

# HUMANE SOCIETY OF LEVY COUNTY, INC.

## BY-LAWS

### ARTICLE I

#### Name

The name of the association shall be the HUMANE SOCIETY OF LEVY COUNTY, INC., (“Society”), a Florida not-for-profit 501(c)(3).

### ARTICLE II

#### Mission Statement

#### PURPOSE

The purpose of the “Society” is to provide foster care, adoptions and/or the placement of animals that the “Society” rescues from any animal facility within Levy County. Funds will be used to facilitate the needs of rescued animals. The “Society” also will provide education on the topics of animal care spay/ neuter, animal cruelty and general animal welfare. The mission of the “Society” is to encourage humane care and treatment to all animals.

### ARTICLE III

#### Membership

#### ANNUAL DUES

The Board of Directors shall set membership rates, as it deems appropriate at the first regular meeting of the Board of Directors after the annual meeting.

#### Section 3.1 Paid Memberships

##### Section 3.1.1 Dues

Gold Paws	\$5,000.00
Silver Paws	\$2,000.00
Bronze Paws	\$1,000.00
Best Friend	\$ 500.00 - 2 Adults and up to 4 Youth
Companion	\$ 250.00 - 2 Adults and up to 4 Youth
Great Buddy	\$ 125.00 - 2 Adults and up to 4 Youth
Family	\$ 50.00 - 2 Adults and up to 4 Youth
Single	\$ 25.00 - 18 years and older
Senior	\$ 15.00 - 60 years and older
Youth	\$ 15.00 - 17 years and under

## Section 3.2 Non-Paid Memberships

### Section 3.2.1 Honorary Membership

Honorary members shall be those persons who have made noteworthy and outstanding contributions to animal welfare. Honorary Memberships will be granted by the board based on established criteria.

### Section 3.2.2 Board of Director Membership

Membership fees for elected officers and directors will be gratis for the term of their office.

## TERM OF MEMBERSHIP

Term of membership is from January 1 through December 31. Dues will not be prorated.

## ARTICLE IV

### Voting

The privilege of voting is granted to all members except Youth. Each voting member is entitled to vote at the annual general membership meeting and shall vote only if the membership is active 90 days prior to the general meeting. No proxy votes permitted.

## ARTICLE V

### BOARD OF DIRECTORS

## BOARD

The business and affairs of the Society shall be managed under the direction of the Board of Directors. The Board shall be composed of Officers and at least three but not more than seven Directors. All Board members shall serve without compensation.

### Section 5.1.1 Term

All Board members shall serve two-year terms, but are eligible for re-election.

### Section 5.1.2 Election

The Officers and Directors shall be elected by ballot, by a majority vote of the members at the annual Membership meeting. The term of office shall begin at the first regular Board meeting following the election.

### Section 5.1.3 Board Meeting

The Board of Directors shall meet at least monthly, or more often as needed, at an agreed upon time and place.

### Section 5.1.4 Quorum

A quorum must be attended by at least 57% of Board members for business transactions to take place and motions to pass.

### Section 5.1.5 Removal

Any Board member may be removed from office, with a showing of just cause, by a majority vote of the Board members at any meeting of the Board.

## OFFICERS

There shall be four officers of the Board, consisting of a President, Vice President, Secretary, and Treasurer. Their duties are as follows:

### Section 5.2.1 President

The President shall represent the organization and be the chief executive officer of the Society. The President shall have general charge and control of all its business affairs including all the general powers and duties of supervision and management generally vested in the office of President of a corporation, subject to the control of the Board. The President shall preside over all meetings of the Board and shall appoint committee chairpersons, subject to the approval of the Board. The President shall be an ex-officio member of all standing committees. The President (or presiding officer) does not vote unless it is to break a tie vote or create a tie vote. The President can vote as any other Director when the vote is by ballot.

### Section 5.2.2 Vice-President

The Vice President shall preside over meetings of the Board when the President is unable to attend or when the President has stepped down from the chair to debate an issue. While presiding, the Vice President cannot appoint committee members.

### Section 5.2.3 Secretary

The Secretary shall keep a record of all meetings of the Society and maintain an up-to-date list of members. The Secretary shall provide all Board members with a copy of minutes of all Board meetings, including a list of who attended, within twenty-one (21) days after the meeting. The Secretary shall keep a permanent file of all of the Society's communications and records. The Secretary shall be responsible for notifying members of the annual meeting 30-days prior to the scheduled meeting date.

