

CONSTITUTION of PEKE N CHIN MIDWEST

Article I Identification

Section 1: Name

For legal purposes, the official name of this organization shall be "Peke N Chin Midwest". This can be abbreviated to PNC and usually referred to as such.

Section 2: Purpose

1. PNC strives to rescue and rehabilitate abused, abandoned, neglected and surrendered Pekingese and Japanese Chins. These dogs are provided with the attention, care and medical treatment necessary including spaying/neutering, until a permanent home can be found. Through the commitment of our volunteers, PNC also focuses on education of the public regarding puppy mills and responsible dog ownership, including spaying/neutering, training and humane care of Pekingese and Japanese Chins.
2. PNC is organized exclusively for charitable purposes, including, for such purposes, the making of distributions to organizations for Section 501(c) (3) of the Internal Revenue Code (or corresponding section of any future Federal Code). No part of any profits from the donations to PNC will be to the benefit of any member or individual. PNC will be operated as to qualify as a tax-exempt organization under Section 501 (c) of the Internal Revenue Code.
3. No part of the net earnings of the corporation/organization shall inure to the benefit of, or be distributable to its members, trustees, Directors, officers or any private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered or to reimburse for expenses directly related to its cause and to make payments and distributions in furtherance of Section 501(c) (3) purposes. No substantial part of the activities of the corporation/organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation/organization shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of, or in opposition to, and candidate for public office.
4. Notwithstanding any other provision of these articles, the corporation/organization shall not carry on any other activities not permitted to be carried on (a) by a corporation/organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code) or (b) by a corporation/organization, contribution to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or corresponding section of any future Federal tax code).

Section 3: Fiscal Year

The fiscal year of the corporation shall begin at 12:00 a.m. on the first day of October and end at 11:59:59 p.m. on September 30.

Article II Meetings

Section 1: Place of Meeting

Place of meeting will be determined each June.

Section 2: Annual Meeting

The Annual Meeting of the Board of Directors for the election of Directors, and for the transaction of such other business as may properly come before the meeting, shall be held during the month of July. The required meeting may also be satisfied by a conference call only.

Section 3: Special Meetings

Special meeting of the Board of Directors may be called by the Chairperson of the Board or by any members of the Board of Directors.

Section 4: Notice of Meetings

A written or printed notice, stating the place, day, and hour of a meeting, and in the case of a special meeting the purpose or purposes for which the meeting is called, shall be delivered by email or USPS mail to each member by the Secretary or the person calling the meeting at least 10 days before the meeting. Attendance at any meeting, in person, or by proxy, shall constitute a waiver of notice of such meeting.

Section 5: Voting at Meetings

Every member of the Board of Directors shall have one vote. In the case of a tie vote, the Chairperson's vote will be the deciding factor.

Section 6: Proxies

A Director may vote, either in person or by proxy executed in writing by the Director and sent to the Secretary, enabling the Secretary to cast the proxy vote.

Section 7: Quorum

Unless otherwise stated, the meeting of the Directors, a majority of the Directors shall constitute a quorum.

Section 8: Organization

The Chairperson and in his/her absence, the Vice Chairperson, and in their absence any Director shall call meetings of the Board to order and shall act as Chairperson of such meetings, and the Secretary of PNC shall act as Secretary of all meetings of the Directors. In the absence of the Secretary, the presiding officer may appoint a Director to act as Secretary of the meeting.

Article III Board of Directors

Section 1: Board of Directors

The Board of Directors shall consist of 3 members, until organizational growth suggests appointment of additional board members, the role of Vice Chairperson and Secretary will be filled by the same individual until said time. Directors shall be elected annually by the majority of the Board Members; such Directors shall hold office until the next meeting.

Section 2: Chairperson

1. The Chairperson of the Board shall have a term of 1 year, with no limit on the number of consecutive terms.
2. The duty of the Chairperson is to call the meetings to order.
3. The Chairperson shall have 1 vote at meetings.
4. The Chairperson will be elected by a majority vote of the Board.
5. The Chairperson shall preside at all meetings of Directors.
6. The Chairperson shall receive no salary.
7. The Chairperson's vote will be the deciding vote in case of a tie vote by the Board.

