



Badger Pets and Handlers (Badger-PAH) Bylaws

Version 1.3
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The following document defines the governing rules and principles of Badger Pets and Handlers (a.k.a “Badger-PAH” or “The Organization”).

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Article I - Membership

Section I: Eligibility and Acceptance

1. Eligibility of Membership
 - 1.1. Individuals shall be eligible to become a member by submitting an application, proof of age, and payment of any dues.
 - 1.2. All members shall be individuals 18 years of age or older at the time of their application for membership to Badger-PAH. All applicants to the Organization shall be required to submit proof of age.
 - 1.3. Members who have been previously removed from the organization can request their situation be reviewed by the Board of Directors. The Board of Directors may remove this disqualification from the applicant via a unanimous vote.
 - 1.4. Applicants who have been barred from organizations Badger-PAH partners with may be denied membership.
 - 1.5. Applicants who have misconduct that presents a threat to Badger-PAH members or the organization may be denied membership including but not limited to physical, sexual, and emotional violence.
 - 1.6. If the eligibility of a membership is in question due to previous misconduct in the organization, or known misconduct prior to applying for the first time, the Board of Directors will vote on the status of the application.
 - 1.6.1. A majority vote of the Board of Directors is needed to deny membership.

Section II: Dues and Membership Term

1. Membership Term
 - 1.1. Membership with Badger-PAH starts the day dues are paid, and is effective through the end of the month of the following year (e.g. a membership paid on July 15, 2023 will expire on the last day of July 2024).
2. Dues and Fees
 - 2.1. All members shall pay dues annually, or else membership benefits will be revoked from the individual until they reapply for membership.
 - 2.2. The amount and methods of payment shall be determined by the Board of Directors and are outlined in a published schedule as part of standard operating procedures.
 - 2.3. The Board of Directors shall have the authority to temporarily or permanently waive dues for individual members by majority vote.
3. Membership Expiration
 - 3.1. The member will be contacted via the email on file during the first week of the month their membership will expire, in order to alert them to renew.

- 3.1.1. The member will receive a follow-up email as their membership draws to a close, in order to alert them that they will lose membership if they do not renew.
 - 3.1.2. In the first week of the month following the expiration of membership, the person will be denied access to member-only items including, but not limited to: social media, events, and business meetings.
- 3.2. New applicants shall receive 30 days from receipt of their application to pay dues before their application is administratively withdrawn. Applicants will not receive membership and associated privileges until dues are paid according to the schedule outlined in standard operating procedures.

Section III: Levels, Requirements and Privileges

- 1. Full Membership
 - 1.1. Requirements
 - 1.1.1. Must be 21 years of age or older.
 - 1.1.2. Must be eligible for membership with the Organization.
 - 1.1.3. Must pay all current organizational dues and any back-dated dues where applicable.
 - 1.2. Privileges
 - 1.2.1. Invitation to all meetings and Organizational functions, public or private.
 - 1.2.2. Receive all Organizational publications, emails, and mailings.
 - 1.2.3. May be identified as a member of Badger-PAH.
 - 1.2.4. May serve in any office on the Board of Directors and or any other committee or position pursuant to meeting the requirements of said position.
 - 1.2.5. May vote on all matters placed before the Organization as a whole (except for those involving disciplinary action against said member).
 - 1.2.6. May sponsor individuals for membership or office.
 - 1.2.7. Any other privileges granted by current operating practices/procedures.
- 2. Recruit Membership
 - 2.1. Requirements
 - 2.1.1. Must be 18 years or older and not yet 21.
 - 2.1.1.1. Upon reaching 21 years of age the recruit member may elect to apply to become a Full member of Badger-PAH, or voluntarily resign from the Organization.
 - 2.1.2. Must be eligible for membership with the Organization.
 - 2.1.3. Must pay all current organizational dues and any back-dated dues where applicable.
 - 2.2. Privileges
 - 2.2.1. Invitation to all meetings and Organizational functions (with respect to the age requirements of the hosting venue) public or private.

