

**BY-LAWS OF THE  
PIERRE-FT. PIERRE AREA HUMANE SOCIETY, INC.  
d/b/a Paws Animal Rescue**

**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 to take in as many adoptable feline and canine homeless pets from the Pierre and Fort Pierre pound. As space allows, take in surrenders of feline and canine pets that will no longer have a home due to owner's death, health issues, loss of home, loss of job, divorce, and other unforeseeable circumstances. Provide medical care to every pet in our custody, spay or neuter and age-appropriate vaccinate barring no medical issues that would prevent the spaying/neutering or vaccinating. Find the best possible home for each pet for as long as it shall take by remaining a no-kill shelter. Provide low-cost spay/neuter certificates to the public who live within our service area. Promote education for the prevention of cruelty and/or neglect to 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 object and purpose of the corporation.

Section 2. Annual membership and dues shall consist of six classes: Student (person under 18 years of age), Individual, Family, Business, Senior Citizen (over 65), and Lifetime. Adult children eighteen (18) years of age or older 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, unless otherwise designated to another director, including names, addresses, phone numbers, and the membership class (Student, Individual, Family, Business, Senior Citizen, or 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 two weeks (14) days written notice to the person so charged. The said accused member shall be given a reasonable time and opportunity to answer such charge, in writing, within that two week period. If membership is revoked, no membership dues shall be refunded.

Section 5. Annual dues shall be due and payable one (1) year from original membership. No membership dues will be refunded.

#### **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. Any member interested in running for a director position, must be present at the January elections meeting. In the event, that a member cannot be present at the January annual meeting, they must submit a letter of intent to an officer, seven (7) days prior to elections, indicating which position they would be willing to be nominated for.

Section 3. Should a vacancy occur in the Board of Directors, the unexpired term shall be filled by a member at the discretion of the remaining Directors, to remain in the position until the end of that position's term.

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, and 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. Any member interested in running for an officer position, must be present at the elections meeting. In the event that a member cannot be present at the January

annual meeting, they must submit a letter of intent to an officer, seven (7) days prior to elections, indicating which position they would be willing to be nominated for.

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/her office.

Section 4. 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. If the Vice President cannot fulfill the President's term, a President will be appointed, from the general membership, by the Officers and Directors, to remain in the position until the term has expired.

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 the President or by the Vice President in the absence of the President. The Treasurer may sign checks with approval of the President or Vice President.

## **ARTICLE VI – SOCIETY MEETINGS**

Section 1. Regular society meetings shall be held quarterly (beginning in January, April, July and October), with other meetings being held as needed. The annual meeting shall be held each January with the election of Officers and Board of 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 to the Board of Directors. Notice of the time and place of any special meeting will be delivered to the members via email, Facebook post or Web page notification.

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. In the absence of the President and Vice President, the Treasurer shall preside over all such meetings.

## **ARTICLE VII – VOTING**

Section 1. Each senior, individual and the designated agent of a business membership shall have one (1) vote. A family membership shall have two (2) votes. Individual and Family members listed on a lifetime membership registration form, over the age of 18 shall have 1 or 2 votes respectively. Student memberships shall not be allowed to vote. Voting by proxy shall not be allowed.

Section 2. All classes of members shall be a paid member in good standing thirty (30) days before casting a vote.

## **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 or by the President. Checks may be signed by the President or by the Vice-President in the absence of the President. The Treasurer may sign checks with the approval of the President or Vice President.

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

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 exceeding \$1,000 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 regular society meeting by a majority vote of the members present. The proposed By-laws will be available upon request at the organization’s physical address and emailed to the general membership no less than two weeks (14) 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 nonprofit 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 \_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_, at the regular meeting of the above Society.

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Jenna Schiefelbein, Secretary