

**Bylaws  
of  
Animal Aid and Rescue Foundation of Pennsylvania**

**Article 1. Name and Address**

**Section 1. Name**

The organization shall be known as Animal Aid and Rescue Foundation of Pennsylvania and shall be referred to as AARF in this document.

**Section 2. Principal Office**

The principal office of the corporation is located in 514 Julian Pike, Julian, Centre County, State of Pennsylvania.

**Section 3. Change of Address**

The address of AARF's principal office can be changed only by the President or the incorporators at any time as may be necessary. Any change of address may be noted below and may be posted on the AARF website. Such changes of address shall not be deemed an amendment of these bylaws and are made only for the purpose of public notice.

New Address: \_\_\_\_\_

Dated: \_\_\_\_\_, 20\_\_\_\_

New Address: \_\_\_\_\_

Dated: \_\_\_\_\_, 20\_\_\_\_

**Section 4. Other offices**

AARF may also have offices at such other places within or without the State of Pennsylvania, where it is qualified to do business, as its business and activities may require, and as the incorporators may, from time to time, designate.

**Section 5. Virtual Office and Website**

AARF has created a website to conduct business online via the internet in an effort to conduct affairs in a more effective, efficient and economical manner. Initially said online website shall

have the internet address of: aarfpa.com and may only be changed by the incorporators of AARF.

## **Article 2. Nonprofit purposes**

### **Section 1. IRC Section 501(c)(3) Purposes**

AARF is organized exclusively for charitable and educational purposes: Animal rescue, care and sanctuary

The purposes of AARF may expand and shall be edited, updated and modified at anytime and posted on AARF's website.

## **Article 3. Directors**

### **Section 1. Number**

AARF shall have no less than two (2) and no more than seven (7) directors and collectively they shall be known as the Board of Directors. At no time shall the numbers change unless otherwise voted on by the Incorporators.

### **Section 2. Qualifications**

Directors shall be a minimum of 18 years of age.

Other qualifications for directors of AARF shall be as follows:

Demonstrate a clear understanding of the workings of a non profit organization;

Demonstrate a firm willingness to serve;

and, must not be holding a director position for another animal related non profit organization in Pennsylvania.

### **Section 3. Powers**

Subject to the provisions of the laws of the state of Pennsylvania and any limitations in the articles of incorporation and these bylaws relating to action required or permitted to be taken or approved by the members, if any, of this corporation, the activities and affairs of AARF shall be conducted and all corporate powers shall be exercised by or under the direction of the Board of Directors.

### **Section 4. Duties**

It shall be the duty of the Directors to:

- a. Perform any and all duties imposed on them collectively or individually by law, by the articles of incorporation of AARF, or by these bylaws;
- b. Appoint and remove, employ and discharge, and, except as otherwise provided in these bylaws, prescribe the duties and fix the compensation, if any, of all officers, agents, and employees of AARF;
- c. Supervise all officers, agents, and employees of AARF to assure that their duties are performed properly;
- d. Meet at such times and places as required by these bylaws;
- e. Register their physical, email and text addresses with the secretary of AARF, and notices of meetings, mailed, emailed or texted to them at such addresses shall be valid notices thereof.

### **Section 5. Term of Office**

The President who is the founder and original incorporator is designated as the Director of the Corporation and Chief Executive Officer (CEO) and shall serve a two year term of office or until resignation. Each other director shall hold office for a period of one year and/or until his or her qualified successor is elected, appointed, or otherwise appointed by the incorporators. The President has the authority to designate a longer term office as may be necessary for any director, given mitigating circumstances and the high level of qualifications and experience related to the nature of business of AARF and the fact that this may necessitate that the directors be persons who are well qualified in this regard.

### **Section 6. Compensation**

Directors shall serve without compensation except that a reasonable fee may be paid to executive directors for attending regular and special meetings of the board. In addition, they shall be allowed reasonable advancement or reimbursement of expenses incurred in the performance of their duties. Any payments to directors shall be approved in advance in accordance with this corporation's conflict of interest policy, as set forth in article 9 of these bylaws.

