

**Return of Organization Exempt From Income Tax**

**2006**

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

**Open to Public Inspection**

Department of the Treasury  
Internal Revenue Service

The organization may have to use a copy of this return to satisfy state reporting requirements.

**A** For the 2006 calendar year, or tax year beginning 2006, and ending 2006, and ending 20

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

**C** Name of organization  
CENTRAL TEXAS SPCA

Number and street (or P.O. box if mail is not delivered to street address) Room/suite  
PO BOX 98

City or town, state or country, and ZIP + 4  
CEDAR PARK, TX 78613

**D** Employer identification number  
74:2497839

**E** Telephone number  
( )

**F** Accounting method:  Cash  Accrual  
 Other (specify) ▶

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

- H** and **I** are not applicable to section 527 organizations
- H(a)** Is this a group return for affiliates?  Yes  No
- H(b)** If "Yes," enter number of affiliates ▶
- H(c)** Are all affiliates included?  Yes  No  
(If "No," attach a list. See instructions.)
- H(d)** Is this a separate return filed by an organization covered by a group ruling?  Yes  No
- I** Group Exemption Number ▶
- M** Check  if the organization is not required to attach Sch. B (Form 990, 990-EZ, or 990-PF).

**G** Website: ▶

**J** Organization type (check only one) ▶  501(c) ( 3 ) ◀ (insert no.)  4947(a)(1) or  527

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

**L** Gross receipts: Add lines 6b, 8b, 9b, and 10b to line 12 ▶ 220586

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

Revenue	1	Contributions, gifts, grants, and similar amounts received:			
	a	Contributions to donor advised funds	1a		
	b	Direct public support (not included on line 1a)	1b	<u>105304</u>	
	c	Indirect public support (not included on line 1a)	1c		
	d	Government contributions (grants) (not included on line 1a)	1d		
	e	Total (add lines 1a through 1d) (cash \$ <u>105304</u> noncash \$ )	1e	<u>105304</u>	
	2	Service revenue including government fees and contracts (from Part VII, line 93)	2	<u>66133</u>	
	3	Membership dues and assessments	3		
	4	Interest on savings and temporary cash investments	4		
	5	Dividends and interest from securities	5	<u>2045</u>	
	6a	Gross rents	6a		
	6b	Less: rental expenses	6b		
6c	Net rental income or (loss). Subtract line 6b from line 6a	6c			
7	Other investment income (describe ▶ <u>UNREALIZED GAIN</u> )	7	<u>8779</u>		
8a	Gross amount from sales of assets other than inventory	(A) Securities	8a		
		<u>38325</u>	8a		
		(B) Other	8b		
		<u>26820</u>	8b		
c	Gain or (loss) (attach schedule)	8c	<u>11505</u>		
d	Net gain or (loss). Combine line 8c, columns (A) and (B)	8d	<u>11505</u>		
9	Special events and activities (attach schedule). If any amount is from gaming, check here <input type="checkbox"/>				
a	Gross revenue (not including \$ of contributions reported on line 1b)	9a			
b	Less direct expenses other than fundraising expenses	9b			
c	Net income or (loss) from special events. Subtract line 9b from line 9a	9c			
10a	Gross sales of inventory, less returns and allowances	10a			
b	Less: cost of goods sold	10b			
c	Gross profit or (loss) from sales of inventory (attach schedule). Subtract line 10b from line 10a	10c			
11	Other revenue (from Part VII, line 103)	11			
12	Total revenue. Add lines 1e, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11	12	<u>193766</u>		
Expenses	13	Program services (from line 44, column (B))	13	<u>140861</u>	
	14	Management and general (from line 44, column (C))	14	<u>20000</u>	
	15	Fundraising (from line 44, column (D))	15	<u>16351</u>	
	16	Payments to affiliates (attach schedule)	16		
	17	Total expenses. Add lines 16 and 44, column (A)	17	<u>177212</u>	
Net Assets	18	Excess or (deficit) for the year. Subtract line 17 from line 12	18	<u>16554</u>	
	19	Net assets or fund balances at beginning of year (from line 73, column (4))	19	<u>211249</u>	
	20	Other changes in net assets or fund balances (attach explanation)	20	<u>-3365</u>	
	21	Net assets or fund balances at end of year. Combine lines 18, 19, and 20	21	<u>224438</u>	

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CENTRAL TEXAS SPCA

74-2497839

**Part II Statement of Functional Expenses** All organizations must complete column (A). Columns (B), (C), and (D) are required for section 501(c)(3) and (4) organizations and section 4947(a)(1) nonexempt charitable trusts but optional for others. (See the instructions)

Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I.		(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
22a	Grants paid from donor advised funds (attach schedule) (cash \$ _____ noncash \$ _____) If this amount includes foreign grants, check here <input type="checkbox"/>	22a			
22b	Other grants and allocations (attach schedule) (cash \$ _____ noncash \$ _____) If this amount includes foreign grants check here <input type="checkbox"/>	22b			
23	Specific assistance to individuals (attach schedule)	23			
24	Benefits paid to or for members (attach schedule)	24			
25a	Compensation of current officers, directors, key employees, etc. listed in Part V-A (attach schedule)	25a			
b	Compensation of former officers, directors, key employees, etc. listed in Part V-B (attach schedule)	25b			
c	Compensation and other distributions, not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) (attach schedule)	25c			
26	Salaries and wages of employees not included on lines 25a, b, and c	26	92406	81306	11100
27	Pension plan contributions not included on lines 25a, b, and c	27			
28	Employee benefits not included on lines 25a - 27	28			
29	Payroll taxes	29	11426	8426	3000
30	Professional fundraising fees	30			
31	Accounting fees	31			
32	Legal fees	32			
33	Supplies	33	10314	10314	
34	Telephone	34	1267	1267	
35	Postage and shipping	35			
36	Occupancy	36			
37	Equipment rental and maintenance	37			
38	Printing and publications	38	540	540	
39	Travel	39			
40	Conferences, conventions, and meetings	40			
41	Interest	41			
42	Depreciation, depletion, etc (attach schedule)	42			
43	Other expenses not covered above (itemize):				
a	SEE ATTACHED	43a	61259	39008	5900
b		43b			
c		43c			
d		43d			
e		43e			
f		43f			
g		43g			
44	<b>Total functional expenses.</b> Add lines 22a through 43g. (Organizations completing columns (B)-(D), carry these totals to lines 13-15)	44	177212	140861	20000
				16351	

Joint Costs. Check  if you are following SOP 98-2.

