

Constitution and Bylaws

DESERT LABRADOR RETRIEVER RESCUE

Article I:	Name and Purpose	2
Article II:	Board of Directors.....	3
Article III:	Removal of an Executive Board Member.....	4
Article IV:	Powers of the Board.....	4
Article V:	Elections Procedures	5
Article VI:	Board Duties	6
Article VII:	Membership	8
Article VIII:	Membership Termination.....	8
Article IX:	Meetings of the Membership	9
Article X:	Indemnification of Directors and Coordinators	9
Article XI:	Rescue Mission	9
Article XII:	Management and Adoption of Rescued Dogs	10
Article XIII:	Standard Operating Procedures Manual	10
Article XIV:	Communications	11
Article XV:	Property.....	11
Article XVI:	Returning a Previously Adopted Dog	11
Article XVII:	Euthanasia	11
Article XVIII:	Financial Policy	11
Article XIX:	Adoption Fee.....	12
Article XX:	Changes to Bylaws.....	12

ARTICLE I: NAME AND PURPOSE

Desert Labrador Retriever Rescue is organized as a non-profit, volunteer corporation. Desert Labrador Retriever Rescue is governed by a Board of Directors and voting members.

Section 1: Name: The name of the organization is Desert Labrador Retriever Rescue, Inc. (also referred to in these bylaws as “DLRR”).

Section 2: Purpose: The purpose of Desert Labrador Retriever Rescue is to:

1. Rescue animals from situations that are abusive, endangering or neglectful.
2. Rescue animals in danger of being euthanized at area shelters/pounds.
3. Assist owners willing to keep their dogs, by finding new homes for their dogs through DLRR’s Courtesy Referral Program or through Social Media, as an alternative to placing their dog in a public shelter or animal control facility.
4. Provide DLRR dogs with veterinary care.
5. Provide DLRR dogs training, when necessary.
6. Place rescued DLRR dogs into permanent adoptive homes.
7. Educate and promote the importance of spaying/neutering companion animals.
8. Desert Labrador Retriever Rescue, Inc. will endeavor to maximize the percentage of its operating budget, which directly benefits rescued animals, including the spaying and neutering of these dogs. Fundraising to support this will be achieved through solicitation and acceptance of contributions from individuals and other methods or events as the Board of Directors of DLRR desire to utilize.

ARTICLE II: BOARD OF DIRECTORS

1. The Board of Directors ("Board") for Desert Labrador Retriever Rescue ("DLRR") is composed of the President, Vice-President, Secretary, Treasurer, Phoenix Director and the Tucson Director. All are voting members of the Board.
2. All officers of the Board are elected annually by vote of the Volunteer Membership.
3. Any person seeking a Board position must be an active member of the organization, must be at least 21 years of age, and must not have resigned from an elected DLRR position within the past three years.
4. For transitional purposes, the exiting President shall remain in an advisory position to the Board for a period of one year following the election of a new President.
5. For transitional purposes, the exiting board will hold a meeting with the new board within 30 days post-election. A minimum of one more meeting will occur within the first 90 days of the new Board's term.
6. If a current Board Member resigns during his or her term, the Board may appoint a temporary replacement. An announcement will be made and the Nominating Committee will present eligible candidates to the membership to elect a new permanent Board member. To be considered an eligible candidate, a volunteer must have been an active participant in DLRR for at least one year. This new member will serve the remainder of the term, and the position will be up for re-election at the same time as all other Board positions.
7. If a Board member fails to meet the qualifications at any time during his or her term, he or she will cease to be a Board member and his or her place on the Board shall be vacated.
8. The Board is responsible for suggesting additions or deletions to DLRR's bylaws.
9. Actions required or permitted to be taken by the Board may be taken without a meeting. All Board members entitled to vote must, individually or collectively, consent via an email communication. Any action required or permitted to be taken at a meeting of the Board, except the removal of a Director from office, may be taken without a meeting of the membership, without prior notice to the membership, and without a vote of the membership, if a consent is in writing setting forth the action so taken, and is signed by a majority of the Board members.
10. Email shall be considered equivalent to any communication otherwise required to be in writing. Board members shall also be permitted to participate in meetings

through telephone communication if such can be arranged so that all Board members can hear all other members.