### **Section 7. Place of Meetings**

Meetings shall be held at the principal office of the corporation unless otherwise provided by the board or at such other place as may be designated from time to time by resolution of the directors.

Any meetings, regular or special, may be held in person, by conference telephone, or over the internet. Participation in a meeting through use of telephone or internet constitutes presence in person at that meeting so long as all directors participating in the meeting are able to hear one another.

AARF adopts and implements some means of verifying 1) that all persons in the meetings are directors of AARF or are otherwise entitled to participate in the meeting, and 2) that all actions of, or votes by, the board are taken and cast only by directors and not by persons who are not directors.

### **Section 8. Regular Meetings**

Regular meetings of directors shall be held on an as necessary basis, one to twenty four times per year, with a minimum of one time per year, to be scheduled by the directors of the board.

The annual meeting of directors shall be held at a time and place that is designated by the Present and communicated to the directors at least twenty one (21) days prior to said meeting, taken into consideration such factors as legal holidays, illness of directors or their families, and/or other mitigating circumstances. AARF makes no provision for members At Large to attend the annual meeting. Therefore, at the annual meeting of directors, directors shall be elected by the incorporators in accordance with this section. The candidates receiving the highest number of votes up to the number of directors to be elected shall be elected. Each director shall cast one vote, with voting being by ballot only.

### **Section 9. Special Meetings**

Special meetings of the board may be called by the Chairperson of the Board, the President, the Vice President, the Secretary, or by any two directors, and such meetings shall be held at the principal offices of AARF or, if different, at the place designated by the person or persons calling the special meeting.

### **Section 10. Notice of Meetings**

Unless otherwise provided by the articles of incorporation, these bylaws, or provisions of law, the following provisions shall govern the giving of notice for meetings or the directors:

- a: Regular Meetings: No notice need be given of any regular meeting of the directors
- b: Special meetings: At least one week prior notice shall be given by the Secretary of AARF to each Director or each special meeting of the Directors. Such notice may be oral or written, may be given personally, by first class Mail, by telephone, orally or by text, by facsimile machine or by email, and shall state the place, date, and time of the meeting, the matters proposed to be acted upon at the meeting. In the case of facsimile, text or email notification, the director to be contacted shall acknowledge personal receipt of the notice by a return message or telephone call within twenty-four hours of the first transmission
- c: Waiver of notice: Whenever any notice of a meeting is required to be given to any director of AARF under provision of the articles of incorporation, these bylaws, or the law of the state of Pennsylvania, a waiver of notice in writing signed by the executive director, whether before or after the time of the meeting, shall be equivalent to the giving of such notice.

### **Section 11. Quorum for Meetings**

A quorum shall consist of a majority of the members of the Directors.

Except as otherwise provided in these Bylaws or under the Articles of Incorporation of AARF, or provisions of law, no business shall be considered by the Directors at any meeting at which the

required quorum is not present, and the only motion which the chair shall entertain at such meeting is a motion to adjourn.

When a meeting is adjourned for lack of quorum, it shall not be necessary to give any notice of the time and place of the adjourned meeting or of the business to be transacted at such meeting, other than by announcement of the meeting at which the adjournment is taken, except as provided in Section 9 of this Article.

### **Section 12. Majority Action as Board Action**

Every act or decision done or made by a majority of the directors present at a meeting duly held at which a quorum is present is the act of the Board of Directors, unless the Articles of Incorporation, the Bylaws of AARF or provisions of law, require a greater percentage or different voting rules for approval of a matter by the board.

### **Section 13. Conduct of Meetings**

Meetings of the Board shall be presided over by the Chairperson of the Board, or, if no such person has been so designated, or in his or her absence, the President of AARF or in his or her absence, by the Vice President of AARF or in the absence of each of these persons, by a Chairperson chosen by a majority of the Executive Directors present at the meeting. The Secretary of AARF shall act as secretary of all meetings of the Board, provided that, in his or her absence, the presiding officer shall appoint another person to act as Secretary of the meeting.