#### Section 5.2.4 Treasurer

The Treasurer shall perform all the duties generally incident to the office of the treasurer of a corporation, subject to the direction and control of the Board. This includes, but is not limited to, depositing all monies and other valuables in the name and to the credit of the Society in the banking facility and accounts designated by the Board; keeping a full and accurate account of receipts and disbursements in books belonging to the Society; and presenting a financial report of such at each Board meeting. This report shall include account balances on all monetary holdings of the Society and expenses and income totals for the period since the last meeting. A complete financial report for the fiscal year shall be presented by the Treasurer at the annual membership meeting.

The Treasurer, or an accountant, or assistant supervised by the Treasurer, shall be responsible for filing of all IRS, local, state, and federal reports required to maintain corporate status as a 501(c)(3) tax exempt organization and for providing completed verification of donation forms for all donations as required by the IRS or as requested by the donor. The books of the Society shall be available for audit by a qualified person or firm (non Board member) at the end of each fiscal year.

The Treasurer shall be the Chairperson of the Finance Committee and a member of any committee involving utilization of Society funds in excess of \$5,000.

#### DIRECTORS

The Board shall be composed of at least three but not more than seven Directors.

##### Section 5.3.1 Director of Spay/Neuter

The Director of Spay/Neuter shall develop plans for spay/neuter events, assist in finding, applying for and supervising awarded spay/neuter grants, evaluate community needs for spay/neuter programs, and make recommendations to the Board about programs of interest for which the Society may qualify. The Director of Spay/Neuter also shall work with the Director of Education to develop educational presentations about animal over population and spay/neuter issues.

##### Section 5.3.2 Director of Education

The Director of Education shall develop and implement programs for the public involving responsible pet care, spay/neuter information and general health care concerns for pets. The duties also will include programs with information about feral trap/neuter/release programs, animal abuse and neglect, benefits of human animal bond and any topic related to animals and their care and well-being.

### Section 5.3.3 Rescue Liaison

The Rescue Liaison shall perform the duties as liaison with local, state, and federal rescue groups, which interact with the Society to accomplish animal placement. At each monthly Board meeting, the Director shall provide a written report outlining the rescue, adoption, and fostering activities of the Society. The Director also shall make the Board aware of any communications from or interactions with other rescue groups. The Rescue Liaison also shall act as liaison with Levy County Animal Services and ensure that Society members and volunteers adhere to and follow established Animal Services policies and procedures.

### Section 5.3.4 Director of Volunteers and Foster Facilities

The Director of Volunteers and Foster Facilities shall coordinate the acquisition, placement, management and training of all volunteers within the Society. The Director also shall qualify and monitor all persons and facilities involved with housing and maintaining animals under the Society's care. It will be the Director's responsibility to inspect each facility at least once monthly and to verify the facilities compliance with the basic standards of care established by the Board. The Director also will be responsible for animal placement in foster facilities, training of foster volunteers and communicating with the volunteers and veterinarians in cases of health issues involving Society animals in the foster facility.

### Section 5.3.5 Director of Membership

The Director Membership shall be responsible for developing programs and opportunities for membership acquisition and retention. The duties will include but not be limited to organizing membership drives, maintaining and distributing updated membership lists to the Board and communicating with members about special events, projects or organizational needs.

### Section 5.3.6 Director of Fund Raising

The Director of Fund Raising shall develop and present fund raising projects including a budget and goals to the Board for approval. The Director will serve on all fund raising committees and present a written activity report to the Board at Board meetings during the project and a complete summary report at the completion of any project. The summary report shall include but not be limited to an accounting of expenses and income of the project, problems and positives encountered and goals attained. The report also should include recommendations for repeating the project and changes that would be suggested. This position must be filled before any project utilizing more than \$5,000.00 of Society Funds will be approved.

### Section 5.3.7 Director of Publicity and Public Relations

The Director of Publicity and Public Relations shall be responsible for communicating with the press and the public to develop a positive image of the Society and to relay information about upcoming events and programs. The Director will oversee the development, printing and distribution of the Society newsletter at least twice yearly as indicated in Article VIII, Section 8.3. The Director also will monitor and supervise the content of the official Humane Society of Levy County website.

## ARTICLE VI Committees

The President, with the approval of the Board, shall appoint committees to further the goals and directions of the Society. There shall be a minimum of three standing committees namely: an Education Committee, a Finance Committee, and a Bylaws/Policies and Procedures Committee. Special Committees shall be formed by the Board as needed.

### Section 6.2 Education Committee

The Education Committee shall seek to develop ongoing programs within the community concerning responsible pet care, spay/neuter and animal welfare topics. The Education Committee shall cooperate with other organizations having similar interests. The Director or Education shall serve on this committee.

