employees and representatives of the AAVMC must practice honesty and integrity in fulfilling responsibilities, and comply with all applicable laws and regulations. In that regard, the policy of AAVMC: (1) encourages individuals to come forward with credible information on illegal practices or serious violations of adopted policies of the Association; (2) specifies that the Association will protect the person from retaliation; and (3) identifies where such information can be reported.

Procedures

- Encouragement of Reporting. The Association encourages complaints, reports or inquiries about illegal practices or serious violations of the Association's policies, including illegal, improper or unethical conduct by the Association itself, by its leadership, or by others on its behalf. Appropriate subjects to raise under this policy would include financial improprieties, accounting or audit matters, ethical violations, or other similar illegal, improper or unethical practices or policies. Other subjects on which the Association has existing complaint mechanisms should be addressed under those mechanisms, such as raising matters of alleged discrimination or harassment via the Association's human resources channels, unless those channels are themselves implicated in the wrongdoing. This policy is not intended to provide a means of appeal from outcomes in those other mechanisms.
- Protection from Retaliation. The Association prohibits retaliation by or on behalf of the Association against directors, officers, or employees of AAVMC for making good faith complaints, reports, or inquiries under this policy or for participating in a review or investigation or responding to inquiries under this policy. This protection extends to those whose allegations are made in good faith but prove to be mistaken. The Association reserves the right to discipline persons who, upon review and/or investigation, it determines made bad faith, knowingly false, or vexatious complaints, reports, or inquiries or who otherwise abuse this policy.
- Where to Report. Complaints, reports or inquiries may be made under this policy on a confidential or anonymous basis. They should describe in detail the specific facts demonstrating the basis for the complaints, reports or inquiries. They should be directed to their supervisor, the Association's Chief Executive Officer, or the Association's President; if all of those persons are implicated in the complaint, report, or inquiry, it should be directed to the Association's Immediate Past-President or to anyone in management whom the employee feels comfortable in making the complaint, report or inquiry. The Association's officers, supervisors, managers are required to report suspected ethics violations to the Association's HR Representative, who has specific and exclusive responsibility to investigate all reported violations. For suspected fraud, or when employees are not satisfied or uncomfortable with reporting to a supervisor, manager, or the officers identified here, individuals should contact the Association HR Representative directly. The Association, through the HR Representative, or others as directed by the Board of Directors, will conduct a prompt, discreet, and objective review or investigation. Individuals must recognize that the Association may be unable to fully evaluate a vague or general complaint, report, or inquiry that is made anonymously.
- HR Representative. AAVMC's HR Representative is responsible for investigating and resolving all reported complaints and allegations concerning violations and, at the HR Representative's discretion, shall advise the Chief Executive Officer and/or the finance committee. The HR

Representative has direct access to the finance committee of the Board of directors and is required to report to the finance committee at least annually on compliance activity.

Handling of Reported Violations

The HR Representative will notify the sender and acknowledge receipt of the reported violation or suspected violation within five (5) business days. All reports will be promptly investigated and appropriate corrective action will be taken if warranted by the review or investigation.

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|----------------|--|----------------------|----------------|
| Jurisdiction: | Ethics Committee | Date of Last Review: | March 13, 2015 |
| Approved by: | Board of Directors | Date Last Amended: | July 12, 2015 |
| Date Approved: | October 30, 2009 | Next Review: | 2020 |
| Notes: | July 12, 2015 the Board approved replacing the term "Compliance Officer" with "HR Representative". | | |

ASSEMBLY STRUCTURES AND OPERATIONS

PROXY VOTING AT THE ASSEMBLY

A Representative assigning a proxy to another individual voting in the AAVMC Assembly, whether a representative of the same institution or a representative of another institution, is entitled to determine the limitations of such a proxy. Limitation options might be:

- No limitations (the Representative holding the proxy will vote according to his/her best judgment on all issues presented during the meeting).
- The proxy is limited to a particular issue during the meeting, and the Representative holding the proxy may vote at his/her discretion.
- The proxy covers several issues during the meeting, but the Representative holding the proxy must vote following the direction of the representative assigning the proxy.
- The proxy is limited to one issue during the meeting and the Representative holding the proxy must vote following the direction of the representative assigning the proxy. (Appendix B, Proxy Voting Form)

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|----------------|----------------------|----------------------|------|
| Jurisdiction: | Governance Committee | Date of Last Review: | |
| Approved by: | Board of Directors | Date Last Amended: | |
| Date Approved: | April 20, 2012 | Next Review: | 2018 |
| Notes: | | | |

COMMITTEES OF THE ASSEMBLY

AAVMC committees are expected to function in an advisory capacity to the Board of Directors and the Assembly. Because the number of programmatic activities is necessarily limited by resources, both financial and personnel, committees need to consider their program agendas with respect to the AAVMC Strategic Plan and the priorities set by the Board. Committee requests for either financial or staff assistance must be approved by the Board of Directors before any resources will be provided. To this end, each committee will submit a work plan at the beginning of each year, which should include the following information:

- The officers of the committee;
- The charge of the committee;
- Specific work plan for the next year;
- Relationship of work plan to the AAVMC Strategic Plan; and
- Resources needed (financial and staff).

Membership of each committee should be determined by the expertise needed to accomplish the goals most effectively and not based on institutional work assignments. In some instances more diverse input can be very important in accomplishing the stated goals. Committees are to function in a cost effective manner, accomplishing much of their work via electronic conferencing. Thus, committees would not depend solely on lengthy face to face meetings at the March annual meeting or similar meetings at the AVMA meeting.

Because each committee has a rather broad scope, use of short term *ad hoc* committees or task forces with very specific goals and timelines is encouraged. Such groups would report to the whole committee for final decisions and recommendations to the Board of Directors.

All committees will report the outcome of their efforts to the Board of Directors on a regular basis, either annually or more frequently if there are more urgent matters requiring action in a timelier manner. The Board may either approve such actions or refer the recommendations to the Assembly for further consideration.

Membership of Assembly Committees shall consist of representatives of member institutions at the appropriate rank or job responsibility consistent with the charge and objectives of each committee. Committees are established and disbanded by the Assembly.

Committees shall select an executive leadership group in accordance with procedures established by the members of such committees. The executive group shall consist of, at a minimum, a chairperson, chairperson-elect, and past chairperson. The executive group shall be responsible for planning committee meetings, preparing committee reports, and making recommendations to the Board of Directors on an annual basis or more frequently as appropriate.

The Committees of the Assembly shall include the following committees:

- Committee of Deans¹
- Academic Affairs Committee
- Admissions Committee
- Advocacy Committee
- Diversity Committee
- JVME Editorial Board
- One Health Committee
- Research Committee

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|----------------|--|----------------------|------|
| Jurisdiction: | | Date of Last Review: | |
| Approved by: | | Date Last Amended: | |
| Date Approved: | | Next Review: | 2018 |
| Notes: | | | |

¹ Membership is limited to Deans of member institutions.

