

Friends of the Burlington County Animal Shelter, Inc.
EIN: 45-4598820

Bylaws

ARTICLE I -NAME, PURPOSE

Section 1: The name of the organization shall be Friends of the Burlington County Animal Shelter, Inc.

Section 2: The Organization is organized exclusively for charitable and educational purposes.

ARTICLE II - MEMBERS

Membership shall only consist of the board of directors.

ARTICLE III - ANNUAL MEETING

Section 1: Annual Meeting. The date of the regular annual meeting shall be set by the Board Members who shall also set the time and place.

ARTICLE IV - BOARD OF DIRECTORS

Section 1: Board Role, Size, Compensation. The Board is responsible for overall policy and direction of the Organization, and delegates' responsibility for day-to-day operations to the Officers. The Board shall consist of a Chair, have up to 17 and not fewer than 3 members.

Section 2: Meetings. The Board shall meet at least bimonthly, at an agreed upon time and place. The Board Chair shall convene regularly scheduled Board meetings.

Section 3: Board Elections. Election of new board members or election of current board members or officers to an additional term will occur as the first item of business at the annual meeting of the corporation. Chairman and board members will be elected by a majority vote of the active volunteer base. Board members with terms expiring at the end of the current year must notify the board of their intentions for re-election by May 31st of that year.

Section 4: Terms. All Board members shall serve-2 year terms, but are eligible for re-election.

Section 5: Quorum. A quorum must be attended by at least 51% percent of the Board members before business can be transacted or motions made or passed.

Section 6: Notice. An official regularly scheduled Board meeting requires that each Board member have written notice ten days in advance. Non-regularly scheduled Board meetings are exempt.

Section 7: Officers, Terms and Duties. There shall be four officers of the Board consisting of a President, Vice President, Treasurer, and Secretary who may or may not be on the Board.

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The Officers shall manage the daily operations of the organization.

The Secretary shall be responsible for keeping records of Board actions, including overseeing the taking of minutes at all board meetings, sending out meeting announcements, distributing copies of agenda (three days prior) and meeting minutes (up to seven days post meeting) to each Board member and assuring that corporate records are maintained.

The Treasurer shall make a report at each Board meeting, assist in the preparation of the budget, and make financial information available to Board members and the public.

Section 8: Vacancies. When a vacancy on the Board or in an officer position exists, nominations for new members must be presented to the Governance Chair/Committee four weeks in advance of a Board meeting. Once candidate has been assessed and determined to align with the organization's mission and objectives, nomination will be forwarded to Secretary two weeks in advance of a Board meeting. These nominations shall be sent out to Board members with the regular Board meeting announcement, to be voted upon at the next Board meeting.

Section 9: Resignation, Termination and Absences. Resignation from the Board must be in writing and received by the Secretary. A Board member shall be dropped for excess absences from the Board if s/he has three unexcused absences from Board meetings in a year. A Board member may be removed for other reasons by a three-fourths vote of the remaining directors.

Section 10: Expenditures

1. Board members or Program Coordinators may request reimbursement from the Treasurer for program-specific expenditures, i.e., line item(s) described in the budget.
2. Requests for funding of non-budgeted items up to \$300 may be approved by any board member who is able to determine the merit of the request. As appropriate, the board member may consult with a Program Coordinator to determine the merit of any request.
3. Requests for funding exceeding \$1,000 for any item that has not already been approved in the budget should be presented to the board at the next scheduled board meeting. The person requesting the funding should contact the Secretary and request to be added to the meeting agenda.
4. Expenditure of grant funds (i.e., either private or corporate where the funding is designated for a specific purpose) should be approved by the board member, Program Coordinator, or Committee member affiliated with the project; however, reimbursement must not exceed the allocated grant funding without prior approval from the board.

Section 11: Responsibilities for Board Members

1. Serve on at least one Board Committee.
2. A commitment to raise funds for the Friends of Burlington County Animal Shelter by:
 - Donating a meaningful personal financial gift *and*
 - Obtain a minimum of \$1,000 annually from the community in cash or in-kind e.g. tickets or table for an event, sponsorship, silent auction items, in-kind items, etc).

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3. Each board member needs to take a coordinator role in a primary/signature fundraising event.
4. Support and adhere to the Friends Mission Statement.
5. Attendance at bimonthly board meetings or authorize the member's Board committee chair to be proxy for voting.
6. Attendance and participation at one quarterly volunteer meetings. Arrange for a guest speaker and provide refreshments in collaboration with another board member(s) for one volunteer meeting per year.
7. Annually attend/view a seminar/webinar related to non-profit organizations or shelter animals.

ARTICLE V - COMMITTEES

Section 1: The Board may create committees as needed.

Section 2: The Board Chair, President, Vice President and other agreed upon individuals serve as the members of the Executive Committee. Except for the power to amend the Articles of Incorporation and Bylaws, the Executive Committee shall have all the powers and authority of the Board of Directors in the intervals between meetings of the Board of Directors, subject to the direction and control of the Board of Directors.

