

Hearing Date: No hearing scheduled
Location: <<CourtRoomNumber>>
Judge: Calendar, 7

FILED
5/20/2026 11:52 AM
Mariyana T. Spyropoulos
CIRCUIT CLERK
COOK COUNTY, IL
2026CH04709
Calendar, 7
38175524

EXHIBIT A

FILED DATE: 5/20/2026 11:52 AM 2026CH04709

**IN THE CIRCUIT COURT OF COOK COUNTY, ILLINOIS
COUNTY DEPARTMENT, CHANCERY DIVISION**

MARY CATHERINE SCHEFFKE,
individually and as Founder of Chicago
French Bulldog Rescue, Inc., NFP,

Plaintiff,

v.

SUSAN SCHULZ and VICTORIA McELLIGOTT,
individually and as Directors of Chicago
French Bulldog Rescue, Inc., NFP,

Defendants,

and

CHICAGO FRENCH BULLDOG RESCUE, INC., NFP,

Nominal Defendant.

Case No. _____

AFFIDAVIT OF KATHLEEN MIRANDA

I, Kathleen Miranda, state as follows:

1. I am a co-founder and former member of the Board of Directors of Chicago French Bulldog Rescue, Inc., NFP (the “Corporation”). I served as a Director from the Corporation’s incorporation in 2008 through approximately 2008-2012.

2. During my tenure as a Director, I participated in meetings of the Board of Directors and voted on matters that came before the Board in the ordinary course of the Corporation’s business.

3. I have reviewed the document titled “Amended and Restated Bylaws of Chicago French Bulldog Rescue, Inc., NFP,” bearing a typed adoption date of October 2, 2009. Section 5.2 of that document lists three directors “as of the date of this Amendment and Restatement”:

FILED DATE: 5/20/2026 11:52 AM 2026CH04709

Mary Scheffke, Lynne Miller, and Kathleen Miranda. I am the Kathleen Miranda named in that document.

4. **I was never presented with the Amended and Restated Bylaws dated October 2, 2009 for a vote.** No meeting of the Board of Directors was held during my tenure at which the adoption of amended or restated bylaws was on the agenda, noticed, discussed, or voted upon.

5. I was never asked to approve, and never did approve, the Amended and Restated Bylaws dated October 2, 2009 or any other amendment to the Corporation's original 2008 Bylaws.

6. I have no recollection of ever seeing the Amended and Restated Bylaws dated October 2, 2009 prior to being shown the document in connection with this matter. The document was not circulated to me for review, comment, or signature at any time during my service on the Board.

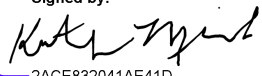
7. I did not authorize the use of my name in Section 5.2 of the Amended and Restated Bylaws dated October 2, 2009. My inclusion in that document was without my knowledge or consent.

8. The only Bylaws I recall being in effect during my service as a Director are the original Bylaws approved by the Board of Directors in June 2008.

9. I make this affidavit in support of Plaintiff's Emergency Motion for Temporary Restraining Order and Preliminary Injunction.

Under penalties as provided by law pursuant to Section 1-109 of the Code of Civil Procedure, the undersigned certifies that the statements set forth in this instrument are true and correct, except as to matters therein stated to be on information and belief and as to such matters the undersigned certifies as aforesaid that he verily believes the same to be true.

FILED DATE: 5/20/2026 11:52 AM 2026CH04709

Signed by:

2ACE832041AE41D

Kathleen Miranda

Dated: 5/15/2026

FILED DATE: 5/20/2026 11:52 AM 2026CH04709

EXHIBIT B

**Chicago French Bulldog Rescue, Inc, NFP
By-Laws**

Approved by Board of Directors in June of 2008 by unanimous vote.

Article 1. PUBLIC ENTITY

Section 1. Official Name

Chicago French Bulldog Rescue, Inc, NFP, herein known as CFBR, is an organization serving the greater Chicago-land and NW Indiana area, formed for the purpose of assisting in the placement of the French Bulldog and the education of the public about this breed.

Section 2. Web Entity

Chicago French Bulldog Rescue, Inc, NFP will be found online at:
www.frenchieporvous.org.

Article 2 MISSION, PURPOSES OF CORPORATION, ETHICS

Section 1. Mission

1. To match homeless French Bulldogs within and around Chicago with qualified qualified applicants and adopters.
2. To care for French Bulldogs with the highest levels of commitment to behavior, medical, and overall well being.
3. To provide a networking medium for CFBR adopters and members that will enable the sharing of French Bulldog information and resources.
4. To educate the public on the overpopulation of our animal shelters and on the importance of spaying/neutering their pets.
5. To provide a rewarding and positive environment for our CFBR volunteers.

Section 2. Purposes of Corporation

This Corporation is organized and shall be operated exclusively for charitable and Educational purposes. The purpose of the corporation are to create and maintain a Section 501(c)(3) tax-exempt corporation as provided under the Internal Revenue Code of 1986 and in furtherance of it's purposes, the Corporation may:

- i. Receive French Bulldogs into our care from public shelters facilities, other animal organizations, and owner relinquish situations.
- ii. Rescue French Bulldogs from situations that are neglectful, abusive, and endangering which includes: high kill shelters, puppy mills, backyard breeders, and strays when applicable.
- iii. Provide foster or boarding care for French Bulldogs until suitable adoptive homes can be found.
- iv. Hold the highest standards for adoption placement by screening potential adopters in ways including and not limited to: application review, phone interview, in person interview, home evaluation, veterinarian checks (when applicable), and

- reference checks.
- v. Treat any urgent or acute medical issues, under the care of a qualified and licensed veterinarian.
 - vi. Bring each French Bulldog up-to-date on vaccines prior to adoption.
 - vii. To promote the importance of spay/neutering and to spay/neuter as long as the health and age of the dog are suitable for such action.
 - ix. Relay to the best of our knowledge, all behavioral, medical, and routine information to the foster, and adopting families.
 - x. To place French Bulldogs into permanent adoptive forever homes.
 - xi. Reserve the right to reclaim any French bulldog that is not kept in a healthy environment in agreement with our adoption contract.
 - xii. Make every attempt to collect funds from both relinquishing owners and new adopters to help further the care provided to future dogs. This includes a relinquish fee, an adoption fee, as well as public donations for the care of our French bulldogs.
 - xiii. Use funds collected to further rehabilitate, re-home, and educate about French bulldogs.
 - xiv. Conduct fundraising activities on an ongoing basis.
 - xv. Strive to educate both relinquishing owners, adopters, as well as the general public as to the special requirements and rewards of owning a French bulldog.
 - xvi. Develop and make available information concerning the proper care, treatment, breeding, health, and training of French bulldogs.
 - xvii. Support, engage in, advance and promote the rescue of French bulldogs.
 - xviii. Maintain a close working relationship with French Bulldog Rescues that are willing to have a working relationship with us for the betterment of the breed.
 - xix. Do all other things in furtherance of the items above or in any way related to dogs, French Bulldogs, and bulldogs as may be legally permissible and in keeping with the tax-exempt status of the Corporation.

