

BAY AREA RECOVERY K-9s of FLORIDA, INC.

BY-LAWS

A Florida Based Not-For-Profit Corporation

ARTICLE I NAME OF ORGANIZATION, LOCATION AND OFFICES

1.1

The legal name of the organization shall be known as **Bay Area Recovery K-9s of Florida, Inc.**

1.2

Registered office and Agent. The corporation shall maintain a registered office in the State of Florida, and shall have a registered agent whose address is identical with the address of such registered office, in accordance with the requirements of the Florida Nonprofit Corporation Code.

1.3

Other Offices. The principle office of the corporation shall be located in the State of Florida. The corporation may have other offices within and without the State the State of Florida, as the Board of Directors may determine the affairs of the corporation may require.

ARTICLE II GOALS/OBJECTIVES

The goals and objectives of the organization shall be as follows:

SECTION A

To meet organizational and training standards so as to ensure the proficiency and professionalism of members in the execution of Search and Recovery Operations.

SECTION B

1. To train K-9 handlers and operational search team personnel in all phases of Search and Recovery operations, inclusive of, but not limited to:
CPR, Crime scene preservation, First Aid, Fundamentals of Search and Recovery, Incident Command and SAR Management, K-9 First Aid, lost person behavior, map & compass navigation, radio communications and survival.
2. To train and utilize K-9 handlers and operational search team personnel in the following areas: Agility, Building, Disaster, Evidence, Land Cadaver, Urban, Water Cadaver, and Wilderness. To provide continuous education and training to ensure competent search and recovery units.

SECTION C

To be available to assist official agencies upon request, in the conduction of Search and Recovery Operations for persons missing or lost, day or night, under any/all conditions, where such teams can efficiently operate.

SECTION D

To promote and advance the interests of volunteer Search and Recovery teams to the public, private and government sector.

ARTICLE III ORGANIZATION PURPOSE

Nonprofit Corporation. The corporation shall be organized and operated as nonprofit corporation under the provisions of the Florida Nonprofit Corporation Code. The corporation is a voluntary association of individuals the purpose of which, as set forth in the articles of incorporation, are exclusively charitable, and educational, within the meaning of section 501(C) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE IV BY-LAWS

The members of **Bay Area Recovery K-9s of Florida, Inc.** shall adopt a set of By-laws to assist in carrying out the objectives of the organization. If any member feels that these By-Laws need to be revised, they may petition in writing, in accordance with Article XIX, Section A herein.

ARTICLE V RULES OF THE ORGANIZATION

The Board of Directors together with the Officers will establish a set of rules as to the training of handler/dog teams and search procedures. These rules can be amended with a majority vote of the Officers.

ARTICLE VI MEMBERSHIP

SECTION A

Any person over the age of eighteen years who subscribes to the purposes of the organization may apply for either active or contributing membership. Active members shall have one vote in the election of officers and one vote in the admission of new members.

1. ACTIVE MEMBERSHIP

To maintain active membership, the member must remain in good standing, have paid his or her dues and must participate in a minimum of seventy-five percent of the

organizations activities, including general meetings, training sessions, evaluations, searches, etc., unless he or she shows acceptable reason for absenteeism or the attendant requirement is waived by a two-thirds majority vote of the active members. Make-up training sessions must be verified by at least two other active members. In addition, active members shall meet one of three classes of membership. **Operational, Support and Trainee** probationary memberships each have requirements that must be met.

- a. **OPERATIONAL.** Operational members are qualified handlers of qualified dogs. Qualified handlers shall possess certification in HRD/HD recovery responding and deploying only within the limits of said certification, compass knowledge, be physically fit; attend a minimum of fifty percent of all searches of which they receive notification; and provide proper care and training for their dogs. Qualified dogs shall meet requirements as set by the Organization; shall be properly vaccinated and veterinarian certified in good health; and certified as being of sound temperament.
- b. **SUPPORT.** Support personnel are those persons who participate in the Organizations Search and Recovery Operations, training or otherwise, in some capacity other than as Search and Recovery dog handlers. This class will include base camp and radio operators with certification in Red Cross First Aid and CPR, or its equivalent or any higher certification such as First Responder or EMT. They must be able to show knowledge in compass and train in Rescue techniques. Support personnel must also be physically fit and attend a minimum of fifty percent of all searches of which they receive notification.
- c. **TRAINEE.** Trainees are applicants for operational or support status who have attended the required percentage of the Organizations training sessions, meetings, etc. for a sixty-day period. They must be elected to active member status by a vote of the active members at the end of that sixty-day period.

2. CONTRIBUTING MEMBERSHIP (ASSOCIATE)

Contributing members are non-voting members who contribute their services and/or financial or material support to the purpose of the Organization as designated by these By-Laws but who otherwise do not qualify as active members. Contributing members may attend meetings and may identify themselves as members of the Organization.