Are any joint costs from a combined educational campaign and fundraising solicitation reported in (B) Program services?  Yes  No  
 If "Yes," enter (i) the aggregate amount of these joint costs \$ \_\_\_\_\_, (ii) the amount allocated to Program services \$ \_\_\_\_\_,  
 (iii) the amount allocated to Management and general \$ \_\_\_\_\_, and (iv) the amount allocated to Fundraising \$ \_\_\_\_\_



# CENTRAL TEXAS SPCA

74-2497839

**Part IV Balance Sheets** (See the instructions.)

**Note:** Where required, attached schedules and amounts within the description column should be for end-of-year amounts only.

		(A) Beginning of year	(B) End of year
<b>Assets</b>	45 Cash—non-interest-bearing . . . . .	21411	19566
	46 Savings and temporary cash investments . . . . .		
	47a Accounts receivable . . . . .		
	b Less: allowance for doubtful accounts . . . . .		
	48a Pledges receivable . . . . .	25000	
	b Less: allowance for doubtful accounts . . . . .	0	25000
	49 Grants receivable . . . . .		
	50a Receivables from current and former officers, directors, trustees, and key employees (attach schedule) . . . . .	0	535
	b Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) (attach schedule) . . . . .		
	51a Other notes and loans receivable (attach schedule) . . . . .		
	b Less: allowance for doubtful accounts . . . . .		
	52 Inventories for sale or use . . . . .		
	53 Prepaid expenses and deferred charges . . . . .		
	54a Investments—publicly-traded securities . . . . . <input type="checkbox"/> Cost <input checked="" type="checkbox"/> FMV	108219	99195
	b Investments—other securities (attach schedule) <input type="checkbox"/> Cost <input type="checkbox"/> FMV		
55a Investments—land, buildings, and equipment: basis . . . . .	130179		
b Less: accumulated depreciation (attach schedule) . . . . .	44882	85297	
56 Investments—other (attach schedule) . . . . .			
57a Land, buildings, and equipment: basis . . . . .			
b Less: accumulated depreciation (attach schedule) . . . . .			
58 Other assets, including program-related investments (describe ▶ . . . . .)			
59 <b>Total assets</b> (must equal line 74). Add lines 45 through 58 . . . . .	219575	229593	
<b>Liabilities</b>	60 Accounts payable and accrued expenses . . . . .		
	61 Grants payable . . . . .		
	62 Deferred revenue . . . . .	5000	3275
	63 Loans from officers, directors, trustees, and key employees (attach schedule) . . . . .		
	64a Tax-exempt bond liabilities (attach schedule) . . . . .		
	b Mortgages and other notes payable (attach schedule) . . . . .		
	65 Other liabilities (describe ▶ . . . . .)	3326	1280
66 <b>Total liabilities.</b> Add lines 60 through 65 . . . . .	8326	5155	
<b>Net Assets or Fund Balances</b>	Organizations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74.		
	67 Unrestricted . . . . .		
	68 Temporarily restricted . . . . .		
	69 Permanently restricted . . . . .		
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 70 through 74.		
	70 Capital stock, trust principal, or current funds . . . . .		
	71 Paid-in or capital surplus, or land, building, and equipment fund . . . . .		
	72 Retained earnings, endowment, accumulated income, or other funds . . . . .	211249	224438
	73 <b>Total net assets or fund balances.</b> Add lines 67 through 69 or lines 70 through 72. (Column (A) must equal line 19 and column (B) must equal line 21) . . . . .		224438
	74 <b>Total liabilities and net assets/fund balances.</b> Add lines 66 and 73 . . . . .	219575	229593





Part VI Other Information (continued)

Yes No

82a Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value? 82a

b If "Yes," you may indicate the value of these items here. Do not include this amount as revenue in Part I or as an expense in Part II. (See instructions in Part III.) 82b 12000

83a Did the organization comply with the public inspection requirements for returns and exemption applications? 83a

b Did the organization comply with the disclosure requirements relating to *quid pro quo* contributions? 83b

84a Did the organization solicit any contributions or gifts that were not tax deductible? 84a

b If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible? 84b N/A

85 501(c)(4), (5), or (6) organizations. a Were substantially all dues nondeductible by members? 85a

b Did the organization make only in-house lobbying expenditures of \$2,000 or less? 85b

If "Yes" was answered to either 85a or 85b, do not complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year.

c Dues, assessments, and similar amounts from members 85c

d Section 162(e) lobbying and political expenditures 85d

e Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices 85e

f Taxable amount of lobbying and political expenditures (line 85d less 85e) 85f

g Does the organization elect to pay the section 6033(e) tax on the amount on line 85f? 85g

h If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount on line 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year? 85h

86 501(c)(7) orgs. Enter: a Initiation fees and capital contributions included on line 12 86a

b Gross receipts, included on line 12, for public use of club facilities 86b

87 501(c)(12) orgs. Enter: a Gross income from members or shareholders 87a

b Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.) 87b

88a At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Part IX. 88a

b At any time during the year, did the organization, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Part XI 88b

89a 501(c)(3) organizations. Enter: Amount of tax imposed on the organization during the year under section 4911 ▶; section 4912 ▶; section 4955 ▶

b 501(c)(3) and 501(c)(4) orgs. Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If "Yes," attach a statement explaining each transaction 89b

c Enter: Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 ▶

d Enter: Amount of tax on line 89c, above, reimbursed by the organization ▶

e All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction? 89e

f All organizations. Did the organization acquire a direct or indirect interest in any applicable insurance contract? 89f

g For supporting organizations and sponsoring organizations maintaining donor advised funds Did the supporting organization, or a fund maintained by a sponsoring organization, have excess business holdings at any time during the year? 89g

90a List the states with which a copy of this return is filed ▶

b Number of employees employed in the pay period that includes March 12, 2006 (See instructions.) 90b

91a The books are in care of ▶ LAURA CAIRNS Telephone no. ▶ ( )

Located at ▶ PO BOX 98, CEDAR PARK, TX ZIP + 4 ▶ 78613

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)? 91b

If "Yes," enter the name of the foreign country ▶ N/A

See the instructions for exceptions and filing requirements for Form TD F 90-22.1. Report of Foreign Bank and Financial Accounts.

