



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form **990-EZ**

# Short Form Return of Organization Exempt From Income Tax

OMB No 1545-1150

**2009**

**Open to Public Inspection**

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

▶ Sponsoring organizations of donor advised funds and controlling organizations as defined in section 512(b)(13) must file Form 990. All other organizations with gross receipts less than \$500,000 and total assets less than \$1,250,000 at the end of the year may use this form.  
▶ The organization may have to use a copy of this return to satisfy state reporting requirements.

Department of the Treasury  
Internal Revenue Service

**A** For the 2009 calendar year, or tax year beginning OCT 1, 2009, and ending SEPT 30, 2010

- B Check if applicable:
- Address change
- Name change
- Initial return
- Terminated
- Amended return
- Application pending

Please use IRS label or print or type See Specific Instructions

**C** Name of organization: MARSHALL COUNTY HUMANE SOCIETY

Number and street (or P.O. box, if mail is not delivered to street address): P O Box 625

Room/suite: \_\_\_\_\_

City or town, state or country, and ZIP + 4: HOLLY SPRINGS MS 38635

**D** Employer identification number: 64-0886760

**E** Telephone number: 662-564-2900

**F** Group Exemption Number: ▶ \_\_\_\_\_

• Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).

**G** Accounting Method:  Cash  Accrual  
Other (specify) ▶ \_\_\_\_\_

**I** Website: ▶ \_\_\_\_\_

**J** Tax-exempt status (check only one) –  501(c) (3) ◀ (insert no)  4947(a)(1) or  527

**H** Check  if the organization is not required to attach Schedule B (Form 990, 990-EZ, or 990-PF)

**K** Check  if the organization is not a section 509(a)(3) supporting organization and its gross receipts are normally not more than \$25,000. A Form 990-EZ or Form 990 return is not required, but if the organization chooses to file a return, be sure to file a complete return.

**L** Add lines 5b, 6b, and 7b, to line 9 to determine gross receipts. If \$500,000 or more, file Form 990 instead of Form 990-EZ ▶ S

### Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (See the instructions for Part I.)

		1	2	3	4	5a	5b	5c	6a	6b	6c	7a	7b	7c	8	9	10	11	12	13	14	15	16	17	18	19	20	21		
Revenue	1	Contributions, gifts, grants, and similar amounts received																												
	2	Program service revenue including government fees and contracts																												
	3	Membership dues and assessments																												
	4	Investment income																												
	5a	Gross amount from sale of assets other than inventory																												
	5b	Less: cost or other basis and sales expenses																												
	5c	Gain or (loss) from sale of assets other than inventory (Subtract line 5b from line 5a)																												
	6	Special events and activities (complete applicable parts of Schedule G. If any amount is from gaming, check here <input type="checkbox"/> )																												
	6a	Gross revenue (not including \$ _____ of contributions reported on line 1)																												
6b	Less: direct expenses other than fundraising expenses																													
6c	Net income or (loss) from special events and activities (Subtract line 6b from line 6a)																													
7a	Gross sales of inventory, less returns and allowances																													
7b	Less: cost of goods sold																													
7c	Gross profit or (loss) from sales of inventory (Subtract line 7b from line 7a)																													
8	Other revenue (describe ▶ _____)																													
9	<b>Total revenue.</b> Add lines 1, 2, 3, 4, 5c, 6c, 7c, and 8																													
Expenses	10	Grants and similar amounts paid (attach schedule)																												
	11	Benefits paid to or for members																												
	12	Salaries, other compensation, and employee benefits																												
	13	Professional fees and other payments to independent contractors																												
	14	Occupancy, rent, utilities, and maintenance																												
	15	Printing, publications, postage, and shipping																												
	16	Other expenses (describe ▶ <u>SHELTER ANIMAL CARE, INSURANCE, TAXES, LIC, OTHER</u> )																												
17	<b>Total expenses.</b> Add lines 10 through 16																													
Net Assets	18	Excess or (deficit) for the year (Subtract line 17 from line 9)																												
	19	Net assets or fund balances at beginning of year (from line 27, column (A)) (must agree with end-of-year figure reported on prior year's return)																												
	20	Other changes in net assets or fund balances (attach explanation)																												
	21	<b>Net assets or fund balances at end of year.</b> Combine lines 18 through 20																												

### Part II Balance Sheets. If Total assets on line 25, column (B) are \$1,250,000 or more, file Form 990 instead of Form 990-EZ.

