

CONSTITUTION AND BY-LAWS
OF THE
VIRGINIA ANIMAL CONTROL ASSOCIATION

CONSTITUTION

ARTICLE I- Name

Section 1. This organization shall be known as the Virginia Animal Control Association and hereafter is referred to as the "Association".

Section 2. Its Board of Directors, hereinafter described, shall comply with the laws of the United States and with the laws of the Commonwealth of Virginia in the performance of their duties for the Association.

Section 3. It shall forever remain a non-profit organization in fact.

ARTICLE II- Objectives and Purpose

1. Education and training of animal control personnel.
2. Education of the public in responsibilities of animal ownership and promotion of understanding and cooperation between animal control personnel and the public.
3. Exchange of information regarding animal control programs.
4. Provision of expertise and guidance on animal control programs to officials at City, County and State levels.
5. Development of standards and certification procedures for animal control personnel.
6. Identification and recommendations on problems requiring further research.
7. Liaison with other professional organizations and groups having related interests.

ARTICLE III- Memberships

The general membership of the Association shall consist of Active, Associate, and Supportive members.

1. Active membership shall be open to: Current Animal Control Officers and retired Animal Control Officers.
2. Associate membership shall be open to: Individuals who are interested in animal control.
3. Supportive membership shall be open to: Businesses, municipalities, companies or organizations interested in animal control.

4. Honorary lifetime membership may be conferred upon: Any person who has made an outstanding contribution to the field of animal control. Recommended and approved by a two-thirds vote of the Executive Committee. Exempt from dues.

ARTICLE IV- Board of Directors

Section 1. There shall be a body known as the Board of Directors of the Association, which has authority and is responsible for the governance of the Association. The Board of Directors shall conduct all business of the Association.

Section 2. The Board of Directors has no fewer than nine (9) members or more than twelve (12) members elected from and by the active membership. The Board of Directors shall include the past president.

Section 3. Only Active Members in good standing are eligible for nomination to the Board of Directors.

Section 5. The power, duties, terms of office, and method of election of the Board of Directors are as specified in the By-laws.

ARTICLE V- Officers

The officers of the Association shall be a President, Vice President, Secretary and Treasurer. The powers, duties, terms of office, and method of election of the officers are as specified in the By-laws.

ARTICLE VI- Amendments

Section 1. Any three or more active members may propose amendments to this Constitution by submitting same in writing to the President at least sixty days prior to any regular or special meeting of the Board of Directors. An affirmative vote of at least 60 percent of the Board of Directors present and voting shall constitute adoption.

Section 2. A majority of members present at a regularly scheduled meeting may propose and pass an amendment.

BY-LAWS

ARTICLE I - Election of the Board of Directors

Section 1. Elections of the Board of Directors shall occur through in-person and authorized electronic voting methods to ensure equitable statewide participation of membership. A simple majority of all votes cast, including electronic ballots, shall determine election outcomes. Voting shall take place during the Annual VACA Conference and conclude at the end of the Annual Meeting.

Section 2. The Conference Committee shall solicit, review, and present a slate of qualified candidates for each Board vacancy through a transparent application and vetting process, made available to the membership no fewer than 30 days prior to the opening of voting.

Candidates must be active members in good standing, meet eligibility requirements established by the Board, and affirm continued compliance with all ethical and professional standards.

Board of Directors shall annually establish standardized deadlines, application formats, and required disclosures to ensure fairness and consistency across election cycles.

Section 3. All elected Board Members shall serve staggered three-year terms to promote continuity and organizational stability.

Should a vacancy occur, the President shall appoint an eligible member to serve in an interim capacity until the next scheduled election, at which time the membership shall elect a candidate to complete the remainder of the unexpired term.

Section 4. A Board Member who misses two of the quarterly Board meetings and/or Committee Meetings in one (1) calendar year without an approved excused absence shall be subject to removal by majority vote of Board members in attendance. Upon declaration of vacancy, the President shall nominate an interim replacement in accordance with vacancy procedures and appointment of said nomination requires a majority vote of Board Members present in attendance.

Excused absences shall include documented emergencies, medical limitations, legal obligations, or other circumstances deemed reasonable by majority vote of the Board.

ARTICLE II – Duties of the Board of Directors

Section 1. The Board of Directors is responsible for the strategic governance, policy direction, and operational oversight of the Association, ensuring alignment with the Association’s mission and accountability to its membership.

Section 2. The Board of Directors shall review and act upon matters submitted through established agenda procedures. The Board may consider items submitted electronically and shall maintain transparent processes for agenda formation and member input.

Decisions of the Board shall be determined by majority vote unless otherwise specified in these bylaws. All actions shall adhere to recognized parliamentary standards and documented voting procedures.

Section 3. The Board may conduct official business in person, by virtual meeting technology, or through secure electronic communication methods. All votes and actions taken electronically shall be recorded and maintained by the Secretary as part of the official Association record.