**Part VI Other information (continued)** Yes No

c At any time during the calendar year did the organization maintain an office outside of the United States? **91c**  Yes  No  
 If "Yes," enter the name of the foreign country \_\_\_\_\_

**92** Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of Form 1041—Check here  and enter the amount of tax-exempt interest received or accrued during the tax year **92** \_\_\_\_\_

**Part VII Analysis of Income-Producing Activities (See the instructions.)**

Note: Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(E) Related or exempt function income
	(A) Business code	(B) Amount	(C) Exclusion code	(D) Amount	
<b>93</b> Program service revenue:					
a <u>SHELTER ADOPTION</u>					
b <u>&amp; SPONSOR PROGRAMS</u>			02	66133	66133
c _____					
d _____					
e _____					
f Medicare/Medicaid payments					
g Fees and contracts from government agencies					
<b>94</b> Membership dues and assessments					
<b>95</b> Interest on savings and temporary cash investments					
<b>96</b> Dividends and interest from securities			14	2045	2045
<b>97</b> Net rental income or (loss) from real estate:					
a debt-financed property					
b not debt-financed property					
<b>98</b> Net rental income or (loss) from personal property					
<b>99</b> Other investment income			18	8779	8779
<b>100</b> Gain or (loss) from sales of assets other than inventory			18	11505	11505
<b>101</b> Net income or (loss) from special events					
<b>102</b> Gross profit or (loss) from sales of inventory					
<b>103</b> Other revenue: a _____					
b _____					
c _____					
d _____					
e _____					
<b>104</b> Subtotal (add columns (B), (D), and (E))				88462	88462
<b>105</b> Total (add line 104, columns (B), (D), and (E))				88462	88462

Note: Line 105 plus line 1e, Part I, should equal the amount on line 12, Part I

**Part VIII Relationship of Activities to the Accomplishment of Exempt Purposes (See the instructions.)**

Line No.	Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes).
93a/b	Fees for adoptions and animal care sponsorships

**Part IX Information Regarding Taxable Subsidiaries and Disregarded Entities (See the instructions.)** N/A

(A) Name, address, and EIN of corporation, partnership, or disregarded entity	(B) Percentage of ownership interest	(C) Nature of activities	(D) Total income	(E) End-of-year assets
	%			
	%			
	%			
	%			

**Part X Information Regarding Transfers Associated with Personal Benefit Contracts (See the instructions.)**

(a) Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?  Yes  No

(b) Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No

Note: If "Yes" to (b), file Form 8870 and Form 4720 (see instructions)

**Part XI** Information Regarding Transfers To and From Controlled Entities. Complete only if the organization is a controlling organization as defined in section 512(b)(13). *N/A*

**106** Did the reporting organization **make** any transfers to a controlled entity as defined in section 512(b)(13) of the Code? If "Yes," complete the schedule below for each controlled entity

Yes	No

	(A) Name, address, of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer
a				
b				
c				
<b>Totals</b>				

**107** Did the reporting organization **receive** any transfers from a controlled entity as defined in section 512(b)(13) of the Code? If "Yes," complete the schedule below for each controlled entity.

Yes	No

	(A) Name, address, of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer
a				
b				
c				
<b>Totals</b>				

**108** Did the organization have a binding written contract in effect on August 17, 2006, covering the interest, rents, royalties, and annuities described in question 107 above?

Yes	No

Please Sign Here 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.

Signature of officer: *Jeanette Cacciola* Date: *12-12-07*  
 Type or print name and title: *JEANETTE CACCIOLA, PRESIDENT*

Paid Preparer's Use Only  
 Preparer's signature: *C Kennedy JD, CPA* Date: *2/10/07*  
 Firm's name (or yours if self-employed), address, and ZIP + 4: *CATHERINE S KENNEDY, JD, CPA*  
*8800 BUSINESS PARK DR*  
 Check if self-employed:   
 Preparer's SSN or PTIN (See Gen. Inst. X): *465-94-9480*  
 EIN: *52393-0560*  
 Phone no.: *512393-0560*

*SUITE 100  
 AUSTIN, TX 78759*

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

**Organization Exempt Under Section 501(c)(3)**

(Except Private Foundation) and Section 501(e), 501(f), 501(k), 501(n),  
or 4947(a)(1) Nonexempt Charitable Trust

OMB No 1545-0047

**2006**

Department of the Treasury  
Internal Revenue Service

▶ **MUST be completed by the above organizations and attached to their Form 990 or 990-EZ**

Name of the organization

Central Texas SPCA

Employer identification number

74-2497839

**Part I Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees**  
(See page 2 of the instructions List each one. If there are none, enter "None ")

(a) Name and address of each employee paid more than \$50,000	(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				
Total number of other employees paid over \$50,000 ▶		0		

**Part II-A Compensation of the Five Highest Paid Independent Contractors for Professional Services**  
(See page 2 of the instructions List each one (whether individuals or firms) If there are none, enter "None ")

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
None		
Total number of others receiving over \$50,000 for professional services ▶		0

**Part II-B Compensation of the Five Highest Paid Independent Contractors for Other Services**  
(List each contractor who performed services other than professional services, whether individuals or firms If there are none, enter "None." See page 2 of the instructions.)

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
None		
Total number of other contractors receiving over \$50,000 for other services ▶		0

**Part III Statements About Activities** (See page 2 of the instructions.)

	Yes	No
<p><b>1</b> During the year, has the organization attempted to influence national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum? If "Yes," enter the total expenses paid or incurred in connection with the lobbying activities ► \$ _____ (Must equal amounts on line 38, Part VI-A, or line I of Part VI-B )</p> <p>Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A. Other organizations checking "Yes" must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities</p>	1	X
<p><b>2</b> During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any substantial contributors, trustees, directors, officers, creators, key employees, or members of their families, or with any taxable organization with which any such person is affiliated as an officer, director, trustee, majority owner, or principal beneficiary? (If the answer to any question is "Yes," attach a detailed statement explaining the transactions )</p>		
<p><b>a</b> Sale, exchange, or leasing of property?</p>	2a	X
<p><b>b</b> Lending of money or other extension of credit?</p>	2b	X
<p><b>c</b> Furnishing of goods, services, or facilities?</p>	2c	X
<p><b>d</b> Payment of compensation (or payment or reimbursement of expenses if more than \$1,000)?</p>	2d	X
<p><b>e</b> Transfer of any part of its income or assets?</p>	2e	X
<p><b>3 a</b> Did the organization make grants for scholarships, fellowships, student loans, etc ? (If "Yes," attach an explanation of how the organization determines that recipients qualify to receive payments )</p>	3a	X
<p><b>b</b> Did the organization have a section 403(b) annuity plan for its employees?</p>	3b	X
<p><b>c</b> Did the organization receive or hold an easement for conservation purposes, including easements to preserve open space, the environment, historic land areas or historic structures? If "Yes," attach a detailed statement .</p>	3c	X
<p><b>d</b> Did the organization provide credit counseling, debt management, credit repair, or debt negotiation services?</p>	3d	X
<p><b>4 a</b> Did the organization maintain any donor advised funds? If "Yes," complete lines 4b through 4g. If "No," complete lines 4f and 4g</p>	4a	X
<p><b>b</b> Did the organization make any taxable distributions under section 4966?</p>	4b	
<p><b>c</b> Did the organization make a distribution to a donor, donor advisor, or related person?</p>	4c	
<p><b>d</b> Enter the total number of donor advised funds owned at the end of the tax year ► _____</p>		
<p><b>e</b> Enter the aggregate value of assets held in all donor advised funds owned at the end of the tax year ► _____</p>		
<p><b>f</b> Enter the total number of separate funds or accounts owned at the end of the tax year (excluding donor advised funds included on line 4d) where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts ► _____</p>		
<p><b>g</b> Enter the aggregate value of assets held in all funds or accounts included on line 4f at the end of the tax year ► _____</p>		

**Part IV Reason for Non-Private Foundation Status** (See pages 4 through 7 of the instructions.)

I certify that the organization is not a private foundation because it is: (Please check only **ONE** applicable box.)

