

BY-LAWS OF THE PIERRE-FT. PIERRE AREA HUMANE SOCIETY, INC.

ARTICLE I – NAME

Section 1. The name of this corporation shall be the Pierre-Ft. Pierre Area Humane Society, Inc. and shall be a 501(c)3 non-profit organization.

Section 2. The organization shall maintain a mailing address of PO Box 954, Pierre, South Dakota 57501-0954.

ARTICLE II – OBJECT AND PURPOSE

Section 1. The object and purpose of the Pierre-Ft. Pierre Area Humane Society, Inc. shall be for the education for the prevention of cruelty to animals, to assist in finding care for displaced animals, to assist in the organization of a new animal shelter for the Pierre-Ft. Pierre area, to educate the public in the humane care of animals, to assist in the development of a humane method of disposal of animals, to sponsor clinics on population control of animals, and to do any other act in connection therewith, all of which shall be in addition to those powers and authorities specifically granted by state statute as the same may from time to time hereafter be amended.

ARTICLE III – MEMBERSHIP AND LEVELS

Section 1. Annual membership in the corporation shall be open to all of those sympathetic to the stated purpose of the corporation in preventing cruelty to animals.

Section 2. Annual membership and dues shall consist of classes: Student (person under 18 years of age), Individual, Family, Business, Senior Citizen (over 65), and Lifetime. Adult children over eighteen (18) years of age are not eligible to be included in a family membership. Membership dues shall be paid annually in the amounts approved by the general membership.

Section 3. A list of all members shall be maintained by the Secretary including names, addresses, phone numbers, and the membership class (student – individual – family – business – senior citizen – lifetime).

Section 4. The Board of Directors, by a two-third (2/3) written ballot vote, may remove any member at any regular or special meeting called for that purpose if in the judgment of the Board, the best interest of the Society require such action. The Board of Directors may take such action only after thirty (30) days written notice to the person so charged. The said accused member shall be given a reasonable time and opportunity to answer such charge. No membership dues shall be refunded.

Section 5. Annual dues shall be due and payable one (1) year from original membership.

ARTICLE IV – DIRECTORS

Section 1. Directors shall be nominated from the floor at the annual meeting to be held in January each year. A written ballot shall be cast of the members present, the nominee with the majority of the votes is the newly elected director, and the director will begin the term of office after the close of that meeting.

Section 2. There shall be seven (7) Directors. Elections to the board shall be made for terms of two years expiring on the first Monday in January in staggered years.

Section 3. Should a vacancy occur in the Board of Directors, the unexpired term shall be at the discretion of the remaining Directors.

Section 4. The Board of Directors shall be the administrative body of the Society and shall carry out the wishes of the majority of the members.

Section 5. Four members of the Board shall constitute a quorum for the transaction of business at any regular or special meeting.

Section 6. The President or any three (3) members of the Board may call a meeting of the Board upon reasonable notice.

ARTICLE V – OFFICERS

Section 1. The Officers of this corporation shall be a President, Vice President, Secretary, Treasurer who shall be elected by the members for the term of two years and who shall hold office until their successors are duly elected and qualified. Each Officer shall be a director of the corporation.

Section 2. Officers shall be elected at the annual meeting to be held in January of each year and will begin their duties at the close of that meeting.

Section 3. The President shall preside at all directors' and regular membership meetings, shall have general supervision over the affairs of the corporation and over the other officers. The President shall sign all written contracts and all other instruments of the corporation and shall perform all other duties as are incident to his office. If the President's position becomes vacant prior to the end of the term, the Vice President shall ascend into that position for the remainder of the term.

Section 4. In case of the absence of the President, their duties shall be performed by the Vice President.

Section 5. The Secretary shall issue the notice of all directors' and regular membership meetings, and shall attend and keep the minutes of the same. Shall have charge of all corporate books, records, and papers, and shall be custodian of the corporate seal.

Section 6. The Treasurer shall have custody of all the money and securities of the corporation. Shall keep regular books of account, and shall submit them, together with all vouchers, receipts and other papers to the directors for their examination and approval as often as they require. Checks of the corporation must be signed by two (2) officers designated by the President.

Section 7. Any vacancy in the board or an office shall be filled by the Board by appointment until the next annual election excluding the President. At the annual election, if the term filled by an appointee has not expired, the general membership shall elect a person to finish out the term.

ARTICLE VI – SOCIETY MEETINGS

Section 1. Regular society meetings shall be held monthly with other meetings being held as needed. The annual meeting shall be held each January with the election of Officers and Board Directors.

Section 2. The President, or any three (3) members of the Officers or Board may call a special meeting of the members of the Society. In addition, a special meeting shall be called upon written request of seven (7) members. Notice of the time and place of any special meeting will be delivered to the members either by mail, email, publication in a newspaper of general circulation, in person, or by telephone and may be either written or in oral form.

Section 3. Seven (7) members of the Society shall constitute a quorum for the transaction of business at any regular or special meeting.

Section 4. The President, or in the President's absence the Vice President, shall preside at all such meetings.

ARTICLE VII – VOTING

Section 1. Each membership shall have one (1) vote. A family membership shall include all members of the family through seventeen (17) years of age and shall have two (2) votes. Businesses shall have one (1) designated agent. Voting by proxy shall not be allowed.

ARTICLE VIII – COMMITTEES

Section 1. The Board of Directors may from time to time establish committees, including standing committees.

Section 2. All committees shall prepare a report in acceptable form for submission to the Board of Directors for their review.

Section 3. The Board of Directors may disband any committee that is no longer functioning appropriately or upon completion of assigned duties.

ARTICLE IX – EXPENDITURES

Section 1. The Board of Directors or the President, may at their discretion, authorize expenditures from the available funds of the Society for Society purposes. Proposals for expenditures of Society funds may be made by the membership at any regular or special meeting. A detailed report of expenditures shall be made to the membership at each regular meeting. Disbursements shall be made by the Treasurer only as authorized by the Board of Directors by check signed by two (2) officers designated by the President .

Section 2. There shall be a budget committee which shall be composed of the President, Vice President, Secretary, Treasurer, and immediate past president.

A. The committee shall prepare a proposed budget based upon the recommendations of the Officers, Board of Directors, and general membership and shall submit such proposed budget at the meeting of the Board of Directors preceding the annual meeting in January.

B. The Officers and Board of Directors, by a majority vote, shall approve or amend such budget, after which it shall be available to any member of the Society upon request.

C. No commitment or expenditure of any funds shall be made by any person except as provided in the annual budget; provided however, that the Board may, by a majority vote, authorize the expenditure of funds in addition to the budget for the good of the Society each calendar year.

ARTICLE X – AMENDMENTS

Section 1. These By-laws may be altered, amended or repealed and new By-laws may be adopted after being presented at a designated meeting by a vote of a majority of the members present. The proposed By-laws will be visibly posted at the organization's physical address and emailed to the general membership no less than 30 (thirty) days before the designated meeting.

ARTICLE XI – DISBANDMENT

Section 1. If the Society disbands, it will be the decision of the Pierre-Ft. Pierre Area Humane Society members in good standing, that any funds to be disposed of must go to a non-profit organization concerned with the welfare of animals.

ARTICLE XII – EFFECTIVE DATE

These by-laws shall become effective immediately upon their adoption and such adoption shall be a revocation of all former by-laws of this Society.

Adopted this 3rd day of August, 2009, at the regular meeting of the above Society.

Emily Ward

Emily Ward
Secretary