Section 3. Code of Ethics

As responsible rescuers and pet owners, we have a personal, lifetime concern for each French Bulldog we rescue and bring into our program. We have a high level of respect for our fellow volunteers. Rescuers, and others involved with the difficult task of rescue. With this ideal in mind, and with full recognition that the best possible motives don't always produce perfect results, we pledge:

1. To provide ALL French Bulldogs in the care of CFBR with:
 - a. Adequate quantities of nourishing food and water.
 - b. Safe, secure and clean living conditions which meet or exceed minimum standards as defined by local health and sanitation authorities.
 - c. Appropriate veterinary care with the consent of at least one member of the Board of Directors, unless in an emergency situation.
 - d. Love and attention.
 - e. Basic obedience training (when needed) and proper socialization to maintain a friendly and obedient French bulldog.

2. To follow core rescuing practices including:
 - a. Making decisions that are in the best interests of the French bulldog and the humans involved.
 - b. Educating those involved in rescue so that our efforts will proceed intelligently.
 - c. Working to reduce the amount of rescues through education and thoughtful public policy.
 - d. Holding the French bulldog in the safest of situations in that no dog will be abused in any way, subjected to cruel treatment, neglected physically or emotionally, or subjected to any experiments of any kind or nature. No French bulldog will be attack or guard dog trained. No French bulldog will be used for any manner of dog fighting or baiting.
3. To uphold the highest level of placement procedures including:
 - a. Screening all prospective adopters to the best of our ability through application evaluation, interviews, home evaluations, and vet reference checks if applicable.
 - b. Educating potential adopters during the interview process regarding their future responsibilities as French bulldog owners.
 - c. Being honest about the faults or potential faults of the breed and the particular French bulldog and remain available to the adopter for further support if needed.
 - d. Refusing to adopt to any adoptee where we have reason to believe that the dog will be poorly cared for.
 - e. Never surrendering any French Bulldogs to a shelter or Humane Society for adoption unless bound by law.
 - f. Stating in contractual terms, that if for any reasons, the adopter(s) cannot keep the French Bulldog, that we, as an organization, will take the dog back and assume full and total responsibility for the dog's welfare.
4. To conduct ourselves professionally within the organization internally and in the public domain so that:
 - a. Any affairs concerning our rescue work for the French bulldog are conducted in such a way that our behavior brings credit and respect to our organization.
 - b. Any person associated with the act of relinquishing or rescuing a French bulldog is treated with dignity and respect.
 - c. Any written communication that includes any reference to Chicago French Bulldog Rescue, Inc, NFP is presented clearly and accurately.
5. To be the utmost of professionals relative to our competition including:
 - a. Never engaging in malicious criticism or gossip; always practicing self control.
 - b. Considering other rescue organizations as "help" and not a

“threat”.

Article 3. BOARD OF DIRECTORS

Section 1. Officers

The Board of Directors will be comprised of 3 Directors who will serve as Officers for Chicago French Bulldog Rescue, Inc, NFP including the President and Secretary. Only Board of Directors will get to vote. The Board will also be responsible for specific duties as it relates to the operations of the organization. Board Members will be selected by a majority vote of the existing Board of Directors.

Section 2. Compensation

The Board of Directors each hold a voluntary position and shall not be compensated.

Section 3. Length of Service

Officers have no limit to the length of time they serve on the Board.

Section 4. Resignation

Officers may resign at any time but must provide the Board of Directors with a minimum 2 week advance notice to the Secretary and an accounting of all current activity within their area of responsibility. Resignations will take effect at the time specified in the written notice.

Section 5. Cause for Termination

Causes for a definite removal of any Board Member will be immediate if: convicted of a felony, animal abuse convictions of any kind, or if they are incarcerated for more than 90 days on a criminal conviction. If a Board Member is terminated, that member will not be counted or entitled to vote on any action, will not be allowed to rejoin any positions available or any volunteer positions in this organization, and will not be admitted as a member of this organization.

Section 6. Succession in Office

Any vacancies in Board positions shall be filled by a majority vote of the Board of Directors. The Board of Directors has the authority to call special meetings for such purposes.

Section 7. Credentials

Board Members must exhibit credentials that qualify them for the task of serving on the Board of Directors of a French bulldog or bulldog rescue organization. This is inclusive of, but not limited to, the following: prior ownership of French bulldogs or bulldog breeds, prior participation on a non-for-profit board, prior activity with a rescue organization or a bulldog focused organization, past or present volunteer work for this Organization or an organization of similar type, or participation by profession or in volunteer capacity in a similar function.

Article 4. BOARD DUTIES

Section 1. Policies

The Board is responsible for setting the general policies of the organization and for settling specific policy disputes among Board Members and volunteers. The Board is responsible for suggesting additions or deletions to the organization's by-laws, rules and regulations.

Section 2. Officer Duties

The officers shall be responsible for the duties outlined below, in addition to operational duties within the organization.

Duties of Officers

President: The President shall perform the usual duties and shall be the Chief Executive Officer, shall preside at all member events, and shall perform such other duties as may be deemed necessary by the Board of Directors. All contracts on behalf of the club shall be executed by the President, or by such officer as he/she may designate.

Chairman of the Board: The President shall act as Chairman of the Board.

Treasurer: The Treasurer shall keep the financial records of the Club in such a manner as shall be directed by the Board of Directors, shall be responsible for the collection, deposit, custody, and control of the funds of the rescue, subject to the supervision of the Board of Directors, shall report to the Board of Directors at every board meeting the condition of the rescue's finances and each item of receipt or payment not previously reported, shall at each board meeting render a written account of all monies received and expended since the preceding board meeting, and shall be responsible for the disbursement of the funds within the approved budget and with the disbursement of such other monies as are authorized by the Board. The Treasurer shall attend meetings of the Board, but shall not vote unless otherwise an elected member of the Board.