- 5  A church, convention of churches, or association of churches. Section 170(b)(1)(A)(i).
- 6  A school. Section 170(b)(1)(A)(ii). (Also complete Part V.)
- 7  A hospital or a cooperative hospital service organization. Section 170(b)(1)(A)(iii).
- 8  A Federal, state, or local government or governmental unit. Section 170(b)(1)(A)(v).
- 9  A medical research organization operated in conjunction with a hospital. Section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state: \_\_\_\_\_ City \_\_\_\_\_ ST \_\_\_\_\_ Country \_\_\_\_\_
- 10  An organization operated for the benefit of a college or university owned or operated by a governmental unit. Section 170(b)(1)(A)(iv). (Also complete the **Support Schedule** in Part IV-A.)
- 11 a  An organization that normally receives a substantial part of its support from a governmental unit or from the general public. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A.)
- 11 b  A community trust. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A.)
- 12  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 charitable, etc., 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). (Also complete the **Support Schedule** in Part IV-A.)
- 13  An organization that is not controlled by any disqualified persons (other than foundation managers) and otherwise meets the requirements of section 509(a)(3). Check the box that describes the type of supporting organization:
  - Type I
  - Type II
  - Type III-Functionally Integrated
  - Type III-Other

**Provide the following information about the supported organizations.** (See page 7 of the instructions.)

(a) Name(s) of supported organization(s)	(b) Employer identification number (EIN)	(c) Type of organization (described in lines 5 through 12 above or IRC section)	(d) Is the supported organization listed in the supporting organization's governing documents?		(e) Amount of support
			Yes	No	
<b>Total</b>					0

- 14  An organization organized and operated to test for public safety. Section 509(a)(4). (See page 7 of the instructions.)

**Part IV-A Support Schedule** (Complete only if you checked a box on line 10, 11, or 12 ) *Use cash method of accounting.*

**Note:** You may use the worksheet in the instructions for converting from the accrual to the cash method of accounting

Calendar year (or fiscal year beginning in)	(a) 2005	(b) 2004	(c) 2003	(d) 2002	(e) Total	
15 Gifts, grants, and contributions received (Do not include unusual grants See line 28 )	110,257	99,527	88,988	64,916	363,688	
16 Membership fees received					0	
17 Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to the organization's charitable, etc., purpose	30,990	21,036	20,635	13,198	85,859	
18 Gross income from interest, dividends, amounts received from payments on securities loans (section 512(a)(5)), rents, royalties, and unrelated business taxable income (less section 511 taxes) from businesses acquired by the organization after June 30, 1975	3,082	281	2,214	470	6,047	
19 Net income from unrelated business activities not included in line 18					0	
20 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf					0	
21 The value of services or facilities furnished to the organization by a governmental unit without charge Do not include the value of services or facilities generally furnished to the public without charge					0	
22 Other income Attach a schedule Do not include gain or (loss) from sale of capital assets					0	
23 Total of lines 15 through 22	144,329	120,844	111,837	78,584	455,594	
24 Line 23 minus line 17	113,339	99,808	91,202	65,386	369,735	
25 Enter 1% of line 23	1,443	1,208	1,118	786		
26 Organizations described on lines 10 or 11:	a Enter 2% of amount in column (e), line 24				26a	7,395
b Prepare a list for your records to show the name of and amount contributed by each person (other than a governmental unit or publicly supported organization) whose total gifts for 2002 through 2005 exceeded the amount shown in line 26a Do not file this list with your return. Enter the total of all these excess amounts					26b	
c Total support for section 509(a)(1) test Enter line 24, column (e)					26c	369,735
d Add Amounts from column (e) for lines 18 <u>6,047</u> 19 _____ 22 _____ 26b _____					26d	6,047
e Public support (line 26c minus line 26d total)					26e	363,688
f Public support percentage (line 26e (numerator) divided by line 26c (denominator))					26f	98.36%
27 Organizations described on line 12:	a For amounts included in lines 15, 16, and 17 that were received from a "disqualified person," prepare a list for your records to show the name of, and total amounts received in each year from, each "disqualified person" Do not file this list with your return. Enter the sum of such amounts for each year					
(2005) _____ (2004) _____ (2003) _____ (2002) _____						
b For any amount included in line 17 that was received from each person (other than "disqualified persons"), prepare a list for your records to show the name of, and amount received for each year, that was more than the larger of (1) the amount on line 25 for the year or (2) \$5,000 (Include in the list organizations described in lines 5 through 11b, as well as individuals ) Do not file this list with your return. After computing the difference between the amount received and the larger amount described in (1) or (2), enter the sum of these differences (the excess amounts) for each year						
(2005) _____ (2004) _____ (2003) _____ (2002) _____						
c Add Amounts from column (e) for lines 15 _____ 16 _____ 17 _____ 20 _____ 21 _____					27c	0
d Add Line 27a total _____ and line 27b total _____					27d	0
e Public support (line 27c total minus line 27d total)					27e	0
f Total support for section 509(a)(2) test Enter amount from line 23, column (e)					27f	
g Public support percentage (line 27e (numerator) divided by line 27f (denominator))					27g	0.00%
h Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator))					27h	0.00%
28 Unusual Grants: For an organization described in line 10 11, or 12 that received any unusual grants during 2002 through 2005, prepare a list for your records to show, for each year, the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant Do not file this list with your return. Do not include these grants in line 15.						

**Part V Private School Questionnaire** (See page 9 of the instructions )  
**(To be completed ONLY by schools that checked the box on line 6 in Part IV)**

**29** Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body?

	Yes	No
29		

**30** Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships?

30		
----	--	--

**31** Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves?  
 If "Yes," please describe, if "No," please explain (If you need more space, attach a separate statement )

31		
----	--	--

**32** Does the organization maintain the following

- a Records indicating the racial composition of the student body, faculty, and administrative staff?
- b Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis?
- c Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships?
- d Copies of all material used by the organization or on its behalf to solicit contributions?

