



**BYLAWS
LOLIN, Inc.
Adopted September 1, 2012**

**Article V
OFFICERS AND THEIR DUTIES**

Section 1. Officers: The elected officers of LOLIN shall be the President, Vice President, Secretary, Treasurer, and three (3) At-Large Directors. The officers shall be elected by the LOLIN members in good standing during the annual general election to serve a term of two (2) years, beginning January 1 following the election. The officers will not receive compensation for holding these positions, outside of reimbursement that they would be entitled to receive for voluntary activities, pursuant to LOLIN's policies and procedures that would apply to any member's volunteer activities.

Section 2. Duties of President: It shall be the duty of the President to provide overall leadership to the organization. The President will preside at all LOLIN Board of Directors and General Membership meetings, and will have the usual powers and duties of the office of the President. The President shall sign all contracts and legal documents that bind LOLIN. In addition, the President will be responsible for calling any special meetings of the Board or the general membership. The President shall regularly review and respond to all LOLIN Board email correspondences. In the event that the President no longer can serve, the Vice President may be installed as the President to fill the unexpired term and a new Vice President appointed by the Board. If the Vice President is unwilling to become the President, a special election shall be held.

Section 3. Duties of Vice President: It shall be the duty of the Vice President to exercise the power of the President in case of the President's death, absence or incapacity until a new President can be elected. The Vice President shall fill in for the President at times when he is unable to serve temporarily and shall assist the President with day-to-day activities as needed. The Vice President shall regularly review and respond to all LOLIN Board email correspondences.

Section 4. Duties of Secretary: It shall be the duty of the Secretary to keep a record of the proceedings at all General, Special General, and Board meetings and make these records available to the membership, upon request. The Secretary will schedule Board and General Membership meetings, develop agendas, and send out notification of these meetings. The Secretary shall regularly review and respond to all LOLIN Board email correspondences. The Secretary also shall be responsible for all other logistical aspects as agreed upon by the Board of Directors.

Section 5. Duties of Treasurer: It shall be the duty of the Treasurer to collect and receive all monies due or belonging to LOLIN, to be custodian of all its funds, and to maintain a business relationship with the bank holding the accounts for LOLIN. It shall be the duty of the Treasurer to disperse funds for approved expenses and for reimbursement for approved expenses pursuant to LOLIN's policies and procedures. Any expense or disbursement of LOLIN funds that exceeds \$1,000.00 will require a secondary approval by any other member of the Board, unless that expense is an emergency for a dog. The Treasurer shall also keep accurate accounts of all receipts and disbursements in the corporate books. The books shall at all times be open to inspection by the Board. The Treasurer shall report, at every Board and General meeting, the condition of LOLIN finances. The Treasurer shall regularly review and respond to all LOLIN Board email correspondences. The Treasurer shall ensure that receipts to supporters for all donations, both financial and in-kind, are distributed to donors per Internal Revenue Service regulations.

Section 6. Duties of At-Large Directors: The Directors shall attend the Board meetings and have the power to vote on all issues. They may take over for other Board members in the case of death, illness, or incapacity either until the term of office expires or until a special election can be held.

Article VII ELECTIONS

Section 1. Nomination Process: The Nomination Process shall be open to all members in good standing. All such members will be eligible to run for any elected position. Further, all members in good standing may also nominate another member in good standing for any elected position.

Section 2. Nomination Time Frame: All nominations for any elected position must be submitted to the Election Committee in writing or by electronic mail no later than the date designated by that committee. Nominations received after that date will not be valid.

Section 3. Consent of Nominee: No nomination will be accepted without consent of the nominee.

Section 4. Election Committee: An Election Committee, comprised of members not currently acting in any other elected positions or members who are not willing to be elected for the new term, will be chosen by the Board prior to August 1st of the election year. The Election Committee will be responsible for the overall supervision of the election process including collecting the nominations, distributing the election ballots, and announcing the results of the nominations. This process must be completed before the end of the calendar year prior to the date when new Officers begin their duties.

Section 5. Elections: Only members in good standing may cast ballots. All voting must be conducted by closed ballot and can be completed in person or returned by US Mail or via email directly to the Election Committee prior to the end date and time established by the Election Committee. Whenever feasible, an electronic system with secret balloting and vote counting should be used. Winners of the election are determined by the majority of the votes received without a minimum number of votes required.

Section 6. Vacancy: A vacancy in an elective office or directorship, other than the Presidency, shall be filled for the unexpired term by an appointment from the Board. A position may remain vacant until the next general election.

Section 7. Unfilled Positions: In the event that no one is willing to assume the role as President, LOLIN will be disbanded and the outgoing President and Treasurer will retain office for the dispersal of assets.