Section 3: Vice Chairperson

1. The Vice Chairperson of the Board shall have a term of 1 year, with no limit on the number of consecutive terms.
2. The Vice Chairperson will be elected by a majority of the Board.
3. The Vice Chairperson shall have 1 vote at meetings.
4. The Vice Chairperson assumes all duties of the Chairperson when the Chairperson is unavailable.
5. The Vice Chairperson will receive no salary.

Section 4: Secretary

1. The Secretary of the Board shall have a term of 1 year, with no limit on the number of consecutive terms.
2. The Secretary will be elected by a majority of the Board.
3. The Secretary shall have 1 vote at meetings.

4. The Secretary will take the minutes of the Board meetings and read them at each meeting.
5. The Secretary will receive no salary.

Section 5: Treasurer

1. The Treasurer of the Board shall have a term of 1 year, with no limit on the number of consecutive terms.
2. The Treasurer will be elected by a majority of the Board.
3. The Treasurer will keep correct and complete records of account, knowing accurately at all times, the financial condition of PNC.
4. The Treasurer shall have 1 vote at meetings.
5. The Treasurer will receive no salary.
6. The Treasurer will immediately deposit all funds of PNC into a reliable bank or depository to be designed by the Board of Directors in the name of PNC Midwest.
7. The Treasurer shall furnish at meetings, or whenever requested, a statement of the financial condition of PNC.
8. The Treasurer will hold the financial books and records while in office and turn them over if the Treasurer resigns or is unable to complete the term, or is removed and will then turn over the financial books and records to the new Treasurer the day the new Treasurer assumes office.
9. The Treasurer will provide a written financial statement to each member of the Board of Directors, quarterly.

Section 6: Creation of New Board Positions and/or Committees

1. The Board of Directors may create new Board Positions when needed by vote of a simple majority of the Board. All new positions will have the guidelines for that position drawn up by existing Board Members and have rights and voting privileges as the members of the existing Board.
2. New committees to implement the workings of the Board of Directors can be created and their guidelines drawn up by the Board of Directors, whether they are permanent or ad hoc committees.

Section 7: Delegation of Authority

In the case of the absence of any officer of the corporation, or for any reason that the Board of Directors may delegate the powers or duties of such officer to any other officer or to any Director, for the time being, provided a majority of the entire Board of Directors concurs therewith.

Section 8: Execution of Documents

Unless otherwise provided by the Board of Directors, any member of the Board shall sign all contracts and other instruments in writing and legal documents, with the prior majority written approval of the Board members.

Section 9: Loans to Officers

No loan of money or property or any advance on accounts in the future shall be made to any officer or Board Member of PNC.

Section 10: Resignation

A Director may resign at any time by filing a written resignation to the Secretary.

Section 11: Removal

1. A member of the Board may be removed for intentional misuse of funds, physical or mental incapacity, misconducts or gross negligence.
2. A majority vote of the Board is needed to remove a Board Member.
3. An appeal can be made to the remaining full Board and reinstatement considered within a 7 day period after any removal and the Board may take up to an additional 7 day period to reconsider and give its decision. A majority vote of the remaining Board is needed to either reinstate the removed Board member or to uphold the removal.

Section 12: Vacancies

In case of any vacancies in the Board of Directors by reason of death, resignation, removal or other cause, the remaining Directors, by the affirmative vote of the majority thereof, may elect a Director to fill such vacancy until the next meeting and until his permanent successor is elected and qualified.

Section 13: Policy Formation

Any decision affecting PNC, its funding, information, to non-PNC members must be voted on by the Board of Directors and approved by a simple majority of the Board.

Section 14: Member Requirements

All Board Members and Committee Members are to be actively involved with the fundraising, rescue and transport operations and foster program of PNC.