- 2.2.2. Receive all Organizational publications, emails, and mailings.
- 2.2.3. May be identified as a member of Badger-PAH.
- 2.2.4. May serve on and chair a committee.
- 2.2.5. May vote on all matters placed before the Organization as a whole (except for those involving disciplinary action against said member).
- 2.2.6. Any other privileges granted or disallowed by current operating practices/procedures.
- 2.2.7. May serve on the Board of Directors if elected and become a dues-paying member.

Article II - Officers

Section I: Officers, Duties and Compensation

- 1. Officers
 - 1.1. The Officers of the Organization, who comprise the Board of Directors shall be: President, Secretary, Treasurer, Board Member 1 and Board Member 2 (a.k.a Board Members at Large)
 - 1.2. Each Officer shall work to fulfill their assigned duties as outlined in these Bylaws, the standard operating procedures of the organization, and motions and resolutions of the Board of Directors. They shall be responsible to the other members of the Board of Directors, and the Organization as a whole for the execution of those duties.
 - 1.3. Each Officer is authorized to organize a staff to assist them in the fulfillment of their duties.
- 2. Duties by Role
 - 2.1. President
 - 2.1.1. The President shall preside at all Organizational meetings.
 - 2.1.1.1. If the President cannot attend conferences/meetings, then the President shall appoint a member of the Board of Directors to preside on their behalf.
 - 2.1.2. The President shall serve as a responsible spokesperson/delegate for the Organization.
 - 2.1.3. Any other duties assigned by the Board of Directors.
 - 2.2. Treasurer
 - 2.2.1. The Treasurer will attend all Organizational meetings.
 - 2.2.1.1. If the Treasurer cannot attend conferences/meetings, they will appoint a proxy to act/update on their behalf.
 - 2.2.2. The Treasurer will maintain the financial documentation and accounts of Badger-PAH.

- 2.2.3. The Treasurer will file all necessary paperwork and tax filings with appropriate government agencies.
- 2.2.4. The Treasurer will receive and disburse all funds related to Badger-PAH.
 - 2.2.4.1. The Treasurer will keep detailed records of income and expenditures which can be reviewed/audited by all members of the Board of Directors
- 2.3. Secretary
 - 2.3.1. The Secretary will attend all Organizational meetings.
 - 2.3.1.1. If the Secretary cannot attend conferences/meetings, they will appoint a proxy to act/update on their behalf.
 - 2.3.2. The Secretary will record all proceedings and attendance of meetings.
 - 2.3.3. The Secretary will maintain the official membership roster of Badger-PAH.
 - 2.3.4. The Secretary will prepare any documentation, forms, applications, etc. required by Badger-PAH.
- 2.4. Board Members at Large
 - 2.4.1. Board Members at Large shall attend Organizational meetings and participate in the governance of the Organization.
 - 2.4.2. Board Members at Large are encouraged to spearhead initiatives and lead committees.
- 3. Compensation
 - 3.1. Members of the Board of Directors shall serve without compensation for their services in that capacity.
 - 3.2. Board members may be reimbursed for legitimate expenses incurred on behalf of the Organization.
 - 3.2.1. Reimbursement shall be governed by standard operating procedures of the Organization.

Section II: Terms of Office and Elections

- 1. Terms of Office
 - 1.1. Terms of all Board of Directors positions are one membership year.
 - 1.2. Any Officer of the Board of Directors shall not be elected to the same office for more than 2 consecutive terms, unless no other qualified individual runs for the position.
 - 1.2.1. The members of the Board of Directors will be responsible for determining if an applicant meets the minimum qualifications of the position applied for.
 - 1.3. After an Officer reaches their term limit for an individual position with the Board of Directors, they must take a minimum of 1 election cycle break from that position before they are eligible to run for that position again.
- 2. Elections
 - 2.1. Eligibility

- 2.1.1. Only members with Full Membership are eligible to run for positions on the Board of Directors.
- 2.1.2. Members may only run for 1 officer position per election cycle.
- 2.1.3. Current members of the Board of Directors who are at their term limit for a particular office are not eligible to run for the same office.
 - 2.1.3.1. The exception to this rule is if no other person, or no other reasonably qualified person runs for the position. In this case, the current Board member may be reelected to their position again and disregard the term limit rule for the current election cycle.
- 2.2. Process
 - 2.2.1. Elections of officers for the Board of Directors shall happen in June and the results will be announced to members prior to the change of the Board of Directors.
 - 2.2.2. The current Board of Directors will make an application / nomination form for the following year's Board of Directors available to the Organization's members a minimum of thirty 30 days before the election is to be held.
 - 2.2.3. Voting privileges shall be limited to 1 vote per office, per member in good standing.
 - 2.2.4. Results of the election shall be announced no more than 48 hours after the close of voting.
 - 2.2.5. Voting shall occur via means defined by standard operating procedures.

