



Danville Area Humane Society

Invoice for FOIA Request
Fulfilled on August 16, 2024

Process: Each 2023 custody intake record had supporting documents removed.
Copy was made.
Personal information was redacted.
Copy was made so personal information could not be viewed.



Actual cost:

80 hours @ \$13.25 (lowest paid employee wage)	\$1,060
Estimate of 5,000 copies (each record was copied twice)	\$2,500
Total	\$3,560



Invoiced amount:

We will absorb employee cost.	
2,500 copies at allowed rate of \$.50 per page	\$1,250



by certified mail

ARTICLES OF INCORPORATION

OF

DANVILLE-PITTSYLVANIA COUNTY HUMANE SOCIETY, INC.

We hereby associate to form a non-stock corporation under the provisions of Chapter 2 of Title 13.1 of the Code of Virginia as amended, and to that end set forth the following:

(a) The name of the corporation is DANVILLE-PITTSYLVANIA COUNTY HUMANE SOCIETY, INC.

(b) The purposes for which the corporation is formed shall be the shelter, care, protection, and prevention of cruelty to animals.

(c) The classes of members of the corporation and their respective voting rights shall be as follows:

(1) Individual member which shall be any person, corporation, partnership, association, or trust and which shall be entitled to one (1) vote.

(2) Family member which shall consist of any family unit related by blood, marriage or adoption which such member shall be entitled to two (2) votes to be cast by an adult person who is a member of the family unit.

(3) Junior member which shall be any person under eighteen (18) years of age and who shall not be entitled to vote.

(d) The directors, except for the initial board of directors, shall be elected for a term of three (3) years by a majority of the votes entitled to be cast by the members present or represented by proxy at an annual meeting at which

a quorum is present.

(e) The corporation shall have all of the powers enumerated in Title 13.1, Chapter 2, Article 2, of the Code of Virginia (1950) as amended, provided, however, that the corporation shall not permit any part of its net earnings, gifts, or assets to inure to the benefit of any private individual; and provided, further, that the corporation shall not permit any substantial part of the activities to consist of carrying on propaganda, or otherwise attempting, to influence legislation; and provided, further, that the corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of candidate for public office.

(f) In the event of the dissolution or final liquidation of the corporation, distribution of the assets or proceeds from the sale of assets shall be made to a corporation organized under the laws of the State of Virginia for the same purpose for which this corporation exists and no part of the assets or proceeds from the sale of assets shall be distributed to any private individual.

(g) The address of the registered office of the corporation shall be Suite 400, Masonic Building, Post Office Box 962, Danville, Virginia 24541.

The name of the City in which the initial registered office is located is the City of DANVILLE, VIRGINIA.

The name of its initial registered agent is ROBERT P. VINES, who is a resident of Virginia and a member of the Virginia State Bar and whose business office is Suite 400,

Masonic Building, Post Office Box 962, Danville, Virginia,
24541.

(h) The number of directors constituting the initial board of directors shall be twelve (12); and the names and addresses and respective terms of office of the persons who shall constitute the initial directors shall be as follows:

<u>Name</u>	<u>Address</u>
One (1) year term:	
Cynthia T. Hackworth	175 Sceaux Street Danville, Virginia 24541
Robin S. Manasco	213 Bellevue Street Danville, Virginia 24541
Patricia Peters	Route 1, Box 103 Dry Fork, Virginia
Susan M. Stevens	540 Parker Road Danville, Virginia 24541
Two (2) year term:	
Margaret B. Hogan	168 Capri Court Danville, Virginia 24541
Robbin Lane	170 Rocklawn Avenue Danville, Virginia 24541
Thomas F. Patterson	1212 Aspen Street Danville, Virginia 24541
Joan C. Schwarz	11 Brown Lane Danville, Virginia 24541
Three (3) year term:	
Anne Branham	337 West Main Street Danville, Virginia 24541
Mary Louise Jones	455 Avondale Drive Danville, Virginia 24541
Harold C. Manasco	213 Bellevue Street Danville, Virginia 24541
Juanita F. Williams	709 Edmunds Street Danville, Virginia 24541

(i) The duration of the corporation shall be perpetual.