Section 15: Order of Business

The order of business at all meetings of the Board of Directors shall be as follows:

1. Roll call
2. Reading of the Minutes of the preceding meeting and adoption thereof
3. Reports of Officers
4. Reports of Committees, if any
5. Unfinished business
6. Miscellaneous business
7. New business
8. Adjournment

Article IV Operations

Section 1: Budget

1. All monies are to be held in a reliable bank or depository with an account draw able upon by at least two members of the Board of Directors.
2. A yearly budget will be discussed at the annual Board of Directors meeting and must be approved by a simple majority of the Board.
3. Vet expenditures in amounts of \$50.00 to \$100.00 above the approved standard list can be made only with the approval of 1 member of the Board of Directors. Amounts in excess of \$100.00 must have full approval of the majority vote of the Board of Directors.
4. Non-Board members who are active participants and contributors to PNC, upon request, can request a copy of the budget.

Section 2: Code of Ethics

A code of ethics will be established and maintained by the Board of Directors and available to non-members of the Board upon request.

Article V Donations and Fundraising

Section 1: Donations

1. All donations to PNC are to be turned over to the Treasurer to be deposited in the PNC account within 10 days of receipt.
2. Receipts are to be given by the Treasurer for amounts over \$20.00 to donors to PNC.
3. All donors' names are to be confidential unless the donor approves a released of the name.

Article VI Amendments

This constitution may be adopted, amended or repealed at any meeting of the Board of Directors by the vote of a majority thereof.

Article VII Dissolution

PNC can be dissolved at any time for any reason by written consent of no less than a 2/3's majority of the Members with voting rights.

Bylaws

- I. Definition of a rescue dog: Any Pekingese or Japanese Chin (purebred or mix) that is homeless, in a shelter, puppy mill, pet store, auction, or in need of a home, due to the inability of the present owner(s) to keep the Pekingese or Japanese Chin.
- II. Every action will be taken to provide for the immediate welfare of the dog and extended care, including, but not limited to:
 - A. Procurement
 - B. Transportation
 - C. Veterinary medical fees for immediate care, including inoculations for rabies
 - D. Grooming
 - E. Foster care
 - F. Euthanasia - for terminally ill dogs as determined by a vet or in cases of severe aggression
- III. Foster Care and Boarding
 - A. Foster care can include breeder and individuals.
 - B. Foster people will be expected to complete an application and have it approved by a member of the Board of Directors of PNC.
 - C. An attempt will be made, when possible, to select a foster person in close proximity to the dog's rescue location.
 - D. The responsibility of the foster persons will include:
 - i. Foster care
 - ii. Surrender of ownership
 - iii. Initial vet evaluation visit within 1 week of intake
 - iv. Maintaining foster record
 - v. Provide input and decision making in final placement
 - vi. Process applications as designated by Adoption Coordinator
- IV. Financial Responsibility of Rescue, Adopters and Past Owner, when available
 - A. Present owner, in the case of re-homing, will make donation to help cover expenses, if possible.
 - B. Adopter will also be expected to pay some of the transportation costs, i.e. airline expense and health certificate, or donation toward transport volunteers.
 - C. Other costs incurred, within reason, will be paid from the rescue fund.
- V. Allowable Expenses that can be Reimbursed by PNC
 - A. Costs related to conducting rescue business that would include, but not limited to, are as follows: Postage, phone calls (with a copy of the bills for same to be provided to the Treasurer of PNC), printing costs, and Internet/Website related costs.
 - B. Any expenses, not previously covered, incurred by a PNC member in connection with the welfare of a rescue dog and approved by the Board.
- VI. Generation of Funds
 - A. Donations by individuals, volunteers or businesses
 - B. Grants
- VII. Adoption Process
 - A. A completed application with reference check and a home visit
 - B. Approval of the completed application by PNC Member or Adoption Coordinator
 - C. Signing of Adoption Contract
 - D. Donation fee for the dog
 - E. A follow-up schedule on the status of the adopted dog
- VIII. Donations for the Dog

The donation fee for the dog will be based on the costs incurred, but not limited to, the cost of transportation, vet care and costs in obtaining the dog, plus a donation given to PNC. Consideration will be given for the adoption fee based on the age of the dog and its physical condition.