ARTICLE VII ELECTION TO MEMBERSHIP

SECTION A

Every application for membership shall be made in writing on the Organizations official application form as approved by the Officers; shall be endorsed by one member in good

standing and whose dues are paid; and shall be forwarded to the Secretary who shall ascertain that the application has been properly prepared.

SECTION B

The application will be read at the first general meeting of the Organization following its receipt. The applicant will go through a sixty-day probationary period so that at the second general meeting following reading of the application for membership, the application will be voted upon and affirmative votes of two-thirds of the active members present and voting at that meeting shall be required to elect the applicant. The applicant will not be in attendance (or may be excused from the room while the vote is being carried out) of the meeting at which his application for membership to the Organization is being voted upon. During the sixty-day probationary period the applicant is expected to participate in the Organizations activities, without voting privileges, at the level of membership, active or contributing, for which he or she has made application.

SECTION C

Applicants for membership who have been rejected by the Organization may not re-apply within 365 days after such rejection. If application for membership is rejected as a result of information obtained through an FDLE background check, the applicant cannot reapply for membership.

ARTICLE VIII DUES AND FEES

SECTION A

The Officers at the end of each calendar year shall determine the monthly dues for membership and notification shall be given to all members. Monthly dues shall be payable on or before the 7th day of each month. Any member who is having financial difficulty and cannot pay dues should request an extension from the Officers. **No request for an extension shall ever be unreasonably denied.** Membership dues are not refundable in full or in part for any reason. Exception may be made by a vote of the Officers.

SECTION B

Emergency or Special fees may be accessed upon recommendation from the Officers. The Officers must recommend this fee to the active membership at a regularly scheduled business meeting. The membership must vote to accept or reject this recommendation. A vote to accept must pass with two-thirds majority.

ARTICLE IX TERMINATION OF MEMBERS

Membership in **Bay Area Recovery K-9s of Florida, Inc.** may be terminated by resignation, lapsing, or expulsion with just cause.

SECTION A

RESIGNATION. Any member in good standing may resign from **Bay Area Recovery K-9s of Florida, Inc.** upon written notice to the secretary.

SECTION B

LAPSING. A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid for sixty-days, or the member is absent without excuse, as outlined in Article VI Section A (1). However, the Officers may grant an additional ninety-day period to such delinquent members in meritorious cases.

SECTION C

EXPULSION. A membership may be terminated by expulsion as provided by Article XVIII, Section C of these By-Laws.

ARTICLE X MEETING

SECTION A.

BUSINESS MEETING. For the main purpose of conducting the Organizations business, monthly business meetings (also called Regular Meeting) shall be held on a monthly basis on the first Saturday or determined by the board and proper notification shall be made to all members either in writing, orally, by phone, or email a minimum of 14 days prior to the meeting, except as otherwise provided for in these By-Laws. No business of the Organization may be conducted without quorum. 50% plus 1 of active members will constitute a quorum.

SECTION B

SPECIAL MEETING. Special meetings may be called by the Board of Directors or the Officers, or by a majority vote of the members who are present at any regular business meeting and shall be called by the Secretary upon receipt of a petition signed by five active members who are in good standing and whose dues are paid. Such special meetings shall be held at such place, date and hour as may be designated by the person or persons authorized herein to call such a meeting. Notice of such a meeting shall be made not less than 15 days prior to the date of the meeting and shall state the purpose of the meeting and no other Organization business may be transacted there at.

SECTION C

EMERGENCY MEETINGS. The Board of Directors or the President may call an emergency meeting by phone notification or message to all members. This meeting may

not take place less than two hours from notification. Said meeting may take place by email due to emergency status.

SECTION D

OFFICER MEETINGS. The Officers will not meet on a regular basis. The President may call meetings of the Officers as he or she deems necessary. He or she shall notify the Secretary of the date, time, place and subject matter of such meetings. The Board of Directors will be notified and all members are invited to attend but the members will not be allowed to vote at meetings of the officers.

ARTICLE XI VOTING

Each active member in good standing and whose dues are paid shall be entitled to one vote to be cast in person at meetings of the membership.

ARTICLE XII MEMBER CONDUCT AND IMPLIED REPRESENTATION OF BAY AREA RECOVERY K-9's OF FLORIDA, INC.

All members of **Bay Area Recovery K-9s of Florida, Inc.** shall be aware at all times of conducting themselves in a manner that will be a positive reflection upon the Organization and enhance its reputation and status throughout the professional and private communities. This shall apply to all areas of public participation as a group or as an individual member.

Members shall be aware that even though they may not be actively representing the organization in an official capacity there is an implied representation thereof by virtue of the fact that fellow citizens may know of any member's connection to **Bay Area Recovery K-9s of Florida, Inc.**

Under no circumstances while **Bay Area Recovery K-9s of Florida, Inc.** is conducting a mission or public service shall alcoholic beverages or drugs be used by its members. Use of the above items during a mission will result in suspension and or termination.

