

CONSTITUTION AND BYLAWS
of the DELAWARE VALLEY BRANCH of the
AMERICAN ASSOCIATION FOR LABORATORY ANIMAL SCIENCE
REVISED March 3, 2025

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Constitution

ARTICLE I Name

This organization is known as the Delaware Valley Branch (DVB) of the American Association for Laboratory Animal Science (AALAS).

ARTICLE II Affiliation

The DVB is affiliated with the AALAS and is supervised through the AALAS Executive Director. The DVB shall automatically forfeit its title and rights as a local branch if it fails to maintain at least ten voting members in good standing in the National AALAS for two consecutive years.

ARTICLE III Purpose

1. The organization is operated as a nonprofit corporation concerned with the welfare, production, care, and study of laboratory animals.
2. It sponsors and promotes professional, educational, and training programs for its members and others who are professionally engaged in the welfare, production, care, handling and use of laboratory animals.
3. It promotes fellowship and cooperation among individuals interested in animal care, welfare and use in the Delaware Valley area.
4. It cooperates with other local branches in the exchange of information and coordination of efforts regarding animal care and management.
5. It makes local arrangements for annual meetings of the National AALAS when these sessions are sponsored at sites within their local jurisdiction.
6. It holds at least one meeting annually for the conduct of business, as well as for the presentation and discussion of matters of professional and scientific interest.

ARTICLE IV Membership

1. Any person or institution professionally concerned with the production, care, welfare and study of laboratory animals is eligible for membership in the DVB-AALAS.
2. The privilege of voting and participating in the business sessions is vested only in those members of the DVB-AALAS who are in good standing. In all cases where the President's vote would affect the result, or where the vote is by ballot, the President is expected to vote.

ARTICLE V Officers & Trustees

All officers must be members of the DVB and voting members of the National AALAS.

The officers of this organization are the:

1. President
2. President-elect
3. Secretary
4. Treasurer.

5. The District Trustees and Alternate Trustee of District #2 if DVB is their home branch.

ARTICLE VI Board of Directors

The Board of Directors of DVB consists of the President, the Immediate Past President, the President-elect, the Secretary, the Treasurer, the four counselors, , the Chairpersons of all standing committees recognized in Chapter IX of the bylaws, the District Trustee and Alternate Trustee if DVB is their home branch.

ARTICLE VII Bylaws

The DVB shall establish bylaws and may amend or change them as required according to the provisions of Article VIII.

ARTICLE VIII Amendments

1. An amendment or change to the Constitution or Bylaws may be proposed by four (4) members of the Board of Directors or by at least ten (10) active members of the DVB and must be submitted in writing to the President at a business meeting of the DVB. Proposed amendments shall be entered in the minutes with the names of the members who proposed it. The proposal shall be presented for a vote at the next scheduled meeting of the DVB. Approval by two thirds of the members present and voting shall be required for adoption of an amendment to the Bylaws when a quorum is present at a general meeting.
2. An amendment or change to the Constitution or Bylaws becomes effective immediately upon adoption.

ARTICLE IX Branch Assets

The DVB-AALAS is organized to function in perpetuity, however, in the event of dissolution of the DVB, its property and assets shall be distributed for educational purposes to PSBR and/or other similar institutions or organizations as determined by the Board.

Bylaws

CHAPTER I Membership

1. The fiscal year for payment of dues and financial transactions will be from January 1 to December 31. New membership dues paid after September 30 will be credited to the next fiscal year. Members whose dues remain unpaid for thirty (30) days following receipt of billing in the current fiscal year shall be considered not in good standing. Failure to pay dues by March 31st will result in removal from the active member list.
2. Membership may be revoked for actions considered contrary to the stated purpose of this organization. Charges of adverse actions must be submitted in writing to the Board of Directors and any member so charged will be given a hearing before the Board. If a majority of the Board of Directors agrees that the charges are supported by the evidence presented, the membership shall be revoked.
3. Individuals who have made significant contributions to laboratory animal care and welfare may, upon nomination by the Board of Directors and election by the voting members, become Honorary Members of the DVB and shall be exempt from payment of dues. Not more than one Honorary Member may be elected within a fiscal or business year.
4. Any member who has reached 65 years of age and has been a continuous member in good standing for 10 years shall be granted Life Membership in DVB with all rights and privileges and shall be exempt from dues.