### Section 6.3 Finance Committee

The Finance Committee shall set up budgets for the operation and programs of the Society. The budget for the coming year shall be presented to the Board of Directors at the December meeting and be available at the Annual Meeting for the general membership. The Finance Committee shall advise on methods of raising additional revenue and shall review expenditures to see that all functions of the Society operate according to the approved budget. The Treasurer shall be the Chairperson or Co-Chair of the Finance Committee.

### Section 6.4 Bylaws and Policies and Procedures Committee

The By-laws, Policies and Procedures Committee shall study the by-laws and make recommendations for change (as directed in Article XI) to the Board in February of odd numbered years or as needed. The Committee shall develop and submit Policies and Procedures to the Board for approval as needed. The Committee shall be responsible for the publication and maintenance of the Policies and Procedures Manual for the Society. Updates to the manual shall be given to the Board members at least quarterly. The Committee will consist of at three (3) members including one (1) or more Board members.

ARTICLE VII  
Business and Meetings

The business of the Society shall be conducted under the principles outlined in Roberts Rules of Order, revised to date.

Section 7.2 Meetings

Meetings of the Board of Director will be open to the general membership and interested guests but will not be an open forum. A member or guest who wishes to speak must be on the agenda. The public portion of the meeting will be limited to the first 30 minutes. The remained of the meeting shall be closed.

Section 7.3 Special Meetings

A special meeting (or a called meeting) is a separate meeting of the Society held at a time different from the regular meeting. A special meeting can be called by any two (2) Board members. Notice of the time, place, and purpose of the meeting shall be sent to all Board members in advance of the meeting. The Board shall conduct a special meeting to transact business in response to a natural or legal emergency that requires immediate action.

Section 7.4 General Membership Meetings

There shall be a general meeting of the membership in June of each year. The meeting shall be for all paid members at an advertised location at a different time than the regular Board meeting.

Section 7.4.1 Agenda

The meeting shall be an overview of the corporation's accomplishments and financial standing over the previous fiscal year. It also shall outline the goals and events planned for the upcoming year and to encourage membership in the Society.

Section 7.4.2 Election

The meeting shall include the election of members of the Board of Directors in election years.

Section 7.4.3 Special General Meetings

Special general meetings may be called at the discretion of the Board of Directors.

ARTICLE VIII  
Procedures and Rules

FISCAL YEAR

The fiscal year of the Society shall be February 1<sup>st</sup> through January 31<sup>st</sup> of each year.

INSURANCE AND BONDING

The Treasurer, as well as all employees, volunteers, and chairpersons of committees shall be under a blanket bond of Five Thousand (\$5,000.00) dollars. Additionally, officers' liability insurance will be maintained for the Board of Directors.

NEWSLETTER AND PUBLICATIONS

The Society will produce a newsletter at least twice yearly which shall include general information about the Society and contact information of interest to the membership. All paid members shall receive a copy. Copies of the newsletter and/or a Humane Society of Levy County brochure shall be available for the public at events of Society participation.

USE OF FUNDS

Section 8.1 Board Approval

All money earning projects must be approved by a majority vote of the Board of Directors. Board approval shall be necessary for any expenditure over \$500.00.

Section 8.2 Accounting

Financial accounting will be maintained on all projects and donations. Copies of expenditure receipts, monetary and supply donation information and a fund raiser report will be given to the Treasurer by the completion of any fund raising project or as needed for government or legal filings.

Section 8.3 Donated Funds

Donated funds will be used to facilitate the needed care of rescued pets, spay/neuter programs, and community programs for animal welfare.

Section 8.4 Specific Gift Terms

Specific terms of a gift or mandate shall be followed accordingly.

Section 8.5 Policies and Procedures Manual

Other special rules and policies shall be produced and updated as needed based upon the needs of the Society. This manual shall serve as further direction for decision-making by the Board and Society members.

**ARTICLE IX  
CONFLICT OF INTEREST**

A conflict of interest may exist where a Director is directly or indirectly a party to a transaction, if the other party to the transaction is an entity in which the Director has a material financial interest or of which the Director is an officer, director or general partner. Where a possible conflict of interest exists the Director with the conflict shall ensure that the material facts of the transaction are known or disclosed to the Directors, committee members or members who authorize, approve, or ratify the transaction. This Director shall abstain from voting on any such actions where a potential conflict of interest may exist.

**ARTICLE X  
DISSOLUTION**

The corporation shall use its funds to accomplish only the objectives and purposes specified in the By Laws and said funds shall not benefit or be distributed to any members of the corporation.

Upon the dissolution of the corporation, any funds or assets remaining shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or to the Federal Government or to one or more State or local governments, for a public purpose.

Board Approved