BOARD STRUCTURE AND OPERATIONS

AAVMC BOARD OF DIRECTORS RESPONSIBILITIES/EXPECTATIONS/QUALIFICATIONS

The AAVMC Board of Directors, herein referred to as the Board, and its members are responsible for guiding and governing the Association. Their role is different from that of the AAVMC staff.

Primary Functions of the Board

- *Governance* – Through the authority granted in the Articles of Incorporation and Bylaws, the Board is responsible for governing the organization. Governance implies setting the direction, mission, and strategies of the Association, and providing oversight over the implementation of the AAVMC strategic priorities and Board-designated policies.
- *Policy and Position Development* – The Board has the final authority to adopt policies and positions in areas given to the Board by the Articles of Incorporation and Bylaws.
- *Visionary* – The Board sets the course for the organization well into the future, guided by the strategic plan.
- *Fiduciary* – The Board has the responsibility to protect the organization and its resources by preventing and managing risks, ensuring compliance with legislation, directing the appropriate use of its resources, and making every effort to prevent Association insolvency

Responsibilities of the Board

- Determine the strategies and direction of the Association, in keeping with its mission and purpose, and after due consideration of the Assembly and relevant stakeholders
- Select the Chief Executive Officer
- Direct and support the Chief Executive Officer and assess his/her performance
- Ensure effective organizational planning
- Ensure effective appropriate use of resources
- Ensure effective and ethical fiscal management
- Determine and monitor programs and services
- Ensure legal and ethical integrity, prevent and manage risks, and maintain accountability
- Recruit and orient new Board members; assess Board performance

Duty of Obedience, Loyalty, and Care

The Board as an entity and individual Board members must meet certain standards of conduct and attention in carrying responsibilities to the Association:

- *Duty of Obedience* – Forbids acts outside the scope of corporate powers. The Board must comply with state and federal law, and conform to the Association's charter, Articles of Incorporation, and Bylaws. Board members must be faithful to the mission of the AAVMC and the decisions of the Board.
- *Duty of Loyalty* – Dictates that Board members must act in good faith and must not allow their personal interests to prevail over the interests of the Association. Making present, potential, or apparent conflict of interests known must be a continuous disclosure on the part of the individual Board member and must include adherence to the Association's conflict of interest policy.

- *Duty of Care* – Requires Board members to be diligent and prudent in managing the Association's affairs. Board members must handle the Association's duties with such care as an ordinary prudent person would use under similar circumstances.

Board Member's Responsibilities/Expectations

General Expectations

- Know the Association's mission, purpose, goals, policies, programs, services, strengths, and needs.
- Identify nominees with appropriate skill sets for the Board.
- Participate actively on committees and/or task forces.
- Serve in leadership positions and undertake special assignments.
- Make decisions based on best available information and without bias.
- Urge those with grievances and complaints to follow established policies and procedures for their resolution.
- Ensure currency with issues of importance to the Association, solicit input from the Assembly on these issues, and bring such knowledge to Board decision-making.

Meetings

- Exercise due diligence to ensure effective conduct at meetings.
- Prepare for and participate in Board and committee meetings and other association activities.
- Ask timely and substantive questions while supporting the majority decision.
- Maintain confidentiality of the Board's executive sessions.
- Communicate Board decisions and positions with approval of the Board.
- Bring agenda items periodically for Board and/or committee meetings to ensure that significant strategic plan and policy related matters are addressed.

Relationship with staff

- Counsel, guide, and support the Chief Executive Officer.
- Ensure staff are not directly approached for assistance without prior consultation with the Chief Executive Officer, President, or Committee chairperson

Avoiding conflict

- Serve the Association as a whole, rather than special interest groups.
- Disclose any possible potential, perceived, or appearance of conflicts of interest to the Board and ensure they do not impact on decision making.
- Maintain independence and objectivity and act with a sense of fairness, ethics, and personal integrity.
- Gifts or favors from or to anyone who does business with the Association are never given or accepted.

Fiduciary responsibility

- Exercise prudence as a member of the Board in the control and use of funds.
- Read and understand the Association's financial statements and otherwise help the Board fulfill its fiduciary responsibility.

Fundraising

- Assist staff by supporting the implementation of fundraising strategies.

Competencies and Skill Sets Desired on the Board

The following competencies will help determine selection of candidates for Board positions:

- Do candidates have proven (demonstrated) leadership skills?
- Can they guide the Association into the future?
- Can they effectively direct the Association's resources to achieve its goals and objectives?
- Do they have the ability to inspire and empower others?
- Can they build teamwork among peers with different needs and interests?
- Do they understand their governance responsibilities?
- Do they understand the duties and functions of a Board and the role of a director?
- Do they understand the duties of care, loyalty, and obedience and how to effectively abide by them?
- Can they demonstrate their governance experience on other Boards?
- What have they done to show that they can make judgments in the interests of the entire membership and deal with conflicting interests?
- Do they have experience with financial management?

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|----------------|----------------------|----------------------|------------------|
| Jurisdiction: | Governance Committee | Date of Last Review: | January 14, 2016 |
| Approved by: | Board of Directors | Date Last Amended: | January 14, 2016 |
| Date Approved: | April 20, 2012 | Next Review: | 2021 |
| Notes: | | | |

BOARD OF DIRECTORS COMPOSITION

Policy

The Board of Directors shall consist of no less than nine (9) and its composition shall represent fairly the full membership of the Association. (AAVMC Bylaws, Article II, Section 2)

Procedure

The Board of Directors consists of twelve (12) Directors, eleven (11) of which shall be elected by the Assembly. The president, president-elect and immediate past-president shall serve one-year terms. The president shall be the chair of the Board of Directors. The secretary, the treasurer and six (6) at-large Directors shall serve two-year staggered terms. The at-large Directors shall represent the membership as follows:

- At-Large Director Region I (representing colleges in the U.S.)
- At-Large Director Region II (representing colleges in Canada)
- At-Large Director Region III (representing colleges in Australia, New Zealand, and Asia)
- At-Large Director Region IV (representing colleges in Europe, Mexico, and the Caribbean)
- At-Large Director Representing Departments of Comparative Medicine
- At-Large Director Representing Departments of Veterinary Science

The Chief Executive Officer of the Association shall be a non-voting Director.

In addition there shall be three non-voting liaisons:

- Liaison to the Association of Public and Land-grant Universities (APLU), who shall be a Representative from a college or school of veterinary medicine at an APLU member institution and shall be appointed by the Board of Directors
- Liaison to the Student American Veterinary Medical Association (SAVMA), who shall be appointed by SAVMA.
- Liaison to the American Association of Veterinary Clinicians (AAVC), who shall be appointed by AAVC.

