



## **REGION GOVERNANCE POLICIES**

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### **TABLE OF CONTENTS**

GENERAL	PAGE
SECTION I. NAME & BOUNDARIES	3
SECTION II. OBJECTIVES	4
SECTION III. MEMBERSHIP	4
SECTION IV. OFFICERS AND TERM OF OFFICE	5
A. Board of Officers	
B. Responsibilities and Definitions	
C. Nomination of Officers	
D. Election of Officers	
E. Vacancies in Office	
SECTION V. REGION BOARD OF DIRECTORS	9
SECTION VI. CHAPTER/STATE/PROVINCIAL REPRESENTATIVES	9
SECTION VII. ALLIED REPRESENTATIVE	10
SECTION VIII. REGION AND CHAPTER MEETINGS	10
SECTION IX. FINANCE	14
SECTION X. BYLAWS AND GOVERNANCE POLICIES PREVAIL	16
SECTION XI. AMENDMENTS	16
SECTION XII PARLIAMENTARY AUTHORITY	16



## REGION GOVERNANCE POLICIES

### GENERAL

Region policies, as adopted or amended to govern the business or conduct of Region members, shall not conflict with the Bylaws or Governance Policies of the International Association of Venue Managers (IAVM). Bylaws and Governance Policies addressed by IAVM, but not addressed herein shall be deemed to be included.

### IAVM MISSION STATEMENT

To educate, advocate for, and inspire public assembly venue professionals, worldwide.

### SECTION I - REGIONS AND BOUNDARIES

Regions and boundaries are set by the IAVM Board of Directors as specified in Article IV of the IAVM Bylaws.

Region 1: Entire states of Maine, New Hampshire, Vermont, Massachusetts, Rhode Island, Connecticut, New Jersey, Delaware, Maryland, District of Columbia. That Portion of New York east of a north-south line extending from Clayton on the north to Binghamton on the south, both cities to be considered Region 1. That portion of Pennsylvania south and east of a northeast-southwest line extending from the northeast corner of the junction of Pennsylvania-New York to the junction of the southern Pennsylvania line with the northwestern-most boundary of Maryland. The Canadian provinces of Quebec, New Brunswick, Nova Scotia, Newfoundland and Prince Edward Island and the continent of Africa.

Region 2: Entire states of Ohio, Indiana, West Virginia, Kentucky. That portion of New York west of a north-south line extending from Clayton on the north to Binghamton on the south. That portion of Pennsylvania north and west of a northeast-southwest line extending from the northeast corner of the junction of Pennsylvania-New York to the junction of the southern Pennsylvania line with the north-western-most boundary of Maryland. The lower portion of Michigan. The Canadian province of Ontario with the exception of Thunder Bay, ON

Region 3: The following states: North Dakota, South Dakota, Minnesota, Wisconsin, Illinois, Iowa, Missouri, and Nebraska. The upper peninsula of Michigan, and the city of Thunder Bay, ON.

Region 4: The following states: Washington, Oregon, Idaho, Montana, Alaska, and Wyoming. The Canadian provinces of British Columbia, Saskatchewan, Manitoba, Alberta, Yukon Territory and Northwest Territories.

Region 5: The following states: Virginia, Tennessee, North Carolina, South Carolina, Mississippi, Alabama, Georgia, Florida, and Louisiana. Central and South America.

Region 6: The following states: New Mexico, Colorado, Oklahoma, Arkansas, Texas, and Kansas. The country of Mexico.

Region 7: The following states: Arizona, California, Hawaii, Nevada, and Utah.

Region IAVM-VMA Asia/Pacific: Includes Australia, New Zealand, New Guinea, Indonesia, Brunei, Singapore, the Philippines, Kuala Lumpur, Burma, Thailand, Hong Kong, China, Laos, Vietnam and Cambodia.

## SECTION II – OBJECTIVES

A. The objective of the Region shall be to:

1. Work closely with the IAVM HQ office while retaining the autonomy of the Region as provided in the IAVM Bylaws and policy manual;
2. Establish policies and procedures consistent with those of the International Association of Venue Managers;
3. Serve as a conduit for communication between the IAVM HQ office and the Region, communicating the needs and concerns of members to the Board of Directors and carrying the message of the Board of Directors to the Region members;
4. Facilitate the growth of Chapter participation through coordinated outreach and educational and networking opportunities at the Chapter and Region level;
5. Facilitate the growth of the industry through the education of members and the development and distribution of "best practice" knowledge.