(See the instructions for Part II.)

		(A) Beginning of year	(B) End of year
22	Cash, savings, and investments	17393	20167
23	Land and buildings	115012	115012
24	Other assets (describe ▶ _____)		
25	<b>Total assets</b>	132405	135179
26	<b>Total liabilities</b> (describe ▶ _____)		
27	<b>Net assets or fund balances</b> (line 27 of column (B) must agree with line 21)	132405	135179

SCANNED JAN 05 2011

18



**Part V Other Information** (Note the statement requirements in the instructions for Part V.)

		Yes	No
33	Did the organization engage in any activity not previously reported to the IRS? If "Yes," attach a detailed description of each activity		<input checked="" type="checkbox"/>
34	Were any changes made to the organizing or governing documents? If "Yes," attach a <b>SIGNED</b> conformed copy of the changes <i>MINOR CHANGES TO BY-LAWS (CONFORMED COPY ATTACHED)</i> <i>ADDITIONS ONLY TO WORDING</i>	<input checked="" type="checkbox"/>	
35	If the organization had income from business activities, such as those reported on lines 2, 6a, and 7a (among others), but not reported on Form 990-T, attach a statement explaining why the organization did not report the income on Form 990-T		
a	Did the organization have unrelated business gross income of \$1,000 or more or was it subject to section 6033(e) notice, reporting, and proxy tax requirements?		<input checked="" type="checkbox"/>
b	If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?		
36	Did the organization undergo a liquidation, dissolution, termination, or significant disposition of net assets during the year? If "Yes," complete applicable parts of Schedule N		<input checked="" type="checkbox"/>
37a	Enter amount of political expenditures, direct or indirect, as described in the instructions. ▶ <b>37a</b> <input checked="" type="checkbox"/>		<input checked="" type="checkbox"/>
b	Did the organization file <b>Form 1120-POL</b> for this year?		<input checked="" type="checkbox"/>
38a	Did the organization borrow from, or make any loans to, any officer, director, trustee, or key employee or were any such loans made in a prior year and still outstanding at the end of the period covered by this return?		<input checked="" type="checkbox"/>
b	If "Yes," complete Schedule L, Part II and enter the total amount involved	<b>38b</b>	
39	Section 501(c)(7) organizations. Enter		
a	Initiation fees and capital contributions included on line 9	<b>39a</b>	<i>N/A</i>
b	Gross receipts, included on line 9, for public use of club facilities	<b>39b</b>	
40a	Section 501(c)(3) organizations Enter amount of tax imposed on the organization during the year under section 4911 ▶ <input checked="" type="checkbox"/> ; section 4912 ▶ <input checked="" type="checkbox"/> , section 4955 ▶ <input checked="" type="checkbox"/>		<i>N/A</i>
b	Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year or is it aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I		<input checked="" type="checkbox"/>
c	Section 501(c)(3) and 501(c)(4) organizations Enter amount of tax imposed on organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 ▶ <input checked="" type="checkbox"/>		
d	Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax on line 40c reimbursed by the organization ▶ <input checked="" type="checkbox"/>		<input checked="" type="checkbox"/>
e	All organizations At any time during the tax year, was the organization a party to a prohibited tax shelter transaction? If "Yes," complete Form 8886-T		<input checked="" type="checkbox"/>
41	List the states with which a copy of this return is filed ▶ <i>MISSISSIPPI</i>		
42a	The organization's books are in care of ▶ <i>JEANINE KAHRS</i> Telephone no. ▶ <i>662-838-3014</i> Located at ▶ <i>412 MARCON FARM, BYHALIA MS 38611</i> ZIP + 4 ▶ <i>38611</i>		
b	At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	<b>42b</b>	<input checked="" type="checkbox"/>
	If "Yes," enter the name of the foreign country. ▶ _____ See the instructions for exceptions and filing requirements for <b>Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.</b>		
c	At any time during the calendar year, did the organization maintain an office outside of the U.S.? . . . If "Yes," enter the name of the foreign country. ▶ _____	<b>42c</b>	<input checked="" type="checkbox"/>
43	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-EZ in lieu of <b>Form 1041</b> —Check here and enter the amount of tax-exempt interest received or accrued during the tax year . . . ▶ <b>43</b> <input type="checkbox"/>		
44	Did the organization maintain any donor advised funds? If "Yes," Form 990 must be completed instead of Form 990-EZ	<b>44</b>	<input checked="" type="checkbox"/>
45	Is any related organization a controlled entity of the organization within the meaning of section 512(b)(13)? If "Yes," Form 990 must be completed instead of Form 990-EZ	<b>45</b>	<input checked="" type="checkbox"/>