Meetings shall be governed by the current edition of Roberts' Rules of Order, as such rules may be revised from time to time, insofar as such rules are not inconsistent with or in conflict with these Bylaws, the Articles of Incorporation of AARF, or with provisions of law.

### **Section 14. Vacancies**

Vacancies on the Board of Directors shall exist (1) on the death, resignation, or removal of any director, and (2) whenever the number of Directors is increased.

The Board may declare vacant the office of a director who has been declared of unsound mind by final order of court, or conviction of a felony, or been found by final order or judgment of any court to have breached any duty under or required by applicable state law and following of the Code of Pennsylvania as applicable to the governing of nonprofit corporations.

Directors may be removed without cause by majority vote of the incorporators.

Any director may resign effective upon giving written notice to the chairperson of the Board, the president, the secretary, or the board of directors, unless the notice specifies a later time for the effectiveness of such resignation. No director may resign if AARF would then be left without a duly elected director or directors in charge of its affairs, except upon notice to the office of the attorney general or other appropriate agency of this state.

Vacancies on the board may be filled by approval of the Incorporators or, by (1) unanimous written consent of the directors then in office, (2) the affirmative vote of a majority of the directors then in office at a meeting held pursuant to notice of waivers of notice complying with this Article of these Bylaws, or (2) a sole remaining Incorporator.

A person elected to fill a vacancy as provided by this Section shall hold office until the next annual election of the Directors or until his or her death, resignation or removal from office.

#### **Section 15. Nonliability of Directors and Incorporators**

The directors and incorporators shall not be personally liable for the debts, liabilities, or other obligations of AARF.

#### **Section 16. Indemnification by Corporation of Directors, Incorporators and Officers Employees and Other Agents**

The directors, incorporators, officers, employees, and other agents of AARF shall be indemnified by the corporation to the fullest extent permissible under the laws of this state.

#### **Section 17. Insurance for Corporate Agents**

Except as may be otherwise provided under provision of law, the Directors may adopt a resolution authorizing the purchase and maintenance of insurance on behalf of any agent of the AARF ( including a director, incorporator, officer, employee, or other agent of AARF) against liabilities asserted against or incurred by the agent in such capacity or arising out of the agent's status as such, whether or not AARF would have the power to indemnify the agent against such liability under the Articles of Incorporation, these Bylaws, or provisions of law.

### **Article 4. Officers**

#### **Section 1. Designation of Officers**

The officers of AARF shall be a President, a Vice President, a Secretary and a Treasurer. Any number of offices may be held by the same person.

#### **Section 2. Qualification, Election and Term of office**

Any person may serve as officer of AARF. Officers shall be designated, elected, assigned, appointed, or qualified by the incorporators, at any time, and each officer shall hold office until he or she resigns or is removed or is otherwise disqualified to serve, or until her or her successor shall be designated, elected, assigned, appointed and/or qualified, whichever comes first.

#### **Section 3.**

The Board may appoint, assign or qualify such other officers or agents as it may deem desirable, and such officers shall serve such terms, have such authority, and perform such duties as may be prescribed from time to time by the Board.

#### **Section 4. Removal and Resignation**

Any officer may be removed, either with or without cause, by the Incorporators, at any time. Any officer may resign at any time by giving written notice to the Board or to the President or Secretary of AARF. Any such resignation shall take effect at the date of receipt of such notice or at any later date specified therein, and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. The above provision of this section shall be superseded by any conflicting terms of a contract which has been approved or ratified by the Board relating to the employment of any officer of AARF.

#### **Section 5. Vacancies**

Any vacancy caused by the death, resignation, removal, disqualification, or otherwise, of any officer shall be filled by the incorporators.. In the event of a vacancy in any office other than that of President, such vacancy may be filled temporarily by appointment by the president until such time as the incorporators shall fill the vacancy. Vacancies occurring in offices of officers appointed at the discretion of the incorporators may or may not be filled as the incorporators shall determine.