Section 3: Standing Committees

The work of the board is accomplished through its committees. With the exception of the Executive Committee, which acts on the board's behalf, committees recommend action to the full board for discussion and action. Each Board member will have a seat on a least one committee. Each committee chair will report the committee's report and meeting minutes since the previous board meeting. The following standing committees will operate on a continual basis:

1. Executive Committee: proposes the annual and five-year goals for the board and acts on the board's behalf in between official board meetings.
2. Governance Committee: maintains and updates the bylaws and ensures they are followed; Determine skill gaps in board composition, recruit nominees and orient new directors.
3. Finance Committee: responsible for creating a yearly budget, as well as monitoring the organization's finances and communicating to the board about the organization's overall financial health.
4. Fundraising Committee: oversees the development and implementation of an annual fundraising plan and serves as a resource for board members and volunteers conducting fundraisers
5. Volunteer Committee: responsible for overseeing the recruiting and training of volunteers, as well as keeping them engaged and fulfilled.
6. Shelter Operations Committee: responsible for monitoring and developing programs at the shelter.
7. Communications/Marketing Committee: Partner with board members and volunteers to oversee a consistent and active communication strategy to all stakeholders for the purposes of program messaging, fundraising, awareness and branding.

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ARTICLE VI -AMENDMENTS

These Bylaws may be amended when necessary by a two-thirds majority of the Board of Directors.

ARTICLE VII-ADOPTION

These Bylaws were approved and adopted at a meeting of the Board of Directors on December 21, 2012.

Date of Revision	Author	Summary of Revision
October 15, 2014 Board Meeting	Barbara Feldstein	ARTICLE IV - BOARD OF DIRECTORS – Section 4: All Board members shall serve 2 year terms, but are eligible for re-election. Changed from 3 years by majority vote.
April 15, 2015 Board Meeting	Theresa Kopasz	ARTICLE IV - BOARD OF DIRECTORS Section 11: Added this section to describe expenditures.
May 8, 2015 Ad hoc meeting	Theresa Kopasz	ARTICLE IV - BOARD OF DIRECTORS Section 4: Limited length of service to 2 consecutive terms.
August 8, 2015 Ad hoc meeting	Theresa Kopasz	ARTICLE IV - BOARD OF DIRECTORS Section 7: Added the office of Vice President Section 8: Allowed new board members to serve 2 years Section 10: Deleted “post-marked”
November 30, 2017 Ad hoc meeting	Jamie DePolo	ARTICLE I – NAME, PURPOSE Section 2: updated ARTICLE IV - BOARD OF DIRECTORS Section 1: Increased maximum number of members Section 2: Increased meeting frequency Section 7: Added terms of service Section 11: Added Standing Committees Section 13 Added qualifications for Board Members
January 22, 2018 Board Meeting	Jamie DePolo	Article IV - BOARD OF DIRECTORS Section 4: removed term limit for Board members

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<p>July 16, 2018 Board Meeting</p>	<p>Jamie DePolo</p>	<p>Article IV - BOARD OF DIRECTORS Section 3: Added “Directors with term expiring at end of the current year must notify the board of their intentions for reelection by June 30 of that year.</p> <p>Section 7: Deleted “Officer may serve up to two consecutive terms.</p> <p>Section 12: No. 3, changed \$300 to \$1,000 and removed “of the current annual budget.</p> <p>Section 13, No. 3: Change to remove individual mandate for each board member to raise \$2,000 and changed to collectively raising \$3,000 times number of board members. President will submit accounting report by Dec. 31 of each year detailing funds raised. Added: Each board member needs to take a coordinator role in a primary/signature fundraising event.</p> <p>Section 13, added No.10: Each director is expected to make a significant personal monetary gift to the organization. Each director decides their level of “significant.”</p>
<p>January 8, 2019 Board Meeting</p>	<p>Penny Legg/Karen Isky</p>	<p>ARTICLE III - ANNUAL MEETING Section 2: Remove Section 3: Add; officer.</p> <p>ARTICLE IV - BOARD OF DIRECTORS Section 2: Modify; The Board Chair shall convene regularly scheduled Board meetings. Section 3: Modify; additional term. Notification to be received by May 31st, no longer June 30th Section 6: Add; Non-regularly scheduled Board meetings are exempt Section 7: Add; Officers shall manage the daily operations of the organization, not just President and VP. May or may not be members of the Board. Section 8:: Nominations for new board members must be presented to Governance committee four weeks in advance of board meeting. Governance then submits to Secretary two weeks prior to board meeting once review of roles/responsibilities is conducted. Remove; Treasurer as chair of finance committee and help develop fundraising plan.</p> <p>Section 10: replace Standing Committees content with Expenditures. Standing committees moved to Article V.</p>

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	<p>Section 11: Responsibilities for Board Members (formerly Section 13)</p> <p>Remove: 1. two year commitment. Appears under ARTICLE IV, Section 4.</p> <p>Revise 2.: board member to donate meaningful personal financial gift and obtain a minimum of \$1,000 annually (tickets/sponsorship/in-kind/cash)</p> <p>Remove: 5. Sell sponsorships</p> <p>Remove: 10. Covered under 2</p> <p>Section 13: Modify Qualifications to Responsibilities to in section title.</p> <p>Section 13 #3: Board Chair replace President</p> <p>Section 13 #5: Remove</p> <p>Section 13 #6: Remove December through February (soliciting sponsorships)</p> <p>Section 13 #9: Add; one</p> <p>Section 13 #10: Remove</p> <p>ARTICLE V - COMMITTEES</p> <p>Section 2: Modify; The Board Chair, President, and Vice President and other agreed upon individuals.</p> <p>Section 3: Standing Committees Section (formerly Section 10, ARTICLE IV)</p> <p>Section 7: Add Communications/Marketing Committee</p> <p>ARTICLE VI -AMENDMENTS</p> <p>Remove; Proposed amendments must be submitted to the Secretary to be sent out with regular Board announcements</p>
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