



# GALVESTON COUNTY HEALTH DISTRICT

UNITED BOARD OF HEALTH

9850-A.106 Boardroom Emmett F. Lowry Expressway, Texas City

## ARC PET ALLIES INITIAL BOARD MEETING AGENDA Friday, August 21, 2020 2:00 PM

ON MARCH 16, 2020, GOVERNOR GREG ABBOTT TEMPORARILY SUSPENDED PART OF THE TEXAS OPEN MEETINGS ACT TO HELP MITIGATE THE SPREAD OF COVID-19. SPECIFICALLY, THIS AMENDMENT ALLOWS FOR LOCAL GOVERNMENTS TO CONVENE VIRTUALLY SO LONG AS MEMBERS OF THE PUBLIC ARE PROVIDED A MEANS BY WHICH THEY CAN HEAR AND PROVIDE COMMENT TO THE GOVERNING BODY.

ARC Pet Allies will convene for its initial Board meeting by utilizing Zoom, which will allow for Committee members and the public alike to partake in and/or view the meeting either online or over the phone.

### CONNECTING VIA INTERNET:

1. Access the URL: <https://us02web.zoom.us/j/84547451263>
2. An automated prompt should appear on your screen; when it does, click "Open Zoom Meetings"
3. If you would prefer to use your computer for audio connection, please do the following:
  - a. When prompted, select "Join Audio"
  - b. Another popup box will appear, select the tab, "Computer Audio"
  - c. Now click the box stating, "Join With Computer Audio." Your connection to the meeting will be automatically established upon doing so.
4. If you would prefer to utilize a phone for your audio connection, please do the following:
  - a. Mute your computer's volume;
  - b. When prompted, select "Join Audio"
  - c. Another popup box will appear, select the tab, "Phone Call"
  - d. You will be presented with a Dial-In, Audio Code, and Participant ID. Call the Dial-In number from your phone and follow the subsequent voice prompts. Your connection to the meeting will be automatically established upon doing so.

### CONNECTING VIA PHONE (AUDIO ONLY):

1. Dial 346-248-7799
2. You'll be prompted to enter the Meeting ID, which is 845 4745 1263#
3. Finally, you'll be instructed to enter your Participant ID. When this occurs, merely select the pound (hashtag) key without entering any numbers. Your connection to the meeting will be automatically established upon doing so.

**CONSENT AGENDA:** All items marked with a single asterisk (\*) are parts of the consent agenda and require no deliberation by the ARC PET ALLIES Board of Directors.

**APPEARANCE:** A citizen desiring to make comment to the Committee shall submit a written request to the Board of Director by noon on the fifth day preceding the meeting. A statement of the nature of the matter to be considered shall accompany the request. The Directors shall include the requested appearance on the agenda and the person shall be heard if he or she appears.

**QUORUM:** A majority of the members (3) present shall constitute a quorum

### Meeting Called to Order

\*Item #1 ACTION..... Agenda

\*Item #2 ACTION..... Excused Absence(s)

Item #3 ACTION.....Elect Interim Officers

- Item #4 **ACTION**.....Consider Appointment of a Member to Fill Vacancy on Initial ARC Pet Allies Board
- Item #5 **ACTION**.....Vote to Adopt the Bylaws
- Item #6 **ACTION**.....Consider for Approval the Conflict of Interest Policy
- Item #7 **ACTION**.....Consider for Approval of the Application for 501(c)(3) Status
- Item #8 **ACTION**.....Select Regular Meeting Day and Time
- Item #9 **ACTION**.....Consider for Approval Selection of Banking Institution
- Item #10 **ACTION**.....Consider for Approval Logo for ARC Pet Allies
- Item # 11.....Discuss Pursuing Grant Applications, Donations and Fundraisers
- Item # 12.....Discuss Hiring Outside Company for Accounting and Bookkeeping
- Item #13.....Discuss Open Meetings Act Training Requirement
- Item #14.....Public Comments

**Adjournment**

Persons who have not submitted written request may be permitted to comment on posted agenda item(s) (**limit three (3) minutes per person**). In compliance with Texas Open Meeting Act, ARC PET ALLIES may not deliberate on comments. Personal attacks will not be allowed, and personnel matters should be addressed during normal business hours.

MEMBERS MAY BE REACHED DURING THE MEETING AT 938-2288  
 ANY PERSON REQUIRING SPECIAL ACCOMMODATION SHOULD CONTACT  
 AMANDA WOLFF AT (409) 938-2273 48 HOURS PRIOR TO THE MEETING.