#### **Section 6. Duties of President**

The President shall be the Director and Chief Executive Officer (CEO) of AARF and shall, subject to the control of the board of directors, supervise and control the affairs of AARF and the activities of the officers. He or she shall perform all duties incident to his or her office and such other duties as may be required by law, by the Articles of Incorporation, or by the Bylaws, or which may be prescribed from time to time by the Board of Directors. Unless another person is specifically appointed as Chairperson of the Board of Directors, the President shall preside at all meetings of the Board of Directors. Except as otherwise expressly provided by law, by the Articles Of Incorporation, or by the Bylaws, he or she, shall, in the name of AARF, execute such deeds, mortgages, bonds, contracts, checks, or other instruments which may from time to time be authorized by the Board of Directors and/or required for the conduct of business or the affairs of AARF.

#### **Section 7. Duties of Vice President**

In the absence of the President, or in the event of his or her inability or refusal to act, the Vice President shall perform all the duties of the President, and when so acting shall have all the power of, and be subject to all the restriction on, the President. The Vice President shall have other powers and perform such other duties as may be prescribed by law, by the Articles of Incorporation, or by these Bylaws, or as may be prescribed by the Board of Directors.

#### **Section 8. Duties of Secretary**

The Secretary shall:

Certify and keep at the principal office of AARF the original, or a copy, of these bylaws as amended or otherwise altered to date; This may include maintaining, archiving, posting and/or publishing of said Bylaws on line for review by the general public.

Keep at the principal office of AARF or at such other place as the board may determine, a book of minutes of all meeting of the directors and, if applicable, meetings of committees of directors and of members, recording therein, the time and place of holding, whether regular or special, how called, how notice thereof was given, the names of those present or represent at the meeting and the proceedings thereof.

Ensure that the minutes of meetings of AARF, any written consents approving action taken without a meeting, and any supporting documents pertaining to meetings, minutes, and consents shall be contemporaneously recorded in the corporate records of AARF.

“Contemporaneously” in this context means that the minutes, consents and supporting documents shall be recorded in the records of this corporation by the later of (1) the next meeting of the board, committee, membership, or other board for which the minutes, consents or supporting documents are being recorded or (2) sixty (60) days after the date of the meeting or written consent.

See that all notices are duly given in accordance with the provision of these bylaws or as required by law.

Be custodian of the records and of the seal of AARF and affix the seal, as authorized by law or the provisions of the Bylaws, to duly executed document of AARF.

Keep at the principal office of AARF, a membership book containing the name and address of each and any members, and, in the case where any membership has been terminated, he or she shall record such fact in the membership book together with the date on which such membership ceased.

Exhibit at all reasonable times to any director of AARF, or to his or her agent or attorney, on request therefor, the Bylaws, the membership book, and the minutes of the proceedings of the Directors of AARF.

In general, perform all duties incident to the office of Secretary and such other duties as may be required by law, by the Articles of Incorporation, or by these Bylaws, or which may be assigned to him or her from time to time by the Board of Directors.

### **Section 9. Duties of Treasurer**

The Treasurer Shall:



Have charge and custody of, and be responsible for, all funds and securities of AARF, and deposit all such funds in the name of AARF in such banks, trust companies or other depositories as shall be selected by the incorporators.

Receive, and give receipt for, monies due and payable to AARF from any source whatsoever.

Disburse, or cause to be disbursed, the funds of AARF as may be directed by the Board of Directors, taking proper vouchers for such disbursements.

Keep and maintain adequate and correct accounts of AARF's properties and business transactions, including accounts of its assets, liabilities, receipts, disbursements, gains, and losses.

Exhibit at all reasonable times the books of account and financial records to any director of AARF, or to his or her agent or attorney, on request therefor.

Render to the President and Directors, whenever requested, an account of any or all of his or her transactions as Treasurer and of the financial condition of AARF.

Prepare, or cause to be prepared, and certify, or cause to be certified, the financial statement to be included in any required reports.