11. Resignation from the Board must be in writing or email and received by the Secretary. A Board member may be removed for other reasons by a 2/3 vote of the remaining officers.

ARTICLE III: REMOVAL OF A BOARD MEMBER

1. Any DLRR member may petition the Nominating Committee to initiate a recall for just cause (violation of the organization's Code of Conduct and/or of the governing documents) of one or more of the Board Members. The recall petition shall specifically state the basis for the petition.
2. Any recall petition must include the nomination of an eligible candidate for replacement.
3. After receiving such petition, the Nominating Committee Chairman shall inform the membership of the recall proposal.
4. The recall proposal must be approved by 15% of the entire membership.
5. If the proposal is so approved, then the Nominating Committee shall present the recall to the membership.
6. A 10-day comment period will be allowed during which, the subject of the recall will have the opportunity to issue a statement to the membership and then a vote by the membership will be taken.
7. Thirty percent of the membership must vote on the recall and a 2/3 majority of those voting must approve the recall for it to be successful.
8. If the recall is successful, the replacement candidate(s) shall serve for the remainder of the term plus another full term.
9. A Board Member may not be subject to recall more than once during their term of office.

ARTICLE IV: POWERS OF THE BOARD

1. Direction of Powers: In accordance with the provisions of laws applicable to Arizona Non-Profit Corporations, limitations in the Articles of Incorporation and these Bylaws, the general powers of DLRR will be exercised, its property controlled and its business and affairs conducted by or under the direction of the Board. The Board shall have the exclusive authority to adopt and amend policies, procedures, rules, and regulations governing the affairs of DLRR, including but not limited to rescue and adoption policies and the conduct of Members.

2. The Board has the authority to adopt and amend policies, procedures, rules, and regulations governing the affairs of DLRR, including but not limited to intake, adoption policies and the conduct of members.
3. The Board is responsible for appointing trustees as needed to perform various specific roles as directed by the Board. In this case, a trustee is defined as a person allowed to perform certain tasks but not able to gain income.
4. Board meetings shall be called by the Board as needed, but at least annually.
5. Discrimination: DLRR shall not apply its standards, policies, procedures or practices inequitably or single out any particular party for disparate treatment unless justified by substantial and reasonable cause. DLRR shall not discriminate against any reasonable application for a Volunteer for their race, religion, gender, creed, marital status or sexual preference.
6. Lobbying: No substantial part of the activities of DLRR shall be the carrying on of propaganda or otherwise attempting to influence legislation and furthermore, shall not participate in or intervene in (including publishing or distribution of statements) political campaigns on behalf of or in opposition to any candidate for public office.

ARTICLE V: ELECTIONS PROCEDURES

1. Board elections will be held at the annual meeting.
- 2. Nominations:**
- a. The Secretary will include a call for nominations in the notice for the annual meeting. Nominations may be collected by phone or email, by the Secretary or other designated volunteer.
 - b. The Board shall appoint a nominating committee consisting of three volunteers for the purposes of soliciting candidates for each Board position. The nominating committee shall be appointed at least sixty (60) days prior to the election.
 - c. Nominations from the Secretary's call and the nominating committee will be taken until three (3) weeks prior to the meeting.
 - d. The Secretary or other designated volunteer will contact each of the nominees to determine if the nomination is accepted.
 - e. Once all nominations have been accepted or declined, the Secretary will inform the group of the candidates for each position.