ARTICLE XIII BOARD OF DIRECTORS

The Board of Directors shall consist of the Founder/Director of Operations, the Director of Technical Services, and the Director of Training. These Directors shall be responsible for, and oversee, the administrative, operational and training functions of Bay Area Recovery K-9's of Florida, Inc. Together the Directors will preside over all activities conducted by the elected Officers. They shall have complete and unquestionable

authority to override any decision made by the Officers. These positions shall be permanent until such time that the Organization is dissolved, impeachment (under Article XVIII), or until they resign from their respective position. In the event of a resignation, or impeachment the remaining Directors shall choose a replacement. Each Director shall have voting privileges.

All Directors shall remain active in the operation of **Bay area Recovery K-9s of Florida, Inc.** team business, and operation. If in the event a Director is inactive for a time as to interfere with the business, or operation of the organization they must resign, or by 2/3rd vote by the Board of Directors and a majority vote by the members they will be removed from their respective position. In the event of a resignation, or removal the remaining Directors shall choose a replacement.

ARTICLE XIV OFFICERS

The Organizations officers, consisting of President, Vice-President, and Secretary shall serve in their respective capacities for one year, they may retain their office by re-election. The Treasurer will remain in office unless removed by membership vote or he/she resigns. Officers must be an active member to hold office and have been an active member for one year before being eligible to hold office.

SECTION A

PRESIDENT. The President shall be the chief executive officer of **Bay Area Recovery K-9s of Florida, Inc.** and shall have general and active control of its business and affairs. He or she shall preside at all meetings of the members. He or she shall execute all instruments and documents on behalf of the organization. He or she shall appoint all committees, unless otherwise provided in these By-Laws or unless the membership by vote in requesting the appointment of a committee shall set forth specifically the manner of its selection.

SECTION B

VICE-PRESIDENT. The Vice-President shall perform the duties of the President in the absence or incapacity of the President or when the office of the President becomes vacant, and shall assist the President with his or her duties.

SECTION C

SECRETARY. The Secretary shall attend to the giving of notice of all meetings to all members. He or she shall have charge of the corporate seal and have authority to attest any and all instruments and writings to which the same may be affixed. He or she shall have charge of the correspondence of the Organization, notify new members of their election to membership, and notify Officers of their election to office. He or she may take roll at meetings, keep the attendance record, keep an updated list of members of **Bay**

Area Recovery K-9s of Florida, Inc. and provide a membership roster at least annually. He or she shall keep a file of printed material and perform other duties as prescribed by the By-Laws.

SECTION D

TREASURER. The Treasurer shall have the care and custody of all moneys, funds and securities of the Organization and shall deposit or cause to be deposited all funds of the Organization in and with such depositories as the Officers shall from time to time direct. He or She shall keep all books of account relating to the business of **Bay Area Recovery K-9s of Florida, Inc.**, shall keep a record of members whose dues are paid, and shall pay all bills. **ALL** expenditures, whether for the purpose of paying bills or for making purchases, shall be made only after approval has been obtained from the rest of the Officers. His or her books shall at all times be open to inspection by any member and he or she shall report to them at every general meeting the condition of the Organizations finances and every item of receipt or payment not before reported. He or she shall give an annual summary report of the Organization's financial dealings for the previous year at the Organizations first monthly meeting of the new calendar year.

ARTICLE XV REMOVAL OF ELECTED OFFICERS

Any elected officer may be removed from that elected office at any time by special management, with a written ballot of two-thirds of a quorum of members in attendance at a regularly scheduled business meeting.

ARTICLE XVI VACANCIES

If any vacancy shall occur in any office for any reason, the remaining officers may elect or appoint a successor to fill such vacancy for the remainder of the term.

ARTICLE XVII ORGANIZATION YEAR

SECTION A

The Organizations fiscal year shall begin on the first day of January and end on the last day December.

SECTION B

The Organizations official year shall begin on the first day of January and end on the last day of December.

ARTICLE XVIII DISCIPLINE

SECTION A

CHARGES. Any member may prefer charges against any other member, including officers or Directors for alleged misconduct prejudicial to the best interests of the Organization. Written charges with specifications must be filed in duplicate with the Secretary. The Secretary shall promptly send a copy of the charges to each officer. The officers and/or the Board of Directors shall first consider whether the actions alleged in the charges, if proven, might constitute conduct prejudicial to the best interests of the Organization. If the officers and/or the Board of Directors consider that the charges do not allege conduct that would be prejudicial to the best interests of the organization it may refuse to entertain jurisdiction. If the officers and/or the Board of Directors entertain jurisdiction of the charges it shall fix a date of hearing by the officers not less than three weeks nor more than six weeks thereafter. The Secretary shall promptly send one copy of the charges to the accused member by certified mail to the last known address together with a notice of the hearing and an assurance that the defendant may personally appear in his own defense and bring witnesses if he wishes.

In the event that the Secretary is the member being charged, the Vice-President will perform the duties of the Secretary as described within this Section.

In the event that any officer is the Organization member having charges preferred against him, an Advisor will be brought in to vote and preserve the odd number of officers voting. Additionally, the Board of Directors shall also cast one vote each.

SECTION B

HEARING. The officers and/or the Board of Directors shall have complete authority to decide whether counsel may attend the hearing, but both complainant and defendant shall be treated uniformly in that regard. Should the charges be sustained, after hearing all the evidence and testimony presented by complainant and defendant, the officers and/or the Board of Directors may, by a majority vote of those present, suspend the defendant from all privileges of the Organization for not more than six months from the date of the hearing. In some cases, the officers and/or the Board of Directors may opt to place the defendant on probation in lieu of suspension. And, if it deems the punishment insufficient, it may also recommend to the membership that the penalty be expulsion. In such cases, the suspension shall not restrict the defendant's right to appear before his fellow members at the ensuing organization meeting, which considers the officers and/or the Board of Directors recommendations. Immediately after the officers have reached a decision, their findings shall be put in written form and filed with the Secretary. The Secretary, in turn, shall notify each of the parties of the officers and/or the Board of Directors decision and penalty, if any.

SECTION C

EXPULSION. Expulsion of a member from the Organization may be accomplished after a hearing, and upon the officer's recommendations and/or a 2/3 vote by the Board of Directors as provided in Section B of this Article. Such proceedings may occur at a

regular or special meeting of the Organization to be held within thirty days after the date of the officers and/or the Board of Directors recommendation of expulsion. The defendant shall have the privilege of appearing in his own behalf if he wishes. The members in attendance shall then vote by secret written ballot on the proposed expulsion. A two-thirds vote of all active members present shall be necessary for expulsion. If expulsion is not so voted, the suspension shall stand. Pursuant to Article XIII, the Board of Directors, by unanimous decision shall have authority to override any decision made by the Officers; Additionally, the Board of Directors, by a 2/3 vote, reserves the right to suspend or terminate any member at any time with written notice of cause.

ARTICLE XIX AMENDMENTS

SECTION A

Amendments to the By-Laws may be proposed by the officers or by written petition addressed to the Secretary and signed by twenty percent of the membership in good standing. Amendments proposed by such petition shall be promptly considered by the officers and must be submitted to the members, with recommendations of the officers, by the Secretary for a vote within three months of the date when the Secretary received the petition.

SECTION B

The By-Laws may be amended by a two-thirds vote of the members present and voting at any regular or special meeting called for the purpose, provided the proposed amendments have been included in the notice of the meeting.

ARTICLE XX DISSOLUTION

The Organization may be dissolved at any time by the written consent of not less than two-thirds of the entire active membership. In the event of dissolution of the Organization, whether voluntary or involuntary or by operation of the law, none of the property of the Organization, nor any proceeds thereof, nor any assets of the Organization shall be distributed to any members of the Organization, but after payment of the debts of the Organization, its property and assets shall be distributed to a 501(c) (3) with same purpose of organization provided, however, that such distribution shall carry out the

objects and purposes set forth in the Articles of Incorporation. Or shall be distributed to the federal government, or to a 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 corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes

ARTICLE XXI ORDER OF BUSINESS

SECTION A

At meetings of the Organization, the Order of Business, so far as the character and nature of the meeting may permit, shall be as follows:

- Roll call
- Establishment of a Quorum
- Minutes of last meeting
- Report from Board of Directors
- Report of President
- Report of Vice President
- Report of Secretary
- Report of Treasurer
- Reports of Committees
- Elections of Officers (at annual meetings)
- Reading of new member applications
- Election of new members
- Unfinished business
- New business
- Adjournment

At direction of the President additions or deletions may be made to proceedings of meeting.

SECTION B

At meetings of the Officers the order of business, unless otherwise directed by majority vote of those present, shall be as follows:

- Roll call
- Establishment of a Quorum
- Reading of minutes of last meeting
- Report of President
- Report of Vice-President
- Report of Secretary
- Report of Treasurer
- Unfinished business

New business
Adjournment

ARTICLE XXII PARLIAMENTARY PROCEDURE

In the matters of parliamentary practice not otherwise provided by the By-Laws, the meetings of the members and of the officers shall be conducted according to the current issue of Robert's Rules of Order.

By my signature below I attest that I have read and adopted all of the Articles contained within the By-Laws for Bay Area Recovery K-9s of Florida, Inc.

NAME

DATE

This page needs to be returned to the Secretary for filing after it is signed.