

**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 of Directors who shall also set the time and place.

Section 2: Special Meetings. Special meetings may be called by the President.

Section 3: Notice. Notice of each meeting shall be given to each board member, by mail or e-mail, not less than ten days before the meeting.

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 have up to 17 and not fewer than 3 members. The board may receive a reasonable compensation.

Section 2: Meetings. The Board shall meet at least bimonthly, at an agreed upon time and place.

Section 3: Board Elections. Election of new directors or election of current directors to a second term will occur as the first item of business at the annual meeting of the corporation. Directors will be elected by a majority vote of the current directors.

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.

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Section 6: Notice. An official Board meeting requires that each Board member have written notice ten days in advance.

Section 7: Officers, Terms and Duties. There shall be four officers of the Board consisting of a President, Vice President, Treasurer, and Secretary.

All officers shall serve 2-year terms, and are eligible for re-election. Officers may serve up to 2-consecutive terms. Election of new officers or election of current officers to a second term will occur as the first item of business at the annual meeting of the corporation. Officers will be elected by a majority vote of the Board members. Their duties are as follows:

The President shall convene regularly scheduled Board meetings, shall preside or arrange for the Vice President or a member of the board to preside at each meeting.

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 minutes and the agenda to each Board members, and assuring that corporate records are maintained.

The Treasurer shall make a report at each Board meeting. Treasurer shall chair the finance committee, assist in the preparation of the budget, help develop fundraising plans, 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 may be received from present Board members by the 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: Special Meetings. Special meetings of the Board shall be called upon the request of the President or one-third of the Board. Notices of special meetings shall be sent out by the Secretary to each Board member ten days in advance.

Section 11: 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 committee will be chaired by a member of the board

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and each committee chair will report the committee's work 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
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

## Section 12: 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 \$300 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 13: Qualifications for Board Members

1. Two-year commitment
2. Serve on at least one Board Committee
3. Facilitate/co-facilitate one major fundraiser annually
4. Assist other board members with fundraisers
5. Sell sponsorships from December through February
6. Support and adhere to the FOBCAS Mission Statement
7. Attendance at bimonthly board meetings, or authorize the member's Board committee chair to be proxy for voting

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8. For Board members who are volunteers: Attendance and participation at quarterly volunteer meetings. Arrange for a guest speaker and provide refreshments in collaboration with another board member for one volunteer meeting per year.
9. Positive attitude with a realistic view of what can be accomplished
10. 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 President and Vice President 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 of 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.

## ARTICLE VI -AMENDMENTS

These Bylaws may be amended when necessary by a two-thirds majority of the Board of Directors. Proposed amendments must be submitted to the Secretary to be sent out with regular Board announcements.

## 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

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		Section 13: Added qualifications for Board Members
Jan. 22, 2018 Board Meeting	Jamie DePolo	Article IV, Section 4: removed term limit for Board members