

PAWS FOR LOVE
BY-LAWS

Revised July 10, 2018

ARTICLE I: NAME AND PURPOSE

Section 1. The name of the Club shall be Paws for Love.

Section 2. The purpose of the Club shall be:

- a) To provide pet therapy services to the community where it would be beneficial.
- b) To assist health-care professionals in facilitating patient recovery through the use of registered therapy dogs.
- c) To help individuals understand the process of becoming a registered therapy team.
- d) To promote literacy through the Paws to Read program.
- e) To teach safe and friendly interaction with animals.
- f) To increase awareness within the community of the benefits of pet therapy.
- g) To promote and demonstrate responsible pet ownership within the community.
- h) To devote profits of the Club to the above purposes or to make specific bequest to such charitable or civic organizations that align with our above purposes as shall be approved by a majority vote of those in attendance and voting at a Club meeting; and under no circumstances to pay a salary, fee, commission or dividend to any member.

Section 3. The Club shall not be conducted or operated for profit and no part of any profits or remainder or residue from dues or donations to the Club shall inure to the benefit of any member or individual.

Section 4. The members of the Club shall adopt and may from time to time revise such by-laws as may be required to carry out these purposes.

ARTICLE II: MEMBERSHIP

Section 1. Eligibility. Any person who subscribes to the purposes of this Club shall be eligible to become a member of this Club. There shall be three types of membership: active, support and junior.

- a) Active members are encouraged to attend and vote at Club meetings and to hold office in this Club. Active members shall:

1. have a registered therapy dog in good standing with a national therapy dog organization participating in therapy visits,
 2. participate in a P4L program and/or attend at least 3 events per year, or
 3. make another type of contribution to the Club that the Board of Directors deem to merit active status.
- b) While all members are encouraged to be active, those who do not desire or are unable to be active members may become support members. Support members shall neither vote, nor hold office in this Club.
- c) Junior members are members under age 18. Junior members must be accompanied by another responsible adult while on therapy dog visits.

Section 2. Application for Membership. Each applicant for membership shall apply on a form as approved by the Board of Directors and which shall provide that the applicant agrees to abide by these by-laws and Paws for Love membership guidelines and those of a national pet therapy organization. Accompanying the application, the prospective member shall submit dues payment for the current year and other information as required by the Board of Directors. Dues received after October 1 shall be applied to the following year. Applicants shall become members upon receipt of a completed application and dues for the current year.

Section 3. Dues. Membership dues shall be determined by vote of the membership upon recommendation by the Board of Directors and shall be payable on or before January 1st of each year. No member may vote whose dues are not paid for the current year.

Section 4. Termination of Membership. Memberships may be terminated:

- a) by resignation. Any member in good standing may resign from the Club upon written notice; but no member may resign when in debt to the Club. Resignation does not absolve the member of the responsibility of debts outstanding.
- b) by lapsing. A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid for 60 days after the first day of the fiscal year; however, the Board may grant an additional 30 days of grace to such delinquent members in meritorious cases. In no case may a person be entitled to vote at any Club meeting whose dues are unpaid as of the date of that meeting.
- c) by expulsion. A membership may be terminated by expulsion for conduct that endangers or threatens any person or dog, or for conduct that is in conflict with the stated purposes of the Club. The expulsion shall be considered at a Special Board Meeting, called in accordance with Article III, Section 2. The member being considered for expulsion must be notified in writing of the cause for expulsion and the date of the Special Meeting of the Board. The member being

considered for expulsion may attend the Special Meeting. Expulsion requires a three-fifths vote of the Board.

ARTICLE III: MEETINGS

Section 1. Meeting of members. Meetings of the membership for any purpose or business shall be called at any time by the President upon resolution of the Board of Directors. There shall be at least one meeting annually, which shall be designated the Annual Meeting. Officers for the coming year shall be elected at the Annual Meeting. All meetings shall be open to the public.