2. Elections:

- a. Votes may be entered in person at the meeting. Votes will be taken in writing by secret ballot.
- b. An election panel of two volunteers who are not running for an office will be established. These volunteers will be selected by the Secretary.
- c. Votes may be entered in advance of the meeting by email to both election volunteers.
- d. Each ballot will be confirmed via email by both election volunteers.
- e. If a member does not receive both confirmations, they should contact the election volunteers by email.
- f. The election volunteers will be responsible for tallying votes made in advance of the meeting, as well as those made in person.

ARTICLE VI: BOARD DUTIES

1. Elected positions:

- a. The **President** is responsible for providing overall direction to DLRR. The president conducts membership meetings as needed.
- b. The **Vice-President** conducts all business of DLRR in the absence of the President. The Vice-President is responsible for the official correspondence of DLRR.
- c. The **Secretary** records minutes of all meetings and distributes them to the members. The Secretary records attendance at meetings.
- d. The **Treasurer** is responsible for the finances of DLRR. This includes collection of dues, payment of bills and reimbursement of members for expenses incurred in rescue work. The Treasurer prepares a financial statement, showing income and expenses, which should be presented at each general meeting. The Treasurer also prepares an annual financial report.
- e. **Director, Tucson Operations**

The Tucson Director is responsible for the DLRR operations in the Tucson market and works under the general guidance of and is only responsible to the Board. The Director's primary interface to the Board for operational concerns is the President of the Board. Consistent with DLRR policies, the duties of the Director include, but are not limited to:

- Develop the mission and direction of the organization in conjunction with the Board.
- Plan, organize, and direct programs that carry out DLRR goals as established by the Board.
- Oversee the handling, treatment, and care of all the animals admitted to the care of DLRR.
- Prepare an annual budget in conjunction with the Board and operate DLRR within the limits of the approved budget.
- Serve as the liaison between the Board and the public, the Board and the Volunteer Members, and the Board and other agencies or organizations.
- Collaborate with the Board in directing the operational procedures of DLRR.
- Prepare reports and other records as required by the Board.
- Perform other duties as assigned by the Board.

f. Director, Phoenix Operations

The Phoenix Director is responsible for the DLRR operations in the Phoenix market and works under the general guidance of and is only responsible to the Board. The Director's primary interface to the Board for operational concerns is the President of the Board. Consistent with DLRR policies, the duties of the Director include, but are not limited to:

- Develop the mission and direction of the organization in conjunction with the Board.
- Plan, organize, and direct programs that carry out DLRR goals as established by the Board.
- Oversee the handling, treatment, and care of all the animals admitted to the care of DLRR.
- Prepare an annual budget in conjunction with the Board and operate DLRR within the limits of the approved budget.
- Serve as the liaison between the Board and the public, the Board and the Volunteer Members, and the Board and other agencies or organizations.
- Collaborate with the Board in directing the operational procedures of DLRR.
- Prepare reports and other records as required by the Board.
- Perform other duties as assigned by the Board.

g. Appointed positions:

The Board may create, modify and dissolve positions within DLRR. The duties of the positions will be specified in DLRR's standard operating procedures manual. These positions may include positions such as an adoption coordinator, committee coordinator, foster home coordinator, fundraising coordinator, intake coordinator, volunteer coordinator and webmaster. The Board may appoint individuals to those positions as necessary for the operations of DLRR. The Board may also remove any appointed individual who violates the Code of Conduct as outlined in the Volunteer Policies and Procedures Manual.

ARTICLE VII: MEMBERSHIP

1. Membership is open to all persons interested in the Labrador Retriever breed.
2. There are two types of members:
 - a. **Volunteer Members** are those who are active in providing volunteer services to the organization.
 - i. Volunteer Membership requires the approval of the Volunteer Coordinator or a Board majority, both for initial application and annual renewal. The Board may establish performance criteria for Volunteer Membership.
 - ii. Volunteers are required to review and sign the Volunteer Code of Conduct as presented by the DLRR Volunteer Coordinator.
 - iii. Volunteer Members are entitled to one vote at all membership meetings. If two people within the same family share a membership, only one will be entitled to vote, though both will be considered members of DLRR.
 - iv. Spouses or family members of volunteers that only assist the volunteer member should not hold individual memberships. Each volunteer is expected to make an independent contribution to DLRR.
 - b. **Affiliate Members** provide support to the organization through their dues. Affiliate members are not entitled to vote at membership meetings, but may attend membership meetings.
3. The Board shall determine annual dues for both types of membership of the organization.

ARTICLE VIII: MEMBERSHIP TERMINATION

1. A member may terminate his/her membership at any time upon notice to the Board or by not renewing the membership when it expires; no portion of the membership dues will be refunded if the membership is cancelled before the expiration date.
2. A membership may, by majority vote, be terminated by the Board if the member violates any tenet of the Volunteer Code of Conduct as detailed in the Volunteer Policies and Procedures Manual. Any member so suspended or terminated shall receive written documentation of the reasons for the action.

ARTICLE IX: MEETINGS OF THE MEMBERSHIP

1. Annual meetings: The annual meeting shall be held once during each calendar year. The date, time and location shall be determined by the Board and the Secretary will send notice in writing, which includes posting notice on the DLRR online group discussion forum or by email to the last known email address of Volunteer Members at least 60 days in advance of the meeting.
2. Special meetings: The President, majority of the Board or a petition of 25% of the Volunteer Membership, may call special meetings of the membership. Notice of special meetings shall be in writing or emailed to the last known email address of Volunteer Members at least 30 days in advance of the meeting.
3. Emergency meetings: The President or majority of the Board may call emergency meetings of the membership. Notice of emergency meetings shall be in writing or emailed to the last known email address of Volunteer Members at least 10 days in advance of the meeting.

ARTICLE X: INDEMNIFICATION OF DIRECTORS AND COORDINATORS

1. DLRR may, to the fullest extent, now or hereafter permitted by Arizona law, indemnify and hold harmless each Board Member and Coordinator against any and all claims, liabilities, and expenses (including attorneys' fees, judgments, fines, and amounts paid in settlement) actually and reasonably incurred and arising from any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative, to which any such person shall have become subject by reason of having held such a position or having allegedly taken or omitted to take any action in connection with any such position.

ARTICLE XI: RESCUE MISSION

1. Labrador Retrievers are accepted by Desert Labrador Retriever Rescue. It is not necessary that the dog be registered with the American Kennel Club (AKC). All intakes will be evaluated prior to accepting them into the rescue. Older dogs and dogs with medical problems are accepted.
2. Mixed breed dogs will generally be referred to other rescue groups.
3. Priority should be given to dogs as follows: (1) abuse situation; (2) shelter; (3) owner turn in.
4. All Labrador Retrievers given to DLRR shall become the property of the organization as specified in Surrender of Ownership form.
5. DLRR reserves the right to reject any Labrador Retriever for any reason.

6. DLRR will not accept a dog with a history of biting a human. A dog with a history of unprovoked aggression toward other animals or people (other than biting) may be accepted or denied based on the decision of the Board.
7. DLRR's standard operating procedures manual will specify who in the organization is authorized to intake dogs on behalf of DLRR.