### SECTION III – MEMBERSHIP

- A. All members of the International Association of Venue Managers in good standing and residing, in either their place of business or residence, within the boundaries of the region are deemed members of the Region. Members may claim membership in only one Region.
- B. Eligibility for IAVM membership shall be as specified in Article III of the IAVM Bylaws.

### SECTION IV – OFFICERS AND TERM OF OFFICE

- A. The Region shall be managed by an Executive Committee, which shall include the following five positions or Officers:
  1. A Region Director elected, by the voting members of the Region, for a two – year term and not eligible for successive re-election.
  2. An Assistant Region Director elected, by the voting members of the Region, for a two-year term, eligible for ascension to Region Director subject to a confirmation vote, and not eligible for successive re-election.
  3. A Treasurer, elected by the voting members of the Region, for a two-year term, eligible for ascension to Assistant Region Director and Region Director subject to a confirmation vote, and eligible for successive re-election.

4. A Secretary, elected by the voting members of the Region, for a two-year term, eligible for ascension to Assistant Region Director and Region Director subject to a confirmation vote, and eligible for successive re-election.
5. Immediate Past Director
6. The terms of the office shall begin at the start of *VenueConnect* - the Annual Conference and Trade Show or July 31 if there is no annual conference in that calendar year.
7. Some Regions may opt to combine the role of Secretary and Treasurer, but typically there are five (5) officers in a Region.

## B. RESPONSIBILITIES AND DEFINITIONS

1. Immediate Past Director—The Immediate Past Director is an ex-officio member and serves to maintain continuity. He/she may serve as advisor and assist as needed.
2. Region Director— The Region Director shall direct the Region’s activities and supervise the planning of and chair all business and general meetings of the Region; maintain communications with the Region members concerning Association activities and other matters of interest; conduct the affairs of the Region in a lawful way and in strict accordance with the IAVM Bylaws and governance policies established by IAVM. The Region Director is a member of the IAVM Board of Directors. The Region Director shall appoint positions and committees they deem necessary to carry on the business of the Region. The Region Director is an ex-officio member of all Region committees. The Region Director shall submit reports to the IAVM Board of Directors and IAVM staff using such format and deadlines as requested by same.
3. Assistant Region Director— The Assistant Region Director assists the Region Director in the development, coordination and communication of all Region activities. The Assistant Region Director shall have all the power and perform all the duties of the Region Director in the absence of the Region Director. The Assistant Region Director is specifically responsible for development and coordination of Regional meetings.
4. Region Treasurer – The Treasurer shall have responsibility for maintaining all financial records of the Region and for reporting all financial transactions to the Region Director and the IAVM President & CEO, in accordance with the policies and procedures established by the IAVM Board of Directors. The Treasurer

shall provide a detailed report to the membership at least once each year at the annual conference on the financial state of the Region.

5. Region Secretary – The Secretary is responsible for maintaining meeting minutes and the records for the Region. This position may also oversee the development (with the help of a committee) of Region official documents including Guidelines, Scholarship application procedures and criteria, etc. for adoption by the membership. The Secretary may also be responsible for the production of Region newsletters or other official publications.
6. Region Meeting Local Host Member(s) – Responsible for coordination and implementation of Regional meetings, facilities and accommodations, developing financial assistance and sponsorship of program and social activities, and for assisting the Assistant Region Director in development of the Region meetings.
7. Each of the responsibilities noted above may be delegated to volunteers at the discretion of the Region Director. If the Region desires, additional officers of the Region may include Committee Chairs, Chapter or State Representatives, and an Allied Representative.

#### C. NOMINATION OF OFFICERS

1. At the business meeting marking the start of the final year in office, the Region Director shall appoint a Nominating Committee. The purpose of the Nominating Committee shall be to assemble a slate of candidates for consideration by the Region membership for election to the offices enumerated in Section IV. The slate shall contain at least one name for each office identified in Section IV. The slate of officers shall be presented to the Region membership a minimum of 30 days prior to the IAVM general election. IAVM HQ may be requested to administer the Regional election, if conducted electronically.
2. The nominating Committee shall consist of a minimum of three members in good standing and shall include up to five voting members in good standing. This committee will have at least two past Region Directors in good standing. No member of the committee may seek or be nominated for any office being considered.
3. In selecting members for nomination, the Committee shall:
  - Seek nominations from the membership.
  - Request assistance from current region leadership and/or IAVM membership team for member information, i.e. email list, volunteer roles.
  - Consider a process of promotion of officers already holding office.