- a) Notification of meetings. Written notification of meetings shall be given to each member entitled to attend that meeting. Written notice of such meetings shall be communicated by the Secretary at least ten working days and not more than thirty days prior to the date of the meeting. Such a communication shall constitute due and legal notice to a member.
- b) Quorum. Members present at any meeting constitute a quorum for the transaction of business. Every act or decision made by a majority (50% plus 1 member) of the members present at a meeting duly held shall be regarded as a valid action of the membership, unless a greater number is required by law.
- c) Special Club Meetings. Special Club meetings may be called by the President or by a majority vote of the members of the Board of Directors who are present and voting at any regular or special meeting of the Board, or by the Secretary upon receipt of a petition signed by five of the Club members who are in good standing. Such special meeting shall be held at such hour and place as may be designated by the person or persons authorized herein to call such meetings. Written notice of such meetings shall be communicated by the Secretary at least five working days to the date of the meeting.
- d) Voting. Each active member in good standing, whose dues are paid for the current year, shall be entitled to one vote at any meeting of the Club at which the member is present.
- e) Conduct of Meetings. The meetings shall be conducted as indicated in Article V, Section 5.

Section 2. Meetings of the Board of Directors. The Board of Directors shall meet as needed to conduct the business of this Club. A phone poll or e-mail-based poll of the members of the Board may be taken to conduct routine business.

- a) Quorum. The presence of > 50% of the Directors shall constitute a quorum for the transaction of business. Every act or decision made by a majority of the Directors present at a meeting duly held at which a quorum is present shall be regarded as a valid act of the Board. In case of a poll, a majority vote is required for every act or decision.

- b) Special Board Meetings. Special Meetings of the Board of Directors may be called by the President or by the Secretary upon request by > 50% of the Board of Directors. Such special meeting shall be held at such hour and place as may be designated by the person authorized herein to call such a meeting. Notice of such meeting shall be given by the Secretary prior to the time of the meeting and no other business shall be transacted thereat. A quorum for such a meeting shall be > 50% of the Board of Directors.

ARTICLE IV: DIRECTORS AND OFFICERS

Section 1. Board of Directors. The Board shall be comprised of six members: The President, Vice-President, Secretary, Treasurer, Events Chair, and Membership Chair. All Board members shall be elected for two-year terms at the Club's annual meeting as provided in Article V. President, Secretary, and Events Chair, shall be elected in alternating years to Vice President, Treasurer, and Membership Chair. General management of the Club's affairs shall be entrusted to the Board of Directors.

Section 2. Officers. The Club's Officers shall serve in their respective capacities both with regard to the Club and its meetings and the Board and its meetings.

- a) Qualifications to be an Officer. Any active member of the Club is eligible to be nominated for an office. Must reside in our service area year-round. A member need not be a member of the Board of Directors at the time of nomination for office. Officers may succeed themselves.

Section 3. Names of Officers. The Officers of the Club shall be a President, a Vice-President, a Secretary a Treasurer, an Events Chair, and a Membership Chair. Other Officers may be added by the Board of Directors.

- a) The President shall preside at all meetings of the Organization and of the Board of Directors (BOD) and shall have the duties and powers normally appurtenant to the office of President in addition to those particularly specified in the by-laws.

The primary responsibility of the President is to provide vision and direction for the organization during his/her term of office. This vision will be presented to the BOD at the first meeting following the annual membership meeting and will function as the premise for the development individual goals and delivery in support of short, medium and long term organizational goals.

The President is responsible for oversight of all aspects of the organization, providing guidance and advice as required, and ensuring the enforcement of the bylaws and policies established by the BOD.

The President shall meet at least quarterly with the BOD to discuss and affect policies, goals, and events, as well as monitor the budget and fundraising opportunities.

- b) The Vice President shall have the powers and exercise the duties of President in case of the President's death, absence or incapacity.

The Vice President is to assist the President in carrying out his/her vision for the organization by managing, providing oversight for and ensuring the complete integration of the primary programs of the organization.

In addition, he/she will carry out any of the President's responsibilities which the President has delegated to him/her.

In addition to attending all meetings of the Board the Vice President shall communicate with the coordinators of all the primary programs for which he/she is responsible as often as necessary to ensure that functions and integration are progressing according to the President's vision and direction. The Vice President will respond to all questions and resolve all issues regarding the facilities and programs in his/her area of responsibility.

- c) The Secretary shall keep or cause to be kept a record of all meetings of the Organization and the Board of Directors (BOD) and of all matters of which a record shall be ordered by the Organization. He/she shall have charge of all member correspondence (physical and electronic) notifying members of meetings, volunteer needs, and other organization sponsored communication.