In general perform all duties incident to the office of Treasurer and such other duties may be required by law, by the Articles of Incorporation of the corporation or by these Bylaws, or which may be assigned to him or her from time to time by the Board of Directors.

## **Section 10. Compensation**

The salaries of the officers, if any, shall be fixed from time to time by resolution of the Board of Directors, and no officer shall be prevented from receiving such salary by reason of the fact that he or she is also a director of AARF, provided however that such compensation paid a director for serving as an officer of AARF shall only be allowed if permitted under the provision of Article 3, Section 6 of the Bylaws. In all cases, any salaries received by officer of AARF shall be reasonable and given in return for services actually rendered to or for AARF. All officer salaries shall be approved in advance in accordance with AARF's conflict of interest policy as set forth in article 9 of these bylaws.

## **Article 5. Committees**

### **Section 1. Executive Committee**

The incorporators may designate two or more of its board members (who may also be service as officers of AARF) to constitute an Executive Committee and delegate to such Committee any of the powers and authority of the Board in management of the business and affairs of AARF, except with respect to:

- (a) The approval of any action which, under law or the provision of these Bylaws, requires the approval of the members or of a majority of all the members.
- (b) The filling of vacancies on the board or on any committee which has the authority of the board
- (c) The fixing of compensation of the directors for serving on the board or on any committee.
- (d) The amendment or repeal of Bylaws or the adoption of new Bylaws.
- (e) The amendment or repeal or any resolution of the board which by its express terms is not so amendable or repealable.
- (f) The appointment of committees of the board or the members thereof.
- (g) The expenditure of corporate funds to support a nominee for director after there are more people nominate for directed than can be elected.
- (h) The approval of any transaction to which AARF is a party and in which one of more of the directors had a material financial interest, except as expressly provide by applicable law governing nonprofit corporation in Pennsylvania.

### **Section 2. Other Committees**

AARF shall have other committees as may from time to time be designated by resolution of the Board of Directors. Such other committees may consist of persons who are not also member of the board. These additional committees shall act in an advisory capacity only to the board and shall be clearly titled as "advisory" committees.

### **Section 3. Meetings and Action of Committees**

Meeting and action of committees shall be governed by, noticed, held and taken in accordance with the provisions of these bylaws concerning meeting of the Board of Directors, with such changes in the context of such bylaw provisions as are necessary to substitute the committee and its members for the Board of Directors and its members, except that the time for regular and special meeting of committees may be fixed by resolution of the Board of Directors or by the committee. The Board of Directors may also adopt rules and regulations pertaining to the conduct of meeting of committees to the extent that such rules and regulations are not inconsistent with the provisions of these bylaws.

## **Article 6. Execution of Instruments, Deposits and Funds**

### **Section 1. Execution of Instruments**

The Board of Directors except as otherwise provided in these Bylaws, may by resolution authorize any officer or agent of AARF to enter into any contract or execute and deliver any instrument in the name of and on behalf of AARF, and such authority may be general or confined to specific instances. Unless so authorized, no officer, agent, or employee shall have any power or authority to bind AARF by any contract or engagement or to pledge its credit or to render it liable monetarily for any purpose or in any amount.

### **Section 2. Checks and Notes**

Except as otherwise specifically determined by resolution of the Board of Directors, or as otherwise required by law, checks, drafts, promissory notes, orders for the payment of money, and other evidence of indebtedness of AARF shall be signed by the Treasurer and countersigned by the President or Vice President of AARF.

### **Section 3. Deposits**

All funds of AARF shall be deposited from time to time to the credit of AARF in such banks, trust companies, or other depositories as the Board of Directors may select and/or which are or have been established for the secure deposit and maintenance of funds.

### **Section 4. Gifts**

The Board of Directors may accept on behalf of AARF any contribution, gift, bequest, or devise for the nonprofit purposes of AARF.

