

CONSTITUTION AND BYLAWS OF THE MISSOURI ANIMAL CONTROL ASSOCIATION

DEFINITIONS

Whenever in this document the following terms are used, each shall have the meaning respectively ascribed as listed below:

ACO – Animal Control Official: which includes Animal Control Officers and Humane Investigators, or other similar job title, employed by a government agency or not-for-profit entity.

Annual Business Meeting – An annual gathering of the general membership of the Association where election of Directors whose terms are up for renewal or to fill vacancies on the Board of Directors; where a report of the Association’s finances and bank accounts is presented to the membership; where a review of the Association annual report is made; and where a discussion of new projects and activities is made available to the membership.

Association – The Missouri Animal Control Association (MACA)

Business- The governance and operation of the Association through established policy and procedures, under the direction of the President of the Association. The Board of Directors may add, change, or delete provisions of established business policies and procedures unless such changes would result in a change of the rights of the membership; overall purpose and function of the membership; or would otherwise exceed the routine governance and operation of the Association by the Board of Directors. The Business of the Association may be conducted by electronic means as is deemed necessary by the President of the Association, with a two- thirds vote of the Executive Board of Directors.

Committee Chairperson – A person appointed by the President to serve as coordinator of an assigned committee.

Committee Member- A person appointed by the President to serve on a committee under the directions of the committee chairperson, to assist with conducting the business of the Association.

Elective Members – 6 or more Association members serving on the Executive Board as Directors.

Executive Board – the elected Members and Officers of the Board of Directors of the Association.

General Meetings – Regular planning and business meetings of the Executive Board.

Membership – Those individuals in the animal care and control field who have joined the Association. Membership shall be for a one calendar year period with payment of established membership dues from January 1 through December 31. New individuals applying for

MISSOURI ANIMAL CONTROL ASSOCIATION

BYLAWS

Article I

Election of Executive Board

- Section 1** Election of the Executive Board shall take place at the annual business meeting of the Association. A simple majority of those active members voting shall be decisive.
- Section 2** The President shall appoint the nominating committee, who will submit at least two eligible nominees for each vacancy of the Executive Board at the annual business meeting of the Association. The President shall also accept nominations from the floor for each vacancy. Each nominee from the floor shall have a second before the nominee is placed on the official list of candidates.
- Section 3** In the initial election of the Board of Directors, the two nominees receiving the most votes shall serve for three years on the Executive Board. Nominees receiving the third and fourth highest number of votes shall serve a two-year term of office. Those placing fifth and sixth in the election shall serve a one-year term on the Executive Board. Thereafter the initial election of the Executive Board, members of the Executive Board shall be elected for a term of three years. The Officers of the Association are members of the Executive Board (for their election procedure, see Article III of these Bylaws). Newly elected Officers and Directors shall assume their duties at the conclusion of the Annual Conference in which the Annual Business Meeting and Election was conducted.
- Section 4** Minimum requirements set forth for the eligibility for nomination to serve on the Executive Board of the Association shall be as follows:
- A. Nominee must have a minimum of two (2) years of experience either as an employee or volunteer with a Missouri Department of Agriculture licensed facility, or animal medical care facility; or as a public health official, veterinarian, law enforcement official, animal control officer or humane investigator; or other animal care and control-related position that is approved by the Executive Board; and,
 - B. Nominee, upon request by the board, shall provide written verification of working a minimum of 250 hours within the two most recent years; and
 - C. Nominee must be a current member in good standing and have been a member of the Association for the prior calendar year.

Section 5 In the event that any Executive Board member shall miss two consecutive meetings; or two meetings within any given conference year (beginning from date elected to the position until the next annual conference) unless there are extenuating circumstances as determined by the majority of the Board voting; or if the Executive Board member is unable to complete his/her term of office and has given notice of resignation, the President shall declare the position vacant and shall appoint, with the advice and consent of the majority of the remaining Executive Board members voting, an active member to complete the term of office, giving consideration to the following criteria:

- A. The person who received the highest number of votes at the last general meeting but was not elected to the Executive Board; or
- B. A person from the area in which the vacancy occurred, or
- C. Any person submitted to the Executive Board by an active member.