Posted by: Amanda Wolff



# **GALVESTON COUNTY HEALTH DISTRICT**

**UNITED BOARD OF HEALTH** 9850-A.106 Boardroom Emmett F. Lowry Expressway, Texas City

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**ARC Pet Allies  
August 2020  
Item #2  
Excused Absence(s)**



# **GALVESTON COUNTY HEALTH DISTRICT**

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**UNITED BOARD OF HEALTH** 9850-A.106 Boardroom Emmett F. Lowry Expressway, Texas City

**ARC Pet Allies  
August 2020  
Item #3  
Elect Interim Officers**



# **GALVESTON COUNTY HEALTH DISTRICT**

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**UNITED BOARD OF HEALTH** 9850-A.106 Boardroom Emmett F. Lowry Expressway, Texas City

**ARC Pet Allies**

**August 2020**

**Item #4**

**Consider Appointment of a Member to Fill Vacancy on  
Initial ARC Pet Allies Board**



# **GALVESTON COUNTY HEALTH DISTRICT**

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**UNITED BOARD OF HEALTH**      9850-A.106 Boardroom Emmett F. Lowry Expressway, Texas City

**ARC Pet Allies  
August 2020  
Item #5  
Vote to Adopt the Bylaws**

BYLAWS  
OF  
ARC PET ALLIES

ARTICLE I  
PURPOSE AND OFFICES

Name

- 1.1. The name of the corporation is ARC Pet Allies (the “Corporation”).

Principal Office

- 1.2. The principal office of the Corporation in the State of Texas shall be located in the County of Galveston. The corporation may have such other offices as the Board of Directors may determine or as the affairs of the corporation may require from time to time.

Registered Offices and Registered Agent

- 1.3. The Corporation shall have and continuously maintain in Galveston County, Texas, a registered office and a registered agent, whose office is identical with such registered office, as required by the Texas Non-Profit Corporation Act. The registered office may be, but need not be, identical with the principal office of the Galveston County Health District or the Galveston County Animal Resource Center and the address of the registered office may be changed from time to time by the Board of Directors.

Purpose

- 1.4. The Corporation is organized to aid and act on behalf of Galveston County, Texas in providing funds for the operation, maintenance, and improvement of veterinary public health programs of the Animal Resource Center of Galveston County Health District, a political subdivision of Galveston County. The purposes include: raising funds from public or private sources, obtaining grant funds, accepting any gift, donations, devise, or bequest of any property, real or personal, and to buy, sell, exchange, convey, mortgage, lease, transfer, or otherwise dispose of or deal in, at public or private sale, all forms of property, both real and personal, in order to carry out the purposes of the Corporation. The Corporation is organized exclusively for charitable, educational, and scientific purposes as specified in Section 501(c)(3) of Title 26 of the Internal Revenue Code, including supporting veterinary public health, animal control, zoonotic disease prevention and control, prevention of cruelty to animals, and other animal services activities of the

Animal Resource Center of the Galveston County Health District and making distributions thereof for purposes and activities that qualify as exempt under section 501(c)(3) of the Internal Revenue Code or the corresponding provisions of any future United States Internal Revenue Law. The Corporation shall have and exercise all of the rights, powers, privileges, authority and functions given under the Texas Transportation Corporation Act and the Texas Non-Profit Corporation Act.

## ARTICLE II

### BOARD OF DIRECTORS AND MEETINGS

#### General Powers

- 2.1. The business affairs of the Corporation shall be managed by its Board of Directors (the "Board"). The majority of the members of the Board of Directors must be residents of Galveston County.

#### Number, Tenure, Qualifications, Removal

- 2.2. The number of Directors constituting the successor Board of Directors shall be four, who shall be appointed by the United Board of Health of Galveston County. The United Board of Health of Galveston County and the Chief Executive Officer of the Galveston County Health District may propose candidates for appointment to the Board of Directors. In addition to the voting members, the Chief Executive Officer of the Galveston County Health District or his/her designee shall have the option to serve as an ex-officio member and shall be authorized to vote in the event of a tie vote by the Board of Directors. The initial Board of Directors shall serve until the four-member successor Board of Directors is appointed by the United Board of Health.

A subsequent change in the number of Directors may be made only by amendment to the Articles of Incorporation subject to the approval of the United Board of Health. The United Board of Health of Galveston County shall appoint Directors for new terms and fill any vacancy in the Board of Directors. A person may not be appointed to the Board of Directors if the appointment of that person would result in less than a majority of the Board members being residents of Galveston County. The terms shall be for three years. Any Director may be removed by the United Board of Health whenever, in its judgment, the best interests of the Corporation would be served thereby. Directors serve at the pleasure of the United Board of Health and may be removed at any time, with or without cause, by Order or Resolution of the United Board of Health. Each Director shall hold office until a successor shall have been appointed and qualified except when a Director is removed by action of the United Board of Health then the Director's term ends upon termination.

The United Board of Health shall appoint the Chair of the Board of Directors.



### Regular Meetings

- 2.3. The Board of Directors may provide by resolution entered in its minutes for the date, time, and place for the holding of regular quarterly meetings of the Board. All meetings of the Board of Directors must comply with the Texas Open Meetings Act and these Bylaws.

### Special Meetings

- 2.4. Special meetings of the Board of Directors may be called by the Chair of the Board of Directors or any two Directors. The person or persons authorized to call special meetings of the Board may fix the time and place for the holding of any special meeting of the Board called by them.

### Notice

- 2.5. Notice of any meeting of the Board of Directors, shall be given to each Director, to the Chief Executive Officer of Galveston County Health District, and to the Director of the Animal Resource Center, at least 72 hours previously thereto by written notice delivered personally or sent by email or mail to each at the addresses shown by the records of the Corporation and by the posting of a notice in compliance with the Open Meetings Act. The Corporation is subject to the Open Meetings Act, Chapter 551 of the Texas Government Code, as amended from time to time. Public notice of meetings shall be given in the manner prescribed for by the United Board of Health of Galveston County. If mailed, notice shall be deemed to be delivered when deposited in the United States mail so addressed with postage thereon prepaid.

### Quorum

- 2.6. Three members of the Board of Directors constitutes a quorum for the transaction of business at any meeting.

### Manner of Acting

- 2.7. 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 the act of a greater number is required by law or by these Bylaws.

### Vacancies

- 2.8. Any vacancy occurring in the Board of Directors and any directorship to be filled by reason of an increase in the number of Directors shall be filled by the United Board of Health of Galveston County from a list of candidates proposed by the United Board of Health of Galveston County or the Chief Executive Officer of the Galveston County Health District. A Director appointed to fill a vacancy shall be appointed for the unexpired term of the predecessor in office.

### Compensation

- 2.9. No part of the income or revenues of the Corporation shall ever be paid to or inure to the benefit of any Director except for the reimbursement of actual expenses incurred in connection with the business affairs of the Corporation, and no such reimbursement of expenses shall be made unless approved by a majority vote of the remaining Directors.

### Conflict of Interest

- 2.10. The Board of Directors shall adopt a Conflict of Interest Policy in conformity with federal laws and regulations relating to tax-exempt organizations and shall review the Conflict of Interest Policy at least annually for compliance and for conformity to federal and state directives relating to tax-exempt organizations.

## ARTICLE III

### OFFICERS

#### Officers of the Corporation

- 3.1. The Corporation shall have a President, who shall be the Chair of the Board of Directors, a Vice President, a Secretary, a Treasurer and such other officers as may be elected in accordance with the provisions of this Article. The United Board of Health of Galveston County shall appoint the Chair of the Board and Directors and may appoint a new Chair at its discretion. The Board of Directors of ARC Pet Allies may elect or appoint such other officers, as it deems desirable, to have the authority to perform the duties prescribed from time to time by its Board of Directors. One person may hold two or more offices, except that the offices of President and Secretary may not be held by the same person.

#### Election and Term of Office

- 3.2. Except for the Chair, who shall be appointed by the United Board of Health, the officers of the Corporation shall be elected annually by the Board of Directors of ARC Pet Allies. New offices may be created and filled at any meeting of the Board. Each officer shall hold office until his or her successor shall have been duly elected.

#### Removal from Office

- 3.3. Any officer elected by the Board of Directors may be removed from elected office by the Board of Directors, or by Order of the United Board of Health of Galveston County whenever, in its judgment, the best interests of the Corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the officer so removed.

#### Vacancies

- 3.4. A vacancy in any office, other than Chair, due to death, resignation, removal, disqualification, or otherwise may be filled by the Board of Directors for the unexpired portion of the term.

#### President

- 3.5. The President is the member of the Board of Directors who is appointed Chair by the United Board of Health of Galveston County and shall be the principal executive officer of the Corporation who shall exercise general supervisory control over the business affairs of the Corporation. The President shall preside at all meetings of the Board. The President may sign, with the Secretary or any other proper officer of the Corporation authorized by the Board of Directors, any instruments that the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors, these Bylaws or by statute to some other officer or agent of the Corporation. The President shall perform all duties as may be prescribed by the Board of Directors from time to time.

#### Vice-President

- 3.6. The Vice-Chair is a member of the Board of Directors and in the absence of, or in the event of the inability or refusal of the Chair to perform his duties, shall perform the duties of the Chair, succeed to the authority of, and assume the responsibilities and powers of the office of Chair. The Vice-Chair shall perform such other duties as are prescribed by the Board of Directors or assigned by the Chair.

#### Secretary

- 3.7. The Secretary shall be responsible for keeping the minutes of the meetings of the Board of Directors, see that all notices are duly given in accordance with these Bylaws and as required by law, be the custodian of records of the Corporation 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 Chair or the Board of Directors.

#### Treasurer

- 3.8. The Treasurer shall have charge and custody of and be responsible for all funds and securities of the Corporation; receive and give receipts for monies due and payable to the Corporation from any source whatsoever, deposit all such monies in the name of the Corporation in such banks, trust companies, or other depositories as shall be selected in accordance with the provisions of these Bylaws; and in general perform all the duties as from time to time may be assigned by the Chair or Board of Directors.

### Bond of Officers

- 3.9. If required by the Board of Directors, the Treasurer and/or each Director shall give bonds for the faithful discharge of their duties in such sums and with such sureties as the Board of Directors shall determine. The Board of Directors shall maintain in force a fidelity bond in its own name on its Directors, Officers, and agents in an amount to be determined by the Board of Directors or the United Board of Health.

## ARTICLE IV

### CONTRACTS, CHECKS, DEPOSITS, FUNDS, AND FINANCIAL MANAGEMENT

#### Contracts

- 4.1. The Board of Directors may authorize any Director or agent of the Corporation in addition to an Officer so authorized by these Bylaws, to enter into a contract or execute and deliver any instrument in the name of and on behalf of the Corporation. Such authority may be general or confined to specific interests.

#### Checks and Drafts

- 4.2. All checks, drafts, or orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the Corporation, shall be signed by such officer or officers, agent or agents of the Corporation 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 Chair of the Corporation.

#### Deposits

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

#### Gifts

- 4.4. The Board of Directors may accept on behalf of the Corporation any contribution, gift, bequest or devise for the general purposes or for any special purpose of the Corporation. The Corporation is prohibited from making a gift except to the Galveston County Animal Resource Center of the Galveston County Health District in support of a public purpose of the Animal Resource Center's veterinary health program and the other purposes for which this Corporation is formed.

#### Grants

- 4.5. The Board of Directors may solicit and accept grant funds for the support of Animal Resource Center and the purposes of the Corporation.

Annual Budget

- 4.6. The Board of Directors shall submit an annual operating and capital budget to the Chief Executive Officer of Galveston County Health District and to the United Board of Health for review and approval.

Prohibited Actions

- 4.7. The Corporation is prohibited from taking final action on the following without the approval of the United Board of Health.
  - 4.7.1 Any transaction involving real property.
  - 4.7.2 Any mortgage, encumbrance, or debt of the Corporation in excess of \$25,000.
  - 4.7.3 The sale or other disposition of property of any kind exceeding \$25,000.
  - 4.7.4 The purchase or acquisition of property of any kind by the Corporation exceeding \$25,000 and not included in the Corporation's annual operating and capital budget.
  - 4.7.5 All grants and payments of more than \$25,000, including guarantees, that are not included in the Corporation's annual operating and capital budgets.
  - 4.7.6 Any deviation of 25% or more, \$25,000 or more, whichever is higher, from the Corporation annual operating budget.
  - 4.7.7 Any merger, affiliation, dissolution, or other disposition of the Corporation.

ARTICLE V

BOOKS AND RECORDS

Books

- 5.1. The Corporation shall keep correct and complete books and records of accounts and shall also keep summary-type minutes of the proceedings of its Board of Directors and committees of the Board of Directors, and shall keep at its registered or principal office a record giving the names and addresses of the Directors entitled to vote. All books and records of the Corporation may be inspected by any Director, the United Board of Health, the Chief Executive Officer of the Galveston County Health District or his/her designee, the Chief Financial Officer of the Galveston County Health District or his/her designee and any member of the Galveston County Commissioners Court for any purpose at any reasonable time.

## Open Records

- 5.2. Records compiled or maintained by the Corporation are subject to public disclosure under the Texas Public Information Act, chapter 552 of the Texas Government Code, as amended from time to time.

## ARTICLE VI

### FISCAL YEAR

The fiscal year of the Corporation shall be from January 1 to December 31.

## ARTICLE VII

### WAIVER OF NOTICE

Subject to the provisions of these Bylaws, whenever any notice is required to be given under the Non-Profit Corporation Act or under the provisions of the Articles of Incorporation, a waiver thereof in writing signed by the person or person entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

## ARTICLE VIII

### PARLIAMENTARY AUTHORITY

The rules contained in the Modern Edition of Robert's Rules of Order, as amended, shall govern meetings of the Board of Directors and its committees in all cases except when such rules are in conflict with these Bylaws or the laws of this State. In the event of conflict, these Bylaws shall control unless the laws of Texas specifically provide otherwise.

## ARTICLE IX

### POLICIES

The Corporation's policies and procedures shall not be adopted until and unless approved by the Chief Executive Officer of the Galveston County Health District or his/her designee.

ARTICLE X

AMENDMENT

Vote

- 10.1. These Bylaws and/or the Articles of Incorporation may be altered, amended, or repealed, and new bylaws may be adopted by vote of three-fourths (3/4) of the Directors if at least three (3) days written notice is given of intention to alter, amend, or repeal, or to adopt new bylaws at such meeting.

Approval by United Board of Health

- 10.2. The Bylaws and any amendment of the Bylaws or the Articles of Incorporation of the Corporation must be approved by the United Board of Health of Galveston County and shall become effective upon approval of the amendment, alteration, repeal, or new Bylaws or new Articles of Incorporation by Order of the United Board of Health.

ARTICLE XI

DISSOLUTION

Tax Exempt Status

- 11.1. The Corporation is prohibited from taking any action that is likely, as determined by the Chief Executive Officer or the Chief Financial Officer of the Galveston County Health District, to jeopardize the Corporation’s status as an organization described in Section 501(c)(3) of Title 26 of the United States Internal Revenue Code or otherwise jeopardize the Corporation’s federal tax exemption.

Disposition of Assets

- 11.2. Upon dissolution, all assets of the Corporation go to the Animal Resource Center of the Galveston County Health District for the benefit of the veterinary public health program.

Adopted the \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_ .

\_\_\_\_\_

Print Name: \_\_\_\_\_

CHAIR

ARC PET ALLIES



# **GALVESTON COUNTY HEALTH DISTRICT**

**UNITED BOARD OF HEALTH** 9850-A.106 Boardroom Emmett F. Lowry Expressway, Texas City

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**ARC Pet Allies**

**August 2020**

**Item #6**

**Consider for Approval the Conflict of Interest Policy**



## ARC Pet Allies

### CONFLICT OF INTEREST POLICY

#### Article I Purpose

The purpose of the conflict of interest policy is to protect the tax-exempt interest of the ARC Pet Allies (“Corporation”), when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Corporation or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable Texas and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

#### Article II Definitions

1. **Interested Person**

Any director, principal officer, or member of a committee with governing board delegated powers who has a direct or indirect financial interest, as defined below, is an interested person.

2. **Financial Interest**

A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- a. An ownership or investment interest in any entity with which the Corporation has a transaction or arrangement;
- b. A compensation arrangement with the Corporation or with any entity or individual with which the Corporation has a transaction or arrangement; or
- c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Corporation is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board of committee decides that a conflict of interest exists.

## Article III Procedures

### 1. **Duty to Disclose**

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

### 2. **Determining Whether a Conflict of Interest Exists**

After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict or interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

### 3. **Procedures for Addressing the Conflict of Interest**

- a. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- b. The chair of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- c. After exercising due diligence, the governing board or committee shall determine whether the Corporation can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict or interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Corporation's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

### 4. **Violations of the Conflict of Interest Policy**

- a. If the governing board or committee has reasonable cause to believe a member has failed to disclose an actual or possible conflict of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
- b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate corrective action.

**Article IV**  
**Records of Proceedings**

The minutes of the governing board and all committees with board delegated powers shall contain:

- a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.
- b. The names of the person who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

**Article V**  
**Compensation**

- a. A voting member of the governing board who receives compensation, directly or indirectly, from the Corporation for services is precluded from voting on matters pertaining to that member's compensation.
- b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Corporation for services is precluded from voting on matters pertaining to that member's compensation.
- c. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Corporation, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

**Article VI**  
**Annual Statements**

Each director, principal officer, and member of a committee with governing board delegated powers shall annually sign a statement that affirms such person:

- a. Has received a copy of the conflict of interest policy;
- b. Has read and understands the policy;
- c. Has agreed to comply with the policy; and
- d. Understands the Corporation is charitable and in order to maintain its federal tax exemption, it must engage primarily in activities that accomplish one or more of its tax-exempt purposes.

**Article VII**  
**Periodic Review**

To ensure the Corporation operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include answers to the following:

- a. Whether compensation arrangements and benefits are reasonable, based on competent survey information and the result of arm's length bargaining.
- b. Whether partnerships, joint ventures, and arrangements with management organizations conform to the Corporation's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit, or in an excess benefit transaction.

**Article VIII**  
**Use of Outside Experts**

When conducting the periodic reviews as provided for in Article VII, the Corporation may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

Approved by vote of the Board of Directors of the ARC Pet Allies on the \_\_\_\_\_ day  
of \_\_\_\_\_, 20\_\_\_\_.



# **GALVESTON COUNTY HEALTH DISTRICT**

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**UNITED BOARD OF HEALTH** 9850-A.106 Boardroom Emmett F. Lowry Expressway, Texas City

**ARC Pet Allies**

**August 2020**

**Item #7**

**Consider for Approval of the Application for 501(c)(3) Status**

You must complete the Form 1023-EZ Eligibility Worksheet in the Instructions for Form 1023-EZ to determine if you are eligible to file this form. Form 1023-EZ is filed electronically only on Pay.gov. Go to [www.irs.gov/form1023ez](http://www.irs.gov/form1023ez) for additional filing information.

Form **1023-EZ**  
(June 2014)

## Streamlined Application for Recognition of Exemption Under Section 501(c)(3) of the Internal Revenue Code

OMB No. 1545-0056

Department of the Treasury  
Internal Revenue Service

▶ Do not enter social security numbers on this form as it may be made public.  
▶ Information about Form 1023-EZ and its separate instructions is at [www.irs.gov/form1023](http://www.irs.gov/form1023).

Note: If exempt status is approved, this application will be open for public inspection.

Check this box to attest that you have completed the Form 1023-EZ Eligibility Worksheet in the current instructions, are eligible to apply for exemption using Form 1023-EZ, and have read and understand the requirements to be exempt under section 501(c)(3).

### Part I Identification of Applicant

1a Full Name of Organization: **ARC Pet Allies**

b Address (number, street, and room/suite). If a P.O. box, see instructions. c City: **La Marque** d State: **TX** e Zip Code + 4: **77568**  
**P.O. BOX 939**

2 Employer Identification Number: **85-2311179** 3 Month Tax Year Ends (MM): **12** 4 Person to Contact if More Information is Needed: **Amber Adams**

5 Contact Telephone Number: **409-948-2485** 6 Fax Number (optional): **409-945-2540** 7 User Fee Submitted: **\$ 275**

8 List the names, titles, and mailing addresses of your officers, directors, and/or trustees. (If you have more than five, see instructions.)

First Name:	Last Name:	Title:	Street Address:	City:	State:	Zip Code + 4:
Amber	Adams	Director	3412 25th Ave N.	Texas City	TX	77590
Andrea	Cortinas	Director	9850-A Emmett F. Lowry Expwy	Texas City	TX	77591
Michelle	Allie	Director	3412 25th Ave N.	Texas City	TX	77591

9 a Organization's Website (if available):  
b Organization's Email (optional):

### Part II Organizational Structure

- To file this form, you must be a corporation, an unincorporated association, or a trust. Check the box for the type of organization.  
 Corporation     Unincorporated association     Trust
- Check this box to attest that you have the organizing document necessary for the organizational structure indicated above.  
 (See the instructions for an explanation of necessary organizing documents.)
- Date incorporated if a corporation, or formed if other than a corporation (MMDDYYYY): **01132020**
- State of incorporation or other formation: **Texas**
- Section 501(c)(3) requires that your organizing document must limit your purposes to one or more exempt purposes within section 501(c)(3).  
 Check this box to attest that your organizing document contains this limitation.
- Section 501(c)(3) requires that your organizing document must not expressly empower you to engage, otherwise than as an insubstantial part of your activities, in activities that in themselves are not in furtherance of one or more exempt purposes.  
 Check this box to attest that your organizing document does not expressly empower you to engage, otherwise than as an insubstantial part of your activities, in activities that in themselves are not in furtherance of one or more exempt purposes.
- Section 501(c)(3) requires that your organizing document must provide that upon dissolution, your remaining assets be used exclusively for section 501(c)(3) exempt purposes. Depending on your entity type and the state in which you are formed, this requirement may be satisfied by operation of state law.  
 Check this box to attest that your organizing document contains the dissolution provision required under section 501(c)(3) or that you do not need an express dissolution provision in your organizing document because you rely on the operation of state law in the state in which you are formed for your dissolution provision.

For Paperwork Reduction Act Notice, see the instructions.

Catalog No. 66267N

Form **1023-EZ** (6-2014)

You must complete the Form 1023-EZ Eligibility Worksheet in the Instructions for Form 1023-EZ to determine if you are eligible to file this form. Form 1023-EZ is filed electronically only on Pay.gov. Go to [www.irs.gov/form1023ez](http://www.irs.gov/form1023ez) for additional filing information.

**Part III Your Specific Activities**

- 1 Enter the appropriate 3-character NTEE Code that best describes your activities (See the instructions): D20
- 2 To qualify for exemption as a section 501(c)(3) organization, you must be organized and operated exclusively to further one or more of the following purposes. By checking the box or boxes below, you attest that you are organized and operated exclusively to further the purposes indicated. **Check all that apply.**
- |   |                                    |   |
|---|------------------------------------|---|
| <input checked="" type="checkbox"/> Charitable  | <input type="checkbox"/> Religious | <input checked="" type="checkbox"/> Educational                       |
| <input checked="" type="checkbox"/> Scientific  | <input type="checkbox"/> Literary  | <input type="checkbox"/> Testing for public safety                    |
| <input type="checkbox"/> To foster national or international amateur sports competition |                                    | <input type="checkbox"/> Prevention of cruelty to children or animals |
- 3 To qualify for exemption as a section 501(c)(3) organization, you must:
- Refrain from supporting or opposing candidates in political campaigns in any way.
  - Ensure that your net earnings do not inure in whole or in part to the benefit of private shareholders or individuals (that is, board members, officers, key management employees, or other insiders).
  - Not further non-exempt purposes (such as purposes that benefit private interests) more than insubstantially.
  - Not be organized or operated for the primary purpose of conducting a trade or business that is not related to your exempt purpose(s).
  - Not devote more than an insubstantial part of your activities attempting to influence legislation or, if you made a section 501(h) election, not normally make expenditures in excess of expenditure limitations outlined in section 501(h).
  - Not provide commercial-type insurance as a substantial part of your activities.
- Check this box** to attest that you have not conducted and will not conduct activities that violate these prohibitions and restrictions.
- 4 Do you or will you attempt to influence legislation?  Yes  No  
(If yes, consider filing Form 5768. See the instructions for more details.)
- 5 Do you or will you pay compensation to any of your officers, directors, or trustees?  Yes  No  
(Refer to the instructions for a definition of compensation.)
- 6 Do you or will you donate funds to or pay expenses for individual(s)?  Yes  No
- 7 Do you or will you conduct activities or provide grants or other assistance to individual(s) or organization(s) outside the United States?  Yes  No
- 8 Do you or will you engage in financial transactions (for example, loans, payments, rents, etc.) with any of your officers, directors, or trustees, or any entities they own or control?  Yes  No
- 9 Do you or will you have unrelated business gross income of \$1,000 or more during a tax year?  Yes  No
- 10 Do you or will you operate bingo or other gaming activities?  Yes  No
- 11 Do you or will you provide disaster relief?  Yes  No

**Part IV Foundation Classification**

Part IV is designed to classify you as an organization that is either a private foundation or a public charity. Public charity status is a more favorable tax status than private foundation status.

- 1 If you qualify for public charity status, check the appropriate box (1a – 1c below) and skip to Part V below.
- a  **Check this box** to attest that you normally receive at least one-third of your support from public sources or you normally receive at least 10 percent of your support from public sources and you have other characteristics of a publicly supported organization. Sections 509(a)(1) and 170(b)(1)(A)(vi).
- b  **Check this box** to attest that you normally receive more than one-third of your support from a combination of gifts, grants, contributions, membership fees, and gross receipts (from permitted sources) from activities related to your exempt functions and normally receive not more than one-third of your support from investment income and unrelated business taxable income. Section 509(a)(2).
- c  **Check this box** to attest that you are operated for the benefit of a college or university that is owned or operated by a governmental unit. Sections 509(a)(1) and 170(b)(1)(A)(iv).
- 2 If you are not described in items 1a – 1c above, you are a private foundation. As a private foundation, you are required by section 508(e) to have specific provisions in your organizing document, unless you rely on the operation of state law in the state in which you were formed to meet these requirements. These specific provisions require that you operate to avoid liability for private foundation excise taxes under sections 4941-4945.
- Check this box** to attest that your organizing document contains the provisions required by section 508(e) or that your organizing document does not need to include the provisions required by section 508(e) because you rely on the operation of state law in your particular state to meet the requirements of section 508(e). (See the instructions for explanation of the section 508(e) requirements.)

Form 1023-EZ is filed electronically only on Pay.gov.

**Part V Reinstatement After Automatic Revocation**

Complete this section only if you are applying for reinstatement of exemption after being automatically revoked for failure to file required annual returns or notices for three consecutive years, and you are applying for reinstatement under section 4 or 7 of Revenue Procedure 2014-11. (Check only one box.)

- 1  Check this box if you are seeking retroactive reinstatement under section 4 of Revenue Procedure 2014-11. By checking this box, you attest that you meet the specified requirements of section 4, that your failure to file was not intentional, and that you have put in place procedures to file required returns or notices in the future. (See the instructions for requirements.)
- 2  Check this box if you are seeking reinstatement under section 7 of Revenue Procedure 2014-11, effective the date you are filing this application.

**Part VI Signature**

I declare under the penalties of perjury that I am authorized to sign this application on behalf of the above organization and that I have examined this application, and to the best of my knowledge it is true, correct, and complete.

\_\_\_\_\_  
(Type name of signer)

\_\_\_\_\_  
(Type title or authority of signer)

PLEASE  
SIGN  
HERE

\_\_\_\_\_  
(Signature of Officer, Director, Trustee, or other authorized official)

\_\_\_\_\_  
(Date)

Form 1023-EZ (6-2014)





# **GALVESTON COUNTY HEALTH DISTRICT**

**UNITED BOARD OF HEALTH** 9850-A.106 Boardroom Emmett F. Lowry Expressway, Texas City

**ARC Pet Allies**

**August 2020**

**Item #8**

**Select Regular Meeting Day and Time**



# **GALVESTON COUNTY HEALTH DISTRICT**

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**UNITED BOARD OF HEALTH** 9850-A.106 Boardroom Emmett F. Lowry Expressway, Texas City

**ARC Pet Allies**

**August 2020**

**Item #9**

**Consider for Approval Selection of Banking Institution**



# **GALVESTON COUNTY HEALTH DISTRICT**

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**UNITED BOARD OF HEALTH** 9850-A.106 Boardroom Emmett F. Lowry Expressway, Texas City

**ARC Pet Allies**

**August 2020**

**Item #10**

**Consider for Approval Logo for ARC Pet Allies**

green light back



green light front



outline



red light back



red light front



no outline



**Artboard 1**





# **GALVESTON COUNTY HEALTH DISTRICT**

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**UNITED BOARD OF HEALTH** 9850-A.106 Boardroom Emmett F. Lowry Expressway, Texas City

**ARC Pet Allies**

**August 2020**

**Item #11**

**Discuss Pursuing Grant Applications, Donations and Fundraisers**



# **GALVESTON COUNTY HEALTH DISTRICT**

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**UNITED BOARD OF HEALTH** 9850-A.106 Boardroom Emmett F. Lowry Expressway, Texas City

**ARC Pet Allies**

**August 2020**

**Item #12**

**Discuss Hiring Outside Company for Accounting and Bookkeeping**



## **ARC Pet Allies**

**August 2020**

**Item #13**

### **Discuss Open Meetings Act Training Requirement**

Per mandate from the 79th Legislature, elected and appointed public officials are required by state law to receive training in Texas open government laws (Public Information Act and Open Meetings Act). To meet this mandate, here are three options:

1. If you have already completed training this year, please provide a copy of both certificates of completion for the Health District file;
2. You may borrow the Health District DVD to view the training on Public Information Act and on Open Meetings Act; when you have viewed the DVD and return it to me, I will print out your certificates for you;
3. You may go the Attorney General's website: [http://www.oag.state.tx.us/opinopen/og\\_training.shtml](http://www.oag.state.tx.us/opinopen/og_training.shtml) to view it on line and provide me a copy of both certificates of completion for the Health District file.

If you have any questions, please feel free to contact me at (409) 938-2273 or email [awolff@gchd.org](mailto:awolff@gchd.org).





# **GALVESTON COUNTY HEALTH DISTRICT**

**UNITED BOARD OF HEALTH** 9850-A.106 Boardroom Emmett F. Lowry Expressway, Texas City

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**ARC Pet Allies  
August 2020  
Item #14  
Public Comments**