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|----------------|--|----------------------|---------------|
| Jurisdiction: | Governance Committee | Date of Last Review: | March 8, 2017 |
| Approved by: | Board of Directors | Date Last Amended: | March 8, 2017 |
| Date Approved: | April 20, 2012 | Next Review: | 2022 |
| Notes: | <ul style="list-style-type: none">• January 14, 2016, the Board of Directors reverted the APLU and SAVMA positions back to non-voting liaison positions.• March 8, 2017, the Board of Directors voted to add the AAVC as a non-voting liaison member, effective at the March 8 meeting. | | |

BOARD MEMBERS NOMINATION AND ELECTION

Policy

The Board of Directors, after receiving a recommendation from the Governance Committee, shall provide the secretary with the names and brief biographical information of one or more nominees for each vacancy in the offices of president-elect, secretary, and treasurer, and for each vacancy in the at-large director positions. Such nominations shall be provided to the Board of Directors at least thirty (30) days prior to the date of elections; the secretary shall submit such nominations to the Assembly at least twenty (20) days prior to the date of elections.

Procedure

For nominations for either board officer or at-large director, the Governance Committee shall solicit nominations from the Association membership. Nomination information to be submitted to the AAVMC shall include the following:

- The name of the nominee, including academic degrees and AAVMC member institution affiliation (Appendix C, Nomination Form).

- A biosketch (not to exceed 0.5 pages) including past and current AAVMC involvement and activities.

- A 250-word statement of why the nominee wants to serve in the position and what attributes they believe they bring to the Board or officer position.

- A signed statement stating that if elected the nominee is willing to fully participate and serve in the position for which they are elected.

After review of qualifications of nominees, the Governance Committee shall compose a slate of candidates that ensures the appropriate representation of the membership and enhances the diversity of Board members. The Committee then provides the slate of candidates for review and approval by the Board prior to the election process. The intent is to provide names for each position to be filled for either an officer position or an at-large position. Balloting shall be done using an electronic process to ensure all institutions have an opportunity to vote and that the results are available at the time of the summer meeting of the AAVMC. The individual receiving the most votes will be elected to the position.

The nomination and election process shall be conducted in accordance with the following timeline to ensure ample time for review and management of each phase:

| Task | Time Period | Person(s) Responsible |
|---|---|-----------------------------|
| Call for Nominations – A four-week period during which the Assembly is informed of the upcoming board vacancies, requirements for each position, and how and when to submit nominations. | 10 weeks before *Election Period begins | Staff Liaison |
| Governance Committee Review – A three-week period during which the Governance Committee reviews all nominations received in response to the call for nominations. During this period the Committee may proactively seek additional nominations to ensure the appropriate representation of the membership and to enhance the diversity of the Board. | 6 weeks before Election Period begins | Governance Committee |
| BOD Review of Slate of Candidates – The Governance Committee shall deliver the slate of candidates to the Board of Directors for review and approval. | **30 days before Election Period begins | Staff Liaison |
| Elections Teller – The Board of Directors appoints an elections teller. | 30 days before Election Period begins | Chief Executive Officer |
| Assembly Receives Slate of Candidates – The Secretary shall submit the final slate of candidates to the Assembly. | **20 days before Election Period begins | Secretary and Staff Liaison |
| Election Period – During a period of 5 consecutive business days, the Assembly shall elect the members of the Board of Directors and Officers. Election Period closes 4 weeks before summer Assembly meeting. | 4 weeks before summer Assembly meeting | Teller |
| Election Results – Election results are sent to the President. The President subsequently sends an announcement to the Assembly informing them of the election results. | First business day after Election Period closes | President and Teller |

* The Election Period is determined based on the date of the summer Assembly meeting, and should occur at least 30 days before the meeting.

** Indicates this time frame is specified in the Board Members Nomination and Election policy.

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| Jurisdiction: | Governance Committee | Date of Last Review: | January 15, 2015 |
| Approved by: | Board of Directors | Date Last Amended: | January 15, 2015 |
| Date Approved: | April 20, 2012 | Next Review: | 2018 |
| Notes: | | | |

COMMITTEES AND WORKING GROUPS

AAVMC committees are expected to function in an advisory capacity to the Board of Directors and the Assembly. Because the number of programmatic activities is necessarily limited by resources, both financial and personnel, committees need to consider their program agendas with respect to the AAVMC Strategic Plan and the priorities set by the Board. Committee requests for either financial or staff assistance must be approved by the Board of Directors before any resources will be provided. To this end, each committee will submit a work plan at the beginning of each year, which should include the following information:

- The officers of the committee
- The charge of the committee
- Specific work plan for the next year
- Relationship of work plan to the AAVMC Strategic Plan
- Resources needed (financial and staff)

Membership of each committee should be determined by the expertise needed to accomplish the goals most effectively and not based on institutional work assignments. In some instances, more diverse input can be very important in accomplishing the stated goals. Committees are to function in a cost-effective manner, accomplishing much of their work via electronic conferencing. Thus, committees would not depend solely on lengthy face to face meetings at the March annual meeting or similar meetings at the AVMA meeting.

Because each committee has a rather broad scope, use of short term *ad hoc* committees or task forces with very specific goals and timelines is encouraged. Such groups would report to the whole committee for final decisions and recommendations to the Board of Directors.

All committees will report the outcome of their efforts to the Board of Directors on a regular basis, either annually or more frequently if there are more urgent matters requiring action in a timelier manner. The Board may either approve such actions or refer the recommendations to the Assembly for further consideration.

Composition

The Board of Directors may, by resolution passed by a majority of the whole Board, designate one or more committees of the Board, each committee to consist of more than one Director. Committees are empowered to add at-large members adding particular expertise and value to the Committee's work. The Board may designate one or more Directors as alternate members of any committee, who may replace any absent or disqualified member at any meeting of the committee. In the absence or disqualification of a member of a committee, the member or members thereof present at any meeting and not disqualified from voting, whether or not he or they constitute a quorum, may unanimously appoint another member of the Board of Directors to act at the meeting in the place of any such absent or disqualified member. Such committee or committees shall have such member or members as may be determined from time to time by resolution adopted by the Board of Directors. Any such committee, to the extent provided in the resolution of the Board of Directors, shall make recommendations to the

Board of Directors in the management of the business and affairs of the Association. Board Committees, Task Forces, and Working Groups may include, but not be limited to, the following:

- Ethics
- Executive
- Finance/Audit
- Governance
- Strategic Planning

Other Committees, Task Forces, and Working Groups may be formed or eliminated at the discretion of the President in consultation with the Board of Directors. Membership and responsibilities of these committees shall be determined by the President in consultation with the Board of Directors.

