



## **Worldwide Vets Incorporated**

### **Governing Documents**

**EIN: 92-335172**

## **TABLE OF CONTENTS**

1. Articles of Governance
  2. Bylaws
  3. Conflict of Interest Policy
  4. Whistleblower Policy
  5. Financial Oversight Policy
  6. Safeguarding Policy
  7. Volunteer Conduct Policy
  8. Records Retention Policy
  9. Dissolution Clause
  10. Board Resolution Template
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# 1. ARTICLES OF GOVERNANCE

## ARTICLE I — NAME

The name of the organization shall be:

**Worldwide Vets Incorporated**  
(hereinafter referred to as the “Corporation” or “Worldwide Vets”).

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## ARTICLE II — NONPROFIT STATUS

Worldwide Vets Incorporated is organized exclusively for charitable, educational, scientific, and veterinary welfare purposes under Section 501(c)(3) of the Internal Revenue Code.

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## ARTICLE III — PURPOSE

The purposes of the Corporation include, but are not limited to:

- Improving animal welfare globally;
  - Providing veterinary care and medical treatment to domestic and wild animals;
  - Supporting disaster and conflict response veterinary operations;
  - Providing veterinary education and training;
  - Supporting conservation and wildlife medicine initiatives;
  - Conducting sterilization, vaccination, rescue, rehabilitation, and emergency treatment programs;
  - Supporting underserved communities through veterinary outreach;
  - Providing educational opportunities for veterinary students and professionals;
  - Receiving and distributing charitable donations, veterinary medicines, and equipment.
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## ARTICLE IV — RESTRICTIONS

No part of the net earnings of the Corporation shall benefit any private individual except for reasonable compensation for services rendered.

The Corporation shall not participate in political campaigning or substantial lobbying activities.

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## ARTICLE V — DISSOLUTION

Upon dissolution of the Corporation, all remaining assets shall be distributed exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

No assets shall benefit any private person.

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## 2. BYLAWS

### ARTICLE I — MEMBERSHIP

The Corporation shall have no voting members. Governance authority rests solely with the Board of Directors.

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### ARTICLE II — BOARD OF DIRECTORS

#### Section 1 — Authority

The Board of Directors shall govern the affairs, property, finances, and strategic direction of the Corporation.

#### Section 2 — Number

The Board shall consist of not fewer than three (3) directors.

#### Section 3 — Terms

Directors shall serve terms of three (3) years and may be reappointed.

#### Section 4 — Removal

A director may be removed by majority vote of the Board where conduct is inconsistent with the charitable purposes or best interests of the Corporation.

#### Section 5 — Vacancies

Vacancies may be filled by majority vote of the remaining directors.

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### ARTICLE III — OFFICERS

The officers of the Corporation shall include:

- President / Chief Executive Officer
- Secretary
- Treasurer

The Board may establish additional officer roles as required.

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## ARTICLE IV — DUTIES OF OFFICERS

### President / CEO

The President or CEO shall:

- Provide strategic leadership;
- Represent the organization publicly;
- Supervise operations and programs;
- Execute agreements approved by the Board.

### Secretary

The Secretary shall:

- Maintain records;
- Record meeting minutes;
- Ensure compliance filings are maintained.

### Treasurer

The Treasurer shall:

- Oversee financial accountability;
  - Present financial reports;
  - Ensure appropriate financial controls.
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## ARTICLE V — MEETINGS

### Annual Meeting

The Board shall hold at least one annual meeting each calendar year.

### Regular Meetings

Additional meetings may be held as required.

## Quorum

A majority of directors constitutes quorum.

## Voting

Decisions shall be approved by majority vote unless otherwise specified.

Electronic participation and voting shall be permitted.

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## ARTICLE VI — COMMITTEES

The Board may establish committees including:

- Finance Committee
  - Fundraising Committee
  - Veterinary Advisory Committee
  - Safeguarding Committee
  - Ethics and Governance Committee
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## ARTICLE VII — COMPENSATION

Directors shall not receive compensation for board service except reimbursement of approved expenses.