Section III: Vacancies and Removal of Officers

- 1. Vacancies
 - 1.1. In the event that a member of the Board of Directors vacates their office before the end of their term, is removed from office, or the position was not filled due to lack of applicants, the remaining members of the Board of Directors may appoint, from the organization's members, a person to serve as an acting member of that position until a special election can be held or a new member is elected via standard election process.
 - 1.1.1. It will be up to the remaining members of the Board of Directors if a special election should be held or to wait for the standard election cycle schedule.
- 2. Removal of Officers
 - 2.1. Any member may propose a vote of no confidence for an officer as a new business item during a scheduled business meeting of the Organization. This motion requires a second.
 - 2.1.1. If it is not seconded the motion fails.
 - 2.1.2. If it is seconded, the remaining board members and the proposing member will agree to a time for the vote to be held.
 - 2.1.3. The vote must occur after 7 days have passed but not more than 30.

- 2.1.4. The officer facing the no-confidence vote is not able to vote on business items or introduce motions until the no-confidence vote is held.
- 2.1.5. Members must be notified of the upcoming vote date and time once it is scheduled.
- 2.1.6. To remove the officer, the vote must carry two-thirds of the members in attendance at the meeting.
- 2.2. A member of the Board of Directors may request a vote of no confidence against another officer at any time. This motion requires a second. Should this happen outside of an Organizational meeting, a meeting of the Board of Directors must be convened within 72 hours of the request wherein the board must review the case against the officer and proceed with a vote for the removal of the officer.
 - 2.2.1. The officer in question shall be invited to attend the meeting at which the potential removal will be discussed and afforded the opportunity to speak in their own defense.
 - 2.2.2. The officer in question is not a required member of this meeting as they are not able to vote.
- 2.3. The officer may be removed upon a majority vote of the remaining members of the Board of Directors.
 - 2.3.1. If the vote by the Board of Directors does not achieve a majority the officer shall remain in office.

Article III - Organization Meetings

Section I: Meetings

- 1. Regular, Special and Emergency Meetings
 - 1.1. The Board of Directors shall hold a meeting open to the Organization's membership at least once every 3 months.
 - 1.1.1. The Board of Directors may close a meeting to the Membership ("enter executive session") upon a majority vote of the Board of Directors.
 - 1.1. The President shall set the date and time of the meetings in the absence of a duly approved motion of the Board of Directors. Notice of at least 10 days prior to such a meeting shall be given.
 - 1.2. The Board of Directors may hold special meetings at the call of the President, or upon the call of a majority of the Board. Such meetings may be called with a notice of at least 3 days prior to such meeting given to each director via most reliable means of contact.
 - 1.3. Emergency meetings may be called as needed.
 - 1.3.1. If officers are required to be in attendance of an emergency meeting, they must be provided with at least 6 hours of notice before the scheduled start time of the meeting.

- 1.3.2. The President is authorized to call a vote of the Board of Directors on any issues deemed to be time-sensitive. Any action must be approved via a majority vote of the Board of Directors. Voting may be performed through telephone, writing, or electronic means.
 - 1.3.2.1. The Secretary shall conduct any such vote and issue a report certifying said vote to the Board of Directors at their next regularly scheduled meeting. The Board of Directors must approve any such report by a majority vote.
2. Annual Meetings
 - 2.1. The Board of Directors shall hold the Organization's annual meeting in June.
 - 2.2. The agenda of this meeting must include the announcement or discussion of the results of the election for the Board of Directors for the upcoming year.
 - 2.3. The annual meeting can be a stand-alone meeting or grouped with a regularly scheduled business meeting.
 - 2.4. All members of the Organization shall have the right to vote on matters before the Membership at the Annual Meeting, provided a standard quorum of the Board of Directors is present.
3. Member Attendance and Participation
 - 3.1. Regularly-scheduled meetings of the Board of Directors shall be announced and made open to all members in good standing with the Organization.
 - 3.2. Members of the Organization may be recognized to make comments or bring forward new business at said meetings during the new business section of the meeting, or at the discretion of the President, within reasonable time limits.
4. Quorum
 - 4.1. At least 3 members of the Board of Directors must be present (physically or electronically) at a business meeting to make the meeting official.

