

ARTICLE I Name

These Bylaws may refer to the corporation as Portland Pets and Handlers or PDX PAH.

ARTICLE II Purposes

The purpose of Portland Pets and Handlers is to promote the human-pet lifestyle, organize social activities for its members, and educate its members and the public about human-pets and their handlers.

ARTICLE III Members

Section A. Eligibility and Procedure

- PDX PAH shall not discriminate on the basis of gender, gender expression, sexual orientation, national origin, disability, race, color, or religion. All members shall be individuals and be 18 years of age or older. Any person eligible for membership shall become a member by completing and submitting an official application and paying dues.

Section B. Dues

- A member shall pay dues annually.
- The amount, terms, and method shall be determined by the Board of Directors.
- The Board of Directors shall have the authority to temporarily or permanently waive dues for individual members.
- If a member has not paid dues by the last day of the membership year, the member shall be automatically dropped from membership in PDX PAH.

ARTICLE IV Board of Directors

Section A. Board Composition

- The Board of Directors shall be composed of members.
- The number of Board of Directors shall be a minimum of three (3) and a maximum of ten (10)
- The exact number of which shall be fixed from time to time by resolution of the Board of Directors based on nominations and needs of the group.

Section B. Board Powers

- The Board of Directors shall have full power and authority over the affairs of PDX PAH.

Section C. Qualifications

- The Board of Directors shall be current members of PDX PAH
- They must attend three (3) board meetings within a six (6) month period to qualify to be on the Board of Directors.
- The current Board of Directors may vote to wave the attendance qualification.

Section D. Nominations

- Any current member can nominate a member to be a part of the Board of Directors after they meet the qualifications

Section E. Selection

- The current Board of Directors will vote to add any nominated members to the Board of Directors

Section F. Officer Appointment

- The Board of Directors shall appoint the officers at the annual meeting as outlined in ARTICLE V of these bylaws

Section G. Quorum

- Fifty percent of the Board of Directors of PDX PAH shall constitute a quorum.

Section H. Voting

- At a meeting of the Board of Directors, a majority vote of those present shall be required to adopt any motion or resolution or to appoint an officer to a vacancy, unless a greater number is required by these bylaws, special rules of order, or the parliamentary authority.

Section I. Removal

- Board of Directors may be removed from office by a majority vote of the current Board of Directors
- Members may petition the Board of Directors to hold such a vote.
- If a Board of Director is removed that held an officer position, they are also removed as an officer.

ARTICLE V Officers

Section A. Officers

- The officers of PDX PAH shall be a President, a Vice-President, a Secretary, a Treasurer, and a Sergeant at Arms.
- An officer is a member of the Board of Directors appointed to perform a specific duty, in addition to ad hoc tasks.

Section B. Qualifications

- The officers shall be appointed by the Board of Directors from the current Board of Directors and must be current members of the PDX PAH.

Section C. Duties

- Officers shall perform the duties prescribed in these bylaws, the standing rules, and the parliamentary authority, or as directed by the Board of Directors.
- President. The President shall:
 - Preside over the meetings of the members and Board of Directors
 - Set agenda for meetings,
 - Appoint chairpersons to any committee, and
 - Speak on behalf of PDX PAH, subject to guidelines established by the Board of Directors
- Vice-President. The Vice-President shall:
 - Perform the duties of the President in the absence of the President,
 - Maintain the membership roster and mailing list of PDX PAH,
 - Send renewal notices and other membership materials to the members as directed by the Board of Directors, and
 - Speak on behalf of PDX PAH, subject to guidelines established by the Board of Directors.
- Secretary. The Secretary shall:
 - Keep a record of all meetings of the members and Board of Directors,
 - Keep a record of all who attend the meetings,
 - Keep the official records of PDX PAH, and
 - Keep a record of the history of the PDX PAH in pictures, video, audio, written, and other formats.
- Treasurer. The Treasurer shall:
 - Maintain the books of accounts,
 - Receive and disburse all funds of PDX PAH,
 - Maintain all records of income and expenditures, and
 - File all necessary paperwork with government agencies.
- Sergeant at Arms. The Sergeant at Arms shall:
 - Maintain order and discipline at meetings, in social media, and in communications with the Board of Directors,
 - Ensure the safety and welfare of the members, and
 - Enforce the bylaws, regulations, and decisions of the member and Board of Directors.

Section D. Appointments

- The officers shall be appointed by the Board of Directors at the annual meeting.
- Appointment of officers shall be majority vote of the members of the Board of Directors.