Section 6 Procedures for removal and/or suspension of an Executive Board member/officer.

- A. A board member/officer may be removed from the Executive Board for actions considered detrimental or damaging to the Association and its members; or for conduct resulting in discrediting of the Association.
- B. All allegations will be reviewed by the President and if found to have merit, investigated by a committee appointed by the President.
- C. A two-thirds (2/3s) majority vote of the Executive Board is required to remove a board member/officer.

(Amended January 22, 1998; April 30, 1999; July 15, 1999; January 17, 2017; September 9, 2021)

Article II

Executive Board Duties

Section 1 The Executive Board shall conduct all the business of the Association.

Section 2 The Executive Board shall act on all matters presented to it by the President or any member of the Association.

Section 3 All matters submitted to the Executive Board by a member of the Association, for Board action, shall be done so in writing at least seven (7) days prior to the next regular scheduled general meeting of the Executive Board. In the event of the Annual Business Meeting, matters may be

brought before the Executive Board at the beginning of the Annual Conference.

Section 4 Unless otherwise provided by these Bylaws, a simple majority of the Board members voting during a meeting in which a quorum is present, is all that is required to adopt a matter brought before the Executive Board. Executive Board member voting may also occur by U. S. Postal Service mail, overnight delivery mail, or electronically. There shall be no proxy voting. The vote of the Executive Board should be final.

Section 5 Fifty-five percent (55%) of the members of the Executive Board shall constitute a quorum.

(Amended February 14, 2020; September 9, 2021)

Article III

Election of Officers

Section 1 Officers of the Association shall be elected as follows:

- A. A President and Vice-president shall be elected for a two (2) year term in alternating years.
- B. A Secretary shall be elected for a three (3) year term.
- C. A Treasurer shall be appointed by the President, with confirmation by a simple majority of the Executive Board present and voting.
- D. The election of Officers shall be conducted during the annual business meeting of the Association, with the Treasurer being appointed and confirmed at the next meeting of the Board of Directors following the resignation or dismissal of the previously appointed Treasurer.
- E. Newly elected executive officers assume their duties at the conclusion of the Annual Conference with which the Annual Business Meeting and Election was conducted.

Section 2 The nomination committee shall submit nominees for each vacant Officers position at the Annual Business Meeting of the Association. Nominations shall be accepted from the floor and must have a second. Candidates receiving a majority vote of those members present and voting shall be duly elected. Votes resulting in a tie shall be broken by re-balloting of the tied candidates and re-voting. Re-balloting and re-voting shall continue until such time as the tie is broken by a majority vote. The candidate emerging

from the tie with the majority vote of those member present and voting shall be elected.

Section 3 The Executive Board is authorized to adopt such rules and regulations consistent with the provisions of this article for the purpose of conducting such elections.

(Amended September 22, 1994; April 30, 1998; January 17, 2017; September 9, 2021; March 20, 2024)

Article IV

President

Section 1 The President shall be the chief executive officer of the Association.

Section 2 Duties: The President

- A. Shall preside at all general and annual business meetings but is empowered with the authority to yield the chair to the Vice-president for the performance of those duties.
- B. Shall deliver a report at the regular Annual Business Meeting detailing the plans and accomplishments of the Association.
- C. Shall be Chairman of the Executive Board.
- D. Shall appoint a nominating committee whose primary purpose is to propose a slate of qualified candidates for the Executive Board and Officers positions to the membership at the Annual Business Meeting.
- E. Shall appoint the Chairman of all committees and shall promptly move to fill Board vacancies.
- F. Shall be considered as an ex-officio member of all committees with the full power to supervise and direct their work.
- G. Shall work to promote the successful operation and the welfare of the Association in general.
- H. Shall sign all Annual Conference contracts which have been approved by the Executive Board upon receipt.