32a		
32b		
32c		
32d		

If you answered "No" to any of the above, please explain (If you need more space, attach a separate statement )

**33** Does the organization discriminate by race in any way with respect to

- a Students' rights or privileges?
- b Admissions policies?
- c Employment of faculty or administrative staff?
- d Scholarships or other financial assistance?
- e Educational policies?
- f Use of facilities?
- g Athletic programs?
- h Other extracurricular activities?

33a		
33b		
33c		
33d		
33e		
33f		
33g		
33h		

If you answered "Yes" to any of the above, please explain (If you need more space, attach a separate statement )

**34 a** Does the organization receive any financial aid or assistance from a governmental agency?

34a		
-----	--	--

**b** Has the organization's right to such aid ever been revoked or suspended?

34b		
-----	--	--

If you answered "Yes" to either 34a or b, please explain using an attached statement

**35** Does the organization certify that it has complied with the applicable requirements of sections 4 01 through 4 05 of Rev Proc 75-50 1975-2 C B 587, covering racial nondiscrimination? If "No" attach an explanation

35		
----	--	--

**Part VI-A Lobbying Expenditures by Electing Public Charities** (See page 10 of the instructions )

(To be completed **ONLY** by an eligible organization that filed Form 5768)

Check  **a** if the organization belongs to an affiliated group Check  **b** if you checked "a" and "limited control" provisions apply

**Limits on Lobbying Expenditures**

(The term "expenditures" means amounts paid or incurred )

	(a) Affiliated group totals	(b) To be completed for all electing organizations
36 Total lobbying expenditures to influence public opinion (grassroots lobbying)	36	
37 Total lobbying expenditures to influence a legislative body (direct lobbying)	37	
38 Total lobbying expenditures (add lines 36 and 37)	38	0 0
39 Other exempt purpose expenditures	39	
40 Total exempt purpose expenditures (add lines 38 and 39)	40	0 0
41 Lobbying nontaxable amount Enter the amount from the following table—		
<b>If the amount on line 40 is—</b>		
Not over \$500,000		
Over \$500,000 but not over \$1,000,000		
Over \$1,000,000 but not over \$1,500,000		
Over \$1,500,000 but not over \$17,000,000		
Over \$17,000,000		
<b>The lobbying nontaxable amount is—</b>		
20% of the amount on line 40		
\$100,000 plus 15% of the excess over \$500,000		
\$175,000 plus 10% of the excess over \$1,000,000		
\$225,000 plus 5% of the excess over \$1,500,000		
\$1,000,000		
42 Grassroots nontaxable amount (enter 25% of line 41)	42	0 0
43 Subtract line 42 from line 36 Enter -0- if line 42 is more than line 36	43	0 0
44 Subtract line 41 from line 38 Enter -0- if line 41 is more than line 38	44	0 0

Caution: If there is an amount on either line 43 or line 44, you must file Form 4720

**4-Year Averaging Period Under Section 501(h)**

(Some organizations that made a section 501(h) election do not have to complete all of the five columns below

See the instructions for lines 45 through 50 on page 13 of the instructions )

Calendar year (or fiscal year beginning in) ▶	Lobbying Expenditures During 4-Year Averaging Period				
	(a) 2006	(b) 2005	(c) 2004	(d) 2003	(e) Total
45 Lobbying nontaxable amount					0
46 Lobbying ceiling amount (150% of line 45(e))					0
47 Total lobbying expenditures					0
48 Grassroots nontaxable amount					0
49 Grassroots ceiling amount (150% of line 48(e))					0
50 Grassroots lobbying expenditures					0

**Part VI-B Lobbying Activity by Nonelecting Public Charities**

(For reporting only by organizations that did not complete Part VI-A) (See page 13 of the instructions )

During the year, did the organization attempt to influence national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of

- a Volunteers
- b Paid staff or management (Include compensation in expenses reported on lines c through h.)
- c Media advertisements
- d Mailings to members, legislators, or the public
- e Publications, or published or broadcast statements
- f Grants to other organizations for lobbying purposes
- g Direct contact with legislators, their staffs, government officials, or a legislative body
- h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means
- i Total lobbying expenditures (Add lines c through h.)

Yes	No	Amount
	X	
	XX	
	XXX	
	XXX	
	XXX	
	XXX	
	XXX	
	XXX	
		0

If "Yes" to any of the above, also attach a statement giving a detailed description of the lobbying activities



**Line 65 (990) - Other liabilities**

		3,326	1,880
		Beginning	End
1	Payroll and Sales Tax Liabilities	3,326	1,880
2			
3			
4			
5			
6			
7			
8			
9			
10			

**Line 55 (990) - Investments land, buildings, and equipment**

Land (net of any amortization)		Land (net of any amortization)			
		Beginning		End	
1	Land	68,278			68,278
2	.....				
3	.....				
4	.....				
5	.....				
6	Total land (net of any amortization)	68,278			68,278

  

Buildings and equipment		Buildings and equipment		Accumulated depreciation	
		Beginning	End	Beginning	End
7	Building/Equipment	66,549	61,901	44,882	44,882
8	.....				
9	.....				
10	.....				
11	.....				
12	.....				
13	.....				
14	.....				
15	.....				
16	.....				
17	Total buildings and equipment	66,549	61,901	44,882	44,882
18	Buildings and equipment (less accumulated depreciation)			21,667	17,019
19	Total land, buildings and equipment			89,945	85,297

Category or Item		Cost/Other Basis	Accumulated Depreciation	Book Value
1	.....			
2	.....			
3	.....			
4	.....			
5	.....			
6	.....			
7	.....			
8	.....			
9	.....			
10	.....			
11	Total	0	0	0

**Line 54 (990) - Investments - Securities**

Check one box below to indicate how securities are reported.