Article IV - Finances and Property

Section I: Organization Obligations, Credit, Loans, Funds & Fiscal Year

1. Organizational Obligations
 - 1.1. Members of the Organization shall not be personally responsible for any financial obligations of the Organization in any nature whatsoever, nor shall any of the property of a member be subject to the payment of obligations of the Organization to any extent whatsoever.
2. Organizational Credit
 - 2.1. Except upon the express consent of the Board of Directors, no member of the Organization shall sign or endorse in their official capacity, nor accept, any

obligations to any party or parties, nor shall any check, note, bond or stock certificate be used by any member of the Organization as collateral for any obligation of his or her own.

3. Loans
 - 3.1. The Organization shall not lend any of its financial assets to a member, officer, director or other agent.
4. Disbursement of Funds
 - 4.1. The President, Treasurer, and Secretary shall be authorized signatories on the financial accounts of the Organization.
 - 4.1.1. The authority to disburse funds may be extended to others through a standard operating procedure adopted by the Organization.
 - 4.2. Wherever possible, any disbursement of funds should be discussed with, and approved by, the majority of the Board of Directors before the disbursement occurs.
 - 4.3. Any disbursement of funds must be communicated to the Treasurer so the Organization's financial accounting can be updated.
 - 4.3.1. A receipt for the disbursement should accompany the communication whenever possible.
5. Fiscal Year
 - 5.1. The fiscal year of Badger-PAH shall match the membership year (July 1st - June 30th of the following year).

Article V - Indemnification

Section I: Indemnification

1. Indemnification
 - 1.1. The Organization shall indemnify all Directors, Officers, Members, or Staff persons who act on behalf of the Organization in good faith and who is not indemnified by another Organization or employee benefit plan.

Article VI - Parliamentary Authority

Section I: Parliamentary Authority

1. Rules of order
 - 1.1. The rules contained in the current Badger-PAH Meeting SOP shall govern Badger-PAH in all cases to which they are applicable.

- 1.2. When the Badger-PAH Meeting SOP does not cover a situation in a meeting, the President shall preside over the rules issue until regular order is restored.

Article VII - Amendments and Updates

Section I: Amendments and Updates

1. Amendments
 - 1.1. The bylaws of Badger-PAH may be updated as needed with a $\frac{2}{3}$ majority vote of members present at the meeting.
 - 1.2. Any attempt to update the bylaws will be communicated to members at least 3 days prior to the meeting taking place.
 - 1.3. Any successful change to the bylaws will be communicated to members and the updated bylaws will be posted on the organization's website within 2 weeks of the change.
 - 1.4. Revisions for clarification, grammar, or format can be made without advance notice, but still require a majority vote of members present at the meeting where the changes are made.

Article VIII - Dissolution of the Organization

Section I: Liquidation of Assets

1. Liquidation of Assets
 - 1.1. In the event of the liquidation or dissolution of the Organization, the Board of Directors shall be tasked with liquidating the assets. The Board of Directors will split the funds and any assets between Chicago Pet Patrol and North Star Kennel Club if they are still registered non-profit organizations at the time of Badger-PAH dissolution. If one of these is no longer a non-profit, the remaining organization will receive the entirety of the funds and assets. If both organizations are no longer non-profits, Badger-PAH will surrender the funds and any assets to the State of Wisconsin.

Version	Revision Date	Comment
1.1	02/20/2020	Original adopted version
1.2	10/10/2022	As voted on during the 9/18/22 business meeting, the section 7.1.3 on minor updates and clarifications was added to the Bylaws.
1.3	01/14/2024	As voted on during 01/14/2024 multiple sections were updated to bring the bylaws into compliance with non-profit requirements and give more flexibility to members and membership