CHAPTER II Voting Power

The privilege of voting and participating in the business sessions is vested only in those members of the DVB-AALAS who are in good standing. In all cases where the President's vote would affect the result, or the vote is by ballot, the President is expected to vote.

CHAPTER III Officers

1. President: The President's duty is to preside at business, professional and scientific meetings of the DVB and at meetings of the Board of Directors. The President shall convene the Board at least twice each year and as often as the business of the DVB may require its action.
2. President-Elect: In the absence of the President, the President-elect acts as the presiding officer. President-Elect will assume Presidency at the end of the President's term.
3. Secretary: The Secretary keeps the minutes of the meetings of the DVB and Board of Directors and reads or distributes them at the next meeting of the DVB or Board [in a manner determined by the BOD]. The Secretary is responsible for notifying members of the Board of meetings and informing the Board on all matters that have come to the Secretary's attention, and which require consideration by the Board.
In addition, each year the Secretary supplies the Executive Secretary of National AALAS the names of DVB officers within three weeks of their elections, and promptly notifies the AALAS office of any changes of said officials. The Secretary also supplies membership lists annually to National AALAS.
4. Treasurer: The Treasurer keeps all financial records, receives membership dues, all

interest accruing and paid on invested or other funds of the DVB, and all other donations or income to the DVB. The Treasurer also presents a statement of the current income, disbursements, obligations, and current balance to the membership at each meeting. The Treasurer pays all bills against the DVB subject to provisions of the Board of Directors listed in Chapter IV, paragraph (4), and shall be bonded to the amount determined by the Board. The Treasurer also notifies the bank each year of the new officers of the DVB and obtains the necessary signatures for banking transactions.

In addition, the Treasurer files an annual information return, as a tax-exempt educational organization, with the Internal Revenue Service, maintains an insurance policy for liability and property damage.

5. District Trustees residing in the DVB area who are current DVB members are also considered Officers, whose duty is to relay concerns from the Branch to the National BOT.

CHAPTER IV Board of Directors

1. Meeting - The Board shall meet at the call of the President at least twice each year, or at such times as it may decide. If, however, six members of the Board present a written request to the Secretary for a meeting of the entire Board, it is the Secretary's duty to issue a call for such a meeting.

2. Approval of Funds - Individual officers of the DVB may approve payment of any bill incurred up to \$1000.00. All committee budgets and expenses not included in committee budgets over \$1000.00 shall be approved by the general membership.

3. Acceptance of the Secretary's minutes and Treasurer's report at each meeting shall constitute general membership approval for expenses listed, unless otherwise stated by the membership.

CHAPTER V Counselors

1. Counselors shall be appointed by the President. Two Counselors are appointed in one year and two are appointed in the next year, alternating years to stagger appointments. Counselors must have been participating members of the DVB for at least 8 years, and a voting member in good standing of National AALAS, unless otherwise approved by the Board.

2. Should a President be re-elected as President-elect, then only one Counselor may be appointed during the succeeding term; the other Counselor to be selected (if it is a year where two Counselors are to be appointed) during that term shall be appointed by the Board of Directors with the President not voting on the selection.

3. In the event of a vacancy among the appointed Board members, the President shall name an interim appointee to serve during the unexpired term. All appointed counselors must be members of the DVB and of the National AALAS.

CHAPTER VI Terms of Office

The term of office for the President, President-elect, Immediate Past President, and Committee Chairpersons is one year. The President-elect serves as President in the year following the election as President-elect. The Secretary, Treasurer and Trustees serve for a three-year term.

Counselors and the Historian serve a two-year term of office. All Board members may be reelected or re-appointed. If an office becomes vacant the President shall appoint an appropriate person to fill the vacancy for the duration of the unexpired term. In the circumstances of the Treasurer or Secretary, who serve 3-year terms, if the unexpired term is longer than one year, the President may choose to call a special election for that office, in which case the person elected to fill the vacancy shall serve a normal term for that office. Such special elections shall be held at the same time and under the same circumstances as regular elections. (See CHAPTER VII).

