

Current Bylaws:

Article IV. Meetings of Members

Section 1. The meeting of the members of PAWS for the transaction of business authorized to be transacted by the members shall be held annually at such time and place as shall be specified by the Board of Directors. The Board of Directors may call other meetings of members or cancel a meeting as deemed necessary.

Section 2. Meetings of the Board of Directors may be called at any time by the President or a majority of the Board of Directors.

Section 3. Advance notice of all meetings of members shall be given by the Board of Directors. Notice shall be given of any canceled meeting.

Section 4.1. At least sixty (60) days prior to the annual meeting of the members of PAWS, the presiding officer shall appoint, with the consent of the Board of Directors, a Nominating Committee comprised of three (3) members of the Board of Directors and two (2) members of PAWS who are not members of the Board of Directors. The Nominating Committee shall be charged with soliciting qualified candidates for the Board of Directors from the members of PAWS, and from the community at large.

Section 4.2. At least forty-five (45) days prior to the annual meeting, any member of PAWS in good standing who wishes to be nominated for membership on the Board of Directors may submit a petition requesting such nomination to the Nominating Committee, with supporting signatures from no less than twenty-five (25) current members of PAWS in good standing. In order to be valid, a petition must include the full names and signatures of those PAWS' members signing the petition, and the signatures must be dated within ninety (90) days of the date of the annual meeting. The Nominating Committee shall consider all individuals on whose behalf a valid petition is received, as well as other potential nominees, in deciding which individuals the Nominating Committee shall nominate for membership on the Board of Directors. Any individual on whose behalf a valid petition has been filed as provided in this section, and who ultimately is not nominated by the Nominating Committee for membership on the Board of Directors, shall nevertheless be placed on the ballot at the annual meeting and be a nominee for membership on the Board of Directors.

Section 4.3. At least thirty (30) days prior to the annual meeting, the Nominating Committee shall nominate for membership on the Board of Directors of PAWS a number of candidates not less than the number to be elected in the ensuing election.

Section 4.4. At least twenty (20) days prior to the annual meeting, the Nominating Committee shall notify the members of PAWS, in the manner prescribed by the Board of Directors, of those individuals nominated by the Committee for membership on the Board of Directors, as well as additional nominees, if any, pursuant to Section 4.2.

Section 5. The voting shall take place at the annual meeting in accordance with the following procedure. All voting shall be by secret ballot, and votes shall be cast for each

nominee individually. Cumulative voting shall not be permitted, nor shall voting by proxy be permitted. In order to be elected, a nominee must receive the affirmative votes of a majority of those members present and voting at the annual meeting. The results of the election shall be determined by three (3) Judges of Election appointed by the President, one of whom shall be the Recording Secretary.

Section 6. The Recording Secretary shall announce the results of the election immediately upon determination of the election results.

Edited – Section 4:

Section 4.1. The presiding officer shall appoint, with the consent of the Board of Directors, a Nominating Committee comprised of three (3) members of the Board of Directors and two (2) members of PAWS who are not members of the Board of Directors. The Nominating Committee shall be charged with soliciting qualified candidates for the Board of Directors from the members of PAWS, and from the community at large, and with nominating candidates for membership on the Board of Directors.

Section 4.2. At least fifty-six (56) days prior to the annual meeting, the Nominating Committee shall nominate for membership on the Board of Directors of PAWS a number of candidates not less than the number to be elected in the ensuing election.

Section 4.3. At least forty-five (45) days prior to the annual meeting, any member of PAWS in good standing who was not nominated by the Nominating Committee for membership on the Board of Directors pursuant to Section 4.2 may submit a petition requesting such nomination to the chair of the Nominating Committee, with supporting signatures from no less than twenty-five (25) current members of PAWS in good standing. In order to be valid, a petition must include the full names and signatures of those PAWS' members signing the petition, and the signatures must be dated within ninety (90) days of the date of the annual meeting. Any individual who submits a valid, timely petition as provided in this section shall be considered a nominee for membership on the Board of Directors and shall be placed on the ballot at the annual meeting.

Section 4.4. At least twenty-eight (28) days prior to the annual meeting, the Nominating Committee shall notify the members of PAWS, in the manner prescribed by the Board of Directors, of the final list of individuals nominated for membership on the Board of Directors. The final list of nominees for membership on the Board of Directors shall include 1.) all individuals nominated by the Nominating Committee and 2.) any individual who submitted a valid, timely petition for nomination, pursuant to Section 4.3.