**Part VI Section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts only.** All section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts must answer questions 46-49b and complete the tables for lines 50 and 51.

	Yes	No
<b>46</b> Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
<b>47</b> Did the organization engage in lobbying activities? If "Yes," complete Schedule C, Part II . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
<b>48</b> Is the organization a school as described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
<b>49a</b> Did the organization make any transfers to an exempt non-charitable related organization? . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
<b>b</b> If "Yes," was the related organization a section 527 organization? . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>

**50** Complete this table for the organization's five highest compensated employees (other than officers, directors, trustees and key employees) who each received more than \$100,000 of compensation from the organization. If there is none, enter "None"

(a) Name and address of each employee paid more than \$100,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances
NONE -				
ALL VOLUNTEER				

**f** Total number of other employees paid over \$100,000 . . . . . ▶ \_\_\_\_\_

**51** Complete this table for the organization's five highest compensated independent contractors who each received more than \$100,000 of compensation from the organization. If there is none, enter "None"

(a) Name and address of each independent contractor paid more than \$100,000	(b) Type of service	(c) Compensation
NONE		

**d** Total number of other independent contractors each receiving over \$100,000 . . . ▶ \_\_\_\_\_

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge

**Sign Here**

Signature of officer: Carmen Maalini Date: 11/19/10

Type or print name and title: CARMEN MAALINI, VP GRANTS, INTERIM TREASURER

**Paid Preparer's Use Only**

Preparer's signature: \_\_\_\_\_ Date: \_\_\_\_\_ Check if self-employed:

Firm's name (or yours if self-employed), address, and ZIP + 4: \_\_\_\_\_ EIN: \_\_\_\_\_

Phone no: \_\_\_\_\_

May the IRS discuss this return with the preparer shown above? See instructions . . . . . ▶  Yes  No

**SCHEDULE A**  
**(Form 990 or 990-EZ)**

Department of the Treasury  
Internal Revenue Service

**Public Charity Status and Public Support**

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No. 1545-0047

**2009**

Open to Public Inspection

Name of the organization

**MARSHALL COUNTY HUMANE SOCIETY INC**

Employer identification number

**64-0886760**

**Part I Reason for Public Charity Status** (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box.)

- 1  A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**
- 2  A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E.)
- 3  A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**
- 4  A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state: .....
- 5  An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II.)
- 6  A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**
- 7  An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
- 8  A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
- 9  An organization that normally receives: (1) more than 33 1/3 % of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33 1/3 % of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2).** (Complete Part III.)
- 10  An organization organized and operated exclusively to test for public safety. See **section 509(a)(4).**
- 11  An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h.
  - a  Type I      b  Type II      c  Type III—Functionally integrated      d  Type III—Other
  - e  By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).
  - f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box
  - g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?
    - (i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?
    - (ii) A family member of a person described in (i) above?
    - (iii) A 35% controlled entity of a person described in (i) or (ii) above?
  - h Provide the following information about the supported organization(s).

