



NORTH AMERICAN EEHV ADVISORY GROUP BYLAWS

AUGUST 2024

ARTICLE I – NAME

This organization shall be known by the name of “North American EEHV Advisory Group.”

ARTICLE II – OBJECTIVES

The North American EEHV Advisory Group functions as a cross-disciplinary husbandry, medicine, research, and outreach team that connects efforts to prevent elephant deaths from EEHV globally.

The mission of the North American EEHV Advisory Group is to be at the forefront of EEHV knowledge, advancing best practices for prevention, diagnosis, and treatment of EEHV.

ARTICLE III – DURATION

The duration of the North American EEHV Advisory Group shall be considered perpetual.

ARTICLE IV – PROPERTY

The Advisory Group is not formed for pecuniary profit or gain. In the event of dissolution, funds of the Advisory Group shall be distributed to The International Elephant Foundation, should it qualify as a tax-exempt organization existing for non-profit purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. If The International Elephant Foundation does not qualify, or no longer exists, then upon dissolution of the Advisory Group, assets shall be distributed to one or more tax-exempt or non-profit organizations existing within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. This distribution, to which group and in what amounts, will be determined by a majority vote of the Executive Committee.

ARTICLE V – MEMBERSHIP

- A. The Advisory Group will be comprised of up to thirty-one (32) members and up to five (5) international liaisons.
 - 1. MEMBERS– serve as subject matter experts and help guide the work of the Advisory Group.
 - a. TERM – All members shall serve a three (3) year term on the Advisory Group, with the option to extend their membership for additional terms.
 - b. Members must attend one Advisory Group meeting annually.
 - 2. INTERNATIONAL LIAISONS – share information with regards to advancing the global knowledge base of EEHV.
 - a. Participation is voluntary but still subject to expectations set forth for Advisory Group members.
 - b. International Liaisons must attend one Advisory Group meeting annually.
 - c. International liaisons are non-voting members of the Advisory Group.

ARTICLE VI - CODE OF PROFESSIONAL ETHICS

- A. All members of the Advisory Group shall maintain a high standard of moral and professional conduct. Members must maintain confidentiality and trust among fellow members of the Advisory Group and members of the elephant and veterinary community. Conduct not considered to be moral or professional, by generally accepted standards, shall be considered unethical and could result in membership being rescinded.

ARTICLE VII - EXECUTIVE COMMITTEE

- A. The Advisory Group Executive Committee shall be comprised of up to seven members. The members of the Executive Committee shall be assigned to one of each of the following offices: Executive Committee Chair, Executive Committee Vice Chair, Secretary, Treasurer, or Committee Liaison.

B. SELECTION OF EXECUTIVE COMMITTEE MEMBERS

1. Members of the Executive Committee shall be nominated by the other members of the Executive Committee, Committee Chairs, or from the general Advisory Group membership.
2. Nominated members must receive a majority vote from general Advisory Group membership, followed by a unanimous vote by the existing Executive Committee members.
3. TERM
 - a. Executive Committee members are permanent members of the Advisory Group until they resign or receive a unanimous vote of no confidence from the Advisory Group Board of Directors.
 - b. Any Executive Committee vacancies shall be replaced within six (6) months of vacancy date.

C. DUTIES OF EXECUTIVE COMMITTEE

1. The Executive Committee shall function as the administrative body of the Advisory Group and be responsible for strategic planning and goal setting, support of scientific programming, member selection, and finance management.

D. SELECTION OF EXECUTIVE COMMITTEE OFFICES

1. Executive Committee Offices shall be filled by the existing members of the Executive Committee.
2. TERM- each office shall require a three (3) year term. After the completion of a term, the Executive Committee can decide to place different members of the Executive Committee into each office.

E. DUTIES OF EXECUTIVE COMMITTEE OFFICES

1. EXECUTIVE COMMITTEE CHAIR - must be filled by someone with a thorough knowledge and understanding of the goals, objectives, and mission of the Advisory Group.
 - a. Coordinate and oversee general operations of the Executive Committee and the Advisory Group as a whole.

- b. Act as a liaison between the Advisory Group and other professional organizations/associations.
 - c. Preside over all Executive Committee meetings and Board of Directors meetings.
 - d. Preside over general Advisory Group meetings.
 - e. Serve as a member of the Board of Directors.
- 2. EXECUTIVE COMMITTEE VICE CHAIR - must be filled by someone with a thorough knowledge and understanding of the goals, objectives, and mission of the Advisory Group.
 - a. Work closely with the Executive Committee Chair to learn the responsibilities of the job of the Executive Committee Chair.
 - b. Take over the duties of the Executive Committee Chair if the Chair is absent or unable to perform the duties of that office.
 - c. Serve as a member of the Board of Directors.
- 3. SECRETARY
 - a. Record the minutes of all Executive Committee meetings, Board of Directors meetings, and general Advisory Group meetings.
 - b. Conduct general correspondence with Advisory Group members.
 - c. Keep an accurate record of the names and contact information for all members of the Advisory Group.
 - d. Appoint a temporary Secretary to take the minutes of any meeting at the Secretary is unable to attend.
 - e. Serve as a member of the Board of Directors.
- 4. TREASURER
 - a. Create an annual operating budget for the Advisory Group for approval by the Executive Committee.
 - b. Maintain a record of all Advisory Group financial transactions and account balances.
 - c. Supervise accounting procedures of all Standing and Ad Hoc Committees.