- Seek candidates who have demonstrated a commitment to IAVM through their participation in meetings, volunteer opportunities, teaching and other activities beneficial to IAVM.
  - Seek candidates with a good reputation within the industry.
4. In evaluating candidates for nomination, the Committee shall consider:
    - Active participation at the Chapter, Region and Association level which may include participation in educational sessions as a lecturer, panelist or instructor; participation as a committee member or committee chair; participation in meeting planning for either Chapter, Region or Association meetings.
    - General professional reputation within the Region or Chapter including the reputation of the candidate's business acumen, leadership and organizational abilities.
    - The potential candidates expressed commitment to devote the time and energy necessary to fulfill the duties of the office for which they are being considered, including travel as may be required.
    - Candidates must make a commitment to abide by the IAVM Code of Ethics.
  5. The Committee may use evaluation methods such as interviews or questionnaires. Such interviews should be either in person or by electronic means, provided that the full committee is present for all interviews and reviews all questionnaires.
  6. In considering nominees for office, the Committee shall evaluate prospective candidates using the following suggested criteria:

#### Region Director

- Shall not serve more than one (two-year) term. After an absence of two years from office a member may again be nominated as Region Director.
- Previous service as the Assistant Region Director.
- Active participation in IAVM at these levels: Association, Region and Chapter activities.
- Minimum of three years as an IAVM member.
- Willingness to serve entire term.
- Background knowledge of IAVM structure, goal, philosophy and mission.
- Evidence of job stability.

#### Assistant Region Director

- Shall not serve more than one (two-year) term. After an absence of two years from office a member may again be nominated as Assistant Region Director.
- Minimum of three years as an IAVM member.



- Active past participation in Region and preferably Association activities.
- Willingness to serve entire term and to serve as Region Director in the future, if elected.
- Evidence of job stability.

#### Secretary

- Minimum of three years as an IAVM member.
- Active participation in IAVM Association, Region and Chapter activities.
- Willingness to serve entire term.
- Evidence of job stability.

#### Treasurer

- Minimum of three years as an IAVM member.
- Active participation in IAVM Association, Region and Chapter activities.
- Willingness to serve entire term.
- Evidence of job stability.

7. Allied members are eligible to serve on the Region Executive Committee in any capacity, subject to all of the eligibility criteria and considerations.

### D. ELECTION OF OFFICERS

1. The slate of officers shall be distributed to all members a minimum of no later than May 1<sup>st</sup> and at least 30 days in advance of the IAVM general election date.
2. The IAVM general election date shall be no later than **June 10** but at least 90 days in advance of the first day of the annual conference.
3. Region voting shall be in person at a scheduled region meeting or by electronic means with oversight by the IAVM HQ office as described in the IAVM Bylaws Article V.3.
4. If electronic voting is implemented, election polls will remain open for a minimum of 14 days with election results disclosed within 7 days of the polls closing.
5. Elected officers shall assume their office at the start of the annual meeting or on July 31 of that year should no annual meeting occur.

### E. VACANCIES IN OFFICE

1. Should for any reason the position of Region Director become vacant during a term of office, the IAVM Board Chair shall promptly appoint the Assistant

Region Director to fill the vacancy for the unexpired balance of the term. A member so appointed may stand for election to the office for a full term at the next election cycle.

2. Should the position of Assistant Region Director, Secretary or Treasurer or any other elected Region office become vacant, the Region Director will appoint a qualified member from the Region to fill the unexpired term. A member so appointed may stand for election to the office for a full term at the next Region election for the office.

## SECTION V – REGION BOARD OF DIRECTORS

Each Region may opt to expand its leadership team with a Board of Directors.

The composition of the Region Board of Directors should provide for a broader base of representation for the Region membership, and shall consist of Chapter/State/Provincial representatives and other membership category representatives as deemed appropriate by the Region Executive Committee.

The mandate and function of the Region Board of Directors shall be determined by the Region Executive Committee and at all times must conform with IAVM Bylaws, Policies and Procedures.

The Region Executive Committee shall consist of the Region officers and the immediate past Region Director who is still valid within the Region. This committee shall function as an advisory committee on Region business between meetings and in extraordinary or emergency situations.