Section E. Term

- The officers shall serve from the time of appointment until the next annual meeting.

Section F. Other Officers

- The Board of Directors may elect or appoint other officers, agents and employees as it shall deem necessary and desirable.
- The Board of Directors shall determine the authority and duties these officers.
- The Board of Directors shall determine term length they hold their office.

Section F. Vacancies

- In the event of a vacancy in the office of President, the Vice-President shall become President for the unexpired term.
- A vacancy in any office except President shall be filled by the Board of Directors for the unexpired term in a manner determined by the Board of Directors by majority vote.

Section G. Removal

- Officers may be removed from office by a majority vote of Board of Directors.
- Members may petition the Board of Directors to hold such a vote.

ARTICLE VI Meetings

Section A. Annual Meeting

- An annual meeting be held in January.
- The date, time, and location of the annual meeting shall be determined by the Board of Directors, but can be incorporated into the first board meeting of the year.
- The annual meeting shall be for the purposes of appointing officers, establishing the focus of the next year, receiving reports from the previous year's officers, and for any other business that may arise.

Section B. Monthly Meetings

- The date, time, and location of the monthly meeting shall be determined by the Board of Directors.
- The monthly meeting shall be for the purposes of routine club business such as Treasurer's report, Secretary's report, old business, motions for new business, and anything for the Good of the Order.

Section C. Special Meetings

- Special meetings of the members may be called by a majority of Board of Directors or at the request of 10% percent of the members.
- The purpose of the special meeting shall be stated in the meeting notice.

Section D. Notice

- The Secretary shall send a notice of the annual meeting or any special meeting to the members between ten and fifty days before the date of the meeting.
- The notice shall include the date, time, location of the meeting, and agenda.

Section E. Quorum

- A majority the Board of Directors of PDX PAH shall constitute a quorum.
- A quorum is the minimum number of Board of Directors required to conduct club business.

Section F. Participation

- Closed meetings may be called by a member of the Board of Directors and approved by a majority of the Board of Directors.
- Any Board of Director may attend a closed meeting as well as anyone called by a majority of Board of Directors
- Open meetings may be attended by both members and the public.
- Meetings are considered open unless stated closed.

ARTICLE VII Committees

Section A. Budget Committee

- A Budget Committee shall be appointed by the Board of Directors during the annual meeting
- The duty of the committee shall be to recommend no later than November 30 a budget for the next fiscal year
- The Treasurer will be the Chairperson of the Budget Committee

Section B. Audit Committee

- An Audit Committee shall be appointed by the Board of Directors annually and whenever there is a change in Treasurer.
- The Treasurer shall not be a member of the Audit Committee.
- The duties of the committee shall be to audit the Treasurer's accounts and to report to the Board of Directors.

Section C. Appointment

- The members of all committees shall be appointed by the Board of Directors.

Section D. President's Membership

- The President shall be a member of all committees.

ARTICLE VIII Notices and Voting

Section A. Notices.

Electronic Notices.

- Any notice required to be delivered to a member or Board of Director may be sent electronically, provided that the member or Board of Director has consented to receive electronic notices and a record of that consent is kept by the Secretary.
- Consent to receive electronic notices may be revoked by the member or Board of Director by sending a written request to the Secretary and shall be revoked if two consecutive notices to that member or Board of Director cannot be delivered.

Other Notices.

- Notices for members or Board of Directors who have not consented to electronic notices may be sent by first-class mail.

ARTICLE IX Member Discipline

Section A: Procedure

- Any disciplinary actions shall be conducted according to the rules in the parliamentary authority, except:
 - if an investigating committee is appointed, it shall consist only of Board of Directors and be appointed by the Board of Directors,
 - the entire Board of Directors, rather than the members, shall conduct any necessary investigation and determine the penalty.

Section B: Appeal.

- Any member may make a compelling appeal to the Board of Directors.

ARTICLE X Parliamentary Authority

Section A: Procedure

- The rules contained in the current edition of *Robert's Rules of Order Newly Revised* (the parliamentary authority) shall govern PDX PAH in all cases to which they are applicable and in which they are consistent with these bylaws, any special rules of order PDX PAH may adopt. These rules and bylaws may not contradict any federal, state, county or city laws applicable to PDX PAH.

ARTICLE XI Amendment

Section A: Selection

- These bylaws may be amended by a 2/3 vote the Board of Directors.

Section B: Notice

- Members shall receive advanced notice of the proposed amendment at least 14 days prior to the meeting.