WITNESS the following signatures and seals:

Marilyn A. Olcott (SEAL)

Joan L. Schwan (SEAL)

Judith M. Jordan (SEAL)

Dated: May 15, 1975

SCC13

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COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

RICHMOND, November 3, 1983

To the Clerk of the Circuit Court, City of Danville .

I enclose a check for \$12.00 to pay the cost of recording in your office the enclosed certificate and the accompanying articles for DANVILLE AREA HUMANE SOCIETY, INC. (formerly DANVILLE-PITTSYLVANIA COUNTY HUMANE SOCIETY, INC.) .

Please mail your receipt direct to

Stephen G. Bass
126 South Union Street
Danville, VA. 24541

Respectfully,

William B. Young
Clerk of the Commission

LK019

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COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

RICHMOND, November 3, 1983

The accompanying articles having been delivered to the State Corporation Commission on behalf of

DANVILLE AREA HUMANE SOCIETY, INC. (formerly DANVILLE-PITTSYLVANIA COUNTY HUMANE SOCIETY, INC.)

and the Commission having found that the articles comply with the requirements of law and that all required fees have been paid, it is

ORDERED that this CERTIFICATE OF AMENDMENT

be issued, and that this order, together with the articles, be admitted to record in this office of the Commission; and that the corporation have the authority conferred on it by law in accordance with the articles, subject to the conditions and restrictions imposed by law.

Upon the completion of such recordation, this order and the articles shall be forwarded for recordation in the office of the Clerk of the Circuit Court, City of Danville .

STATE CORPORATION COMMISSION

By Thomas P. Harwood, Jr.
Commissioner

FILED IN THE CLERK'S OFFICE OF THE CIRCUIT COURT OF DANVILLE, ON THE 11th

DAY OF November 1983 FILED IN SAID OFFICE
AND ADMITTED TO RECORD BY [Signature]

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[Signature]
CLERK

ARTICLES OF AMENDMENT
OF
DANVILLE-PITTSYLVANIA COUNTY HUMANE SOCIETY, INC.

This is to certify that we, the undersigned duly authorized officers of Danville-Pittsylvania County Humane Society, Inc., do submit the following to be used to effect an amendment to the corporate charter as hereinafter set forth:

I

That an amendment to the corporate charter has been adopted as hereinafter set forth, said amendment being as follows:

"That Section (f) of the Articles of Incorporation of Danville-Pittsylvania County Humane Society, Inc. be amended to read as follows:

"(f) In the event of the dissolution of the assets or final liquidation of the corporation, distribution of the assets or proceeds from the sale of assets shall be made to a corporation then qualified as exempt under Section 501(c) (3) of the Internal Revenue Code, organized under the laws of the State of Virginia and existing for the same purposes for which this corporation exists and no part of the assets or proceeds from the sale of assets shall be distributed to any private individual."

II

That said amendment was found to be in the best interest of the corporation and directed to be submitted to a vote at a meeting of members at a meeting of the Board of Directors held

on August 30, 1976, at 7:30 o'clock, p.m.; that timely notice was given to all members entitled to vote strictly in accordance with Section 13.1-214 of the 1950 Virginia Code, as amended, by publication in The Commercial Appeal, a newspaper having a general circulation in Danville, Virginia, on September 6, 1976 and September 13, 1976; that a quorum was present at a special meeting of the members having voting rights held on October 12, 1976; and that the amendment was approved by more than two-thirds of the votes entitled to be cast by the members having voting rights present or represented by proxy at said special meeting.

IN WITNESS WHEREOF, we have hereunto set our hands and seal of the corporation this 23rd day of November, 1976.

/s/ Patricia Peters
Patricia Peters, Vice President

(SEAL)

ATTEST:

/s/ Joan C. Schwarz
Joan C. Schwarz, Secretary

STATE OF VIRGINIA

CITY OF DANVILLE, To-wit:

I, Louise B. Shumate, a Notary Public in and for the City and State aforesaid, do hereby certify that Joan C. Schwarz, whose name as Secretary of Danville-Pittsylvania County Humane Society, Inc. is signed to the foregoing Articles of Amendment, personally appeared before me in my said City and State aforesaid, and made oath that to the best of her knowledge and belief the matters contained in the foregoing Articles of Amendment are true and correct.