- d. Serve as a member of the Board of Directors.
- 5. COMMITTEE LIAISONS- each Committee Liaison will be appointed by the Executive Committee Chair as liaison to one or more of the Standing and Ad Hoc Committees.
 - a. Liaise with appointed Advisory Group Committee Chairs/Vice Chairs regarding all committee activity.
 - b. Maintain communication with the Executive Committee about appointed committee activity.
 - c. Serve as members of the Board of Directors.

ARTICLE VIII – BOARD OF DIRECTORS

- A. The Board of Directors shall be comprised of all members of the Executive Committee and all Standing and Ad Hoc Committee Chairs.

ARTICLE IX – STANDING COMMITTEES

- A. The Chair and Vice Chair of each Standing Committee shall be self-nominated, nominated by a general member of the Advisory Group, or nominated by the Board of Directors. Chairs and Vice Chairs nominations should come from within each respective committee. Approval of Chairs and Vice Chairs must be approved by a majority vote of the Board of Directors.
 - 1. Each Committee Chair/Vice Chair shall direct all Committee business and maintain a permanent record of all committee activities, which will be turned over to a successor at the completion of the term as Chair/Vice Chair. A copy of all committee records must be filed with the Secretary annually.
 - 2. The Committee Chair shall appoint committee members as necessary for completion of the duties assigned to that committee. All pertinent expenditures and fees collected must be documented and submitted to the Treasurer in a timely fashion by the Committee Chair.
- B. OUTREACH COMMITTEE – shall be responsible for:

1. Maintaining current EEHV-related information for dissemination.
- C. RESEARCH COMMITTEE – shall be responsible for:
 1. Collating and disseminating EEHV-related research goals.
- D. SCIENTIFIC PROGRAM COMMITTEE – shall be responsible for:
 1. Planning agenda and content for all Advisory Group meetings, symposia, workshops, and/or conferences.
- E. GUIDELINES AND RESOURCES COMMITTEE – shall be responsible for:
 1. Creating and maintaining updated and comprehensive scientific resources related to EEHV, creating and maintaining updated EEHV-related guidelines, and creating and maintaining a database of EEHV-related resources to aid with treatment of EEHV cases.
- F. Ad Hoc Committees may be created as needed by the Executive Committee. Ad Hoc Committees will operate with a Committee Chair, Committee Vice Chair, and additional committee members, and must follow the same standards set forth for each of the Standing Committees.

ARTICLE X – MEETINGS

- A. The Advisory Group shall meet virtually biannually and in-person every other year.
- B. The Advisory Group shall host EEHV-related symposia/workshops every two (2) to three (3) years, either virtually or in-person.
- C. Institutions desiring to host in-person Advisory Group meetings or EEHV-related workshops/symposia shall submit their interest and a letter of support from the facility's Executive Director to the Executive Committee, no later than one (1) year prior to the meeting date. The location of each meeting shall be selected by a majority vote of the Board of Directors.

ARTICLE XI – VOTING FOR ADVISORY GROUP BUSINESS

- A. A majority vote will be required for any Advisory Group business items to pass, either within the Executive Committee, the Board of Directors, or the general membership.

- B. A “majority vote” is defined as two-thirds of the group voting on the respective measure.
- C. International liaisons are non-voting members of the Advisory Group.

ARTICLE XII – REVISION OF BYLAWS

A. Amendment of Bylaws

1. The bylaws of the Advisory Group may be amended only at an annual meeting. Proposed amendments can be submitted by any Advisory Group member to the Secretary. Amendments must be approved by a majority vote of the members present and voting, and by any absentee ballots received by the Secretary prior to the annual meeting.
2. International liaisons are non-voting members of the Advisory Group.

b. Suspension of Bylaws

1. The bylaws may be suspended at any annual meeting when a motion for suspension is presented and passed by a majority vote of the members present and voting.

ARTICLE XIII – REMOVAL

A. REMOVAL OF ADVISORY GROUP MEMBERS (INCLUDING COMMITTEE VICE CHAIRS, CHAIRS, AND EXECUTIVE COMMITTEE MEMBERS)

1. Membership in the Advisory Group can be rescinded at any time during the term for the following reasons.
 - a. Failure to meet performance expectations
 - b. Violation of the Advisory Group’s Code of Professional Ethics
2. Membership in the Advisory Group can be re-evaluated at any time during the term for the following reasons
 - a. Change of employment resulting in lack of institutional support and/or conflicting ideologies on elephant management

3. Concerns about membership can be brought to the Board of Directors by any member of the Advisory Group. Members can be removed from the Advisory Group by a majority vote of the Board of Directors.

APPROVAL PROCESS - On 10/4/24, votes were tallied via online voting system and the Bylaws were approved by all voting members of the North American EEHV Advisory Group.

Additionally, all NA EEHV Advisory Group members, including International Liaisons, agreed to abide by Bylaws via online voting system.