Reasonable compensation may be paid for separate professional services.

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## ARTICLE VIII — INDEMNIFICATION

The Corporation shall indemnify directors, officers, employees, and volunteers to the fullest extent permitted by law.

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## 3. CONFLICT OF INTEREST POLICY

### Purpose

The purpose of this policy is to protect the integrity of Worldwide Vets when contemplating transactions or arrangements that may benefit private interests. The full Conflict Of Interest Policy can be found by the public on the footer of our website

<http://www.worldwide-vets.org>

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## Disclosure

Any director, officer, employee, or volunteer with a financial or personal interest must disclose the existence of such interest.

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## Procedures

The interested individual shall leave discussion and voting regarding the matter.

The Board shall determine whether a conflict exists and whether the proposed arrangement is fair and reasonable.

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## Violations

Failure to disclose a conflict may result in disciplinary action, removal, or termination.

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## 4. WHISTLEBLOWER POLICY

Worldwide Vets encourages employees, volunteers, contractors, and partners to report suspected:

- Fraud;
- Financial misconduct;
- Abuse;
- Harassment;
- Safeguarding breaches;
- Illegal or unethical conduct.

No person reporting concerns in good faith shall face retaliation.

Reports may be made confidentially to the Board or designated safeguarding officer.

Our whistleblower policy is available to the public as a footer on our website [www.worldwide-vets.org](http://www.worldwide-vets.org)

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## 5. FINANCIAL OVERSIGHT POLICY

Worldwide Vets shall maintain accurate financial records and internal controls.

The organization shall:

- Maintain segregated accounting records;
- Require dual authorization for significant expenditures;
- Conduct annual financial reviews;
- Ensure funds are used solely for charitable purposes;
- Maintain transparency with donors and regulators.

No organizational funds shall be used for personal benefit.

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## 6. SAFEGUARDING POLICY

Worldwide Vets is committed to maintaining safe environments for:

- Staff;
- Volunteers;
- Students;
- Beneficiaries;
- Communities;
- Animals.

The organization maintains zero tolerance for:

- Abuse;
- Exploitation;
- Harassment;
- Discrimination;
- Cruelty to animals.

All volunteers and staff may be required to undergo screening and agree to codes of conduct.

Concerns must be reported immediately. Safeguarding policy and contact email address is presented for the public on our website. <https://www.worldwide-vets.org/safeguarding-policy>

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## 7. VOLUNTEER CONDUCT POLICY

All volunteers representing Worldwide Vets shall:

- Behave professionally and respectfully;
- Follow local laws and veterinary regulations;
- Respect cultural sensitivities;
- Protect animal welfare;
- Maintain confidentiality;
- Avoid intoxication or unsafe conduct during deployments.

The organization reserves the right to remove volunteers for misconduct.

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## 8. RECORDS RETENTION POLICY

Worldwide Vets shall maintain records including:

Record Type	Retention Period
Governing documents	Permanent
Board minutes	Permanent
Financial statements	7 years
Tax filings	Permanent
Grant agreements	7 years
Employment records	7 years
Volunteer records	5 years

Electronic storage is permitted where secure.

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## 9. DISSOLUTION CLAUSE

Upon dissolution, assets remaining after liabilities shall be transferred to one or more organizations qualifying under Section 501(c)(3) of the Internal Revenue Code whose purposes are substantially similar to those of Worldwide Vets.

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# 10. BOARD RESOLUTION TEMPLATE

## RESOLUTION OF THE BOARD OF DIRECTORS

OF WORLDWIDE VETS INCORPORATED

The directors hereby adopt the attached Governing Documents and Bylaws of Worldwide Vets Incorporated effective as of:

Date: 3<sup>rd</sup> July 2025

## CERTIFICATION

I certify that the foregoing Governing Documents and Bylaws were adopted by the Board of Directors of Worldwide Vets Incorporated.

Name: Gemma Campling

Title: CEO

Date: 3<sup>rd</sup> July 2024

Signature:

