



MayDOG, the Maynard Dog Owners Group, Inc.

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BY-LAWS FOR MAYDOG, INC., A NONPROFIT CORPORATION

Article I. ORGANIZATION

Section 1.01 NAME

The name of the organization shall be MayDOG, the Maynard Dog Owners Group, Inc.

Section 1.02 SEAL

The organization shall have no seal.

Article II. PURPOSES

This organization has been organized in order to engage in any lawful acts or activities for which non-profit corporations may be organized under the Massachusetts Nonprofit Incorporation Act, including but not limited to:

- (a) provide educational resources and recreational programs and opportunities to Maynard-area dog owners and other interested parties;
- (b) foster positive relations between dog owners or caretakers and the overall Maynard community;
- (c) provide a vehicle for communication both within the Maynard dog community, and from the Maynard dog community, through written, electronic and other means;
- (d) and advocate for necessary resources to preserve and enhance the well-being of dogs and their owners, including the creation and maintenance of appropriate exercise and recreation areas.

Article III. MEMBERSHIP

Section 3.01 ELIGIBILITY

Membership shall be open to any individual interested in the welfare of dogs and their owners. Membership is unrestricted as to residence. Any individual with purposes contrary to MayDOG's mission is prohibited from membership.

Section 3.02 DUES

Membership dues shall be set by the board of directors and collected on an annual basis from all members.

Section 3.03 TERM OF MEMBERSHIP

All memberships shall last for up to one year, from the date membership is accepted until August 31 of each year. Memberships shall renew on September 1 of each year.

Article IV. MEETINGS

Section 4.01 ANNUAL MEETING

An annual meeting of members shall be held at which the annual report shall be given. Elections of board members and officers by a majority of the current board of directors shall also be held at the annual meeting. MayDOG's annual meeting shall be held during the months of September or October. The quorum shall be at least a simple majority of members of the board. The annual meeting must take place in or near Maynard, MA.

Section 4.02 BOARD MEETINGS

The board shall meet at least quarterly and as often as determined necessary by the board members. A quorum for any meeting of the board shall be at least a simple majority of members of the board. Persons participating by telephone or by written proxy are counted as part of the quorum. All board meetings must take place in or near Maynard, Massachusetts.

Article V. OFFICERS AND BOARD OF DIRECTORS

Section 5.01 OFFICERS

The officers of MayDOG shall be a president, up to two vice presidents, a secretary, and a treasurer, who shall serve in their respective capacities both as such officers and as members of the board of directors. Duties specific to each office will be decided upon by the board of directors. One individual may not hold two offices simultaneously unless approved by majority vote of the board of directors. Each officer and board member shall have only one vote.

Section 5.02 BOARD OF DIRECTORS

The board of directors of MayDOG shall consist of the above named officers plus up to 7 other directors nominated and elected by a majority of the board of directors.

Section 5.03 FIRST BOARD OF DIRECTORS

The original incorporators shall serve as the first officers and directors until the first annual meeting.

Section 5.04 TERM OF OFFICE

Each officer and director elected at the first and subsequent annual meetings shall hold office for a one-year term and may be reelected for an unlimited number of terms.

Section 5.05 REMOVAL FROM THE BOARD

Removal from the board for any cause requires a 2/3 majority vote by the board of directors.

Section 5.06 VACANCIES

A board or officer vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by appointment by a majority vote of the board of directors for the unexpired portion of the term.

Article VI. USE OF FUNDS

Section 6.01 BUDGET

All decisions regarding revenue and expenditures shall be made by majority vote of the board of directors.

Section 6.02 NO PERSONAL INUREMENT

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the Statement of Purpose hereof. The property of this corporation is irrevocably dedicated to the purposes of MayDOG and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

Section 6.03 AUTHORITY

Either the treasurer or the president or the clerk may sign checks and other financial instruments. In addition, the board of directors may in its discretion vote to give signatory authority to other persons as needed.

Section 6.04 TERMINATION

Upon the dissolution of MayDOG, its assets remaining after payment, or provision of payment, of all debts and liabilities of this corporation shall be distributed pursuant to chapter 180, section 11a, to one or more organizations with similar purposes and exempt from federal income tax under section 501(c)(3) of the internal revenue code, as determined by the directors of the corporation.

Article VII. LIABILITY

Section 7.01 LIMITATIONS OF LIABILITY

No officer or director of MayDOG shall be personally liable for the debts or legal obligations of this corporation of any nature whatsoever, nor shall any of the property of the officers or directors be subject to the payment of the debts or legal obligations of this corporation.

Article VIII. AMENDMENTS

Revisions to these bylaws shall require a 2/3 majority vote of the current board of directors.