(Amended December 2003; November 2005, September 9, 2021)

Article V

Vice-president

Section 1 The Vice President shall assist the President in the performance of his or her duties and act in his or her absence.

Section 2 The Vice President shall serve as the coordinator of the Annual Conference of the Association.

(Amended September 9, 2021)

Article VI

Secretary

Section 1 Shall record minutes of all regular general meetings and the Annual Business Meeting of the Association.

Section 2 Shall be responsible for the maintenance of all Association records, with the exception of the certification records, which shall be maintained by the certification chairperson.

Article VII

Treasurer

Section 1 The Treasurer shall be an appointed position of the Executive Board.

Section 2 The Treasurer shall collect the revenues owed the Association, disburse money for authorized purposes and maintain appropriate financial records.

Section 3 The Treasurer shall collect dues from the membership and maintain a roster of all members of the Association.

Section 4 The Treasurer shall be bonded.

Section 5 The Treasurer shall provide a written financial report at all regularly scheduled general meetings and at the Annual Business Meeting of the Association.

(Amended September 22, 1994; January 10, 2002; September 9, 2021)

Article VIII

Expenditures

Section 1 The President of the Association has the authority to authorize expenditures not to exceed one-thousand dollars (\$1,000.00):

A. Any and all expenditures by an Executive Board member or Officer shall be pre-approved by the President.

B. Expenditures exceeding one-thousand dollars (\$1,000.00) must be approved by the Executive Board; except; the President has the

authority to enter into a contract for any training program, payment of National Animal Control Association membership dues, and the production of the Association's newsletter.

- C. The Treasurer shall have the authority to immediately reimburse Board member expenditures upon receiving a receipt for said expenditures from a Board member and the approval of the President.

(Amended July 27, 2006; September 9, 2021)

Article IX

Dues, Fees and Refunds

- Section 1** Membership renewal dues shall be payable on or before the expiration date.
- Section 2** The amount of the annual membership dues for active members shall be thirty dollars (\$30.00) unless revised by a majority vote of the Executive Board.
- Section 3** Members whose dues are not paid within thirty (30) days of expiration date shall be sent a final notice advising them that the dues are delinquent and that unless payment is received within thirty (30) days from the date of the notice that their membership will be voided.
- Section 4** No member shall be permitted to exercise any right or privilege of membership while his or her dues are delinquent.
- Section 5** Associative memberships shall have the same rights as all other members except they shall not be entitled to vote or hold elected office. They shall be required to pay an annual membership fee of twenty dollars (\$20.00).
- Section 6** Supportive memberships shall have the same rights as all other members except they shall not be entitled to vote or hold elected office. They shall be required to pay an annual membership fee of one-hundred dollars (\$100.00).
- Section 7** Honorary (Lifetime) memberships shall have the same right and privileges as active memberships, except they shall not be entitled to hold office. Honorary members must be nominated for Honorary Membership and approved by the Executive Board; and are members for life.
- Section 8** No refunds, transfers or credits may be issued without approval of the Executive Board. Membership fees may not be transferred to another individual nor will membership fees be refunded. Training tuition fees may be refunded, transferred to another individual from the same organization

or credited against a future training event with the approval of the Executive Board of Directors.

(Amended September 19, 1996; March 6, 1997; April 5, 1998; September 12, 2000,; January 10, 2002; January 17, 2017; September 9, 2021; July 24, 2024; October 3, 2024)

Article X

Committees

Section 1 The President shall have the power to appoint committees as deemed necessary to conduct the business of the Association.

Article XI

Reserved IAW Amendment 2021001

(Amended January 17, 2017; September 9, 2021)

Article XII

Expulsion of Members

Section 1 Any member of this organization may be expelled for any flagrant violation of the objectives of the Association, or for personal conduct which would bring discredit to the organization. Any member accused of such action shall be investigated by a committee appointed by the President and will be entitled to a fair and impartial hearing if the accused requests such a hearing.