Given under my hand this 23rd day of November, 1976.

My commission expires 5/9/77.

/s/ Louise B. Shumate

Notary Public

IRLES E. CARTER
ATTORNEY AT LAW
ALE. VIRGINIA

By-Laws

Danville Area Humane Society, Inc.

Article I Membership

Membership in this Society shall be composed of persons, firms, or corporations in any way interested in the purposes and objectives of the Society as set forth in the charter.

The acceptance of any member shall be deemed an agreement on the part of such member to abide by the Articles of Incorporation and the By-Laws of the Society and all amendments and additions that may, in due form, be made thereto.

Section 1: Payment of Dues

Annual dues for all classes of members, except Life, are due and payable as of the anniversary date of the previous renewal.

Section 2: Privileges of Membership

a. The privileges of voting shall be granted immediately upon acceptance of the membership application and dues by the membership committee.

b. The privileges of the floor shall be extended to any person entitled to vote at meetings of the Society.

Section 3: Termination of Membership

The membership of any person, firm, or corporation in the society may be suspended or terminated for any act which, in the judgment of the Board of Directors, constitutes a willful violation or breach of these By-Laws, or for such conduct as is, in the opinion of the Board of Directors, clearly to the detriment of the best interest of the Society. Such suspension or termination of membership can only be brought about by the affirmative vote of two-thirds of the special meeting of the Board; provided,

however, that no such vote shall be taken until such member shall have been advised in writing by registered mail of the charges against him at least ten (10) days before such vote by the Board of Directors.

Such notice shall be accompanied by notice of the time and place of the meetings of the Board of Directors at which such suspension or termination of membership is to be considered and the member shall have the right to appear in person before the Board of Directors and be heard in answer to any of such charges before any final action shall be taken with regard to them.

Article II

Meetings of Members

Section 1: Regular Meeting

Meetings of the general membership of this society will be held on any dates specified by the Board of Directors. Notice of these meetings should be sent no later than ten (10) days or earlier than sixty (60) days prior to the date set. Such notice can be made by a special mailing, or by notice in the Society's newsletter.

Section 2: Annual Meeting

The Annual Meeting of the General Membership shall be held on a date determined by the Board of Directors. It shall be held for the election of Directors and the transaction of any other business, at such time and place as may be designated by the Board of Directors. Members will be notified of the annual meeting at least ten (10) days in advance of the date set for such meeting in a mailing or public announcement. Directors elected at the November 1986 Annual Meeting shall serve until the term expires, or until their successors are elected.

Section 3: Special Meeting

Special meetings may be called at any time by the Executive Director when so directed by the President or a majority of the Board of Directors. Members will be notified in writing of such special meetings with notice posted seven (7) days in advance of the date set for such meeting.

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Section 4: Rules

Any question concerning parliamentary procedures at meetings of this Society shall be determined by reference to Robert's Rules of Order, Newly Revised.

Article III

Board of Directors

Section 1: Number

The Board of Directors shall consist of at least three (3) and no more than eighteen (18) persons.

Section 2: Term of Office

a. A Director shall hold office for a term of three (3) years and may serve additional terms.

b. Should a vacancy occur as a result of resignation or death, the remaining members shall elect a successor for the remainder of the unexpired term. For the purpose of determining tenure, if the remaining period exceeds two years, it shall be considered a full term.

c. A Director may serve more than one term of office. No two members of the same immediate family living in the same household may serve consecutive nor

concurrent terms. A Director who misses four (4) of the regularly scheduled meetings within one calendar year may be terminated automatically from the Board and the seat becomes vacant

Section 3: Manner of Election

Directors shall be elected by a plurality of the votes cast by member ballot at the Annual Meeting.

Section 4: Authority

The Board shall have control of and be responsible for the management of the affairs and property of this Society; shall have full discretion in the election of members of their Society and the termination of such membership; shall appoint and have the power to remove all officers and employees and prescribe their duties, not inconsistent with the provisions of these By-Laws, and generally shall have full power to do, or require to be done, everything deemed necessary or expedient for the promotion of its welfare.

Article IV

Meetings of the Board of Directors

Section 1: Meetings

The Board of Directors shall meet at least once a month upon the call of the President or upon request of three (3) members of the Board.

