

BY-LAWS OF  
CHOCOLATE CHIP DALMATIAN ASSISTANCE LEAGUE (CCDAL)

Adopted 2002 – Revised January 2010

ARTICLE I

- 1.1 NAME - This Organization is formally chartered in the Commonwealth of Virginia as "Chocolate Chip Dalmatian Assistance League" and is also doing business as "CCDAL."
- 1.2 PURPOSE AND POLICY - The purpose and the policy of CCDAL shall be:
- (1) The prevention of cruelty and abandonment of purebred Dalmatians and Dalmatian mixes, the relief of their suffering, and the extension/expansion of humane education. To provide selective financial and volunteer support to other Dalmatian rescue organizations and humane organizations in the surrounding area that seek to facilitate the work of humane care and treatment of these animals, including the return of lost animals to their owners, and the search for suitable homes for Dalmatians without owners.
  - (2) To save the lives of adoptable purebred Dalmatians and when possible Dalmatian mixes by a foster and adoption program that addresses pet ownership responsibility and education. When foster home space and finances allow, provide end of life care for terminal and elderly Dalmatians and Dalmatian mixes. This is determined by the foster home and the Board of Directors based on the emotional and physical health of the dog.
  - (3) To encourage and support a reduction of the euthanasia rate of Dalmatians and Dalmatian mixes by working with and supporting rescue groups and shelters in public education and community awareness.
  - (4) CCDAL does not discriminate with regard to race, religion, gender, age (adopters must be 21 years of age or older), or sexual orientation.
- 1.3 NON-PROFIT – The Chocolate Chip Dalmatian Assistance League (CCDAL) shall be operated as a not-for-profit organization authorized to receive deductible charitable contributions, as the same is defined and controlled by the laws and regulations of the United States of America and the Commonwealth of Virginia. No part of any profits or remainder or residue from donations to CCDAL shall incur to the benefit of any individual or member.

- 1.4 Notwithstanding any other provisions of these articles, CCDAL shall not carry on any activities not permitted by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future United States Internal Revenue Law.
- 1.5 DISSOLUTION -- Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of sections 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future Federal tax code, or shall be distributed to the Federal, state, or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes.
- 1.6 BY-LAWS -- The Officers and Board of Directors of CCDAL shall adopt, and may from time to time revise, such By-Laws as may be required to carry out these objectives. Adoption and/or revision will require a majority vote from the Officers and Board of Directors.
- 1.7 VOLUNTEER STATUS -- For the purpose of these By-Laws "volunteer" is interpreted to mean "active volunteer," and "member" is interpreted to mean a "Board Member or Officer". An active volunteer is someone who, on an on-going basis, assists in the operations of CCDAL, including helping at adoptions, answering phone line, e-mails, participation in fund-raising activities, fostering, transporting dogs, and / or participating in educational events. Volunteers are expected to conduct themselves in accordance with CCDAL's By-Laws and policies.
- 1.8 TERMINATION OF MEMBERSHIP --
- (1) Resignation -- Any member may resign from CCDAL, but not if in debt to CCDAL.
  - (2) Asked to Resign -- Any member that misrepresents CCDAL, is malicious in damaging CCDAL's reputation, using CCDAL for personal gain, or not following the By Laws will be asked by the Board to resign.
  - (3) Removal -- Any Officer or Board Member may be removed from CCDAL by 100% agreement of the remaining Board Members.
- 1.9 Membership or Board Meetings of CCDAL shall be held as needed, usually via e-mail and online, as directed by the Board of Directors. Members of the Board reserve the right to conduct business by mail, in person, via facsimile transmission, e mail, or telephone. Due to the geographical location of the Board of Directors and the Members of CCDAL, the majority of business (meetings, votes) will occur via e-mail.
- 1.10 All Officers and Board of Directors in good standing shall be entitled to one vote each for any election of CCDAL.

ARTICLE II  
CCDAL YEAR, ELECTIONS, BALLOTS

- 2.1 CCDAL YEAR – CCDAL's year shall be a calendar year, January 1 to December 31.
- 2.2 ELECTIONS – The nominated candidate receiving the greatest number of votes for each office shall be declared elected.
- 2.5 NOMINATIONS No person may be a candidate in a CCDAL election who has not been nominated.
- (1) A volunteer in good standing can be nominated for an Office or to the Board at any time.
- (2) A majority vote will determine the decision on the election.