## **Article 7. Corporate Records, Reports and Seal**

### **Section 1. Maintenance of Corporate Records**

AARF shall keep at its principal office or other place as deemed appropriate by the Executive Board;

a) Minutes of all meetings of directors, committees of the board, and , if this corporation has members, of all meetings of members indicating the time and place of holding such meetings, whether regular or special, how called, the notice given, and the names of those present and the proceedings thereof;

b) Adequate and correct books and record of account, including accounts of its properties and business transactions and accounts of its assets, liabilities, receipts, disbursements, gains, and losses;

c) A record of its board members, indicating their names and addresses and, if applicable the class of membership held by each member and the termination date of any membership;

d) A copy of AARF's Articles of Incorporation and Bylaws as amended to date shall be made available and open to inspection by the board members of AARF and to the general public upon written request.

### **Section 2. Corporate Seal**

The Executive Directors may adopt, use, and at will alter a corporate seal. Such seal shall be kept at the principal office of AARF. Failure to affix the seal to corporate instruments, however shall not affect the validity of any such instrument.

### **Section 3. Directors' Inspection Rights**

Every Director shall have the absolute right at any reasonable time to inspect and copy all books, records, and documents of every kind and to inspect the physical properties of AARF, and shall have such other rights to inspect the books, record and properties of AARF as may be required under the Articles of Incorporation, other provision of these Bylaws, and provision of law.

### **Section 4. Right to Copy and Make Extracts**

Any inspection under the provisions of the Article may be made through on line inspection of archive documents, reports or other material and the right to inspection includes the right to copy and make extracts for personal usage or review; however, AARF maintains all rights to any and all original documents produced by AARF, its directors, officers, employees, agents or others under contract with or working for in association with AARF in any capacity whatsoever.

### **Section 5. Annual Report**

The Executive Board shall cause an annual report to be furnished not later than ninety (90) days after the close of AARF's fiscal year to all directors of AARF, which may be done via online publication; said report shall contain the following information in appropriate detail as may be applicable:

(a) assets and liabilities of AARF as of the end of the fiscal year;

(b) The principal changes in assets and liabilities during the fiscal year;

(c) The revenue or receipts of AARF, both unrestricted and restricted to particular purpose for the fiscal year;

(d) The expenses or disbursements of AARF, for both general and restricted purposes, during the fiscal year

## **Article 8. Fiscal Year**

### **Section 1. Fiscal Year of AARF**

The fiscal year of aarf shall begin on the first day of July and end on the last of June in each year.

## **Article 9. IRC 501(c)3 Tax Exemption Provisions**

### **Section 1. Limitations on Activities**

No substantial part of the activities of AARF shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and AARF shall not participate in, or intervene in (including the publishing or distribution or statements), any political campaign on behalf of, or in opposition to, any candidate for public office

Notwithstanding any other provisions of these bylaws, AARF shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

### **Section 2. Prohibition Against Private Inurement**

No part of the net earning of AARF shall inure to the benefit of, or be distributable to, its members, directors or trustees, officers, or other private person, except that AARF shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of the purposes of this corporation.

### **Section 3. Distribution of Assets**

AARF, may be dissolved at any time by a written consent of not less than two-thirds ( $\frac{2}{3}$ ) of the incorporators.

In the event of the dissolution of AARF whether voluntary or involuntary, or by orders of a civil authority, none of the property of AARF shall be distributed to any members of the AARF, but after payment of the debts of AARF, its property and assets shall be given to a charitable organization or organizations for the benefit of animals selected by the Executive Board.

Upon dissolution of AARF, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future Federal tax code, or shall be distributed to the Federal government, or to a state or local government for a public purpose.

### **Section 4. Conflicts of Interest**

(a) In the event any director has a conflict of interest that might properly limit such director's fair and impartial participation in board deliberations or decisions, such director shall inform the Board as to the circumstances of such conflict. If those circumstances require the nonparticipation of the affected director, the Board may nonetheless request from the director any appropriate non confidential information which might inform its decision. "Conflict of interest," as referred to herein, shall include but shall not be limited to, any transaction by or with the Corporation in which a director has a direct or indirect personal interest, or any transaction in which a director is unable to exercise impartial judgement or otherwise act in the best interest of the Corporation.