Secretary: The Secretary shall record all of the proceedings of the Board and store those proceedings in hard and soft copy format, as a custodian of, and hold books and records and correspondence submitted to him or her, and perform duties as assigned by the President of the Board of Directors. The Secretary shall also work under the direction of the President.

Vice-President: The Vice-President shall perform the duties and exercise the Powers of the President during the President's absence or incapacity, or in the event of the President's death. He or she shall also perform such duties as may be assigned to him or her by the President or by the Board of Directors.

Article 5. MEETINGS

Section 1. Regular and Special Meetings

CFBR 's Board of Directors will determine the dates of meetings and where they will be held. These meetings may be held via internet, telephone conferencing or in person by all participating members. Special meetings may be held by the request of the President. Every effort by all Board members should be made to attend these meetings.

Section 2. Quorum

At all special and regular meetings at least 2 Directors shall make up a quorum.

Section 3. Action without meeting

Actions required or permitted to be taken by the Board may be taken without a meeting under the following circumstances: urgent medical or behavioral care or treatment of a French bulldog, intake of abused, neglected, or otherwise endangered French bulldog, response to timely inquiries about French bulldogs, or Board business.

Article 6 RESCUE POLICY

1. French Bulldog and French Bulldog mixes that look like a French bulldog are accepted by the Chicago French Bulldog Rescue, INC, NFP. It is imperative that a mix looks like a French bulldog, otherwise we would not be able to place it, as people coming to our rescue to adopt are looking specifically for a French Bulldog. Older dogs and dogs with medical problems are accepted.

2. Priority should be given to dogs as follows:

- A. Abuse situations
- B. Puppy mill or Backyard Breeders
- C. Shelter
- D. Owner surrenders
- E. Stray

Thus, IN accepting a dog in CFBR, a dog in an abusive situation has priority over a dog turned in by an owner.

3.. All French bulldogs and French Bulldog mixes given to CFBR shall become the property of the rescue.

4. CFBR will not accept the following dogs into the rescue foster program:

- A. Any dog that the CFBR Board of Directors feels it cannot place into a new forever home.
- B. Any dog with medical conditions that the Board of Directors, after consultation with a veterinarian, feels it cannot place into a forever adoptive home.
- C. A dog with a history of biting humans and/ or severe unprovoked aggression towards other animals or humans will **NOT BE ACCEPTED BY CFBR**. If any volunteer takes in a " **KNOWN BITTER**" after consulting with the Board of Directors, CFBR **WILL NOT AND CANNOT** be held legally responsible if taken in without the consent of the Board. If the said dog hurts or breaks skin, it needs to be reported to the Animal Control of your city AND reported to one of the Directors **IMMEDIATELY!**
- E. **CFBR reserves the right to reject/decline any French Bulldog or French**

Bulldog mix for any reason.

5. One of the Board of Directors must be notified about any dog **BEFORE** the dog is accepted by CBFR. This is very important in terms of efficient use of resources.
6. CFBR will arrange transport for the dog to a veterinary clinic approved by the board, depending on the medical history of the dog.
7. Any CFBR rescue member may take a dog in at any time, however, IF the Board of

Directors do not accept the dog into the CFBR foster program - then that member must assume all responsibilities for the dog. This includes any and all veterinarian bills and eventual placement of the dog without the use of CFBR's name.

Article 7. management of accepted/owner surrendered dogs.

1. procedures for dogs turned in by the owner:

- A. The owner will be asked to provide current medical records if available. If the owner doesn't have current records, they must call their vet and give permission for CBFR to have all records faxed to their veterinarian.
- B. At the time of the transfer, a **Surrender Form** must be signed by the owner as well as a representative for CFBR. The owner must also mark if the dog has bitten a human.. This form will be kept in that dogs' permanent file.
- C. Once a French Bulldog or FB mix is accepted into the foster program, the dog becomes the property of CFBR and will **NOT** be returned to the owner for any reason. If at any time, the owner(s) want the dog back, they must go through the same adoption process as any other applicant.

2. Procedures for stray dogs:

- A. Verify with the caller that the dog is actually a French Bulldog or French Bulldog mix.
- B. Inform the caller that CFBR is very interested in helping this dog, every effort will be made to locate the dog's legal owner.
- C. Suggest to the caller that they contact the local shelter(s), police, local vets and hand posters in their area of the dog. Check for a microchip at a vet's office. If the caller cannot keep the dog, we will take it into our foster care if we have available space.
- D. If after 7 days and or longer, depending on the city, county and state laws that the owner has not been found, the dog may then be available for adoption.

3. Procedures for dogs from shelters:

- A. Verify with the shelter that the dog is actually a French Bulldog or if it is a mix, that it actually looks like a French Bulldog.
- B. Ask for some background on the dog and their evaluation of its temperament and health.
- C. Secure acceptance of this dog from one of the Board of Directors.
- D. Upon accepting the dog from a Board member, find out how quickly the shelter needs us to move on this dog.
- E. Because we are not in contact with the relinquishing owner, there will NOT be a signed owner surrender for this dog.
- F. Ask the shelter to provide any vaccination(s) and medical records they may have on this dog. Please contact one of our directors if there will be fee for withdrawing the

dog from the shelter.

4. Post turn in procedures for all dogs:

- A. The French Bulldog or mix must be taken to one of the vets who work with CFBR as soon as possible after the time of intake, to ensure good health for the dog.
- B. While at the vets' office, the following procedures must be completed:
A complete physical exam, unless CFBR has obtained medical records showing the dog is current on immunizations, the following will be given:
DHLPP
Rabies immunizations
Bordatella
Fecal test
Heartworm test
- C. Intact dogs must be spayed or neutered as soon as their health and general physical conditions permit.
- D. The dog must be collared and tagged with a ID tag stating it is a rescue dog and the phone # of one of the Directors or the foster family.