	Yes	No
11g(i)		
11g(ii)		
11g(iii)		

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization in col. (i) listed in your governing document?		(v) Did you notify the organization in col. (i) of your support?		(vi) Is the organization in col. (i) organized in the U.S.?		(vii) Amount of support
			Yes	No	Yes	No	Yes	No	
<b>Total</b>									

**Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)**  
 (Complete only if you checked the box on line 5, 7, or 8 of Part I.)

**Section A. Public Support**

Calendar year (or fiscal year beginning in) ►	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.") . . . . .						
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf . . . . .						
3 The value of services or facilities furnished by a governmental unit to the organization without charge . . . . .						
4 <b>Total.</b> Add lines 1 through 3 . . . . .						
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f) . . . . .						
6 <b>Public support.</b> Subtract line 5 from line 4.						

*NOT APPLICABLE*

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ►	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
7 Amounts from line 4 . . . . .						
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources . . . . .						
9 Net income from unrelated business activities, whether or not the business is regularly carried on . . . . .						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.) . . . . .						
11 <b>Total support.</b> Add lines 7 through 10 . . . . .						
12 Gross receipts from related activities, etc. (see instructions) . . . . .					12	
13 <b>First five years.</b> If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and <b>stop here</b> . . . . . <input type="checkbox"/>						

**Section C. Computation of Public Support Percentage**

14 Public support percentage for 2009 (line 6, column (f) divided by line 11, column (f)) . . . . .	14	%
15 Public support percentage from 2008 Schedule A, Part II, line 14 . . . . .	15	%
16a <b>33 1/3% support test—2009.</b> If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and <b>stop here.</b> The organization qualifies as a publicly supported organization . . . . . <input type="checkbox"/>		
<b>b 33 1/3% support test—2008.</b> If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and <b>stop here.</b> The organization qualifies as a publicly supported organization . . . . . <input type="checkbox"/>		
17a <b>10%-facts-and-circumstances test—2009.</b> If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and <b>stop here.</b> Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization . . . . . <input type="checkbox"/>		
<b>b 10%-facts-and-circumstances test—2008.</b> If the organization did not check a box on line 13, 16a, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and <b>stop here.</b> Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization . . . . . <input type="checkbox"/>		
18 <b>Private foundation.</b> If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ► <input type="checkbox"/>		

**Part III Support Schedule for Organizations Described in Section 509(a)(2)**  
 (Complete only if you checked the box on line 9 of Part I.)

**Section A. Public Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.") . . . . .	33312	29798	25496	17365	15779	121,750
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose . . . . .	—	—	—	3452	6252	9704
3 Gross receipts from activities that are not an unrelated trade or business under section 513 . . . . .	—	—	—	—	—	—
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf . . . . .	—	—	—	—	—	—
5 The value of services or facilities furnished by a governmental unit to the organization without charge . . . . .	—	—	—	—	—	—
6 Total. Add lines 1 through 5 . . . . .	33312	29798	25496	20817	22031	131,454
7a Amounts included on lines 1, 2, and 3 received from disqualified persons . . . . .	—	—	—	—	—	—
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year . . . . .	—	—	—	—	—	—
c Add lines 7a and 7b . . . . .	—	—	—	—	—	—
8 Public support (Subtract line 7c from line 6.) . . . . .	33312	29798	25496	20817	22031	131,454

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
9 Amounts from line 6 . . . . .	33312	29798	25496	20817	22031	131,454
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources . . . . .	66	77	102	114	115	474
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975 . . . . .	—	—	—	—	—	—
c Add lines 10a and 10b . . . . .	66	77	102	114	115	474
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on . . . . .	—	—	—	—	—	—
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.) . . . . .	—	—	—	—	—	—
13 Total support. (Add lines 9, 10c, 11, and 12.) . . . . .	33378	29875	25598	20931	22146	131,928

14 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here . . . . .

**Section C. Computation of Public Support Percentage**

15 Public support percentage for 2009 (line 8, column (f) divided by line 13, column (f)) . . . . .	15	99.64	%
16 Public support percentage from 2008 Schedule A, Part III, line 15 . . . . .	16	99.71	%

**Section D. Computation of Investment Income Percentage**

17 Investment income percentage for 2009 (line 10c, column (f) divided by line 13, column (f)) . . . . .	17	0.359	%
18 Investment income percentage from 2008 Schedule A, Part III, line 17 . . . . .	18	0.29	%

19a **33 1/3% support tests—2009.** If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ▶

b **33 1/3% support tests—2008.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ▶

20 **Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ▶

**Part IV** **Supplemental Information.** Complete this part to provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Provide any other additional information. See instructions.