Meetings of the Region Executive Committee may be held by conference call or other electronic means, provided a quorum is achieved.

The Region Executive Committee may elect to appoint additional committees as needed to conduct Region business.

## SECTION VI - CHAPTER/STATE/PROVINCIAL REPRESENTATIVES

1. Chapters are the smallest organizational subset within the Association. Chapter boundaries shall be designated by the Region Executive Committee. Chapters may encompass entire states, provinces or other major political subdivisions or those political subdivisions may be divided based upon geography. Each chapter shall have a designated Representative who shall represent the Chapter in all Region and Association matters.

2. The Region Executive Committee shall designate Chapter Representatives, which can alternately be identified as State Representatives. Chapter Representatives shall be selected from interested volunteers by the Region Executive Committee. Chapter Representatives shall serve a term as determined by the Region Executive Committee, but typically not less than two years.
3. Chapter Representatives shall be responsible for the organization of Chapter Meetings and are encouraged to involve as many local members as needed in this process. Chapter Representatives are encouraged to designate an Assistant Chapter Representative. If a Chapter Representative is unable to fulfill his duties, the Director will appoint the Assistant Chapter Representative to the position of Chapter Representative.
4. Chapter Representatives shall report all Chapter activities to the Region Executive Committee and communicate meeting information to World Headquarters.

#### SECTION VII - ALLIED REPRESENTATION

1. Regions may elect to have an Allied Representative for the Region, selected by the Region Executive Committee to help coordinate sponsorships for meetings and provide information about Allied activities in the Region. The Allied representative shall reside and work in the Region and shall typically serve two years unless otherwise decided by the Region Executive Committee.
2. Allied members are also eligible to serve as an elected Region Officer in any capacity, subject to all of the eligibility criteria and considerations.

#### SECTION VIII – REGION AND CHAPTER MEETINGS

- A. Each Region shall conduct a Region Business Meeting prior to or during *VenueConnect*, in order to align with the Election of Officers, in accordance with Section IV. D herein. In the absence of *VenueConnect*, a special meeting may be required in accordance with Section VIII A. 5. Additional meetings may be held at a regional conference as determined by the membership. Meetings may be conducted in person or virtually.
  1. Region business meetings shall be conducted in accordance with Section XII – Parliamentary Authority when not in conflict with IAVM Bylaws.

2. For a Region business meeting, the number of voting members present shall constitute a quorum. With a quorum, a simple majority of those present and voting may take action.
3. The order of business for the annual and official Region business meetings (Chapter meetings excepted) held during the year shall be:
  - a. Approval of Minutes
  - b. Reports of Officers and Committees
  - c. Financial Reports
  - d. Other Business
  - e. New Business
  - f. Election of Officers (if appropriate)
  - g. Selection of sites for Future Meetings (unless chosen by Region Executive Committee)
4. This order of business may, however, be changed or any part of it dispensed with by a vote of the majority of the voting members present and voting.
5. Special meetings (Chapter meetings excepted) may be called by the Region Director or upon written request of one-fourth (1/4) of the number of voting members in the Region. Fourteen days written notice shall be given each member of any special meetings and said notice shall set forth the purpose, time, place and agenda of such meetings, to be held in person or virtually.
6. Voting by proxy is not permitted at any meeting, including Region business meetings, special meetings, Chapter meetings or committee meetings.

#### B. ATTENDANCE AT REGION MEETINGS

1. Attendance at Region meetings is limited to Region members in good standing, official sponsors, Allied members of the association, credentialed guests and IAVM officers and staff.
2. Attendance at business sessions (meetings dealing with Region or Association business) is limited to Region members in good standing, IAVM officers, staff and invited guests. Allied members in attendance at such business sessions may vote if they are members of that Region.
3. Attendance at social functions is limited to Region members, invited guests including IAVM officers and staff, and others who have completed the registration process.