Section 2 Should the committee make a recommendation to the President to expel the member, a majority vote to accept the recommendation by the Executive Board present, or present at the requested hearing, shall constitute expulsion.

(Amended September 9, 2021)

Article XIII

Use of MACA Name or Insignia

Section 1 The use of any printed matter bearing the name or insignia of the Missouri Animal Control Association (MACA) must first be approved by the Executive Board before printing begins.

(Amended September 9, 2021)

Article XIII

Procedures for Amending Bylaws

Section 1 The procedures for amending the Bylaws of the Association shall be the same as applies to the Constitution of the Association.

Article XV

Parliamentary Procedures

Section 1 All business meetings of this Association shall be conducted in accordance with Robert’s Rules of Order, 12th Edition, Revised 2020. The business of the Association may be conducted through in-person meetings of the Executive Board of Directors, through digital or electronic means as permitted by current technologies, and through electronic mail (email) as deemed necessary by the President of the Association. Any such electronic mail business must be included in the next regularly scheduled business meeting of the Executive Board of Directors.

(Amended September 9, 2021)

***BYLAWS REVIEWED, UPDATED AND APPROVED BY THE BOARD OF DIRECTORS ON OCTOBER 1, 2024.**

Reviewed and attested by: _____

Holly Bowie, President

Date

James A Taylor, Executive Secretary

Date

membership and being accepted during the last quarter of the calendar year shall not be charged full annual membership rates but will be accepted and given all rights and privileges of membership however, their individual initial membership payment shall be applied to the next calendar year.

Membership Renewal – The act of a member to continue his/her membership in the Association. The period of membership shall be renewed for one calendar year from January 1 through December 31.

Officers – Officers of the Association: President, Vice-president, Secretary and Treasurer.

President – the elected President of the Missouri Animal Control Association.

Secretary – the elected Secretary of the Missouri Animal Control Association Executive Board.

Treasurer – the presidentially appointed Treasurer of the Missouri Animal Control Association.

Vice President- the elected Vice President of the Missouri Animal Control Association.

(Amended August 2011; January 17, 2017, September 9, 2021)

CONSTITUTION

Article I

Name

Section 1 This organization shall be known as the Missouri Animal Control Association, and hereinafter referred to as the “Association.”

Section 2 Its officers, hereinafter described, shall comply with the laws of the United States and the laws of the State of Missouri in the performance of their duties for the Association.

Section 3 It shall forever remain a non-profit organization in fact.

Section 4 It shall be incorporated within the State of Missouri as a non-profit organization.

Section 5 Officers of the Executive Board must reside in the State of Missouri.

(Amended September 22, 1994; September 9, 2021)

Article II

Objectives and Purposes

Section 1 Education and training of animal control and animal welfare personnel.

- Section 2** Educate the public on responsibilities of animal control and animal welfare.
- Section 3** Exchange of information regarding animal control/welfare programs.
- Section 4** Provide expertise and guidance of animal control-related problems to officials at the city, county, and state levels.
- Section 5** Develop standards and certification procedures for animal control and animal welfare personnel's voluntary certification such as Animal Control Officers, Humane Officers, or Investigators, or other similar job titles.
- Section 6** Identify and make recommendations on animal-related issues requiring further research.
- Section 7** Provide liaison with other professional organizations and groups having related interests.
- Section 8** Strive to reduce pet over-population through public education on spaying and neutering programs and through education of the public regarding responsible pet ownership.
- Section 9** Promote animal welfare through programs and education as deemed necessary by the Executive Board.

(Amended July 30, 1998; January 17, 2017, September 9, 2021)

Article III

Membership

The general membership of this organization shall consist of Active, Associate, Supportive and Honorary members.