CHAPTER VII Election by Ballot

The election of Officers is conducted by ballot in April of each year. Thirty (30) days will be allowed for the return of ballots or electronic voting. The candidate for each office who receives the greatest number of votes shall be decided elected. The elected officers begin their organizational responsibilities effective July 1st. In the case of a tie, a run-off election for that position shall be held at the discretion of the Board.

CHAPTER VIII Trustee Districts

The DVB is in Trustee District #2, which includes the states of Pennsylvania, Delaware, West Virginia, and New Jersey. Each Trustee District elects one trustee and an alternate Trustee to serve on the National AALAS Board of Directors for a three-year term. Each Trustee is elected by National AALAS members from within their District. Branch members holding National membership vote only in the Trustee District in which the branch is located. A member belonging to more than one branch shall vote only in the branch in the District where employed.

If National AALAS changes the structure of the board, or methods of election, the changes will replace those above.

CHAPTER IX Quorums

1. Twelve (12) members in good standing constitute a quorum for the consideration of business at any meeting of the DVB.
2. For the transaction of business outside of a meeting requiring a member vote, one third of the members in good standing constitute a quorum, with a four-week period allowed for the return of ballots.
3. At any meeting of the Board of Directors, one half of all the elected or appointed members constitute a quorum.

CHAPTER X Committees

1. Each Chairperson and members of their committee must be members of the DVB.
2. Program Committee - The Chairperson is appointed annually by the President and shall become a member of the Board of Directors. The Chairperson may appoint another committee members and shall plan and present all programs for local meetings.
3. Education and Networking Committee - The Chairperson is appointed annually by the President and becomes a member of the Board of Directors. The Education Committee is responsible for organizing, planning, and presenting the training programs in laboratory animal care and welfare. The Chairperson shall appoint at least two other members to the committee.
4. Publicity and Membership Committee - The Chairperson is appointed annually by the President and becomes a member of the Board of Directors. The Chairperson may appoint other members to the committee. The committee is responsible for disseminating information

concerning the DVB to appropriate individuals and organizations, and also accepts and solicits applications for membership in both the DVB and the National AALAS. The Chair keeps a corrected list of members and supplies the Executive Secretary of National AALAS the names of DVB members yearly.

5. Nominating Committee - The outgoing president serves as the Chairperson of this committee. Two other members of the committee are appointed by the Chairperson. At the February meeting of the DVB, the Committee proposes a slate of at least two candidates for all offices to be filled. Candidates must be members in good standing of the DVB and National AALAS and have adequate branch experience to effectively fulfill their duties as officers of the DVB. Further nominations shall be accepted from the floor and all nominations are closed at the adjournment of the February meeting. Prior to the February meeting, the Chair shall announce the program of Nomination, including those offices to be voted on. The Committee shall tally all ballots and report results by the May meeting.
6. Awards Committee - The Chairperson is appointed annually by the President and becomes a member of the Board of Directors. The committee solicits nominations from the general membership for various awards presented from both local and National sources. The Chairperson shall promote and encourage the submission of deserving candidates and act as the sponsor for the DVB "J. J. Noonan Scholarship Award", presented to students from area schools which offer programs or degrees in laboratory animal science or towards a laboratory animal science career. As an appendage to the Bylaws, the Chairperson shall maintain a current listing of all awards offered through this committee, and update it as needed to accommodate additions or deletions.
7. Public Outreach/ Regulatory Affairs Committee- The Chairperson is appointed annually by the President and becomes a member of the Board of Directors. The committee is responsible for keeping the membership informed of all new proposed or impending regulations and legislation that concerns laboratory animals, and any other pertinent animal welfare activities.
8. Chairpersons of such other committees as may from time to time be authorized by the Board of Directors or general membership, shall be appointed by the President. The duties of these committees shall not duplicate any duties of existing committees.