The Secretary will prepare and distribute notifications and arrange meeting facilities for all meetings of the BOD, the Executive Committee, and general membership in coordination with the President. Once they have been developed by the President, the Secretary is responsible for the preparation of the agendas for such meetings and will ensure their distribution to all attendees sufficiently in advance of the scheduled day of the respective meeting, allowing plenty of time for review and preparation by each member, thus ensuring that all meetings run efficiently.

In addition to attending all meetings of the BOD, the Secretary will record all actions and decisions made and distribute for BOD feedback and approval.

- d) The Treasurer shall collect and receive all moneys due or belonging to the Organization. He/she shall deposit the same in a bank satisfactory to the Board of Directors, in the name of the Organization. The Treasurer is

responsible for verifying payables and paying bills and claims for reimbursement from members. The books shall at all times be open to inspection by the Board of Directors. The Treasurer shall report to the Board at every meeting the condition of the Organization's finances, including every item or payment not before reported. At the annual meeting, the Treasurer shall render an account of all moneys received and expended during the previous fiscal year.

In addition to attending all meetings of the Board, the Treasurer is responsible for assisting the President in carrying out the President's vision for the Organization. The Treasurer will respond to all questions and resolve all issues regarding finances and fund raising.

The offices of Secretary and Treasurer may be held by the same person in which case the Board of Directors shall be comprised of the Officers and two other persons.

- i) The primary responsibilities of the Membership Chair are to collect and maintain a complete and current record of all member information, to assist the integration of member teams into the volunteer community and to develop, implement and manage the member awards and incentive program with the collaboration of other board members.

The Membership Chair shall attend all board meetings and assist the President in carrying out his/her vision for the organization as it relates to the membership.

- j) The primary responsibilities of the Events Chair is to assist the President in carrying out his/her vision for the organization by managing, providing oversight for and ensuring the complete integration of all aspects of public relations and outreach programs of the organization.

The Events Chair will respond to all questions and resolve all issues in his/her area of responsibility. Questions or issues that arise that have not been addressed previously by the President and/or the Board is of course the exception.

In addition to attending all the Board meetings the Events Chair shall meet with the coordinators of all the areas, tasks, and programs for which he/she is responsible as often as necessary to ensure that functions and integration are progressing according to the Board's vision and direction. He/she will receive regular updates regarding the current status of each area and be prepared to brief the board at all meetings.

Section 4. Vacancies. Any vacancies occurring on the Board or among the Officers during the year shall be filled until the next annual election by a majority vote of all the then members of the Board of Directors at its first regular meeting following the creation of such vacancy, or at a Special Board meeting called for that purpose; except that a vacancy in the office of President shall be filled automatically by the Vice-President and the resulting vacancy in the office of the Vice-President shall be filled by the Board of Directors.

ARTICLE V: THE CLUB YEAR, ANNUAL MEETING & ELECTIONS

Section 1. Club year. The Club's fiscal and official year shall begin on the first day of January and end on the thirty-first day of December.

Section 2. Annual Meeting. The annual meeting shall be held in the month of January at which Officers and board members of the ensuing year shall be elected by voice vote from among those nominated in accordance with Section 4 of this article. If the voice vote is not clear or anyone objects to the voice vote, a written ballot shall be taken. Officers and board members shall take office the first day of February, and each retiring officer shall turn over to his/her successor in office all properties and records relating to that office before the first board meeting in February.

Section 3. Elections. The nominated candidate receiving the greatest number of votes for each office shall be declared elected.

Section 4. Nominations. No person may be a candidate in a Club election who has not been nominated. During the annual meeting, nominations shall be made from the floor by any member in attendance provided that the person so nominated does not decline when his/her name is proposed, and provided further, that if the proposed candidate is not in attendance at this meeting, his proposer shall present to the secretary a written statement from the proposed candidate signifying his/her willingness to be a candidate.

Section 5. At meetings of the Club, the order of business, so far as the character and nature of the meeting may permit, shall be as follows:

1. Introduction of those in attendance.
2. Speaker when a guest speaker is scheduled.
3. Report of the Secretary (reading and approval of minutes from the last meeting).
4. Report of the Treasurer.
5. Unfinished business.
6. New business/announcements.

Section 6. At meeting of the Board, the order of business, unless otherwise directed by the majority vote of those present or as required by the President, shall be as follows:

1. Report of the Secretary including reading and approval of minutes from the last meeting (unless otherwise already approved via e-mail or phone).
2. Report of the Treasurer.
3. Unfinished business.
4. New business/announcements.
5. Plan agenda for the next general meeting.