

	Current	Proposed	Rationale
<b>Establishment of Certification Council</b>	Certification-related decisions are currently the responsibility of the ACVIM Board of Regents.	Certification Council. The <a href="#">Certification Council</a> shall be composed of one member from each specialty group and one member of the general public. The ACVIM CEO, Senior Director for Certification and Accreditation and Certification Liaison serve as ex-officio, non-voting members. Members shall serve for a single term of four (4) years. The Certification Council shall be responsible for essential certification-related decisions, including certification eligibility requirements, examination content, structure, and passing scores, and maintenance of certification requirements.	As shared by the Transformation Task Force, the establishment of an autonomous body for certification related decisions minimizes conflicts of interest, aligns with national standards for high stakes exams, and allows the ACVIM Board of Regents to focus its time and attention on larger issues facing specialty medicine.
<b>Members-At-Large</b>	The Board of Regents will include three (3) elected At-Large members, one of which will be an active diplomate within the specialty of Large Animal Internal Medicine, one of which will be an active diplomate within the specialty of Small Animal Internal Medicine, and the third of which will be an active diplomate in private practice, who may be a member of any specialty.	The Board of Regents will include two (2) additional Regents (“Members At Large”) elected by the Voting Members.	This recommendation eliminates any specialty designation or role from the definition of the Member-At-Large role, making this position consistent with the intent and definition of an “at-large,” member. This gives members more choice in selecting the Member-At-Large, while giving the Governance Committee the duty to ensure that the ballot includes candidates that are representative of the entire membership. The decrease from three Members-At-Large to two reflects the feedback from the Board of Regents on the best overall Board structure.
<b>Executive Committee Composition</b>	The members of the Executive Committee will consist of the Chair, President, President Elect, a specialty president, the Chief Executive Officer, the Treasurer, the Immediate Past-Chair, and the Professional Liaison. The CEO, Treasurer, and Professional Liaison are non-voting, ex-officio members of the Executive Committee.	The Executive Committee shall be composed of the chair, immediate past chair, president, president-elect, treasurer and one specialty president. The certification liaison shall serve as ex-officio non-voting member of the Executive Committee.	The proposed new language reflects two changes; the first makes the Treasurer a voting member of the Executive Committee, reflecting the importance of the financial leader in Executive Committee decisions. The second change is to remove the CEO from the Executive Committee, in order to allow the committee to have sensitive discussions that should be reserved for certain members of the Board of Regents.
<b>Immediate Past Chair voting rights</b>	The voting members of the Board will be composed of the Chair of the Board, College President, and President-Elect of the College and additional members. The additional voting members will be as follows: The President of each of the specialty groups (elected by each individual specialty) and three at-large members elected by a vote of the entire membership.	The voting members of the Board of Regents (the “Voting Regents”) shall be the chair, immediate past chair, president, president-elect, treasurer, the president of each College specialty group, and Members-At-Large.	The current governance structure gives the Immediate Past Chair (IPC) voting rights on the Executive Committee (EC) but does not give that same right as a member of the Board of Regents. This proposed change allows the IPC to have the same rights on both the EC and Board of Regents
<b>Clarifying automatic succession of the President-elect</b>	The Chair of the Board, the President, the President-Elect, and the At-Large Members of the College will be active Diplomates elected by a vote of the entire membership. It is expected, but not required, that continuity of administration will be attained by the President moving up to Chair of the Board, and the President-Elect to President.	The president-elect shall be elected by a plurality vote of the Voting Members as set forth in Section 6.4. The president-elect shall automatically succeed to the office of president at the end of the president-elect’s term, or upon a vacancy in the office of president for any reason, and then shall automatically succeed to the office of chair, and then to immediate past chair.	As currently written, the bylaws leave room for interpretation as to leadership succession path. The proposed revisions make clear the intent and practice of the leadership progression.
<b>Treasurer voting rights</b>		The voting members of the Board of Regents (the “Voting Regents”) shall be the chair, immediate past chair, president, president-elect, treasurer, the president of each College specialty group, and Members-At-Large.	The proposed change makes the Treasurer a voting member of the Board of Regents, reflecting the importance of financial stewardship in the Board’s overall decision making. This does not change the qualifications for the Treasurer position, which still require the person to be an active Diplomate.
<b>Removal language</b>	There is no language in the current bylaws that describe how a member of the Board of Regents can be removed.	Members At Large/Elected Officers may be removed, with or without cause, by a vote of the Voting Members either at a duly called Member Meeting or by written ballot by the affirmative vote of at least two-thirds of the Voting Members where a quorum is present. Appointed Regents and Officers may be removed, with or without cause, by the Board of Regents at a duly called meeting.	The language reflects the principle that elected Board members may only be removed by a two-thirds vote of the members. Appointed members – the Treasurer, Certification Liaison, and CEO – may be removed by the Board of Regents. This ties the right to remove with the right to elect or appoint.