EXECUTIVE COMMITTEE

Responsibilities

The responsibilities of the Executive Committee are to:

- Act on behalf of the Board in times of emergency;
- Generate a process for determining the agenda for Board meetings and steer the development of agendas;
- Guide the organization's strategic planning process in the absence of a Board Strategic Planning Committee;
- Propose policies for Board-approval dealing with organizational values and ethics;
- Conduct the search for an Executive Officers, in the absence of a search committee;
- Monitor, nurture, and evaluate the Chief Executive Officer, in the absence of a CEO performance assessment task force; and
- Propose personnel grievance procedures for Board approval and act as a court of appeal making recommendations for action by the Board.

Composition

The composition of the Executive Committee shall be the following:

- President
- President-Elect
- Past President

The Executive Committee is not permitted to do the following without the vote of the entire Board:

- Amend the articles of Incorporation or by-laws;
- Dissolve the corporation;
- Dismiss or elect new Board members or officers;
- Hire or fire the Chief Executive Officer;
- Set the compensation for the Chief Executive Officer;
- Enter into contracts, buy, sell, or lease property on behalf of the organization;
- Sue another organization or entity;
- Change a Board approved budget;
- Authorize expenses from contingency and reserve funds; and/or
- Create, adopt or eliminate programs.

MEETINGS OF THE BOARD OF DIRECTORS

Meetings of the Board shall be held at such time and place as shall be specified in a notice given in sufficient time for the convenient assembly of the Directors. A yearly calendar of scheduled Board meetings shall be issued thirty (30) days after elections of the new Board. Any other meeting not included in the yearly calendar will be special meetings.

Two or more Board members may call for a special meeting. Written, oral, or any other mode of notice of the time and place shall be given for special meetings. The notice of any meeting shall specify the business to be transacted or the purpose of the meeting.

Notice of any adjournment of a meeting of the Board of Directors to another time or place because a quorum is not present shall be given to the Directors who were not present at the time of the adjournment and, unless such time and place are announced at the meeting, to the other Directors. Any requirement to furnish notice to Directors shall be waived by any Director who signs a waiver of notice before or after the meeting. A Director's attendance at any meeting shall constitute a waiver of notice of such meeting, unless such attendance was solely for the purpose of objection to the transaction of business because the meeting was not lawfully called or convened.

Whenever a vacancy or vacancies in the Board of Directors shall prevent a quorum from consisting of a majority of the full Board of Directors, a quorum shall consist of not less than one-third (1/3) of the full Board of Directors. A majority of the Directors present, whether or not a quorum is present, may adjourn a meeting to another time and place. Except as otherwise provided by statute, the Articles of Incorporation, or these Bylaws, the vote of a majority of the Directors present at the time of the vote, if a quorum is present at such time, shall constitute the act of the Board of Directors. If, on any matter coming before the Board of Directors, the number of Directors who vote in favor of such matter is equal to the number of Directors who vote against such matter (a "deadlock"), the President shall cast the deciding vote. The voting rights of a Director shall not be delegated to another nor exercised by proxy.

Guests at Board Meetings

Open Session: Employees of member institutions and affiliates may attend

Closed Session: Only board members, liaisons and staff may attend

Executive Session: Only board members may attend – no liaisons, no staff

Invited Guests: The board chair may invite guests to attend board meetings for the purpose of providing information on a particular matter.

Reimbursement for Travel to Board Meetings

AAVMC will reimburse board members for travel and related expenses when they attend regularly scheduled meetings that are not held in conjunction with other meetings that the board member would otherwise attend. Specifically, AAVMC will reimburse board members for travel to the following meetings, in accordance with AAVMC's Travel Reimbursement Policy:

- Summer: Board members from non-U.S. institutions, but not liaisons
- October: All board members and all Liaisons
- January: At-large directors representing the departments, but not liaisons
- March: No reimbursement for board members or liaisons

| | | | |
|----------------|---|----------------------|---------------|
| Jurisdiction: | Executive Committee | Date of Last Review: | July 21, 2017 |
| Approved by: | Board of Directors | Date Last Amended: | July 21, 2017 |
| Date Approved: | July 21, 2017 | Next Review: | 2022 |
| Notes: | July 21, 2017, the Board of Directors approved adding language regarding guests at meetings and reimbursement for travel to board meetings. | | |

OFFICERS AND BOARD APPOINTEES

AAVMC OFFICERS' RESPONSIBILITIES/EXPECTATIONS/QUALIFICATIONS

(In addition to those listed for a member of the Board of Directors)

President

Goal—to provide leadership and direction to the Board of Directors, through ensuring all directors understand and exercise their responsibilities with regard to sound programmatic and fiscal oversight.

Duties and Responsibilities

- Act as principal officer of the Association
- Preside over all regular and special Board meetings
- Foster an effective Board culture
- Preside over all executive committee meetings
- Sign, with other appropriate officers, corporate or legal documents
- Maintain current knowledge of programs and activities
- Facilitate communications between Board and staff
- Ensure Board follow-up on all assigned tasks
- Assist in orientation of new directors
- Be the liaison between the Board and the Chief Executive Officer

Competencies, Skill Sets, and Position Requirements

- Accessibility; ability to devote approximately 12 to 20 hours per month to the Association
- Effective communication skills in verbal and written self-expression
- Proven leadership experience
- Knowledge of not-for-profit management
- Meeting management and facilitation skills
- Willingness to work as a member of the Board "team"
- Willingness to work in partnership with the Chief Executive Officer
- Ability to manage and delegate responsibility
- Effective listening skills, ability to elicit full range of discussion around a topic during meetings, ability to manage meetings effectively, ability to involve all Board members in decision making around key issues

President-elect

Goal—to ensure continuity in the leadership of the Association by supporting and assisting the president

Duties and Responsibilities

- Preside over Board meetings in the absence of the president
- Become oriented to all duties and responsibilities of the president
- Attend and participate in all executive committee meetings
- Assist in orientation of new directors
- Perform duties as assigned by the president

Competencies, Skill Sets, and Position Requirements

- Accessibility; ability to devote approximately four hours per month to the Association
- Effective communication skills in verbal and written self-expression

- Proven leadership experience
- Knowledge of not-for-profit management
- Meeting management and facilitation skills
- Willingness to work as a member of the Board "team"
- Willingness to work in partnership with the Chief Executive Officer
- Ability to manage and delegate responsibility
- Effective listening skills, ability to elicit full range of discussion around a topic during meetings, ability to manage meetings effectively, ability to involve all Board members in decision-making around key issues

Immediate Past-President

Goal—to ensure historical leadership perspective of the Association

Duties and Responsibilities

- Attend and participate in all executive committee meetings
- Serve as the program Chair for the annual Deans' Committee meeting at the discretion of the President
- Perform duties as assigned by the president