Section 4. A quorum shall consist of a simple majority of the seated Board Members. Quorum requirements apply equally to in-person and electronic meetings. No official Board action may be taken without a quorum present.

ARTICLE III – Election of Officers

Section 1. The officers of the Association shall include a President, Vice President, Secretary, Treasurer, and any additional officer positions established by the Board to support effective governance.

Section 2. Officers shall be elected annually by majority vote of the full Board of Directors at the first Board meeting following the close of Board elections. Intentionally shall be placed on maintenance of the leadership positions of President and Vice President whenever possible to maintain ongoing relationships and operations of the Board.

Officer terms shall be one year, renewable, with no limit on consecutive terms provided the member remains eligible and in good standing.

Section 3. The Board of Directors may remove an Officer for cause by a majority vote of the entire Board. Causes for removal include failure to fulfill responsibilities, misconduct, or violation of Association policies.

ARTICLE IV – President

Section 1. The President shall serve as the Chief Executive Officer of the Association, responsible for providing strategic leadership and ensuring effective governance in alignment with the Association’s mission and values.

Section 2A. Preside over all general and Board meetings, with the authority to designate the Vice President or another Officer to act as chair when appropriate.

Section 2B. Provide an annual report summarizing strategic priorities, accomplishments, and key organizational developments to the membership.

Section 2C. Serve as Chair of the Board of Directors and, in accordance with vacancy procedures, appoint interim Board Members subject to approval by majority vote of the Board.

Section 2D. Appoint the Conference Committee annually and ensure the committee operates under standardized election procedures and equity-focused practices.

Section 2E. Appoint Chairs of all standing and ad hoc committees, fill committee vacancies promptly, and ensure committees meet required reporting and meeting obligations under Article IX.

Section 2F. Serve as an ex-officio member of all committees with authority to advise, support, and ensure effective coordination across committee work.

Section 2G. Preside over Board of Directors meetings and ensure all sessions follow recognized parliamentary and governance standards.

Section 2H. The need for any Appointed Positions to the Board shall be determined by the President annually. Appointments shall be made at the first quarterly board meeting following the conference. The president may appoint up to three positions annually, those positions shall include but are not limited to a Legislative Liaison, Chaplin or Member Wellness and Resiliency Liaison, and/or Newsletter and Outreach Editor. These roles and others should be managed by active voting Board Members whenever possible to minimize appointed positions needed.

Section 2I. In the event of a tie vote in any matter requiring Board action, the President shall cast the tie-breaking vote.

ARTICLE V – Vice President

Section 1A. Assist the President in executing organizational leadership responsibilities and serve as acting President whenever the President is unavailable or delegate's authority.

Section 1B. Oversee planning and coordination of the annual conference, working collaboratively with the Conference Committee to ensure high-quality professional development and operational excellence.

ARTICLE VI – Secretary and Treasurer

Section 1A. Record and maintain accurate minutes of all Association and Board meetings, ensuring timely distribution and secure archival of official records.

Section 1B. Manage and preserve all Association records, correspondence, and documents, including electronic archives, in accordance with established retention policies.

Section 2A. Collect and manage all Association revenues, disburse funds as authorized, maintain accurate financial records, ensure timely tax filings, and provide transparent financial reporting to the Board and membership.

Section 2B. Oversee the collection of membership dues, maintain a current membership roster, and support membership verification during elections and official actions.

ARTICLE VII – Dues and Fees

Section 1. Membership dues are to be paid once annually, rendering the member in good standing for the calendar year for which the dues are paid.

Section 2. Annual dues for each membership class shall be set and reviewed annually by majority vote of the Board of Directors, informed by fiscal needs and the requirements of Article XIV: Fiscal Management.

Section 3. Membership renewal reminders will be sent to all members a minimum of twice annually before their expiration date.

Section 4. Members who remain delinquent after the final grace period shall have voting rights, eligibility for Board service, and access to member benefits suspended until dues are paid in full.

Section 5. The fiscal and membership year of the Association shall run from January 1 through December 31, aligning with annual reporting requirements described under Article XIV.

Section 6. Associate Members shall enjoy all privileges of membership except voting and eligibility for elected office. Dues for Associate Members shall be established annually by the Board under Article XIV.

Section 7. Supportive Members shall be non-voting participants and shall not hold elected office. Dues for Supportive Members shall be reviewed annually pursuant to Article XIV.

ARTICLE VIII – Memorial/Compassion Fund

Section 1. The Memorial/Compassion Fund is maintained to provide support to eligible members or to actively employed animal care and control professionals in Virginia experiencing significant personal hardship, including death, injury, significant personal loss, or serious illness as defined by Board policy.

The Outreach Committee that oversees the Memorial/Compassion Fund shall consist of three Board Members appointed annually, including either the Secretary or Treasurer to ensure financial accountability.

In the event of a member death, the Committee may authorize financial support up to an annually-reviewed limit set in accordance with Article XIV.