### C. SITE SELECTION FOR ADDITIONAL REGION MEETINGS

1. Regional conference sites will be scheduled in advance as selected by a majority vote of the Region members voting unless otherwise determined by Region Executive Committee. Region voting shall be in person at a scheduled Region business meeting or by electronic means with oversight by the Association as described in the IAVM Bylaws Article V.3 with a minimum of 30 days advance notice to the membership.
2. The Region Director may issue a request for proposals (RFP) to all members. Members (or representatives of their respective cities) must notify the Region Director in advance of the annual Region business meeting(s) of their intention to submit a proposal.
3. The Region officers shall constitute a selection committee for future meeting sites and may make a recommendation to members on a site selection. Final site selection shall be by a majority vote of all members in good standing present at the Region meeting unless selected by Region Executive Committee.
4. Proposals will be for at least one year in advance for Region-wide meetings.
5. Proposing Host-City(s) member must agree to responsibilities as outlined in Region policies.
6. When evaluating an RFP, the committee and membership shall consider:
  - b. The financial viability of the meeting location
  - c. Identified committed sponsors for the meeting and their contributions
  - d. Identified local hosts committed to the planning process
  - e. An evaluation of transportation availability, quality and cost of lodging and meeting locations
  - f. Overall cost to members to attend
7. Proposals shall include a description of the proposed property, all applicable rates and details, proposals for all food and networking functions.

### D. CONTRACTS

1. The authority to enter into contracts on behalf of the Region is limited to the Region Director. This includes contracts for room blocks, meeting space, food and beverage obligations and any other contracts for which payment from the Region are due to another party.

Contracts for room blocks, meeting space, food and beverage obligations, or any contract above \$1K need to be reviewed by the IAVM Director of Meetings prior to completion.

#### E. REGION REPORTS TO ASSOCIATION

Reports shall be maintained and submitted to Association for proof of member participation. The report shall contain:

1. A summary of the meeting or activity held, including a copy of the meeting or activity agenda.
2. A financial summary of the event or meeting, including every expense by description and amount, and all funds raised with a description of the source of the funds (donation, sponsorship, fee etc.).
3. An attendance sheet noting the names of all in attendance and their place of employment.

#### F. SPONSORS

Sponsors are those persons or organizations that assist in the growth, development, and interaction of the Region members through contributions towards the activities scheduled for Region meetings. Sponsors are defined as:

1. Event Sponsors – Includes complete sponsorship of registered attendee's meal functions, hospitality rooms, or other component of the larger meeting.
2. General Sponsors – Includes cash contributions in a minimum amount as determined time-to-time by the Executive Committee.
3. In Kind Sponsors – Those organizations who exchange a financial benefit in return for recognition of their contribution.

#### G. CHAPTER MEETINGS

REGION OFFICERS SHALL ENCOURAGE AND PROMOTE CHAPTER MEETINGS in accordance with Section II of these policies.

1. Chapter meetings are defined as a meeting of members, associates and other interested parties in a geographic area that can be attended in one business day without overnight lodging.

2. Associates shall be defined as employees of members, local contractors serving member facilities, or subject matter experts who may provide training opportunities for members.
3. Other interested parties may include employees of non-member venues, other local contractors interested in becoming service partners and any other local stakeholders.
4. As a means of developing future leaders in IAVM, all members shall be encouraged to participate and/or produce Chapter meetings.
5. Senior Members within a Chapter area are encouraged to attend Chapter meetings and promote membership in IAVM.
6. Chapter meetings are expected to be cost neutral to Regions.

For audit and taxation purposes, revenue and expenditures associated with Chapter meetings must flow through the Region's banking accounts, as established by the Association in accordance with Section IX. A. FINANCIAL OPERATIONS.

7. The expenditure of excess revenues generated by Chapter meetings shall be determined by the Chapter leadership, acting in accordance with the Association's Bylaws and Governance Policies.
8. Chapters may request seed money from the Region Treasurer with approval of the Region's Executive Committee.

#### H. CHAPTER REPORTS TO THE REGION

The Chapter, through their designated Chapter Representative shall submit a report to the Region Board of Directors within 2 weeks of each Chapter meeting or activity. Reports shall be maintained and submitted to IAVM HQ for proof of member participation. The report shall contain:

1. A summary of the meeting or activity held, including a copy of the meeting or activity agenda.
2. A financial summary of the event or meeting, including every expense by description and amount, and all funds raised with a description of the source of the funds (donation, sponsorship, fee etc.).
3. An attendance sheet noting the names of all in attendance and their place of employment.