ARTICLE 8: FOSTER HOME RESPONSIBILITIES:

- 1. Volunteers who wish to become foster homes must contact one of the Board of Directors for approval. They must fill out a volunteer application and have a home visit by one of the Directors. If they are approved- they must complete a **HOLD HARMLESS FORM** which releases CFBR from any liability.
- 2. The foster home serves as a safe and comfortable environment for the rescued dog. The foster home allows us to get to know the dog better before it is adopted to a forever home as well as to get it's health in good condition.
- 3. The foster home, with the help of one of the Directors makes an effort to assess the rescued dog in term of:
 - A. General Health** -coat and skin condition, allergies, weight, energy level and/or other health issues noticed.
 - B. Behavior** -Is the dog housebroken (very important): does it know any commands: does it chew or destroy things: does it get along with other pets, children, cats, etc.
 - C. Temperament** -Is the dog friendly, withdrawn or easily frightened: does the dog respond to you or other people.
- 4. Any medical or behavioral problems with the foster rescue dog should be reported as soon as possible to one of the Directors.
- 5. In case of a medical emergency, the dog should be taken to the nearest vet or emergency clinic IF after regular hours of our vet. **Notify a Director as soon as possible about this situation!**
- 6. All dogs placed in foster care must be crated or gated when not supervised until the foster home can make a confident evaluation of the dog's temperament and behavior while left alone and with people. They must be isolated from other dogs in the home until a vet has examined the dog and all inoculations are made current.
- 7. CFBR will not be held responsible for any damage caused by a foster dog that is not crated or gated, whether damage to personal property or any other animal, including a

- volunteers' own dog.
8. CFBR will supply the foster home with a crate if needed, but it is the property of CFBR and will be returned back to CFBR once the foster dog is adopted.
 9. If, upon arrival, the foster home suspects the dog is aggressive in any way, the foster parent it to contact one of the CBFR directors immediately.
 10. While there is no established time parameter a dog will be in foster care, the foster home should plan on fostering the dog for at least 3 weeks.
 11. The foster home should contact one of the Board of Directors if any medical treatment is needed for the dog. This should be done before any treatments or vet visits. IF emergency treatment is necessary- one of the Board of Directors must be contacted immediately.
CFBR will only pay for treatments and vet visits that have been approved by a Board of Director or performed in an emergency situation.
 12. The foster home **MUST** place an id tag on the fostered dog with either their phone number or one of the Directors phone number.
 13. CFBR will not be held responsible if the dog gets away from you and incurs any medical needs while being loose. This is your negligence, and we will not be held liable for any further medical expenses if needed.

Article 9: Euthanasia

1. CFBR recognizes euthanasia is an option of last resort. It also recognizes that such an option, while difficult, may be necessary for the humane treatment of an animal. The quality of life as well as the safety of its human companions, must be the determining factor in any decision to euthanize an animal. The decision to euthanize a dog shall be as follows:
 - A. A serious medical condition or behavioral problem: the examining vet or the foster home should immediately contact on of the Board of Directors.
 - B. One board member, working with a licensed vet, determine if the dog is suffering or that it is a threat to the safety of the people around it. When the dog has been evaluated by a person judged competent by the CFBR board to evaluate the temperament and stability of the dogs, and if there is no reasonable option ensuring the safety of the humans around it, a decision shall be made.
 - C. If a decision is made to euthanize a dog following the above guidelines, the procedure will either be carried out at Anti Cruelty Society or with our rescues' vet.

Article 10: DISCRIMINATION

CFBR and any and all of it's members/volunteers shall **NOT** discriminate against any reasonable applicant for a officer position, volunteer, foster home or applicant for their race, religion, creed, sexual preferences or martial status.

EXHIBIT C

**AMENDED AND RESTATED BYLAWS
OF
CHICAGO FRENCH BULLDOG RESCUE, INC., NFP**

ARTICLE I

Name

The name of the corporation shall be the Chicago French Bulldog Rescue, Inc., NFP (the “**Corporation**”). The Corporation may do business under that name and under any other name or names which the Board of Directors (the “**Board**”) agree. If the Corporation does business under a name other than that set forth in its Articles of Incorporation, then the Corporation shall comply with Section 104.15 of the Illinois General Not for Profit Corporation Act of 1986, as amended (the “**Act**”).

ARTICLE II

Purposes

The Chicago French Bulldog Rescue, Inc., NFP matches homeless French Bulldogs within and around the Chicago area with qualified applicants and adopters. It is the Corporation’s mission to: 1) care for French Bulldogs with the highest levels of commitment to behavior, medical, and overall well-being; 2) provide a networking medium for volunteers and adopters to facilitate the sharing of information and resources; 3) educate the public on the overpopulation of animal shelters and the importance of spaying or neutering pets; and 4) provide a rewarding and positive environment for the Corporation’s volunteers.

(a) The purposes of the Corporation as stated in its Articles of Incorporation are only the following:

Prevention of cruelty to animals, specifically, French Bulldogs. This corporation is organized exclusively for charitable purposes, within the meanings of Section 501(c)(3) of the Internal Revenue Code of 1986, and Section 103.05 of the General Not For Profit Corporation Act, both as now in effect or as may hereafter be amended (the “Code” and the “Act,” respectively), including, without limitation, facilitating the adoption of French Bulldogs to new homes.

(b) The Corporation may receive property by gift, devise or bequest, invest or reinvest the same, and apply the income and principal thereof, as the Board of Directors may from time to time determine, either directly or through contributions to any charitable organizations, exclusively for charitable purposes.

(c) In furtherance of its corporate purposes, the Corporation shall have the general powers enumerated in Section 103.10 of the Act, together with the power to solicit grants and contributions for such purposes.

(d) No part of the net earnings of the Corporation shall inure the benefit of, or be distributable to, its members, trustees, directors, officers, or other private persons, except

that the Corporation shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes as set forth in this Articles of Incorporation

(e) No substantial part of the activities of the Corporation shall be the carrying of propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501 (h) of the Code), and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of or in opposition to any candidate, or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

(f) In the event of dissolution, all of the remaining assets and property of the Corporation shall, after necessary expenses thereof, be distributed to another organization exempt under Section 501 (c)(3) of the Code, or to the Federal Government, or State or local Government, for a public purpose as the Board of Directors may determine. In no event shall any of the assets or property be distributed to any director, officer, or any private individual.

(g) In any taxable year in which the Corporation is a private foundation as described in Section 509 (a) of the Code, the Corporation shall distribute its income for said period at such time and in such a manner as not to subject it to tax under Section 4942 of the Code, and the Corporation shall not (a) engage in any act of self-dealing as defined in Section 4941 (d) of the Code; (b) retain any excess of business holdings as defined in Section 4943 (c) of the Code; (c) make any investment in such manner as to subject the Corporation to tax under Section 4944 of the Code; or (d) make any taxable expenditures as defined in Section 4945 (d) of the Code.