Competencies, Skill Sets, and Position Requirements

- Accessibility; ability to devote approximately four hours per month to the Association
- Effective communication skills in verbal and written self-expression
- Proven leadership experience
- Knowledge of not-for-profit management
- Meeting management and facilitation skills
- Willingness to work as a member of the Board "team"
- Willingness to work in partnership with the Chief Executive Officer
- Ability to manage and delegate responsibility
- Effective listening skills, ability to elicit full range of discussion around a topic during meetings, ability to manage meetings effectively, ability to involve all Board members in decision making around key issues

Secretary

Goal—to oversee the recordkeeping and correspondence of the governing Board of the Association, ensuring compliance with relevant provisions of the Bylaws, not-for-profit corporate law, and U.S. Internal Revenue Service regulations

Duties and Responsibilities

- Review and present the minutes of the meetings of the Board for Board approval
- Ensure that notices are sent in accordance with the provision of the Bylaws, policies, or as required by law
- Ensure that corporate records are protected for long-term safekeeping
- Sign appropriate organizational documents as needed
- Ensure accurate maintenance of the corporate record book
- Sign official Association correspondence as needed
- Ensure regular update of the Articles of Incorporation and Bylaws as needed

Competencies, Skill Sets, and Position Requirements

- Accessibility; ability to devote approximately three hours per month to the Association
- Ability to access knowledge and information about laws pertaining to not-for profit associations
- Willingness to work as a member of the Board "team"
- Willingness to work in partnership with and the Chief Executive Officer
- Ability to manage and delegate responsibility

Treasurer

Goal—to provide oversight on fiscal matters for the Association

Duties and Responsibilities

As the Chair of the Finance and Audit Committee, the Treasurer convenes and manages the Committee and ensures that the following functions are performed by the Committee:

- Ensure that administrative mechanisms are in place at the staff level to monitor management of the receipt of all securities and monies due to and held by the Association
- Ensure that procedures are in place at the staff level so that all funds are properly deposited and disbursed in a timely manner
- Oversee that monthly and annual financial reports of the Association are presented to, understood by, and thoroughly discussed by the Board of Directors
- Ensure that all federal, state, and local financial reports are filed on a timely basis
- Ensure the committee's review of the annual budget and the monitoring of its implementation
- Ensure that appropriate bookkeeping and accounting systems are being implemented by the organization's chief operating officer and finance staff
- Ensure that the Finance Committee develops and implements a process to select and work with the auditors
- Sign fiscal forms and instruments as necessary
- Serve on the Ethics Committee (by virtue of being the Chair of the Finance/Audit Committee)

Competencies, Skill Sets, and Position Requirements

- Accessibility; ability to devote approximately six hours per month to the Association
- Knowledge of fund accounting systems and internal controls
- Ability to understand and clearly present financial statements
- Knowledge of financial reporting requirements
- Willingness to work as a member of the Board "team"
- Willingness to work in partnership with the Chief Executive Officer
- Ability to manage and delegate responsibility
- Knowledge of, and skill in, financial planning

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|----------------|--|----------------------|-------------------------------|
| Jurisdiction: | Governance Committee | Date of Last Review: | October 13, 2015 |
| Approved by: | Board of Directors | Date Last Amended: | March 12, 2014 ⁽¹⁾ |
| Date Approved: | | Next Review: | 2018 |
| Notes: | ⁽¹⁾ In April 2012 the Board approved a recommendation by the Finance Committee defining the term of office and eligibility of the office of the Assistant Treasurer. In March 2014 the Board approved naming the COO to serve in a non-voting administrative capacity as assistant treasurer. | | |

AAVMC LIAISON TO THE ASSOCIATION OF PUBLIC AND LAND-GRANT UNIVERSITIES (APLU)

Policy

The APLU Liaison is a non-voting liaison appointed by the Board of Directors. The term of appointment is two years and may be renewed once, for a maximum term of four years. The APLU Liaison must be a dean of a U.S. school or college of veterinary medicine at a land-grant university and will represent the Board on Veterinary Medicine at the APLU Commission on Food, Environment and Renewable Resources.

Procedure

Candidates for appointment must submit the following information:

- Name, including academic degrees, and institutional affiliation
- Brief statement of interest, not to exceed 500 words
- Brief biosketch, not to exceed one page
- A signed statement that the candidate is willing to fully participate and serve in the position for which they are appointed.

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|----------------|--|----------------------|------------------|
| Jurisdiction: | Governance Committee | Date of Last Review: | January 14, 2016 |
| Approved by: | Board of Directors | Date Last Amended: | January 14, 2016 |
| Date Approved: | July 21, 2013 | Next Review: | 2019 |
| Notes: | January 14, 2016, the Board of Directors reverted the APLU position back to a non-voting liaison position. | | |

VETERINARY MEDICAL COLLEGE APPLICATION SERVICE (VMCAS)

ACCEPTANCE DATE

Policy

In order to grant member schools enough time to complete their admissions processes and to give applicants enough time to consider all offers of admissions, no AAVMC Member Institution will require any applicant to make a decision about admission or financial aid before April 15 of each year. If April 15 falls on a Saturday or a Sunday, the date will be shifted to the following Monday.

To ensure applicants are aware of this policy, each Member Institution will attach a copy of this policy to all admissions offer letters.

This policy does not apply to:

Institutions outside the U.S. that do not participate in VMCAS

Offers of admission for non-VMCAS applicants to institutions outside the U.S.

Offers of admission for matriculation that is other than August or September

Procedure

The Chief Executive Officer will investigate all complaints about alleged violations of this policy and report any findings to the chair of the Admissions and Recruitment Committee.

First Offense: If a Member Institution is found to be in violation of the policy, the Chief Executive Officer will send a Warning Letter to the Dean and Admissions Director of the institution and inform the Executive Committee of the Board of Directors.

Second and Subsequent Offenses: If a Member Institution is found to be in violation of this policy after a Warning Letter has been issued, the Chief Executive Officer and the chair of the Admissions and Recruitment Committee will report their findings to the Board of Directors and make a recommendation for additional penalties. Penalties may include monetary fines and exclusion from participation in VMCAS for a specified period of time.

| | | | |
|----------------|------------------------------------|----------------------|-------------------|
| Jurisdiction: | Admissions & Recruitment Committee | Date of Last Review: | June 30, 2017 |
| Approved by: | Board of Directors | Date Last Amended: | November 10, 2014 |
| Date Approved: | July 21, 1997 | Next Review: | 2020 |
| Notes: | Formerly "Acceptance Deadline". | | |

VMCAS APPLICATION FEE

Policy

The Treasurer shall adjust VMCAS Application Fees by the Bureau of Labor Statistics, Baltimore-Washington Region, January to January, Consumer Price Index (CPI), rounded up to the next whole dollar. Exceptions to this policy shall be recommended by the Treasurer to the Board of Directors.