Area with horizontal dashed lines for supplemental information.

**MARSHALL COUNTY HUMANE SOCIETY**

**BI-LAWS**

**ARTICLE I  
NAME AND LOCATION**

**Section 1: The name of this corporation shall be the Marshall County Humane Society.**

**Section 2: The principal office of this corporation shall be located at PO Box 625, Holly Springs, MS 38635 or at such places within the State of Mississippi as the Board of Directors may from time to time determine.**

**ARTICLE II  
PURPOSE**

**Section 1: The Corporation is organized for the charitable and educational purposes of providing humane education, spay and neuter education, animal rescue and rehabilitation, aid to local law enforcement agencies, lost-and-found services and animal adoptions in accordance with 501 ( c ) (3) guidelines. The fiscal year for the corporation shall run from October 1 through the next September 30.**

**Section 2: The corporation shall also establish, own, operate, or sponsor the operation of one or more shelters or locations for the care, treatment, and well-being of animals, shall promote the prevention of cruelty to animals, and shall do all other or further things not contrary to law to effect the purposes of the corporation. The corporation shall not sell animals for the purposes of research and shall operate a limited admission shelter and will include euthanasia, if necessary.**

**Section 3: All assets of the corporation shall be principally and directly dedicated exclusively to the above charitable purposes. The terms "charitable, scientific, or educational purpose" shall be used within the meaning of those words as stated in section 501 ( c ) (3) of the Internal Revenue Code or acts in amendment thereof or substitution therefore and (b) purposes which constitute public charitable purposes under the laws of the State of Mississippi.**

**Section 4: The corporation shall not engage in business activities for profit and no part of any net earnings of the corporation shall be used for the benefit of any member, director, or officer of the corporation, or any private individual, except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes. No member shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the corporation.**

**Section 5: Notwithstanding any other provisions of these by-laws, the corporation shall not conduct or carry on any activities not permitted by any organization except under section 501 © (3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended, or by any organization contributions to which are deductible under section 170 © (2) of such Code and regulations.**

**Section 6: Upon dissolution or liquidation or other means of ending this corporation, the Board of Directors shall distribute all of its assets, principle and income, after payment of its debts, exclusively to an organization, which is a similar non-profit corporation, and also in accordance with Marshall County Humane Society by-laws, so deemed acceptable and appropriate.**

*changed to "shall" from "should"*

**ARTICLE III  
MEMBERSHIP**

**Section 1: The membership of this corporation shall be composed of those who have paid the appropriate dues established by the Board of Directors.**

**Section 2: Membership is denied to anyone found guilty of animal abuse, cruelty, abandonment, neglect, or any other form of mistreatment of an animal. This includes, but is not limited to, judicial ruling to surrender or make financial restitution to cover injuries.**

**Section 3: The corporation shall not issue any share of stocks, and no members shall receive any share of stock, nor shall there be any distribution of dividends or profits among its members, nor shall any part of the net earnings of the corporation be used for the benefit of any member.**

**Section 4: The Board of Directors may terminate any membership for cause at any time and shall have full discretionary powers in doing so. This shall be final unless a written notice of appeal to the President stating the grounds thereof is filed by regular mail to the President within 30 days of the mailing notice of the termination to the member. Under such appeal the burden shall be upon the member to demonstrate that the decision is clearly erroneous. After review by the Board, the Board decision shall be final.**

**ARTICLE IV  
MEETINGS**

**Section 1: The Annual meeting of members of the Corporation for the election of Officers shall be held at the last called meeting prior to the beginning of the new fiscal year. Those eligible to vote for election of Officers include those with paid up memberships who have attended at least six (6) meetings during the current membership year or those who have donated a minimum of 30 service hours since the beginning of the membership year.**