Support may also be granted in the event of the death of an immediate family member, subject to updated limits established annually by the Board.

Financial assistance for serious injury, significant personal loss, or illness may be provided, with maximum support amounts reviewed annually to ensure sustainability and alignment with fiscal policy.

The Treasurer shall provide an annual accounting of the Memorial/Compassion Fund at the Association's annual meeting, as required by Article XIV.

ARTICLE IX – Committees

Section 1. The Association shall maintain the following Standing Committees: Executive, Legislation and Laws, Training and Professional Development, Outreach, and Annual Conference. The President shall appoint Committee Chairs and ensure all committees meet the requirements of this Article.

Section 2 – Standing Committees

A. Executive Committee – Oversees urgent Board matters, supports the President and executive functions, and ensures governance continuity between Board meetings and oversees Board preservation and history.

B. Legislation and Laws Committee – Monitors state and federal legislation, proposes advocacy positions while ensuring to engage membership, and provides oversight for the Board Constitution and Bylaws. The Legislation and Laws Committee oversees the annual re-drafting of the VACA Law Book for publication.

C. Training and Professional Development Committee – Develops and coordinates high-quality training opportunities outside of the annual conference in accordance with VDACS and DCJS training standards, supports and works to create additional professional certification pathways for members, and oversees supporting the Shelter School.

D. Outreach Committee – Manages public education initiatives, community engagement activities, and collaborative partnerships aligned with the Association's mission. The Outreach Committee maintains VACA's social media outlets, coordinates regional representation and outreach opportunities, and oversees VACA merchandise and Memorial/Compassion Fund.

E. Conference Committee – Plans and executes the annual conference, ensuring program quality, speaker selection, and operational logistics including vendors and catering. The Conference Committee oversees annual Board nominations and voting, awards, and scholarships.

Section 3. Committee Meetings and Reporting Requirements

Each Standing Committee shall meet at least two (2) times annually outside of regular Board meetings, maintain accurate minutes, and submit written activity and progress reports to the Board of Directors no fewer than two times per year.

Committee Chairs are responsible for ensuring compliance with Article XIV when committee actions carry financial implications.

ARTICLE X – Removal and Suspension of Members

Section 1. Members may be removed from the Board of Directors and/or the Association for conduct that violates ethical standards, undermines the Association’s mission, or constitutes misconduct as defined by Board policy.

All allegations shall be reviewed by an impartial Review Committee appointed by the President, except when the President is the subject of the complaint, in which case the Vice President shall appoint the committee.

The Review Committee shall consist of three (3) Board Members to ensure due process and transparency.

Removal requires a majority vote of the entire Board of Directors following completion of the review process.

Section 2. Any Member may be temporarily suspended from responsibilities by majority vote of the Board pending conclusion of the review process outlined in Section 1.

ARTICLE XI – Procedure for Amending By-laws

Amendments to these By-laws may be proposed by three (3) or more Active Members, submitted in writing to the President at least sixty (60) days prior to any regular or special Board Meeting. Adoption requires approval by majority of the Board Members present and voting.

Amendments to the By-laws may additionally be proposed by one (1) active Board Member in good standing, submitted in writing to the President and Secretary at least fourteen (14) days prior to any regular or special Board Meeting. Adoption requires approval by the majority of the Board Members present and voting.

ARTICLE XII – Parliamentary Procedure

All business meetings of the Association shall be conducted in accordance with the most current edition of Robert’s Rules of Order unless otherwise specified by Board-approved governance policy.

ARTICLE XIII – Grievance Procedure

Section A. A grievance must be initiated within ten (10) business days of the event giving rise to the concern and must be submitted in writing to the President or designated Officer.

Section B. The Board of Directors shall respond to the individual initiating the grievance within fifteen (15) business days and may request additional information as needed.

Section C. All decisions issued by the Board following review of a grievance are final and binding.

ARTICLE XIV – Fiscal Management

Section 1. Annual Budget

The Association shall adopt an annual budget prior to the start of each fiscal year. The budget must be approved by a majority vote of the Board of Directors and shall outline projected income, expenditures, reserves, and program allocations.

Section 2. Financial Reporting

The Treasurer shall provide quarterly financial reports to the Board of Directors and an annual financial summary to the membership at the annual meeting, including the status of all accounts, reserves, and restricted funds.

Section 3. Spending Authority

Expenditures exceeding \$500 shall require prior Board approval. Routine operating expenditures within the approved annual budget may be authorized by the Treasurer and President jointly.

Section 4. Financial Controls

The Association shall maintain internal fiscal controls, including dual-signature requirements, annual reconciliation of accounts, and secure maintenance of financial records.

Section 5. Banking

All funds of the Association shall be deposited in financial institutions approved by the Board of Directors. Authorized signatories shall be designated annually.

Section 6. Restricted and Designated Funds

All restricted or designated funds, including the Memorial/Compassion Fund, shall be maintained separately and used only for their approved purposes. Annual reporting shall comply with requirements established in this Article.