

BYLAWS
OF
FITZGERALD – BEN HILL COUNTY
HUMANE SOCIETY, INC.

ARTICLE 1: NAME AND PURPOSE

Section 1: The name of this society shall be the *Fitzgerald – Ben Hill County Humane Society*.

Section 2: The purpose of the Fitzgerald – Ben Hill County Humane Society is the prevention of cruelty to animals, relief of suffering among animals, to seek new homes for unwanted pets, provide spay and neutering of pets adopted from the society, return lost pets to owners, and provide humane education for the public.

Section 3: It is the policy of the society to give humane care to the pets that are received by the shelter and provide euthanasia when necessary, and enforce local and state laws. No animal under control of the society may be disposed except as herein specifically provided.

ARTICLE II: HEADQUARTERS AND BRANCHES

Section 1. The principal office of the society shall be in Fitzgerald, Ben Hill County, Georgia, located at 106 Lions Park Road.

Section 2. The society may establish and maintain branches and offices elsewhere.

ARTICLE III: SEAL

Section 1. The seal of the Corporation shall be in such form as the Board of Directors may from time to time determine. In the event it is inconvenient to use such a seal at any time, the signature of the Corporation followed by the word “Seal” enclosed in parentheses or scroll, shall be deemed the seal of the Corporation. The seal shall be in the custody of the Secretary and/or Treasurer and affixed by the Secretary and/or Treasurer on the appropriate papers.

ARTICLE IV: MEMBERSHIP

Section 1. Membership shall be as follows:

<u>Class</u>	<u>Annual Membership Dues:</u>
<i>Individual (Active or Non active)</i>	\$ 20.00
<i>Basic Small Business (15 employees or less)</i>	\$ 50.00
<i>Basic Business (15 or more employees)</i>	\$100.00
<i>Corporate Sponsorship</i>	\$500.00
<i>Top Dog Corporate Sponsorship</i>	\$750.00

The Board may elect to change the Classification and/or Annual Membership Dues from time to time as deemed necessary.

Section 2. No person, club, or business shall be denied a membership unless the Board of Directors rejects the application. Membership shall not be denied on the basis of race, creed, color, gender, sexual orientation, physical/mental limitations, or political affiliation.

Section 3. Active members are capable of devoting time to the shelter or its purposes on a regular basis. Any active member can become a Director if voted onto the Board by the current Board of Directors.

ARTICLE V: BOARD MEETINGS

Section 1. The Board of Directors shall meet at such times as may be necessary to transact the business coming before it, however, it shall meet at least quarterly, at an agreed upon time and place.

Section 2. Meetings of the Board shall be open to the public in accordance with the laws of this state.

Section 3. Written minutes of all meetings shall be kept.

Section 4. At least a simple majority of the members of the Board of Directors shall constitute a quorum for the transaction of any business, including the election of officers. The majority of the votes cast shall determine all questions and elections, unless the articles of incorporation, or a provision of these bylaws approved by the Board of Directors or the Code provides otherwise.

Section 5. Notice of meeting schedule of Board of Directors will be given to the local newspaper at the first of each year. Notice of each meeting shall be given to each voting member, by mail and/or by phone.

Section 6. Any action required or permitted by the Code to be taken at a Directors' meeting may be taken without a meeting with the written consent of all of the members of the Board of Directors.

Section 7. Each member of the Board of Directors shall have one vote and no voting by proxy will be permitted.

ARTICLE VI: BOARD OF DIRECTORS

Section 1. The concerns, direction, and management of the affairs of the Fitzgerald – Ben Hill County Humane Society shall be vested in the Board of Directors.

Section 2. The Board of Directors may elect to have the Administrator/Manager of City of Fitzgerald or Ben Hill County to manage the daily operations of the Fitzgerald – Ben Hill County Humane Society in the same order as one of the governing body's own departments.

Section 3. The members of the Board of Directors must be a resident of Ben Hill County, Georgia.

Section 4. The members of the Board of Directors shall be elected at the December meeting by the current Directors and shall serve for terms of three (3) years, each beginning upon the January meeting.

Section 5. The Board of Directors shall be composed of not fewer than five (5) members and not more than fifteen (15) members. At any time when the number of members decreases to less than five, the remaining Directors shall elect new members to increase their number of members.

Section 6. In case any member of the Board of Directors shall by death, resignation, incapacity to serve, or otherwise cease to be a member of the Board during his/her term, a successor shall be chosen to serve until a new member is elected to that position.

Section 7. If any member of the Board of Directors has failed to carry out his/her responsibilities as a member or has four or more unexcused absences for the year, that member will be deemed to resignation by the Board and will be replaced by a new elected member.

Section 8. Resignation from the Board of Directors must be in writing and received by the Secretary.

Section 9. A Board member may be removed for other reasons by a three-fourths vote of the remaining members of the Board.