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|----------------|------------------------------------|----------------------|----------------|
| Jurisdiction: | Admissions & Recruitment Committee | Date of Last Review: | March 12, 2014 |
| Approved by: | Board of Directors | Date Last Amended: | March 12, 2014 |
| Date Approved: | April 12, 2010 | Next Review: | 2017 |
| Notes: | | | |

COLLECTION, USE AND DISSEMINATION OF APPLICANT DATA

Policy

The Association of American Veterinary Medical Colleges (AAVMC) carefully treats all information collected from applicants through the Veterinary Medical College Application Service (VMCAS). This policy prevents the release of confidential personal data without the permission of the applicant, permits the distribution of certain applicant data in limited situations, and facilitates the distribution of statistical data about applicants to veterinary medical colleges.

Procedure

- We disclose information provided in veterinary medical school applications to those schools the applicant designates. We also provide information about offers of admission and admission status among those schools the applicant designates.
- Data submitted as part of an application to veterinary medical school is used to improve the quality of VMCAS products and services and support AAVMC approved research projects that help formulate policies in veterinary medical education. We support or conduct research projects only after an independent institutional review Board has reviewed the research proposal and established that the rights of applicants are safeguarded. We may contact applicants directly or we may share applicants' contact information with AAVMC member institutions to invite applicants to participate in approved research projects.
- We publish and widely distribute information on veterinary medical school applicants in the form of aggregate statistics, such as the tables found in *Veterinary Medical School Admission Requirements* (VMSAR) and other AAVMC publications.
- We do not sell or otherwise release addresses, emails, phone numbers or other contact information about applicants to commercial vendors or researchers who are outside AAVMC or our member institutions.

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|----------------|------------------------------------|----------------------|----------------|
| Jurisdiction: | Admissions & Recruitment Committee | Date of Last Review: | April 27, 2017 |
| Approved by: | Executive Committee of the Board | Date Last Amended: | |
| Date Approved: | August 10, 2004 | Next Review: | 2020 |
| Notes: | | | |

VMCAS EVALUATION, PAYMENT, MATERIALS EXCLUSIVITY, AND APPLICATION RETENTION

Policy

- The Veterinary Medical College Application Service (VMCAS) will not supply evaluations to evaluators, applicants, or non-designated schools.
- VMCAS will only accept credit card payment for applications.
- VMCAS will not send VMCAS materials to schools which are not VMCAS members.
- VMCAS will retain application data for a minimum of five years.

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|----------------|------------------------------------|----------------------|---------------|
| Jurisdiction: | Admissions & Recruitment Committee | Date of Last Review: | July 21, 2017 |
| Approved by: | Board of Directors | Date Last Amended: | July 21, 2017 |
| Date Approved: | May 7, 2009 | Next Review: | 2022 |
| Notes: | | | |

VMCAS EVALUATION FORMAT AND APPLICATION DEADLINE

Policy

- Veterinary Medical College Application Service (VMCAS) evaluators can only submit Letters of Recommendation (LORs) to VMCAS electronically.
- The annual VMCAS deadline should be determined annually by the Admissions & Recruitment Committee in conjunction with the VMCAS member institutions.

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|----------------|---|----------------------|---------------|
| Jurisdiction: | Admissions and Recruitment | Date of Last Review: | July 21, 2017 |
| Approved by: | Board of Directors | Date Last Amended: | July 21, 2017 |
| Date Approved: | April 29, 2008 | Next Review: | 2022 |
| Notes: | Policy amended July 17, 2011, superseding application and financial aid offer deadlines policy. | | |

VMCAS INITIATION FEE AND PARTICIPATION

AAVMC and its member institutions have invested substantial time and money to develop the Veterinary Medical College Application Service (VMAS). In recognition of this investment, the Board of Directors has established the following requirements for any school or college that wishes to participate in VMCAS:

- A school or college of veterinary medicine must be a voting member of AAVMC and must maintain membership in good standing to participate in VMCAS. Affiliate Members are not eligible to participate in VMCAS.
- Any new school or college shall pay an initial subscription fee to be determined by the AAVMC Board of Directors. Each year after 2011, the initiation fee shall be adjusted by the change in the Consumer Price Index (CPI) from January to January for the Baltimore-Washington Region as published by the Bureau of Labor Statistics. This initiation fee will not apply to the following schools, which were voting members of AAVMC on July 1, 2001:

| | |
|---------------------------------|------------------------------------|
| Auburn University | University of California, Davis |
| Colorado State University | Cornell University |
| University of Florida | University of Georgia |
| University of Guelph | University of Illinois at Urbana |
| Iowa State University | Kansas State University |
| Louisiana State University | Michigan State University |
| University of Minnesota | Mississippi State University |
| University of Missouri | Université de Montréal |
| North Carolina State University | Ohio State University |
| Oklahoma State University | Oregon State University |
| University of Pennsylvania | University of Prince Edward Island |
| Purdue University | University of Saskatchewan |
| University of Tennessee | Texas A&M University |
| Tufts University | Tuskegee University |
| Virginia-Maryland College | Washington State University |
| University of Wisconsin | |

This policy, and the amount of the initiation fee, should be reviewed every five years.

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|----------------|--|----------------------|---------------|
| Jurisdiction: | Admissions and Recruitment | Date of Last Review: | July 21, 2017 |
| Approved by: | Board or Directors | Date Last Amended: | July 21, 2017 |
| Date Approved: | March 11, 2011 | Next Review: | 2022 |
| Notes: | <p>Allowing non-accredited schools to join VMCAS</p> <ol style="list-style-type: none"> 1. Proposal from the AAVMC admissions Committee to admit non-accredited schools to VMCAS was presented to the Board of Directors in March 2008. The proposal was returned to the Admissions Committee pending further analysis and discussion (BOD 03/17/08). 2. Further discussion on this item occurred at the Board meeting on 07/20/08. Concerns were raised about students attending anon-accredited school. The Board requested that the discussion be placed on the agenda for March 2009 to have discussions with the Assembly (BOD 07/20/08) 3. The discussion was on the agenda for the March 2009 assembly meeting, and the minutes of the subsequent Board meeting indicate that none of the non-VMCAS schools were represented to make a response. It was recommended that non-participants in VMCAS be approached to see why they don't use VMCAS. (minutes BOD 01/15/2009) 4. This item was raised again during the May 2013 BOD conference call at which time the Board agreed to only allow Voting (full) members of AAVMC access to VMCAS (minutes pending) <p>Background information on school initiation fees for VMCAS (BOD 11/01/00)</p> <ul style="list-style-type: none"> • The Board of Directors discussed the initial startup costs to VMCAS in its November1, 2000 conference call. An initiation fee was decided on by the Board based on the startup costs, and number of members. • A motion was brought forth to set the initiation fee, but that "current college an school members of AAVMC are included as a grandfather clause elevating he need for initiation levied against grand fathered schools". • The initiation fee will not be applicable to any college or school member as of July 1, 2001 resulting in the exclusion list in the policy above. | | |

OTHER POLICIES

AFFILIATE MEMBERSHIP

Policy

Upon petition to the Board of Directors, majority approval at a meeting of the Assembly, and payment of the Affiliate member dues as assessed by the Assembly, any college or school of veterinary medicine which is listed by the AVMA but is not accredited by or has not gained “reasonable assurance” from the AVMA Council on Education and which grants the DVM degree or equivalent, shall become an Affiliate Member, with no voting privileges or responsibility, but may participate in Association meetings and activities (AAVMC Bylaws, Article I, Section 2).