ARTICLE XII: MANAGEMENT AND ADOPTION OF RESCUED DOGS

1. The procedures for managing the dogs accepted by DLRR shall be specified in DLRR's standard operating procedures manual. These procedures should include processes to follow for accepting dogs who are owner turn-ins and dogs that are in local shelters, as well as processes for the quarantine, housing and veterinary evaluation and care of the dogs.
2. Volunteer foster homes serve as a safe and comfortable environment for the dogs accepted by DLRR prior to placing the dogs in their permanent homes. The responsibilities of the foster homes and DLRR's responsibilities in relation to the foster homes shall be specified in DLRR's standard operating procedures manual.
3. Anyone wishing to adopt a rescue dog from DLRR is required to complete an application form. Each applicant will receive a home visit. The volunteer conducting the home visit will meet with the entire family.
4. Applicants can be declined for a number of reasons, which shall be specified in DLRR's standard operating procedures manual.
5. The processes for applying to DLRR and being approved to adopt a rescue dog shall be specified in DLRR's standard operating procedures manual.
6. If an approved applicant wishes to adopt a rescue dog, there is a 24-hour waiting period; however, this waiting period may be waived under specified circumstances.
7. DLRR will not give the adopting family the name, address or phone number of families relinquishing dogs, nor will it give the relinquishing families the name, address or phone number of the adopting family.

ARTICLE XIII: STANDARD OPERATING PROCEDURES MANUAL

1. The DLRR standard operating procedures manual includes the processes and procedures for managing the dogs accepted by DLRR and the roles and responsibilities of DLRR volunteers. The Board-appointed coordinators may make changes to the standard operating procedures manual and shall submit to the Board any changes made to the manual in writing for action no later than thirty (30) days from receipt.

ARTICLE XIV: COMMUNICATIONS

1. Any communication that is placed on Desert Labrador Retriever Rescue letterhead must be approved by the President, or a Board majority, prior to being distributed in any manner.
2. No deviation or redesign of the Desert Labrador Retriever Rescue letterhead or logo may be used, and the Desert Labrador Retriever Rescue letterhead may not be scanned into any computer program to be used in communication without permission from the Board.

ARTICLE XV: PROPERTY

1. All written communication, plans, manuals, and all related documents are the property of DLRR. In the event a volunteer or Board member resigns or does not seek re-election, the files and any other property are to be turned over to the organization.

ARTICLE XVI: RETURNING A PREVIOUSLY ADOPTED DOG

1. It is the policy of DLRR to accept the return of any dog who was previously adopted from DLRR. The process for accepting a previously adopted dog shall be specified in DLRR's standard operating procedures manual.

ARTICLE XVII: EUTHANASIA

1. Desert Labrador Retriever Rescue recognizes euthanasia is an option of last resort. It also recognizes that such an option, while difficult, may be necessary for the humane treatment of an animal. The quality of life, as well as the safety of its human companions, must be the determining factor in any decision to euthanize an animal. Two Board members and a licensed veterinarian will determine that the dog is suffering or is a threat to the safety of the people around the dog. The decision to euthanize a dog shall be at the discretion of the Board.

ARTICLE XVIII: FINANCIAL POLICY

1. All expenditures require the approval of the Treasurer; expenditures over \$500 require the approval of the Board.
2. All veterinary bills for which there are receipts that are routine and/or have been pre-authorized by the Board or the Board's designee, will be reimbursed in full by Desert Labrador Retriever Rescue.
3. Original receipts are required for all dog boarding, veterinary expenses, microchipping, grooming, etc. No reimbursement will be approved without a receipt. Reimbursement is made monthly.

4. All requests for personal reimbursement shall be made on a *Request for Reimbursement Form*. The receipt shall be attached.
5. Expenses of DLRR are prioritized as follows:
 - a. Veterinary care for dogs
 - b. Boarding
 - c. Training
 - d. Miscellaneous expenses

ARTICLE XIX: ADOPTION FEE

1. The adoption fee schedule will be determined by the Board. The Board may adjust or waive these fees based on a dog's health or other special circumstances.

ARTICLE XX: CHANGES TO BYLAWS

1. The Bylaws of DLRR may be amended by:
 - a. A majority vote of the voting members present at a membership meeting of the organization or by electronic vote; or
 - b. A 2/3 vote of the Board, which shall be approved by a vote of the membership within 45 days of notification of the proposed change.

Adopted November 6, 1999

As amended by Membership Vote on September 10, 2005

As amended by Membership Vote on September 12, 2009

As amended by Membership Vote on June 1, 2017