ARTICLE III Principal Office

The principal office of the Corporation shall be located within the State of Illinois, at such place as the Board of Directors shall from time to time designate. The Corporation may maintain additional offices at such places as the Board of Directors may designate. The Corporation shall have and continuously maintain, within the State of Illinois, a registered office and a registered agent at such place as may be designated by the Board of Directors.

ARTICLE IV Members

Section 4.1. Classes of Members. The Corporation shall have a single class of members, which shall include volunteers, officers and directors of the Corporation.

Section 4.2. Qualifications of Members. Members shall be accepted for membership upon a vote of the Board of Directors. The Corporation reserves the right to deny membership to any person, for any reason or no reason, as may be permitted by law.

Section 4.3. Voting Rights. Members, other than members who are members of the Board of Directors of the Corporation, shall have no right to vote on any matter.

Section 4.4. Code of Ethics. The members of the Corporation agree to abide by the Corporation's "Code of Ethics," as set forth below:

(a) Care. The members of the Corporation shall provide all French Bulldogs in the care of the Corporation with:

- (i) Adequate quantities of nourishing food and water;
- (ii) safe, secure and clean living conditions which meet or exceed minimum standards as defined by local health and sanitation authorities;
- (iii) appropriate veterinary care with the consent of at least one (1) member of the Board of Directors, unless in an emergency situation;
- (iv) love and attention; and
- (v) basic obedience training (when needed) and proper socialization to maintain a friendly and obedient French Bulldog.

(b) Rescue. Each member of the Corporation shall follow core rescuing practices including:

- (i) Making decisions that are in the best interests of the French Bulldog and the humans involved;
- (ii) educating those involved in rescue so that the Corporation's efforts will proceed intelligently;
- (iii) working to reduce the amount of rescues through education and thoughtful public policy; and
- (iv) holding the French Bulldog in the safest of situations in that no dog will be abused in any way, subjected to cruel treatment, neglected physically or emotionally, or subjected to any experiments of any kind or nature. No French Bulldog will be trained to be an attack or guard dog. No French Bulldog will be used for any manner of dog fighting or baiting.

(c) Placement Procedures. Each member of the Corporation shall uphold the highest level of placement procedures including:

- (i) Screening all prospective adopters to the best of our ability through application evaluation, interviews, home evaluations, and vet reference checks if applicable;

(ii) educating potential adopters during the interview process regarding their future responsibilities as French Bulldog owners;

(iii) being honest about the faults or potential faults of the breed and the particular French Bulldog and remaining available to the adopter for further support if needed;

(iv) refusing to adopt to any adoptee where we have reason to believe that the dog will be poorly cared for;

(v) never surrendering any French Bulldogs to a shelter or Humane Society for adoption unless bound by law; and

(vi) stating in contractual terms, that if for any reasons, the adopter(s) cannot keep the French Bulldog, that we, as an organization, will take the dog back and assume full and total responsibility for the dog's welfare.

(d) Professional Conduct. All members of the Corporation shall conduct themselves professionally within the organization internally and in the public domain so that:

(i) Any affairs concerning our rescue work for the French Bulldog are conducted in such a way that our behavior brings credit and respect to the Corporation;

(ii) any person associated with the act of relinquishing or rescuing a French Bulldog is treated with dignity and respect; and

(iii) any written communication that includes any reference to Chicago French Bulldog Rescue, Inc., NFP is presented clearly and accurately.

(e) Competition. All members of the Corporation shall conduct themselves with the utmost of professionalism in any matter regarding the Corporation's competition, including:

(i) Never engaging in malicious criticism or gossip and always practicing self control; and

(ii) considering other rescue organizations as "help" and not a "threat".

ARTICLE V Board of Directors

Section 5.1. General Powers. The affairs of the Corporation shall be managed by the Board of Directors.

Section 5.2. Number Tenure and Qualifications. The number of members of the Board of Directors ("**Directors**") shall be fixed by resolution of the Board of Directors

from time to time and shall never be less than the minimum number of directors required by law. The number of directors elected in any given year shall, in relation to the number of members of the Board of Directors in the prior year, never (a) be reduced in number by more than three (3), or (b) be increased in number by more than five (5), without amendment to these Bylaws. Directors shall be elected annually by the Board of Directors at the annual meeting of the Board of Directors. If the election of Directors shall not be held at such meeting, such election shall be held as soon thereafter as conveniently possible. The Board of Directors, as of the date of this Amendment and Restatement, shall consist of 3 Directors whose names and addresses are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Mary Scheffke	704 South Blvd. #1 Evanston, IL 60202
Lynne Miller	1236 Chicago Avenue Evanston, IL 60202
Kathleen Miranda	7206 Lyman Avenue Hammond, IN 46224

Section 5.3. Tenure. Each Director shall hold office for a one (1) year term beginning on the date of his or her election and ending on the first (1 year) anniversary of such date, or until his or her successor shall have been elected and qualified, unless prior thereto he or she becomes disqualified to hold the office of Director or until the effective date of his or her resignation or removal. Any Director may resign from office by giving two (2) week prior written notice to the President or the Secretary of the Corporation. Any resigning Directors must provide an accounting of all current activity within their area of responsibility prior to the effective date of resignation, as set forth in the written notice.

Section 5.4. Election. Each new Board of Directors shall be elected by the existing Board of Directors at the annual meeting. Each Director elected to the Board must exhibit credentials that qualify him or her for the task of serving on the Board of Directors of a French Bulldog or bulldog rescue organization. Considerations for election onto the Board of Directors include, but are not limited to: 1) prior ownership of French Bulldogs or bulldog breeds; 2) prior participation on a non-for-profit board; 3) prior activity with a rescue organization or a bulldog focused organization; 4) past or present volunteer work for the Corporation or an organization of similar type; and 5) participation by profession or in a volunteer capacity in a similar function. Each existing Director shall be entitled to one (1) vote for each position on the Board of Directors which is open for election at the annual meeting. Directors need not be residents of the State of Illinois.

Section 5.5. Vacancies. Any vacancy occurring in the Board of Directors other than by expiration of term of office, or any Directorship to be filled by reason of an increase in the number of Directors, shall be filled by a majority vote of the Board of Directors then in office, or if the number of Directors then in office is less than a quorum, by unanimous written consent of the Directors then in office. A Director elected to fill a

vacancy shall hold office for the unexpired term of his predecessor in office.