Procedures

The letter of petition to the Board of Directors should be sent to the attention of the AAVMC Chief Executive Officer and must include the following information:

- A statement that the institution wishes to become an Affiliate Member of the AAVMC
- A statement that the institution offers the Doctor of Veterinary Medicine (DVM) degree or equivalent
- A statement as to whether the institution is planning to seek accreditation by the AVMA Council on Education
- A brief description of any relationships the institution may have with AAVMC member institutions.

Affiliate Membership is granted with the expectation that non-accredited institutions are working towards accreditation by the AVMA Council on Education. The term for Affiliate Membership is five (5) years.² Affiliate Membership may be extended for an additional five (5) years upon demonstration that the institution is actively seeking accreditation. Upon accreditation, Affiliate Members are eligible to enjoy the full benefits of AAVMC membership as Institutional Members.

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|----------------|----------------------|----------------------|------|
| Jurisdiction: | Governance Committee | Date of Last Review: | |
| Approved by: | Board of Directors | Date Last Amended: | |
| Date Approved: | November 13, 2013 | Next Review: | 2018 |
| Notes: | | | |

² Current Affiliate Members are exempted from the 5-year term limit.

CEO EVALUATION POLICY

Policy

The AAVMC is committed to the use of a formal evaluation process to strengthen the congruence between the mission and goals of the organization and those of the CEO. A formal evaluation process serves as a mechanism to discuss performance, clarify expectations, and enhance professional development. It is the AAVMC's philosophy that there should be a strong connection between the CEO evaluation, compensation, and professional growth.

An annual evaluation of the CEO's performance shall be conducted by the Executive Committee. Additionally, the AAVMC President shall oversee a comprehensive evaluation of the Chief Executive Officer every five years.

The Executive Committee shall serve as the evaluation and compensation review committee for both the annual and 5-year comprehensive evaluations, and shall report its findings and recommendations to the full board.

Procedures

Annual Review

- The CEO shall submit a report of activities and proposed goals for the coming year to the Executive Committee each year prior to the summer meeting.
- The Chief Operating Officer (COO) shall provide the Executive Committee with benchmarking compensation data from sources such as the American Society of Association Executives and the Federation of Association of Schools of the Health Professions.
- The Executive Committee shall meet, in executive session, during the summer meeting to conduct a performance evaluation and compensation review.
- The Executive Committee shall meet with the CEO to discuss the evaluation, identify performance expectations, and set goals for the next review period.
- The CEO shall have the opportunity to comment, respond, include other assessment information and suggest developmental ideas prior to and during the evaluation session.
- The Executive Committee shall report to the board its findings and any recommendation regarding compensation.
- The Executive Committee shall submit a copy of its report to the COO and Human Resources for placement in the CEO's personnel file.

Five-Year Comprehensive CEO Evaluation

The AAVMC president, at his/her discretion, may appoint other board members (or former board members) to serve with the Executive Committee as the evaluation and compensation review committee for the 5-year comprehensive evaluation.

- The Evaluation Committee shall determine:
 - A timeline for conducting the evaluation

- Methods for collecting information
- From whom the Evaluation Committee will solicit information
- The criteria and measures by which performance is evaluated
- The survey instrument/method used to obtain input participants
- The CEO shall submit a self -assessment and a report of activities for the 5-year period.
- The Evaluation Committee shall meet, in executive session, during the summer meeting to conduct a performance evaluation and compensation review.
- The Evaluation Committee shall meet with the CEO to discuss the evaluation, identify performance expectations, and set goals for the next review period.
- The CEO shall have the opportunity to comment, respond, include other assessment information and suggest developmental ideas prior to and during the evaluation session.
- The Evaluation Committee shall report to the board its findings and any recommendation regarding compensation.
- The Executive Committee shall submit a copy of its report to the COO and Human Resources for placement in the CEO’s personnel file.

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|----------------|---------------------|----------------------|------|
| Jurisdiction: | Executive Committee | Date of Last Review: | |
| Approved by: | Board of Directors | Date Last Amended: | |
| Date Approved: | February 2, 2017 | Next Review: | 2022 |
| Notes: | | | |

EXECUTIVE SUCCESSION

Policy

It is the policy of the AAVMC to be prepared for the inevitable change in executive leadership – either planned or unplanned – to ensure the stability and accountability of the Association until such time as a new permanent Chief Executive Officer is identified. The Board of Directors shall be responsible for implementing this policy and its related procedures.

The Board of Directors shall assess the permanent leadership needs of the Association to help ensure the selection of a qualified and capable leader who is representative of the Association; a good fit for the Association’s mission, vision, values, and goals; and who has the necessary skills for the Association. To ensure that the Association’s operations are not interrupted while the Board assesses the leadership needs and recruits a permanent Chief Executive Officer, the Board shall appoint interim executive leadership. The interim Chief Executive Officer shall ensure that the Association continues to operate without disruption and that all commitments previously made are adequately executed.

Procedures

Emergency/Unplanned Departure

1. For a temporary change in executive leadership (i.e., illness or leave of absence for 30 days or less), the chief operating officer shall temporarily be in the charge of the daily operations and essential duties of Chief Executive Officer.
2. In the event the Chief Executive Officer is no longer able to serve in this position (i.e. leaves the position permanently), the Executive Committee of the Board of Directors shall appoint an interim Chief Executive Officer or acting Chief Executive Officer.
3. In the event that a permanent change in leadership is required, the AAVMC president shall appoint an Executive Transition Committee within fifteen (15) business days. This committee shall be comprised of at least two members of the Executive Committee, and two other Board Members. It shall be the responsibility of this committee to implement the following preliminary succession plan:
 - Communicate with key stakeholders regarding actions taken by the Board in naming an interim successor, appointing a transition committee, and implementing the succession policy. The organization shall maintain a current list of key stakeholders who must be contacted (e.g., member institutions, corporate sponsors, allied organizations, banking institutions, etc.)
 - Consider the need for consulting assistance (i.e., transition management, executive search consultant) based on the circumstances of the transition.
 - Review the Association’s strategic plan and conduct a brief assessment of organizational strengths, weaknesses, opportunities, and threats to identify priority issues that may need to be addressed during the transition process, and to identify attributes and characteristics that are important to consider in the selection of the next permanent leader.
 - Establish a timeframe and plan for recruitment and selection process.