## I. REGISTRATION

1. All attendees at the IAVM Region or Chapter Meetings are to be registered and issued name badges.
2. Registration fees are set by the Region Director and/or Chapter Representative for a Chapter meeting and are intended to cover all Region meeting expenses in excess of those provided by sponsors. Registration fees are to be charged to all authorized attendees at Region conferences with registrations. The Region Director may exempt individuals from the registration fees if it is in the best interest of the Region. Per IAVM policies, honorary members are exempt from paying registration fees.
3. Sponsors will be authorized to register one representative for each minimum contributed amount established by the Region committee which will include the registration fee. Sponsors may have additional non-registered representatives only at their specific exclusive activity. Attendance at other activities is limited to registered attendees. The Region Director may set aside these provisions if it is in the best interest of the Region.
4. The Region Director and/or Chapter Representative for Chapter meetings are the only persons authorized to approve invited guests.

## SECTION IX - FINANCE

### A. FINANCIAL OPERATIONS

1. The fiscal year for the Region shall begin on April 1<sup>st</sup>.
2. The Association will create an account at a federally insured financial institution that shall be established in the name of the Region for the express purpose of managing Region monies. This account shall be for the exclusive use by the Region and its Board of Directors for the express purpose of managing Region monies.
3. Signers on the account shall include the Region Director, Assistant Region Director, Region Treasurer, and IAVM CFO or designee but may include others to ensure continuity of operations as officers' terms expire and new officers are installed.
4. Regions may use electronic means for fund transfer or payments in lieu of physical checks.



5. Authority to expend Region funds rests with the Region Director, who, with the approval of a second officer of the Region, may direct the Treasurer to issue checks and expend Region monies.
6. The Regions shall establish ledger tracking for restricted and unrestricted funds within financials.
7. All Chapters within the Region shall deposit into the Region account all monies raised through Chapter activities. Such deposits may be by direct deposit, electronic transfer, or any other means which safely deliver the funds to the designated account.
8. The Region Treasurer will track each deposit and expense on behalf of each Chapter. The Chapter may designate such deposits as restricted for specific purpose as identified by the Chapter leadership. Funds not designated as restricted will be identified as unrestricted and used as directed by the Region Executive Committee.
9. Expenditure or transfer of Chapter funds must be approved by a majority vote of the Chapter members present at the most recent meeting.

## B. REGION FINANCIAL REPORTS

1. In July of each year, the Region Treasurer will release to all members of the Region, a balance sheet for the most recent fiscal year. This report will contain the balance of all accounts and a record of all transactions occurring during the previous fiscal year. The July report shall be sent to IAVM CFO May 31, will be presented at the Region meeting at *VenueConnect* - the Annual Conference and Trade Show, as well as be available to every member upon request.
2. At the direction of the Region Executive Committee, the Treasurer will produce other reports as required.
3. In addition, the Region shall produce such financial reports as may be required by IAVM governance policies or as requested by the IAVM Board of Directors and/or staff.

## C. AUDITS

The Region Executive Committee shall appoint an audit committee consisting of one or more qualified Region members not on the Executive Committee. The Audit Committee shall complete an audit of all Region financial records and transactions for the preceding fiscal year. The Committee shall:

- State the opening balance of all accounts at the start of the previous fiscal year;
- Review and list all transactions, including:
  - All funds received from every source
  - All disbursements including the parties paid
  - All outstanding drafts for payment including checks not cleared
- Balance on hand at the end of the fiscal year
- Produce a balance sheet including;
- All cash on hand
- All accounts receivable
- All accounts payable
- An accounting of all funds held by the Region for each Chapter
- An accounting of all funds in earmarked accounts; i.e., Scholarships
- Produce a summary of the Region's overall financial health
- Submit the final audit report to the IAVM CFO.

If Region Executive Committee is unable to find volunteers to fill this committee, IAVM CFO shall complete the audit report that will be reviewed by the Association's Audit Committee prior to submission to the external auditor.

## SECTION X – BYLAWS AND GOVERNANCE POLICIES PREVAIL

In the event of a conflict between these POLICIES and the IAVM Bylaws or Governance Policies, those of the IAVM shall govern.

## SECTION XI – AMENDMENTS

These policies may be amended or repealed at the discretion of the IAVM Board of Directors.

## SECTION XII – PARLIAMENTARY AUTHORITY

The latest edition of Robert's Rules of Order, Newly Revised, as adopted by the Board of Directors, shall be the official parliamentary manual governing the conduct of meetings of IAVM when not in conflict with these bylaws and any special rules IAVM may adopt.