- Section 1** Active membership shall be open to Animal Control Officers, Humane Investigators, or other similar job titles; Public Health Veterinarians; Health Officers; Veterinarian Technicians and other similar titles; Government officials and others active in the animal care and control field as approved by the Executive Board.
- Section 2** ASSOCIATIVE membership shall be open to individuals, quasi-public organizations, veterinarians engaging in private practice, and others with an interest in animal care and control work.
- Section 3** SUPPORTIVE membership shall be open to veterinary medical organizations, supply companies, pet food companies, cities, and other organizations with an interest in animal welfare.

Section 4 HONORARY (Lifetime) membership may be conferred upon any persons rendering outstanding service to the field of animal care and control with a two-thirds vote of the Executive Board.

(Amended March 5, 1998; September 9, 2021)

Article IV

Executive Board

Section 1 There shall be a body known as the Executive Board of Directors consisting of not less than ten members: the four officers of the Association and four or more members, to be known as the Elective Members or Directors.

Section 2 The Executive Board shall conduct all business of the Association. They may add, change or delete provisions of established business policies and procedures but may NOT make changes which would result in a change of the rights of the membership; the overall purpose and function of the membership; or would otherwise exceed the routine governance and operation of the Association by the Executive Board.

Section 3 The powers, duties, terms of office, and method of election of the Executive Board are as specified in the Bylaws.

(Amended September 19, 1996; March 6, 1997; July 12, 2001; November 8, 2001; September 9, 2021)

Article V

Officers

Section 1 The officers of the Association shall be a President, Vice-President, Secretary and Treasurer. The powers, duties, terms of office and methods of election or appointment of the officers are specified in the bylaws.

(Amended September 22, 1994; January 9, 1997; September 9, 2021)

Article VI

Reserved IAW amendment 2021001

(Amended September 9, 2021)

Article VII

Amendments

- Section 1** Any three or more active members may propose amendments to these Constitution and Bylaws by submitting same in writing to the President at least sixty (60) days prior to any regular or special meetings of the Executive Board. An affirmation vote of at least sixty percent (60%) of the Executive Board present and voting shall constitute adoption **or**;
- Section 2** A majority of Association members present at a regularly scheduled annual business meeting may propose and pass an amendment **or**;
- Section 3** All active members shall be consulted by mail (U.S. Postal Service or electronic mail) before the adoption of an amendment and must respond affirmatively or negatively within three (3) weeks of the postmark or date of transmission of the electronic mail. A majority of the Association members voting affirmatively shall constitute adoption.

(Amended September 19, 1996; September 9, 2021)

Article VIII

Tax Exempt Status

- Section 1** Purpose: The Association is organized exclusively for charitable, religious, educational, and scientific purposes under Section 501 (c) (3) of the Internal Revenue Service Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c) (3) of the IRS Code; or corresponding section of any future federal tax code.
- Section 2** Powers: No part of the net earnings of the Association shall inure to the benefit of, or be distributable, to its members, trustees, officers, or other private persons, except that the Association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payment and distributions in furtherance of the purpose set forth in the purpose clause herein. No substantial part of the activities of the Association shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Association shall not participate in, or intervene (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of this document, the Association shall not carry on any such activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Service Code, or corresponding section of any future federal tax code **or**; (b) by an organization, contributions to which are deductible

under section 170 (c) (2) of the Internal Revenue Service Code, or corresponding section of any future federal tax code.

Section 3 Upon dissolution of the Missouri Animal Control Association, remaining assets must be used exclusively for exempt purposes, such as charitable, religious, educational, and/or scientific purposes as required in Section 501 (c) (3) of the Federal Tax Code.

(Amended September 9, 2021)

REVIEWED, UPDATED AND APPROVED BY THE BOARD OF DIRECTORS ON October 1, 2024.

Reviewed and attested to by: _____
Matt Allen, President Date

Karen Griggs, Executive Secretary Date