Cost

End of year market value (FMV)

		0	108,219	99,195	
Securities at end of year		Number of shares/ face value	Value at time of donation	Beginning balance book value FMV	Ending balance book value FMV
1	LPL Financial Services			108,219	99,195
2				0	0
3				0	0
4				0	0
5				0	0
6				0	0
7				0	0
8				0	0
9				0	0
10				0	0
11				0	0
12				0	0
13				0	0
14				0	0
15				0	0
16				0	0
17				0	0
18				0	0
19				0	0
20				0	0

**Line 43 (990) - Other Deductions**

61,259

39,008

5,900

16,351

		(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
1	Pest Control	129	129		
2	Advertising	2,219	2,219		
3	Automobile Expenses	2,124	2,124		
4	Bank Charges	519	519		
5	Donor Appreciation	559	559		
6	Contract Labor	5,627	2,627	3,000	
7	Dues and Subscriptions	250	250		
8	Food	1,603	1,603		
9	Fundraising Expenses	16,351			16,351
10	Kennel Expenses	37	37		
11	Landscaping Expenses	32	32		
12	Liability Insurance	1,900	0	1,900	
13	Miscellaneous	304	304		
14	Office Supplies	858	858		
15	Business Promotion	100	100		
16	Repairs and Maintenance	98	98		
17	Humane Education	68	68		
18	Utilities	7,965	7,965		
19	Vetennary Expenses	16,242	16,242		
20	Worker's Compensation Insurance	2,449	1,449	1,000	
21	Sales Taxes	778	778		
22	Investment Expenses	1,047	1,047		
23		0			
24		0			
25		0			



**BYLAWS OF  
THE CENTRAL TEXAS  
SOCIETY FOR THE PREVENTION OF CRUELTY TO ANIMALS,**

**As Adopted**

**By Its Board Of Directors On  
the 14<sup>th</sup> day of December, 2006.**

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## **ARTICLE I**

### **NAME, OFFICES, PURPOSE, DURATION and FISCAL YEAR**

Name. The name of this organization is the Central Texas Society for the Prevention of Cruelty to Animals (“CTSPCA”, or “the Organization”). This entity has been organized as a non-profit organization under the laws of the State of Texas.

Principal Office. The principal office of the CTSPCA is located at 909 S. Bagdad Road, Leander, Texas.

Purposes of the Organization. The mission of the CTSPCA is to rescue neglected, unwanted and homeless dogs and cats; nurture them and provide them shelter until united with a forever family through our adoption program; strive to reduce animal over population; prevent cruelty to animals; and teach responsible pet ownership through an outreach of humane education and a network of resources.

Duration: The CTSPCA shall exist in perpetuity.

Fiscal Year. The fiscal year of the CTSPCA shall be January 1 to December 31.

## **ARTICLE II MEMBERSHIP**

Classes of Members. The CTSPCA shall not have members.

## **ARTICLE III BOARD OF DIRECTORS**

General Duties and Powers. The Board of Directors shall be the governing body of the Organization and shall, by the enactment of policy and adoption of plans and priorities, control, regulate and direct all activities, unless otherwise specifically designated by these Bylaws. The specific duties and powers of the Board of Directors include, but are not limited to, the following:

- To conduct the business affairs of the Organization and, in particular, to authorize expenditure of the Organization’s funds. Furthermore, the Board shall be responsible for the records of the organization kept by the Secretary and Treasurer.
- To receive reports of standing and ad-hoc committees and approve or disapprove their recommendations.
- To employ a staff as deemed necessary by the Board to effectively run the business of the organization. Such staff will serve under the direction and supervision of the Board (acting up through the President), which will also determine the compensation for such services.

- To establish a Reserve Fund to fulfill the objectives and purposes of the organization (the withdrawal from which shall require concurrence of two-thirds (2/3) of the entire Board).

Number. The Board of Directors shall be composed of not less than three or more than fifteen Directors ("Board Members"). The Board of Directors shall have the power to appoint new Directors by majority vote.

Selection for Board Servancy. Applicants to the Board will be required to furnish verifiable and supporting references in light of the then available Board positions. No prospective Director shall be denied membership because of race, color, creed, religion, national origin, economic status, gender, political views, sexual orientation or disability.

Terms. Board terms are three years. Board members in good standing are eligible for a second three year term if duly elected by the Board. If a Board member is elected to fill the uncompleted term of a member who has resigned, upon completing that term, the Board member is eligible to apply for two full, consecutive terms. No member can serve more than one uncompleted term plus two full, consecutive terms. After serving the maximum consecutive terms, a person must wait at least one year before re-applying for Board membership.

Attendance and Participation. To remain in good standing with the Board, all Directors will be expected to attend and positively participate in no less than 75% of the regular and special meetings. Excused absences (including work-related travel, family emergencies, or health-related issues) will not negatively impact this requirement and will instead be waived provided the Director makes a reasonable effort to communicate and minimize the impact of their absence.

Attendance via conference call whereby the technology and service are made available at no cost by/to the Board is acceptable provided it be used no more than three times per year by each Director and only when in-person attendance at a meeting is not possible.

Regular Meetings. The Board shall meet at least quarterly, with an annual meeting in January and additional meetings as the President may deem necessary. The standard order of business will be as follows:

- Ascertain quorum
- Reading and approval of prior meeting minutes
- Reports from committees
- Financial review
- Unfinished business
- New business
- Elections
- Adjournment

Special Meetings. Special meetings of the Board of Directors may be called by or at the request of the President or any two Directors. The person or persons authorized to call special meetings of the Board may fix the place and time for the meeting.

Quorum and Manner of Acting. A simple majority of the Board shall constitute a quorum. The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless otherwise required by law or by these Bylaws.

Voting by Proxy. Voting by proxy will not be allowed.

Notice and Requirement for Contact-ability. Notice of all meetings of the Board shall be given at least seven days in advance by written or oral notice delivered personally, sent by United States mail, email notification, or telephone to each. To ensure all communications are received by Board members, all Board member will be expected to check their designated information receiving point(s) (email being the default unless the Secretary is informed by the Director otherwise) at least once per 7 days.

Requirement for Committee Servancy. To remain in good standing with the Board, all Directors will be expected to participate in at least one Board Committee of their choosing.

Requirement for Active Service Volunteering. Directors will be expected to be present at and assist with no less than one major event each year to remain in good standing with the Board.

Requirement for Financial Giving. Directors are expected to show their support for the CTSPCA through annual financial donations in un-prescribed amounts that are personally meaningful, or make a donation of services or items in kind that would offset a budgeted operational expense.

Compensation. Directors shall be volunteers and shall not receive any salaries or fees for their services, but may be reimbursed for any necessary expenses approved by the Board.

Informal Action by Directors. Any action required by law to be taken at a meeting of Directors may be taken without a meeting if the action so taken shall be ratified by a majority of the Directors at the next meeting.

Removal of Directors. Any of the Directors or Officers in the organization may at any time be removed from office by a 2/3 vote of the Board of Directors present at a meeting called for that purpose after the aforementioned seven day notice is provided to each member of the Board. Grounds for removal will primarily include consideration of the aforementioned requirements to remain a Director in good standing.

Resignation. Any Director may resign by providing written notice of resignation to the President or Secretary.