Section 5.6. Removal. Directors may be removed, with or without cause, at any time by the vote of no less than a majority of the Directors (excluding for this purpose the vote of the Director who is subject to the removal proceedings). Such action shall be taken at a regular meeting of the Board of Directors or at a special meeting called for such purpose, and the proposed removal shall be set forth in the notice of any such regular or special meeting, sent at least twenty (20) days prior thereto. No vote of the Directors shall be required to remove any Director who has been convicted of a felony or of animal abuse, or who has been incarcerated for more than ninety (90) days on a criminal conviction, in which cases, said Director will be removed automatically. If a Director is terminated automatically or for cause, that individual shall not be permitted to have further dealings with the Corporation in any capacity.

Section 5.7. Compensation. Directors shall not receive any stated salaries for their services, provided that nothing herein shall be construed to preclude any Director from serving the Corporation in any other capacity and receiving reasonable compensation therefore.

ARTICLE VI Meetings

Section 6.1. Annual Meeting. A regular annual meeting of the Board of Directors shall be held during the month of May at such time and place as may be fixed by the President, or if the President is for any reason unable to act, by any two (2) Directors.

Section 6.2. Other Regular Meetings. The Board of Directors may provide by resolution the time and place for the holding of additional regular meetings of the Board of Directors without other notice than such resolution.

Section 6.3. Special Meetings. Special meetings of the Board of Directors may be called by or at the request of the President or any two (2) Directors. The person or persons authorized to call special meetings of the Board of Directors may fix any place as the place for holding any special meeting of the Board of Directors called by them.

Section 6.4. Notice. Notice of the regular annual meeting and any special meeting of the Board of Directors shall be given at least five (5) days prior thereto, or, if the removal of one or more Directors will be discussed, at least twenty (20) days prior thereto, or such other period as may be described in these Bylaws, in each case by written notice to each Director at the address shown for such Director on the records of the Corporation. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, with postage thereon prepaid. If notice shall be given by facsimile or e-mail or other electronic transmission, such notice shall be deemed to be delivered when the facsimile, e-mail or other electronic transmission is sent. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board of Directors need be specified in the notice or waiver of notice of such meeting, unless specifically required by law or by these Bylaws.

Section 6.5. Waiver of Notice. Notice of the regular annual meeting or any special meeting of the Board of Directors may be waived in writing signed by the person or persons entitled to such notice either before or after the time of the meeting. The attendance of a Director at any meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

Section 6.6. Quorum. At all meetings of the Board of Directors a majority of the total number of Directors shall constitute a quorum for the transaction of business, provided that if less than a majority of the Directors is present at said meeting, a majority of the Directors present may adjourn the meeting to another time without further notice.

Section 6.7. Manner of Acting. 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 statute, the Articles of Incorporation or these Bylaws.

Section 6.8. Action Without Meeting. Any action required to be taken at a meeting of the Directors of the Corporation, or any other action which may be taken at a meeting of Directors, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all the Directors entitled to vote with respect to the subject matter thereof. The consent may be signed in one or more counterpart. The action taken shall be effective when all of the Directors entitled to vote have signed the consent, upon the effective date stated therein.

Section 6.9. Attendance by Telephone. Directors may participate in any meeting through the use of a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other, and such participation in a meeting shall constitute presence in person at the meeting.

ARTICLE VII Committees

Section 7.1. Creation of Committees. The Board of Directors, by resolution adopted by a majority of the Directors in office, may designate one (1) or more committees, each of which shall include two (2) or more Directors and such other persons as the Board of Directors shall appoint, provided that a majority of the members of each committee shall be Directors.

Section 7.2. Statutory Limits. To the extent specified by the Board of Directors or in the Articles of Incorporation or Bylaws, each committee may exercise the authority of the Board of Directors under Section 108.05 of the Illinois General Not For Profit Corporation Act of 1986, as amended (the “Act”); provided, however, a committee may not: (1) adopt a plan for the distribution of the assets of the corporation, or for dissolution; (2) approve or recommend to members any act this Act requires to be approved by members, except that committees appointed by the board or otherwise authorized by the

bylaws relating to the election, nomination, qualification, or credentials of directors or other committees involved in the process of electing directors may make recommendations to the members relating to electing directors; (3) fill vacancies on the board or on any of its committees; (4) elect, appoint or remove any officer or director or member of any committee, or fix the compensation of any member of a committee; (5) adopt, amend, or repeal the bylaws or the articles of incorporation; (6) adopt a plan of merger or adopt a plan of consolidation with another corporation, or authorize the sale, lease, exchange or mortgage of all or substantially all of the property or assets of the corporation; or (7) amend, alter, repeal or take action inconsistent with any resolution or action of the board of directors when the resolution or action of the board of directors provides by its terms that it shall not be amended, altered or repealed by action of a committee. Notwithstanding, the designation of such committees and the delegation thereto of authority shall not operate to relieve the Board of Directors, or any individual Director, of a responsibility imposed upon it or him or her by law.

Section 7.3. Manner of Acting. Unless otherwise provided in the resolution creating a committee, such committee may select its chairman, fix the time and place of its meetings, specify what notice of meetings, if any, shall be given, and fix its rules of procedure which shall not be inconsistent with these Bylaws or with rules adopted by the Board of Directors. The act of a majority of committee members present at a meeting at which a quorum is present shall be the act of the committee.

Section 7.4. Term of Office. Each member of a committee shall continue as such until his or her successor is appointed, unless the committee shall be sooner terminated, or unless such member be removed from such committee, or unless such member shall cease to qualify as a member thereof.

Section 7.5. 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.

Section 7.6. 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.

Section 7.7. Action Without Meeting. Any action which may be taken at a meeting of a committee may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the members of the committee entitled to vote with respect to the subject matter thereof. The consent may be signed in one or more counterpart. The action taken shall be effective when all of the members of the committee entitled to vote have signed the consent, upon the effective date stated therein.

Section 7.8. Attendance by Telephone. Members of a committee may participate in any meeting through the use of a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other, and such participation in a meeting shall constitute presence in person at the meeting.

ARTICLE VIII
Advisory Committees

Section 8.1. Creation of Committees. The Board of Directors, by resolution adopted by a majority of the Directors in office, may designate one or more advisory committees, which may or may not have Directors as members.

Section 8.2. Powers. An advisory committee may not act on behalf of the Corporation or bind it to any action but may make recommendations to the Board of Directors or the officers.