ARTICLE III  
DIRECTORS AND OFFICERS

- 3.1 Only volunteers in good standing are eligible for election as Directors or Officers.
- 3.2 BOARD OF DIRECTORS –
- (1) The Board shall be comprised of the President, Vice-President, Secretary, Treasurer, and several other people as deemed necessary, all of whom shall be elected for two-year terms and shall serve until their successors are elected. When possible, the Board shall have an odd number of members.
- (1) General management of CCDAL's affairs shall be entrusted to the Officers, Board of Directors, and members of the committees.
- (2) Officers, the Board of Directors, and members of committees shall be classed as volunteers and shall not receive any salaries for their services, but may be reimbursed for any reasonable expenses in fulfilling their duties.
- 3.3 A majority of the members of the Board shall constitute a quorum. Except as otherwise prescribed in these By-Laws, decisions at any meeting of the Board shall be by majority of vote of those present and voting, and by those present voting by proxy. Each Director shall have one vote.
- 3.4 OFFICERS – CCDAL's Officers, consisting of the President, Vice President, Secretary, and Treasurer, shall serve in their respective capacities both with regard to CCDAL and its meetings, and the Board and its meetings.
- (1) The President shall preside at all meetings of CCDAL and/or the Board and shall have the duties and powers normally appurtenant to the office of the President, in addition to those specified in the By-Laws.

- (2) The Vice President shall fulfill all functions of the President when the latter is incapacitated, is unavailable, or for any reason cannot serve.
- (3) The Secretary shall take and preserve minutes of all meetings of CCDAL and the Board. This can be maintained in the form of emails. He/she shall have charge of the correspondence; notify members, officers and directors of annual, regular and special meetings; and perform other duties assigned by the Board. The Secretary shall keep a roll of Members with their addresses, receive and report all correspondence to the Board, answer all correspondence unless otherwise directed by the Board, and have custody of all files, records, and other documents and will be responsible for their safekeeping.
- (4) The Treasurer shall receive and deposit in a bank designated by the Board all monies and securities, disburse funds in accordance with a budget approved by the Board, and submit to the Board an annual report of the income and expenditures of CCDAL for the preceding year and of liabilities and assets. The books shall be open to the inspection of the Board. He/she shall report the condition of CCDAL's finances to the Board monthly. In the event CCDAL's annual income exceeds \$50,000, an audit of the books will be done annually.
- 3.5 If any member of the Board shall be absent from three consecutive votes without notifying the Board, he/she shall be deemed to have resigned from office. The vacancy so caused shall be filled as herein provided for the filling of vacancies.
- 3.6 VACANCIES -- Any vacancies occurring on the Board or among the Officers during the year shall be filled by a majority vote of all the remaining members of the Board, except that a vacancy in the office of the President shall be filled automatically by the Vice President and the resulting vacancy in the office of Vice President shall be filled by the Board

#### ARTICLE IV COMMITTEES

- 4.1 The President or the Board may each year appoint committees to advance the work of CCDAL. Such committees shall be subject to the final authority of the Board.
- 4.2 TERMINATION – Any committee appointment may be terminated by the Board. The Board may appoint successors to those persons whose services have been terminated.

#### ARTICLE V AMMENDMENTS

- 5.1 SUBMISSION – Amendments to the By-Laws may be proposed by any Board Member.
- 5.2 APPROVAL – The By-Laws may be amended by a majority vote of the Board.

ARTICLE VI  
DISSOLUTION

CCDAL may be dissolved at any time by the written consent of 90% of the Board. In the event of dissolution other than for the purpose of reorganization, whether voluntary or involuntary or by operation of law, none of the property, nor any proceeds thereof shall be distributed to any Members. After payment of debts, all property and assets shall be given to a charitable organization for the benefit of animals, selected by the Board of Directors.

These By-Laws, effective upon adoption, supersede all former By-Laws of this organization.

Adopted by a majority vote of the Board of Directors on the 29th day of January, 2010.

President	<u><i>Linda V. Windsor</i></u>
Vice- President	<u><i>Melba Miller-Powell</i></u>
Secretary/Treasurer	<u><i>Jasie Threette</i></u>