Vacancies. Any vacancy occurring in the Board and any Directorship to be filled by reason of an increase in the number of Directors shall be filled by the Board of Directors. A Director elected to fill a vacancy shall be elected for the unexpired term of his or her predecessor-in-office.

## ARTICLE IV OFFICERS & EXECUTIVE COMMITTEE

Officers. The Officers of the CTSPCA shall be President, Vice-President, Secretary and Treasurer.

Pre-Requisites for Election. Candidates for the office of President, Vice-President, and Treasurer will be required to have served at least one year on the Board prior to becoming eligible for the Executive Committee. This requirement for Officer servancy may be waived on a case-by-case basis by a 2/3 vote of the Board. Furthermore, candidates for the Executive Committee will be required to demonstrate professional experience appropriate to the role for which they are considered. This will include fiscal and staff leadership for the President and Vice President, and accounting and reporting/disclosure management for the Treasurer. All candidates for Officer positions will be required to pass a criminal background check.

Election and Term of Office. The Officers of the CTSPCA shall be elected annually by the Board of Directors at the regular annual meeting. If the election of Officers shall not be held at such meeting, such election shall be held as close to this time as conveniently possible. Officers shall serve one-year terms, commencing and later terminating with settlement of the annual vote for Officer elections. Officers shall be eligible to serve two consecutive full terms. New offices of the Executive Committee may be created and filled at any meeting of the Board of Directors.

Removal. Any Officer elected or appointed by the Board of Directors may be removed by a 2/3 vote of the Board of Directors whenever, in its judgment, it would serve in the best interest of the CTSPCA to do so.

Resignation. Any Director Officer may resign by providing written notice of resignation to the President or Secretary.

Vacancies. A vacancy in any office because of death, resignation, disqualification, or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.

President. The President shall be the principal executive Officer of the CTSPCA and shall preside at all meetings of the Board. The President may sign any deeds, mortgages, bonds, contracts, checks, or other instruments that the Board has authorized to be executed. Any check in excess of \$3000 must be approved by a majority vote of the Board prior to its issue. The President is responsible for the creation/maintenance of and adherence to a documented Investment Policy that accurately reflects the risk/reward profile of the Organization as decided by majority vote of the Board. The President shall supervise the Executive Director and may act as temporary Executive Director as necessary. The President shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board from time to time.

Vice-President. In the absence of the President or in the event of their inability or refusal to act,

the Vice-President shall perform the duties of President and when so acting, shall have all of the powers of and be subject to all the restrictions upon the President. The Vice-President shall perform such other duties as may be assigned by the President or the Board.

Treasurer. The Treasurer shall coordinate the accounts receivable and payable efforts of the CTSPCA and have the power to propose an Executive Operations Committee to assist with the financial management of the organization; submit to the Board quarterly financial statements appropriate to meet regulatory and management requirements of the Board; coordinate execution of the Investment Policy at the direction of the President; serve as Chair of budget planning; and is authorized to sign checks. Any check in excess of \$3000 must be approved by a majority vote of the Board prior to its issue. The Treasurer will also establish and manage the external review and attestation of the Organization's financial records to the extent the Board determines this to be a priority.

Secretary. The Secretary shall keep the minutes of the meetings of the Board of Directors in one or more books or files provided for that purpose; see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; assist the President in preparation of the agenda for the meetings; keep a register of both the post office address of each member of the Board and if different their preferred information receiving points (e.g., email), which shall be furnished to and kept current with the Secretary by each Director; and in general perform all duties incident to the Office of Secretary and such other duties as from time to time may be assigned by the President or the Board. The Secretary will also be responsible for ensuring the safekeeping of critical entity records such as organizational charter and insurance papers in a location determined by the Board.

Executive Committee. The Officers of the corporation shall comprise the Executive Committee. The Executive Committee may meet between regular meetings of the Board of Directors, at such time as may be determined by the President. Emergency voting powers will be granted to this Committee under such circumstances whereby a situation would directly disrupt the operations of the shelter and in such a case were it not feasible to assemble a quorum of the Board. Under such circumstances the Executive Committee shall exercise all powers of the Board of Directors not expressly reserved or restricted in these Bylaws provided there is complete voting consensus on how to proceed by all members of the Executive Committee. Decision by the Executive Committee made in such a manner would require written notice to the full Board within 24 hours of the vote, inclusion on the agenda of the next scheduled Board meeting, and would be subject where feasible to being overturned by a 2/3 vote of the Board at the next scheduled meeting.

Management Officer: The Executive Director is not a member of the Board of Directors but will be required to attend Board meetings and provide reports as requested by the President and/or Directors.

## ARTICLE V COMMITTEES

Standing Committees. The Board of Directors, by resolution adopted by a majority of the Directors in office, may designate and appoint one or more committees, each of which shall consist of one or more Directors. The committees, to the extent provided in said resolution, shall have and exercise the authority of the Board of Directors in the management of the CTSPCA. However, no such committee shall have the authority of the Board of Directors in reference to amending, altering, or repealing the Bylaws; electing, appointing, or removing any member of any such committee or any Director or Officer of the CTSPCA; authorizing the sale, lease, exchange, or mortgage of all or substantially all of the property and assets of the CTSPCA; authorizing the voluntary dissolution of the CTSPCA or revoking proceedings therefore; adopting a plan for the distribution of the assets of the CTSPCA; or amending, altering, or repealing any resolution of the Board of Directors which by its terms provides that it shall not be amended, altered, or repealed by such committee. The designation and appointment of any such committee, and the delegation thereto of authority, shall not operate to relieve the Board of Directors, or any individual Director, of any responsibility imposed on it or him by law. The following shall be the standing committees of the CTSPCA:

The Executive Committee, as described in *Article IV, Officers and the Executive Committee*;  
The Finance Committee, which shall be chaired by the Treasurer and shall handle issues of the budget, compensation, and audit;

The Development Committee, which shall be chaired by a Director and shall develop and implement strategies to achieve annual fundraising goals;

The Marketing Committee, which shall be chaired by a Director and shall develop advertising and marketing materials for CTSPCA events and programs and manage public relations;

The Volunteer Committee, which shall be chaired by a Director and shall develop and implement strategies to recruit and retain volunteers;

The Facilities Committee, which shall be chaired by a Director and shall oversee matters related to the shelter grounds and facilities.

The Governance Committee, which shall be chaired by a Director and share focus on maintenance of the Bylaws, Board member training, and the measurement and improvement of the Board's effectiveness.

Advisory Committee. The Board may create one or more Advisory Committees comprised of Directors, Directors and Non-Directors, or Non-Directors only. Such committees will be non-voting and not have any legal authority to act for the Board of the CTSPCA, but shall under the direction of the Board report their findings and recommendations in line with their charter and scope to the Board.