**Section 2: Regular meetings shall be scheduled on the third (3<sup>rd</sup>) Tuesday of every month unless otherwise notified. A special meeting of the members, for any purpose or purposes, may be called at any time by the President, and in his/her absence, by the Secretary. It shall be the duty of such officers to call such meetings whenever so requested by two-thirds (2/3) of the members of the corporation. The Secretary shall give notice of any special meeting to all members at least five days in advance of such meeting, by mail, or in such other way as the directors shall order. The meeting shall be held at such time and place as may be designated in the notice.**

**Section 3: A quorum for transaction of business at any meeting shall consist of a majority of those members present and voting. Voting by proxy will not be permitted.**

**Section 4: The President of the corporation, or in his/her absence, the Vice President, shall call all meetings of the members to order and shall preside as chairperson of such meetings, unless the President shall have designated some other person to preside in his/her behalf in the absence of or instead of the Vice President. The Secretary of the corporation shall act as Secretary at all meetings, but in the absence of the Secretary or due to his/her inability to act at such meetings, the presiding officer shall appoint another person to act as Secretary at the meeting.**

**Section 5: All meetings of members of the Society, the Board of Directors, and Committees, shall be conducted pursuant to Robert's Rules of Order, as set forth in the last published revisions thereof, but such rules may be suspended by the Chairperson if order can otherwise be kept.**

## **ARTICLE V BOARD OF DIRECTORS**

**Section 1: The corporation shall be under the management of a Board of Directors that shall be vested with full power to manage and control the business, properties, and affairs of the corporation including policymaking. The Board shall consist of an odd number of not less than five and not more than fifteen directors, each of whom shall be the Chairperson of a standing committee. Each director shall serve for a period of two years unless the potential Board member requests, and the current Board approves, a shorter term. Each director shall hold office until his/her successor shall have been elected or appointed and qualified, and any director may be re-elected to serve successive terms. All Board vacancies shall be filled by a majority vote of the Directors. No act of the corporation shall be void at any time merely because there are less than five directors in office.**

**Section 2: A meeting of the Board of Directors shall be held each year as soon as it is feasible after the beginning of the fiscal year. Notice shall be given to all Board Members of the time and place of all Board meetings.**

**Section 3: Special meetings of the Board of Directors may be called by the President, or in his/her absence or incapacity by the Vice President, or by any three members of the Board. By consent of two-thirds of the Directors, special meetings of the Board may be held without notice at any time or place.**

**Section 4: Notice of the time and place of all special meetings of the Board of Directors, except as provided above, shall be given to each director by the Secretary at least three days in advance of such meeting, by mail or in such other way as the Board may direct. It shall not be necessary to specify in the notice the purpose of such special meetings.**

**Section 5: A quorum for the transaction of business at any regular or special meeting of the Board of Directors shall consist of a majority of the existing Board of Directors, but if fewer than a quorum is present at the meeting, a majority of the directors present may adjourn the meeting. The majority vote of the directors present at a meeting at which a quorum is present shall be considered as the decision of the Board of Directors.**

**Section 6: All officers and directors shall serve without compensation and attend at least 50% of all meetings during the current fiscal year or be automatically excluded from Board Membership.**

**Section 7: In addition to the officers provided hereinafter, the Board of Directors may create other offices and employ such personnel as in its discretion it deems necessary to accomplish the purposes for which the corporation was created and to authorize the payment of such salaries as it deems necessary to the personnel and agents effectuating such corporate purposes.**

**Section 8: Emeritus Board members may be appointed by a majority of the elected Board of Directors. Emeritus members are persons whose advice and expertise would be beneficial to the corporation. An Emeritus Board member is encouraged, but not required to attend all regular and special meetings of the Board of Directors and shall have voice, but no vote.**

## **ARTICLE VI OFFICERS**

**Section 1: The officers of this corporation shall be a President, a Vice President, a Treasurer, and a Secretary, all of whom shall be elected, by the general membership, to serve for a period of two years. An individual may be re-elected to serve successive terms in the same office. All officers shall be elected from the general membership. This person must be eligible to vote in the election and cannot be a blood relative or household member of another elected officer.**