ARTICLE IX
Officers

Section 9.1. Enumeration. The officers of the Corporation shall be a president (the “**President**”), a vice-president, (the “**Vice-President**”) a secretary (the “**Secretary**”), and a treasurer (the “**Treasurer**”). The Board of Directors may also elect one or more assistant vice-presidents, one or more assistant secretaries or assistant treasurers and such other officers as it shall deem appropriate. Officers whose authority and duties are not prescribed in these Bylaws shall have the authority and perform the duties prescribed, from time to time, by the Board of Directors. Any two or more offices may be held by the same person, except the offices of President and Secretary.

Section 9.2. Term of Office. The officers of the Corporation shall be elected at the annual meeting of the Board of Directors and shall hold office until their successors are elected and qualified or until their death, resignation or removal. Vacancies may be filled or new offices created and filled at any meeting of the Board of Directors. Election of an officer shall not of itself create contract rights. Any officer elected by the Board of Directors may be removed by the Board of Directors whenever in its judgment the best interests of the Corporation would be served thereby. Such removal shall be without prejudice to the contract rights, if any, of the person so removed.

Section 9.3. President. The President shall be the principal executive officer of the Corporation. Subject to the direction and control of the Board of Directors, the President shall have general supervision, direction and control of the business and affairs of the Corporation and shall perform all duties incident to the office of President and such other duties as may be assigned to him or her by the Board of Directors. Except in those instances in which the authority to execute is expressly delegated to another officer or agent of the Corporation or a different mode of execution is expressly prescribed by the Board of Directors, the President may execute for the Corporation any contracts, deeds, mortgages, bonds, or other instruments which the Board of Directors has authorized to be executed, and he or she may accomplish such execution either under or without the seal of the Corporation and either individually or with the Secretary, any assistant Secretary, or any other officer thereunto authorized by the Board of Directors, according to the requirements of the form of the instrument.

Section 9.4. Vice President. In the absence of the President or in the event of his or her inability or refusal to act, the Vice President (or in the event there be more than one (1) Vice President, the Vice Presidents, in the order designated, or in the absence of any designation, then in the order of their election) shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. Any Vice President shall perform such other duties and have such powers as from time to time may be assigned to him or her by the President or by the Board of Directors.

Section 9.5. Secretary. The Secretary shall keep a record of all proceedings of the Board of Directors in a book to be kept for that purpose; see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; be custodian of the corporate records and of the seal of the Corporation; and perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him or her by the President or by the Board of Directors.

Section 9.6. Treasurer. The Treasurer shall have charge of and be responsible for the maintenance of adequate books of account for the Corporation; have charge and custody of all funds and securities of the Corporation, and be responsible for the receipt and disbursement thereof; and perform all duties incident to the office of a Treasurer and such other duties as may be assigned to him or her by the President or the Board of Directors. With the approval of the Board of Directors, the Treasurer may delegate specified duties to an assistant Treasurer or other person for the effective conduct of the affairs of the Corporation.

ARTICLE X Rescue Policy

The Corporation shall have requirements governing the rescue of French Bulldogs, which requirements shall contain substantially the following:

1. French Bulldog and French Bulldog mixes that look like a French Bulldog are eligible for acceptance by the Chicago French Bulldog Rescue, Inc., NFP. It is imperative that a mix looks like a French Bulldog, otherwise we would not be able to place it, as people coming to the Corporation to adopt are looking specifically for a French Bulldog. Older dogs and dogs with medical problems are eligible for acceptance.
2. All French Bulldogs and French Bulldog mixes given to the Corporation shall become the property of the rescue.
3. Priority should be given to dogs as follows:
 - A. Abuse situations
 - B. Puppy mills or Backyard Breeders
 - C. Shelters
 - D. Owner surrenders
 - E. Strays

Thus, in accepting a dog into the care of the Corporation, a dog in an abusive situation has priority over a dog turned in by an owner.

4. The Corporation's procedure for accepting a dog is as follows:
 - 1) The Corporation is notified of a dog that needs rescuing.
 - 2) If the dog is coming from an owner who bought the dog from a breeder, the owner must confirm that his or her contract with the breeder does not provide that the owner must return the dog to the breeder. If the contract does state that the owner must return the dog to the breeder, the owner must get permission from the breeder to surrender the dog to the Corporation. Otherwise, the Corporation cannot accept the dog.
 - 3) The Corporation will collect as much information as possible regarding immunization records and health.
 - 4) The Corporation will collect as much information as possible regarding the dog's temperament, including whether the dog has any history of biting humans.
 - 5) If the Corporation believes that the dog can be placed in a permanent home, one of the Directors will put out a request for a foster home in the Corporation's volunteer network that provides a description of the dog coming in and what kind of foster home would be best for that dog.
 - 6) Once the Corporation finds a foster home for a dog, the Corporation arranges pick up for the dog.
 - 7) If the animal is being surrendered by its owner, the owner must complete a release form and questionnaire.
 - a. Emergencies: Notwithstanding the above, in case of emergency (as determined by the Board of Directors), a Director may bypass the foster home procedure and take immediate possession of a dog.
5. The Corporation will not accept the following dogs into the rescue foster program:
 - A. Any dog that the Board of Directors feels it cannot place into a new permanent home;
 - B. any dog with medical conditions that the Board of Directors, after consultation with a veterinarian, feels it cannot place into a permanent adoptive home;
 - C. a dog with a history of biting humans and/ or severe unprovoked aggression towards other animals or humans will NOT BE ACCEPTED by

the Corporation. If any volunteer takes in a " KNOWN BITER" after consulting with the Board of Directors, the Corporation WILL NOT AND CANNOT be held legally responsible if taken in without the consent of the Board. If said dog hurts or breaks skin, it needs to be reported to the Animal Control of the volunteer's city AND reported to one of the Directors IMMEDIATELY!

D. The Corporation reserves the right to reject/decline any French Bulldog or French Bulldog mix for any reason.

6. One of the Board of Directors must be notified about any dog BEFORE the dog is accepted by the Corporation. This is very important in terms of efficient use of resources.

7. The Corporation will arrange transport for the dog to a veterinary clinic approved by the Board, depending on the dog's medical history.

8. Any rescue member of the Corporation may take a dog in at any time, however, IF the Board of Directors do not accept the dog into the Corporation's foster program - then that member must assume all responsibilities for the dog. This includes any and all veterinarian bills and eventual placement of the dog without the use of the Corporation's name.