ARTICLE VII: OFFICERS

Section 1. The officers of the Board of Directors shall be a *President, Vice-President, Secretary, Treasurer*, and other officers as shall from time to time be elected or appointed by the Board of Directors. The officers shall be elected by the Board of Directors at each December meeting.

Section 2. Whenever any vacancy shall occur in any office of the Board of Directors by death, resignation, or otherwise, nominations for new office may be received from present Board members at a Board meeting.

Section 3. The *President* shall preside over all meetings of the Board. The President shall be ex officio, with vote, on all committees.

Section 4. The *Vice President* shall fill all functions of the President when he/she is unavailable and shall also perform any other duties assigned by the Board.

Section 5. The *Secretary* shall take and preserve minutes of all meetings of the Board of Directors, shall notify the Directors and Shelter Director of annual, regular and special meetings, and perform other duties assigned by the Board. The Secretary shall cause the minutes of all meetings to be published in a form that shall be available upon request to all Board Members, personnel and public. The Secretary shall receive and report all correspondence to the Board, shall answer all correspondence, unless otherwise directed by the Board, and shall have custody of all files, records, and other documents and be responsible for their safekeeping.

Section 6. The *Treasurer* shall be responsible for preparing an annual budget to be presented to the members of the Board of Directors for review and approval. The budget shall be for a period of one (1) calendar year. The Treasurer shall make a report at each Board meeting in regards to the financial status of the Fitzgerald – Ben Hill County Humane Society. The Treasurer shall make financial information available to the members of the Board and the public.

Section 7. Resignation as an Officer of the Board of Directors must be in writing and received by the Secretary. Replacement for this Office shall be done by nomination from members at a Board meeting.

ARTICLE VIII: COMMITTEES

Section 1. The Board of Directors may create committees as needed, such as *Fundraising, Membership, Media and Humane Education*. Each Committee shall consist of at least three (3) members, with one (1) of those members being the Committee Chairperson.

Section 2. *Fundraising Chairperson* shall be responsible for scheduling, coordinating, and distributing information for all fundraisers and events with the help of other members within that Committee, other members of the Board of Directors, volunteers and shelter staff. The Fundraising Chairperson shall report to the Board of Directors when fundraisers and events will be held and report each fundraiser and events progress.

Section 3. *Membership Chairperson* shall be responsible for updating the membership list, making sure every member of the Board of Directors has paid membership dues, and recruiting new memberships with the help of the Board and volunteers. The Membership Chairperson is responsible for reporting to the Board of Directors the progress of the memberships.

Section 4. *Media Chairperson* shall be responsible for all publications, articles, advertisements and a quarterly newsletter. The Media Chairperson will be in charge of advertising fundraisers and events in the newspaper, shopper and radio.

Section 5. *Humane Education Chairperson* shall be in charge of scheduling and coordinating humane education events and programs. The Humane Education Chairperson shall be responsible for reporting to the Board of Directors the progress of these educational events.

Section 6. All officers and members of the Board of Directors are responsible for reporting directly to the President. The positions and duties of any other officers are to be determined, as necessary, by the Board.

ARTICLE IX: BANK ACCOUNTS

Section 1. Bank accounts for deposit of funds of the Fitzgerald – Ben Hill County Humane Society may be opened in such banking institutions as may be selected and designated from time to time by the Board of Directors. Funds of the Fitzgerald – Ben Hill County Humane Society may be also invested in such savings and loan associations as may be designated from time to time by the Board of Directors.

ARTICLE X: ORDER OF BUSINESS

Section 1. At any regular or special meeting of the members of the Board of Directors shall be:

- A. Call to Order
- B. Non Board Members
- C. Approval of Minutes
- D. Committee Reports
- E. Old Business
- F. New Business
- G. Adjournment

Section 2. All meetings of the Board of Directors shall be conducted pursuant to **“Roberts Rules of Order”** as set forth in the last published revision thereof. All members shall conduct themselves in an orderly manner at meetings and be representatives of the Fitzgerald – Ben Hill County Humane Society to the public

ARTICLE XI: FISCAL YEAR

Section 1. The fiscal year of the Fitzgerald – Ben Hill County Humane Society shall be calendar year.

ARTICLE XII: AMENDMENTS

Section 1. The Board shall have the power to amend any bylaw but only if such amendment shall have been previously approved by the Fitzgerald – Ben Hill County Humane Society.

I, the undersigned, Secretary of the Board, do hereby certify the foregoing Bylaws were duly adopted by the Board of Directors of said corporation as Bylaws of said corporation on the 21st day of September, 2006, at a duly called and constituted meeting of the members of the Board and that they do constitute the Bylaws of said corporation; and that the foregoing is a true copy of said Bylaws.

__Kathy A Young__

Secretary

kay:Bylaws of Humane Society/MW