**Section 2: PRESIDENT. The President shall be the chief executive of this corporation. He/she shall preside at all directors' and members' meetings, shall**

have the general supervision over the affairs of the corporation and over the other offices, and shall perform all such duties as are entrusted to the office of President. He/she shall be Chairperson of the Executive Committee and a member, ex-officio, of all other committees and shall have the authority to sign such papers as may be required in the sale of securities and other assets belonging to the corporation or in connection with the settlement of estates or trusts in which the corporation has an interest, providing this has full approval of the Executive Committee.

**Section 3: VICE PRESIDENT.** It shall be the duty of the Vice President to assume the duties of the President in the President's absence or incapacity.

**Section 4: SECRETARY (RECORDING AND CORRESPONDING).** The Secretary shall give due notice of the time and place of all meetings, preserve the record of the proceedings of the meetings of the corporation and the Board of Directors, and perform such other duties usually expected of this position. He/she shall have custody of the corporate seal, by-laws, records and general archives of the organization.

**Section: TREASURER.**

(a) The treasurer shall be responsible for the safekeeping of assets and managing the liabilities of the corporation. He/she shall supervise the corporation's financial transactions, maintain adequate financial records, and perform such other duties as the Board of Directors may require.

(b) The funds of the corporation shall be deposited in such bank(s), trust company (ies), or the depositor (ies) as the directors shall designate, and shall be withdrawn only upon the check or order of the President, Treasurer, or such other person duly designated by the Board of Directors.

(c) The Treasurer or any authorized person appointed by the Board of Directors shall have the authority to sign such papers as may be required in the sale of securities or other assets belonging to the corporation or in connection with the settlement of estates or trusts in which the corporation has an interest, providing this has full approval of the Executive Committee.

(d) The books and accounts of the corporation shall be compiled and audited periodically, at least once a year.

## **ARTICLE VII FINANCES**

**Section 1:** The Board of Directors shall approve a budget for the corporation for each fiscal year. The approved budget may be reviewed and revised periodically as deemed necessary by the Board of Directors.

**Section 2:** The fiscal year of the corporation shall begin on the first day of October and end on the last day of September of each year.

**ARTICLE VIII  
COMMITTEES**

**Section 1. There shall be one standing committee, the Executive Committee. The Executive Committee shall have oversight over the standing committees. The Board of Directors may, at its discretion, establish and appoint other committees and define the composition and duties of those committees, as it deems necessary. Committees that the Board may establish include, but are not limited to: Finance, Fundraising, Grant Funding, Nominating, Education, Public Relations, Hospitality, Spay/Neuter, Building, Small Animal Rescue/Adoption, Horse Rescue/Adoption and City/County/State Legislation. The standing committees should provide at least a quarterly report at the general membership meeting.**

**Section 2: (a) The Executive Committee shall consist of the elected officers of the Corporation and one additional member to be appointed from the Board. The President shall be the Executive Committee Chairperson.**

**(b) The Executive Committee shall act between meetings of the Board and shall possess all the powers of the Board in regard to the conduct of the routine business of the corporation, subject however, to any action being ratified by the Board. It shall have no power to approve or terminate memberships or to fill vacancies on the Board or in offices. It shall meet on the call of the President whenever, in his/her judgment, the business of the corporation may require.**

**Section 3: The Board of Directors, at the organizational meeting each year, shall provide for creation of any other committees it deems necessary and shall elect the members of such committees, to serve for terms to be set by the Board and until their respective successors are elected or until the Board may deem that existence of the committee is no longer necessary. The Board shall have the power to fill, by appointment, any vacancies that arise in such committees.**

**ARTICLE IX  
AMENDMENTS**

**Section 1: Amendments to these by-laws may be made by a majority vote of the Board of Directors.**

**ARTICLE X  
MISCELLANEOUS**

**Section 1: The Board of Directors has the authority to bestow honorary membership upon deserving individuals.**

*Raymond M. Stevens  
President, MCHS*

*9/2010*