Other Committees. A majority of the Board of Directors may, from time to time, appoint other standing or special committees and Chairs thereof, as may be necessary or beneficial to carry out the purpose of the CTSPCA.

Committee Servancy. With the exception of the Finance Committee, non-Directors may be

invited to serve on standing or ad hoc committees at the discretion of the Director who chairs the committee. Finance committee members should be recommended to the full Board by the Treasurer and must be accepted by a quorum.

Vacancies. Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointments.

Quorum. Unless otherwise provided in the resolution of the Board of Directors designating a committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee.

Rules. Each committee may adopt rules for its own operation not inconsistent with these Bylaws or with rules adopted by the Board of Directors.

## **ARTICLE VI CONTRACTS, FINANCIAL INSTRUMENTS & RECORDS**

Contracts. The Board of Directors may authorize any Officer or Officers, agent or agents of the CTSPCA, in addition to the Officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the CTSPCA. Such authority may be general or confined to specific instances.

Checks and Drafts. All checks, drafts, or orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the CTSPCA shall be signed by such Officer or Officers, agent or agents of the CTSPCA and in such manner as shall from time to time be determined by resolution of the Board of Directors. In the absence of such determination by the Board of Directors, such instruments shall be signed by the Treasurer and countersigned by the President or a Vice President of the CTSPCA.

Deposits. All funds of the CTSPCA shall be deposited from time to time to the credit of the CTSPCA in such banks, trust companies, or other depositories as the Board of Directors may select.

Gifts. The Board of Directors may accept, on behalf of the CTSPCA, any contribution, gift, bequest, or devise for the general purposes or for any special purpose of the CTSPCA.

Books and Records. The CTSPCA shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its Board of Directors and committees having any of the authority of the Board of Directors.

## **ARTICLE VII**

### **INDEMNIFICATION OF DIRECTORS, OFFICERS, EMPLOYEES AND AGENTS**

Indemnification of Directors and Officers. To the fullest extent permitted by the laws of the State of Texas, including future amendments to those laws, the CTSPCA shall indemnify and hold harmless each Director and Officer of the CTSPCA against any and all claims, liabilities, and expenses (including attorneys' fees, judgments, fines, and amounts paid in settlement) actually and reasonably incurred and arising from any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative, to which any such person shall have become subject by reason of having held such position or having allegedly taken or omitted to take any action in connection with any such position. However, the foregoing shall not apply to (a) any breach of such person's duty of loyalty to the CTSPCA or its members; (b) any act or omission by such person not in good faith or which involves intentional misconduct or where such person had reasonable cause to believe his conduct was unlawful, or (c) any transaction from which such person derived any improper personal benefit.

Determination of Entitlement of Directors and Officers to Indemnification. The decision concerning whether a Director or Officer seeking indemnification has satisfied the provisions of the *Indemnification of Directors and Officers* clause shall be made by the Board of Directors by a majority vote of a quorum consisting of the Directors who are not parties to the action, suit, or proceeding giving rise to the claim for indemnity ("Disinterested Directors"), whether or not such majority constitutes a quorum; or if there are no Disinterested Directors, or if the Disinterested Directors so direct, by independent legal counsel in a written opinion.

Indemnification of Employees and Agents. The Board of Directors may, in such cases as in its complete discretion it deems appropriate, indemnify and hold harmless employees and agents of the CTSPCA, and persons who formerly held such positions, against any or all claims and liabilities (including reasonable legal fees and other expenses incurred in connection with such claims or liabilities) to which any such person shall have become subject by reason of having held such a position or having allegedly taken or omitted to take any action in connection with such position.

## **ARTICLE VIII**

### **AMENDMENTS TO BYLAWS**

Amendments of Bylaws. These Bylaws may be amended by proposed amendments submitted by the Officers or by petition by 1/3 of the members of the Board. All proposed amendments to the Bylaws must be submitted to all Directors of the Board at least seven (7) days prior to the meeting of the Board at which they are to be considered. A majority vote of the Directors of the Board present at the meeting shall constitute a quorum for this purpose.

## **ARTICLE IX DISSOLUTION**

Dissolution. In the event of the dissolution of the CTSPCA for any reason whatsoever, the last official act of the then-current Board shall be to determine the disposition of all remaining funds and property, whether real or personal, remaining after payment of all debts to an animal welfare organization that is qualified for exemption under Sec. 501(c)(3) Internal Revenue Code, as amended. No part of the net dissolution or earnings of the entity shall be made to the benefit of or be distributable to its Directors, Officers, or private persons, except that the entity shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth above.

## **ARTICLE X GENERAL**

Bondable. Any Officer or employee of the Organization who handles the funds or securities of the CTSPCA may, in the judgment of the Board, be bonded in such amounts and with such surety or sureties as the Board may require with the cost thereof to be borne by the Organization.

Supercedence of Law. All powers, authority, and functions of the Board, its Officers, and of the employees of the Organization shall be exercised in strict conformity with applicable laws and regulations for an operation of this type of facility within the state of Texas.

Conflicts of Interest: A conflict of interest may arise in any situation in which a Director engages in any activity that detracts from, interferes with or conflicts with his or her full, loyal performance of service to the CTSPCA, or has a financial interest that might influence his/her judgment on behalf of the CTSPCA. All such conflicts should be avoided. Directors must report any actual, potential or apparent conflicts to the Executive Committee immediately. As the Executive Committee deems appropriate, Directors may be required to eliminate existing or apparent conflicts of interest, which may required resignation from any/all committees having responsibility for said area of interest, abstaining from all discussions or votes relating to said area of interest, or separation from the Board of Directors if the conflict cannot be eliminated by any other means.

Confidentiality: Directors shall not discuss or disclose information about the Organization or its activities to any person or entity unless such information is already a matter of public knowledge, such person or entity has a legitimate need to know, or the disclosure of such information is in furtherance of the CTSPCA's purposes or can reasonably be expected to benefit the CTSPCA. Directors shall use discretion and good business judgment in discussing the affairs of the Organization with third parties. Without limiting the foregoing, Directors may discuss upcoming fundraisers and the purposes and functions, but shall not disclose any financial information, including but not limited to accounts on deposit in financial institutions.

Business Continuity: The disaster preparedness of the Organization will be governed by the articles put forth in a separate policy of this same purpose.

Investment Policy: the investment of the Organization's funds will be governed by articles put forth in a separate policy of this same purpose.

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SECRETARY  
DATE:

\_\_\_\_\_  
PRESIDENT  
DATE: