

EASTHAM DOG OWNERS' ASSOCIATION

BY-LAWS

I. NAME

The name of the organization shall be Eastham Dog Owners' Association.

II. PURPOSE

The purpose of the Eastham Dog Owners' Association shall be to:

Promote the welfare of dogs, responsible dog ownership and equitable Town Ordinances relating to dog ownership in the Town of Eastham in a spirit of neighborly regard and in a manner that will maintain the unique beauty of Cape Cod.

1. Enhance the health, welfare, educational and recreational opportunities for dog owners and the public in Eastham.
2. Support a responsible safety program and disaster plan for Eastham dogs.
3. Promote fair and equitable dog by-laws which place the burden of responsibility on the dog owner.
4. Work in cooperation with town officials to address dog issues should they arise.

Exist as a non-profit and tax exempt corporation and to carry on any activity which may be lawfully carried on by a non-profit corporation organized under the laws of the Commonwealth of Massachusetts, whether or not related to those referred to in the preceding paragraphs.

The purposes for which the corporation is formed are those set forth in its Articles of Incorporation, which are to conduct activities in accordance with section 501(c)(3) of the Internal Revenue Code.

III. MEMBERSHIP

1. Membership may be granted to any individual or corporation that supports the mission and purposes of the organization, and who pay the annual dues as set by the Board of Directors.
2. Dues shall be payable annually in an amount established by the Board of Directors.

IV. ANNUAL MEETING

1. The date of the regular annual meeting shall be set by the Board of Directors who shall set the time and place of the meeting.
2. Special meetings may be called by the President.
3. A minimum of 10% of the members shall constitute a quorum for transaction of business at a members meeting.

V. OFFICERS

The officers of the Eastham Dog Owners' Association shall be elected for a term of two years.

1. President

- a. Shall call meetings of the Eastham Dog Owners' Association and of the Board of Directors and shall preside at same.
 - b. Shall handle official correspondence with the help of the Clerk.
 - c. Shall present reports of Board of Directors actions at the next Member Meeting following Board of Directors meetings.
 - d. Shall approve agendas of Board of Directors meetings and membership meetings before the Clerk releases same to the membership and public.
 - e. Shall appoint the Chair and members of Standing and Special Committees.
 - f. Shall serve a term of two years.
 - g. Shall report annually on the activities of the organization.
2. Vice-President
- a. Shall perform the duties of the President in the absence of the President.
 - b. Shall serve a term of two years.
3. Clerk
- a. Shall record the minutes of each Members and Board of Directors Meeting.
 - b. Shall serve a term of two years.
4. Treasurer
- a. Shall collect and deposit, in a Cape Cod bank, all funds of the Eastham Dog Owners' Association and keep an accurate record of same.
 - b. Shall expend funds of the Eastham Dog Owners' Association upon approval of the Board of Directors.
 - c. Shall serve a term of two years.
 - d. Shall file all necessary legal and financial documents.

VI. BOARD OF DIRECTORS

- 1. Shall consist of four (4) officers and eight (8) directors who shall be elected annually, shall serve a term of two years, and be authorized to vote.
- 2. Shall have the authority to conduct all business of the Eastham Dog Owners' Association between Members Meetings.
- 3. Shall approve all appointments of the President.
- 4. Shall set membership dues.
- 5. Shall prepare agendas for Members meetings.
- 6. Shall establish and designate the term of all Standing and Special committees.
- 7. Directors shall serve without compensation, but by resolution of the Board of Directors, a reasonable fixed sum and/or expenses of attendance, if any, may be allowed. A Director is not precluded from serving the Corporation in any other capacity nor from receiving reasonable compensation for such services or reimbursement of expenses thereof; provided that in no event may a Director participate in a vote on his or her compensation arrangement, and in no event may a Director participate in a vote that would directly or indirectly benefit that officer or director or any business with which he or she is related.

VII. ELECTION OF OFFICERS AND DIRECTORS

- 1. All officers and directors shall be elected at the Annual meeting by a plurality vote and their terms of office shall begin at the close of the annual meeting at which they were elected. Each officer and director will serve two-year overlapping terms. For the purposes of staggering their terms of office the

officers shall be divided into two classes the first class consisting of the Vice President and Treasurer and the second class consisting of the President and Clerk. The board of directors shall be divided into two classes of four each. The term of office of one class shall expire each year in regular rotation.

2. Vacancies existing by reason of resignation, death, incapacity or removal before the expiration of his/her term shall be filled by a majority vote of the remaining directors. In the event of a tie vote, the President shall choose the succeeding director. A director elected to fill a vacancy shall be elected for the unexpired term of that director's predecessor in office.
3. Any officer or director who resigns during the term of office shall submit the resignation in writing to the Board of Directors.
4. An officer may be removed by the Board of Directors at a meeting, or by action in writing, whenever in the Board's judgment the best interests of the Association will be served thereby. Any such removal shall be without prejudice to the contract rights, if any, of the person so removed.

VIII. VOTING

1. No voting shall take place unless a quorum is present.
2. A majority vote of any quorum shall prevail, except as noted in Section XII.
3. A quorum shall be six (6) members of the Board of Directors including officers.
4. At the discretion of the president or designee, members may join a meeting to reach a quorum by phone to vote on time sensitive matters; board members may also be canvassed for votes via email if a decision needs to be made prior to a scheduled meeting.
5. Members who are absent for four consecutive un-excused meetings in any year will be asked to formally resign their appointment.

IX. COMMITTEES

1. All Committees shall report to the Board of Director as required.
2. The Committee Chair may appoint a secretary and call meetings of the Committee. The Secretary shall keep accurate minutes and records of meetings which are to be turned over to the Clerk of the Eastham Dog Owners' Association in a timely manner.

X. PARLIAMENTARY AUTHORITY

Robert's Rules of Order shall be the parliamentary authority by which affairs of the Eastham Dog Owners' Association are conducted.

XI. FUNDS OF THE EASTHAM DOG OWNERS' ASSOCIATION

Funding for the organization shall include, but not be limited to:

1. Annual membership dues
2. Fund raising activities
3. Grants which may be received
4. Gifts and contributions
5. Sale of artifacts

XII. AMENDMENT OF BY-LAWS

The By-laws may be amended by a two-thirds (2/3) vote of a quorum of the Board of Directors.

XIII. ADOPTION CLAUSE

The By-Laws shall take effect upon adoption by a majority vote of the Board of Directors.

XIV. DISSOLUTION

The Eastham Dog Owners' Association may be dissolved by a two-thirds (2/3) vote of a quorum of the Board of Directors.

XV. DISTRIBUTION OF FUNDS

In the event of dissolution, all remaining assets and property of the Corporation shall after necessary expenses there of, be distributed to another organization exempt under IRC 501 (c) (3), or corresponding provision of any subsequent Federal tax laws, or to the Federal Government, or State or local government for a public purpose, subject to the approval of a Justice of the Supreme Court of the Commonwealth of Massachusetts.

XVI. FISCAL YEAR

The fiscal year of the Eastham Dog Owners' Association shall be from January 1 to December 31.

Revised: June 17, 2010

Revised: November 17, 2022