(b) No director shall cast a vote, nor take part in the final deliberation in any matter in which he or she, members of his or her immediate family, or any organization to which such director has allegiance, has a personal interest that may be seen as competing with the interest of the Corporation. Any director who believes he or she may have such a conflict of interest shall so notify the Board prior to deliberation on the matter in question, and the board shall make the final determination as to whether any director has a conflict of interest in any matter. The minutes of the Board meeting shall reflect disclosure of interest and the recusal of the interested director.

## **Article 10. Amendment of Bylaws**

Subject to any provision of law applicable to the amendment of Bylaws of public benefit nonprofit corporation, these bylaws, or any of them, may be altered, amended or repealed and new Bylaws adopted by the approval of the Executive Directors.

## **Article 11. Construction and Terms**

If there is any conflict between the provision of these Bylaws and the Articles of Incorporation of AARF, the provisions of the Articles of Incorporation shall govern.

Should any of the provisions or portions of these Bylaws be held unenforceable or invalid for any reason, the remaining provisions and portions of these Bylaws shall be unaffected by such holding.

All reference in these bylaws to the Articles of Incorporation shall be to the Articles of Incorporation, articles of organization, certificate of incorporation, organizational charter, corporate charter , or other founding document of AARF filed with an office of Pennsylvania and used to establish the legal existence of AARF

All reference in these Bylaws to a section or sections of the Internal Revenue Code shall be to such sections of the Internal Revenue Code of 1986 as amended from time to time, or to corresponding provision of any future federal tax code.

## **Article 12. Members**

### **Section 1. At Large Members**

Categories of At Large Members are as follows and may be changed at any time by the President, Executive Board or by an officer designated to have this responsibility; current and up-to-date categories of At Large Members will be posted on the AARF website. Note that sponsors, donors, contributors, volunteers or other At Large Members are not voting members and have no duties or responsibilities with respect to the operation of AARF

Members of the public, individuals, businesses, organization, groups or other parties may sponsor, donate, contribute or volunteer monies, property, services or any other material of value to AARF without compensation whatsoever; said sponsors, donors, contributors or volunteers may apply for At Large Membership and their donations are considered gifts that may not be tax deductible until which time as AARF obtains a 501(c)(3) tax exempt status from the Internal Revenue Service; said designation when received will be announced and/or reported on the AARF website

The following At Large Membership categories are adopted for the purpose of raising funds only:

Volunteer -- Anyone who gives a gift of service to AARF

Student -- \$15

Individual -- \$25

Family - \$50

Sponsoring Group or Class - \$100

Professional - \$150

Small Business - \$200

Corporation - \$500

Benefactor - \$1000 or more

As specified above, anyone who is in sympathy with the purposes of AARF may also apply for At Large Membership as a volunteer. Volunteer service is much needed and may be awarded by the Present and or Board of Directors with specially created certificates, plaques or other honorary presentation or commendations.

### **Amendments to the bylaws:**

2/18/18: Effective this date, there are now 2 incorporators and that the two remaining incorporators will serve in the same capacity and with the same authority as when there were 3.

### **Adoption of Bylaws**

#### **Written consent of Directors Adopting Bylaws**

We, the undersigned are all of the initial Directors or Incorporators of Animal Aid and Rescue Foundation of Pennsylvania, a Pennsylvania non profit Corporation, and we consent to, and hereby do, adopt these foregoing Bylaws, as the bylaws of AARF.

Dated:

Deidre Yingling, Incorporator, President/Founder and CEO

Bobbie Brown, Incorporator, Vice President

#### **Certificate**

This is to certify that the foregoing is a true and correct copy of the Bylaws of Animal Aid and Rescue Foundation of Pennsylvania named in the title thereto and that such Bylaws were duly adopted by the Board of Directors of said corporation on the date set forth below.

Dated February 18, 2018

Deidre Yingling, Incorporator, President/Founder and CEO

Bobbie Brown, Incorporator, Vice President