- Refer to the Chief Executive Officer Job Description for sample of job description and qualifications.

4. In the event that an executive transition simultaneously involves the Chief Executive Officer and other key management staff, the Board may also consider temporarily subcontracting some of the organizational functions from a trained consultant or other organizations.

Detailed procedures for implementing an emergency/unplanned departure of the Chief Executive Officer are in the [Executive Succession and Organizational Sustainability Plan](#).

Defined/Planned Departure

Refer to the Executive Succession and Organizational Sustainability Plan for detailed procedures for implementing a departure-defined or future planned departure of the Chief Executive Officer.

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|----------------|-------------------------|----------------------|------|
| Jurisdiction: | Chief Executive Officer | Date of Last Review: | |
| Approved by: | Board of Directors | Date Last Amended: | |
| Date Approved: | November 13, 2015 | Next Review: | 2018 |
| Notes: | | | |

POLICY FOR SUPPORT/OPPOSITION

AAVMC is periodically asked to support or oppose specific pieces of legislations, as well as to sign-on to letters that are sent to members of Congress or federal agencies. These requests present an opportunity to strengthen our relationships with other organizations as part of a permanent or ad hoc coalition, to express our position on a particular issue, to increase our visibility in the health professions community, and to increase the reputation of our membership as a source of expertise. Publicly supporting or opposing legislation, or signing on to a group letter that endorses or opposes a stated position, are both actions that must be consistent with our mission and represent the best interests of our members. To ensure these goals are met, the following procedures will be followed:

- When requests arrive for AAVMC to sign-on to letters or to support or oppose legislation, they should be evaluated on the following basis:
 - Is the request for something that AAVMC has routinely signed onto/endorsed/opposed in the past (for example, annual appropriations requests)?
 - Is the request consistent with current stated AAVMC policy or positions?
- If the answer to either (a) or (b) above is yes, the Director of Governmental Affairs will have the discretion and responsibility to add AAVMC as a signatory, or to signal support or opposition. If the request is legislative, the Director of Governmental Affairs should consult with and inform the Advocacy Committee.
- If the answer to both (a) and (b) above is no, or it is unclear, the Director of Governmental Affairs will consult first with the AAVMC staff member who oversees the issue in question, and then with the Chief Executive Officer.
- The Chief Executive Officer will have discretion to approve any endorsement or statement of opposition, or determine if the issue requires further approval from the Board of Directors.
- In the interest of transparency, the communications staff will maintain a public record of all letters and position papers that AAVMC endorses, visible on the AAVMC website for up to one year. The Director of Governmental Affairs will also keep the legislative agenda updated for the current Congress, as well as keeping the Advocacy Committee apprised.

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|----------------|--------------------|----------------------|------|
| Jurisdiction: | Advocacy Committee | Date of Last Review: | |
| Approved by: | Board of Directors | Date Last Amended: | |
| Date Approved: | November 13, 2013 | Next Review: | 2018 |
| Notes: | | | |

STUDENT TRANSFERS

Before a member college will consider a request for transfer, the recipient college will require written notification from the Dean or Associate Dean for Academic Affairs at the school/college in which the student is currently enrolled. The written notification should confirm that the student is currently in good standing based on both academic and conduct factors.

The college considering the request for transfer should obtain written authorization from the applicant to obtain complete information regarding his status at the current school or college. A copy of the authorization should accompany the request for notification on the applicant's status.

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|----------------|---|----------------------|-----------------|
| Jurisdiction: | Admissions and Recruitment | Date of Last Review: | January 6, 2016 |
| Approved by: | AAVMC Assembly ⁽¹⁾ | Date Last Amended: | |
| Date Approved: | March 2000 | Next Review: | 2021 |
| Notes: | ⁽¹⁾ Approved with revision by the Board of Directors June 2000 | | |

APPENDICES

APPENDIX A

Conflict of Interest Acknowledgment and Disclosure Form

I have read the Conflict of Interest Policy and agree to comply fully with its terms and conditions at all times during my service as a director, officer, or employee of the AAVMC. If at any time following the submission of this form I become aware of any actual or potential conflict of interest, or if the information provided below becomes inaccurate or incomplete, I will promptly notify the AAVMC Chief Executive Officer in writing, who in turn will promptly notify the AAVMC Executive Committee in writing.

I have no conflict of interest to report.

I have the following actual or potential conflict of interest to report:

I certify that the information provided above is true and complete to the best of my knowledge.

Signature: _____

Printed: _____

Date: _____

APPENDIX B

AAVMC PROXY VOTING FORM

The proxy must be received in writing by the AAVMC Chief Executive Officer at least 24 (twenty-four) hours prior to the start of the meeting of the Assembly. Exceptions may be granted by the Chief Executive Officer prior to the start of the Assembly meeting. A proxy is valid only for the meeting for which it was generated.

Date: _____

Your name: _____

Your institution: _____

Name of your proxy: _____

(Does not have to be an individual from your institution, but must be from an AAVMC member institution.)

Assembly meeting date: _____

Type of proxy you are granting *(please check only one)*:

- No limitations (the proxy will vote according to his/her best judgment on all issues presented during the meeting)
- Limited to a single issue during the meeting **but** the proxy may vote on the issue at his/her discretion
Issue: _____
- Limited to a single issue during the meeting **but** the proxy must vote following the direction of the representative assigning the proxy
Issue: _____
- Proxy covers several issues during the meeting, **but** the proxy must vote following the direction of the representative assigning the proxy
Issue: _____
Issue: _____
(Use a separate sheet or the back of this form to list additional issues if necessary.)

APPENDIX C

AAVMC OFFICERS AND BOARD OF DIRECTORS NOMINATION FORM

Date: _____

Your name: _____

Name of nominee (can self-nominate): _____

Officer/Board position for consideration:

- President-elect
- Secretary
- Treasurer
- At-Large Director Representing Region I (U.S.)
- At-Large Director Representing Region II (Canada)
- At-Large Director Representing Region III (Australia, New Zealand, and Asia)
- At-Large Director Representing Region IV (Europe, Mexico, and the Caribbean)
- At-Large Director Representing Departments of Veterinary Science
- At-Large Director Representing Departments of Comparative Medicine

Nominee Degrees: _____

AAVMC Member Institution Affiliation: _____

Required Documentation (attach):

- Biosketch (not to exceed 0.5 page) including past and current AAVMC involvement and activities
- Statement (250-word maximum) of why the nominee wants to serve in the position nominated for and what attributes they believe they bring to the Board or officer position
- Signed statement that if elected the nominee is willing to fully participate and serve in the position for which they are elected