Section 2: Quorum

A majority of the Directors currently in office shall constitute a quorum for the transaction of any business.

Article V Officers

Section 1: Number and Titles

The officers of this Society shall be President, First Vice President, Second Vice President, Treasurer, and Secretary, all of whom shall be elected to serve for a period of two (2) years, beginning in July 2023 and thereafter until their successors are elected. All officers shall be elected from the membership of the Board of Directors.

Section 2: Election of Officers

The officers of the Society shall be elected by the Directors any time within thirty (30) days after the Annual Meeting. The Nominating Committee must submit its report of nomination to all Board members no later than ten (10) days prior to the Annual Meeting when an election is held.

Section 3: President

The President shall be the chief executive officer of the Society. He, or she, shall preside at all meetings of the Board of Directors and of the Society. He, or she, shall be Chairman 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 or other assets belonging to the Society in connection with the settlement of estates or trusts in which the Society has an interest. He, or she, shall deliver or cause to be delivered a yearly report to all members at each annual meeting.

Section 4: Vice Presidents

The First Vice President shall, in the absence or disability of the President, perform such duties of the President, and act in his or her stead. In conjunction with this, he, or she, will perform such other duties as designated by the President.

The Second Vice President shall, in the absence or disability of the President and the First Vice President, perform such duties of the President, and act in their stead. In conjunction with this, he, or she, will perform such other duties as designated by the President.

Section 5: Treasurer

a. The Treasurer shall have charge and custody of the financial records of the Society and generally shall perform such duties that appertain to the same office in similar societies.

b. The Treasurer shall have the authority to sign such papers as may be required in the sale of securities or other assets belonging to the Society or in connection with the settlement of estates or trusts in which the Society has an interest.

c. Funds shall be withdrawn from any depository upon check signed by such persons as the Board of Directors may designate.

d. The books and accounts of the Society shall be audited once a year by a certified public accountant selected by the Board of Directors.

e. The Treasurer may delegate to the Executive Director such authority as he or she deems reasonable and necessary.

Section 6 Secretary

The Secretary shall preserve the record of the proceedings of the Society, the Board of Directors, and the Executive committee, and perform such other duties as usually are expected of such an officer. In this capacity, he, or she, will have constant and due custody of the By-Laws, records, and general activities of the Society, except as they may be expressly charged to others by order of the Board.

**Article VI
Committees**

Section 1: Number and Title of Standing Committees

There shall be two standing committees: Executive and Nominating.

Section 2: Selection

The Board of Directors at the organization meeting each year shall elect such members of the standing committees as are not specifically designated in the By-Laws, to serve until their respective successors are elected and shall have power to fill vacancies in such committees.

Section 3: Executive Committee

a. The Executive Committee shall consist of the President, First Vice President, Second Vice President, Treasurer, and Secretary. The President shall be its 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 Society, subject, however, to any action being confirmed by the Board. It shall have no power to approve or terminate memberships or to fill vacancies on the Board or in the Offices. It shall meet on call of the President whenever, in his or her judgment, the business of the Society may require.

Section 4: Nominating Committee

The Nominating Committee shall consist of three (3) members, one of whom shall be a Board member, and the other two from the general membership. They shall be appointed to the committee by the Board on the recommendation of the President. The President shall appoint one of the number to be its Chairperson

The Nominating Committee, shall present to the members of the Board of Directors_ recommendations for filling vacancies on the Board of Directors or in offices.

Section 5: Other Committees

The Board of Directors shall have power to appoint such other Committees as it may deem desirable.

**Article VII
Effective Date**

Approved by the Board of Directors June 13, 1983.

Revised November 1987

Revised November 1992

Revised November 1994

Revised November 1996

Revised May 2000

Revised July 2023

Article VIII

These By-Laws may be altered, amended, or repealed by a majority vote of a quorum of the members at any regular meeting of the members or a special meeting of the members

called for such a purpose. A description of any proposed change in the By-Laws must be mailed to each member at least ten (10) days prior to the scheduled meeting held for the purpose of amending the By-Laws.

Article IX

This Society will strive to place animals in good homes. Animals which are diseased or otherwise unadoptable shall be humanely euthanized. No animal shall be sold or given away for research or experimentation , or for any other purpose other than as a companion animal.