



FIDO
in
Prospect Park

Fellowship in the Interest of Dogs and their Owners

**BY LAWS
ADOPTED 13 OCTOBER 2008**

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ARTICLE I: The Organization

1. Constitution. The organization shall consist of a steering committee (henceforth called the 'SC') and a non-voting membership.

2. Dues. Membership dues, if any, shall be set by the SC.

3. Meetings.

Regular meetings of the SC shall be held at least once a year, and as often during the year as shall be deemed necessary by the SC. SC meetings must be announced ten days in advance of the meeting. An SC member may assign a proxy in writing or via email to another SC member.

Emergency meetings may be called prior to the next regularly scheduled SC meeting. All SC members must be informed of the reason for the emergency meeting; and of the date, time, and place of the meeting. For emergency meetings, proxy votes, telephone votes, and email votes may be cast. Email may be used to verify a proxy.

4. Fiscal Year. The organization's fiscal year shall begin on 1 September and end on the following 31 August.

ARTICLE II: The Steering Committee

1. Powers. The SC shall have general power to control and manage FIDO's affairs and property.

2. Constitution. The SC shall comprise all officers, all committee chairpersons, and some number of members-at-large. All SC members current at the time of the adoption of these by-laws shall remain SC members unless resignation, removal, or death makes this impossible. There shall be a minimum of nine (9) SC members.

3. Requirements for Membership.

Age. Every voting SC member must be 18 years of age or older, and shall have one vote.

Election. A new SC member must be elected by a majority vote of the SC after the prospective member has attended three (3) consecutive SC meetings.

Removal. If an SC member misses 3 consecutive SC meetings without explanation, (s)he shall, at the discretion of the SC, be deemed to have resigned. The person shall be notified in writing by the secretary of the SC's decision; and, if the absences remain unexplained and unexcused, the resignation shall be effective the next regularly scheduled SC meeting.

Any SC member may be removed for sufficient cause by a majority vote of the SC after the member has had an opportunity to respond. No member may be removed without sufficient cause.

4. Voting. A quorum (50% + 1) of the entire SC membership must be present in person or by proxy for business to be conducted. A valid vote requires approval by a simple majority of members present in person or by proxy.

5. Compensation. No SC member including officers shall be authorized to accept any form of compensation for services rendered to FIDO. Honorariums earned shall be deposited in FIDO's treasury.

ARTICLE III: The Officers

1. List of Officers. The officers shall be a president, a vice-president, a treasurer, a secretary, and such other officers as the SC might deem necessary

2. Election and Removal. Officers shall be elected by a majority vote of the SC. Nominees may volunteer or be nominated by another SC member. Each officer shall hold her/his position for four years or until resignation, removal, or death.

Any SC member may, with stated sufficient cause, make a motion for a vote of confidence in regard to any officer. The officer should have an opportunity to respond. If the majority vote is negative, the officer in question must resign.”

3. Powers and Responsibilities of Officers

President. The president is the principal spokesperson for FIDO. (S)he shall preside at SC meetings, oversee the day-to-day affairs of the organization, and perform all other duties incident to the office of president. The SC may assign other powers or duties to the president.

Vice-President. In the absence of the president, the vice-president shall perform the duties of the president. The SC may assign other powers or duties to the vice-president.

Secretary. The secretary shall (1) take and preserve the minutes of all SC meetings; (2) serve notices to the organization; (3) maintain and have available at SC meetings the approved By-Laws and a complete list of approved resolutions; and (4) maintain a list of SC members and their contact information. The SC may assign other duties to the secretary.

Treasurer. The treasurer shall keep full and accurate accounts of receipts and disbursements of the organization, and shall deposit or cause to be deposited all moneys, evidences of indebtedness, and other valuable documents in the name and to the credit of the organization in such banks or depositories as (s)he deems appropriate, subject to approval of the SC. The treasurer shall render a statement of the organizations accounts semi-annually, and when otherwise required by the SC. The treasurer shall perform all other duties incident to the office of treasurer. The SC may assign other powers or duties to the treasurer.

4. Vacancies. If an officer position becomes vacant, the vacancy may be filled at any time by a majority vote of the SC.

ARTICLE IV: The Committees

1. Formation. Committees may be created or dissolved by a majority vote of the SC. The president shall appoint a chairperson for each standing or ad hoc committee. The president’s appointee must be approved by a majority vote of the SC. Each committee shall decide its own modus operandi.

2. Vacancies. If a committee chair position becomes vacant, the vacancy may be filled at any time by a majority vote of the SC.

3. Membership. Any FIDO member may join any standing committee with the approval of that committee’s chairperson.

ARTICLE V: Procedural Considerations

1. Amendments to By-Laws. Alterations of these by-laws may be proposed and discussed at any SC meeting and voted upon at the subsequent meeting. Approval requires an affirmative vote of a majority of the SC.
2. Dissolution of FIDO. Inactivity for two or more years is indicative of dissolution of the organization. In case of dissolution, all funds will be distributed to 501c3 organizations with the same or similar purposes as FIDO.