ARTICLE XI Management Policy

The Corporation shall have requirements governing the management of French Bulldogs that have been accepted for care by the Corporation, which requirements shall contain substantially the following:

1. Procedures for dogs turned in by the owner:

A. The owner will be asked to provide current medical records if available. If the owner doesn't have current records, they must call their vet and give permission for the Corporation to have all records faxed to the Corporation's veterinarian.

B. At the time of the transfer, a "Surrender Form" must be signed by the owner as well as a representative for the Corporation. The owner must also mark if the dog has bitten a human. This form will be kept in the dog's permanent file.

C. Once a French Bulldog or French Bulldog mix is accepted into the foster program, the dog becomes the property of the Corporation and will NOT be returned to the owner for any reason. If at any time, the owner(s) wants the dog back, he or she must go through the same adoption process as any other applicant.

2. Procedures for stray dogs:

- A. Verify with the caller that the dog is actually a French Bulldog or French Bulldog mix.
- B. Inform the caller that the Corporation is very interested in helping this dog and that every effort will be made to locate the dog's legal owner.
- C. Suggest to the caller that they contact the local shelter(s), police, local vets and hang posters in their area of the dog. Check for a microchip at a vet's office. If the caller cannot keep the dog, we will take it into our foster care if we have available space.
- D. If after 7 days or longer, depending on city, county and state laws, the owner has not been found, the dog may then be made available for adoption.

3. Procedures for dogs from shelters:

- A. Verify with the shelter that the dog is actually a French Bulldog or if it is a mix, that it actually looks like a French Bulldog.
- B. Ask for some background on the dog and their evaluation of its temperament and health.
- C. Secure acceptance of this dog from one of the Board of Directors.
- D. Upon acceptance of the dog by a Director, find out how quickly the shelter needs us to takeover responsibility for care of the dog.
- E. Because we are not in contact with the relinquishing owner, there will NOT be a signed owner surrender form for this dog.
- F. Ask the shelter to provide any vaccination(s) and medical records they may have on this dog. Please contact one of our directors if there will be a fee for withdrawing the dog from the shelter.

4. Post turn in procedures for all dogs:

- A. The French Bulldog or mix must be taken to one of the vets who work with the Corporation as soon as possible after the time of intake, to ensure good health for the dog.
- B. While at the vet's office, the following procedures must be completed:
 - 1) A complete physical exam. Unless the Corporation has

obtained medical records showing the dog is current on immunizations, the following will be given:

- DHLPP
- Rabies immunizations
- Bordatella
- Fecal test
- Heartworm test

- 2) Intact dogs must be spayed or neutered as soon as their health and general physical conditions permit.
- 3) The dog must be collared and tagged with an ID tag stating it is a rescue dog and the phone number of one of the Directors or the foster family.

ARTICLE XII
Foster Home Policies

The Corporation shall have requirements governing its foster care program, which requirements shall contain substantially the following:

- 1. Volunteers who wish to become foster homes must contact one of the Board of Directors for approval. They must fill out a volunteer application and have a home visit by one of the Directors. If they are approved- they must complete a HOLD HARMLESS FORM which releases the Corporation from any liability.
- 2. The foster home serves as a safe and comfortable environment for the rescued dog. The foster home allows us to get to know the dog better before it is adopted to a permanent home as well as to improve its health.
- 3. The foster home, with the help of one (1) of the Directors shall make an effort to assess the rescued dog in terms of:
 - A. General Health. Coat and skin condition, allergies, weight, energy level and/or other health issues noticed.
 - B. Behavior. Is the dog housebroken (very important): does it know any commands: does it chew or destroy things: does it get along with other pets, children, cats, etc.?
 - C. Temperament. Is the dog friendly, withdrawn or easily frightened: does the dog respond to you or other people?
- 4. Any medical or behavioral problems with the foster rescue dog should be reported as soon as possible to one of the Directors.

5. In case of a medical emergency, the dog should be taken to the nearest vet or if after regular hours, an emergency veterinary clinic. Notify a Director as soon as possible about this situation.
6. All dogs placed in foster care must be crated or gated when not supervised until the foster home can make a confident evaluation of the dog's temperament and behavior while left alone and with people. Foster dogs must be isolated from other dogs in the home until a vet has examined the dog and all inoculations are made current.
7. The Corporation will not be held responsible for any damage caused by a foster dog that is not crated or gated, whether damage to personal property or any other animal, including a volunteer's own dog.
8. The Corporation will supply the foster home with a crate if needed, but it is the property of the Corporation and will be returned back to the Corporation once the foster dog is adopted.
9. If, upon arrival, the foster home suspects the dog is aggressive in any way, the foster parent is to contact one of the Corporation's directors immediately.
10. While there is no established time parameter a dog will be in foster care, the foster home should plan on fostering the dog for at least 3 weeks.
11. The foster home should contact one of the Board of Directors if any medical treatment is needed for the dog. This should be done before any treatments or vet visits. If emergency treatment is necessary, one of the Board of Directors must be contacted immediately. The Corporation will only pay for treatments and vet visits that have been approved by a Board of Director or performed in an emergency situation.
12. The foster home **MUST** place an ID tag on the fostered dog with either their phone number or one of the Director's phone number.
13. The Corporation will not be held responsible if the dog gets away from the foster home and incurs any medical needs while being loose. This is the negligence of the foster home, and the Corporation will not be held liable for any further medical expenses as a result thereof.

ARTICLE XIII
Euthanasia

The Corporation shall adopt a euthanasia policy, the contents of which, shall be substantially the same as the following:

1. The Corporation recognizes euthanasia as an option of last resort. It also recognizes that such an option, while difficult, may be necessary for the humane treatment of an animal. The quality of life as well as the safety of its human companions, must be the determining factor in any decision to euthanize an animal. The decision to euthanize a dog

shall be made as follows:

- A. If a dog appears to have a serious medical condition or behavioral problem, the examining vet or foster home should immediately contact one of the Board of Directors.
- B. One Director of the Corporation, working with a licensed vet, shall determine if the dog is suffering or is a threat to the safety of the people around it. When the dog has been evaluated by a person judged competent by the Corporation's Board to evaluate the temperament and stability of the dogs, and if there is no reasonable option ensuring the safety of the humans around it, a decision shall be made.
- C. If a decision is made to euthanize a dog pursuant to the above guidelines, the procedure will either be carried out at the Anti-Cruelty Society or by one of the Corporation's veterinarians.

ARTICLE XIV
General Provisions

Section 14.1. Contracts. The Board of Directors may authorize any officer or officers or agent or agents of the Corporation to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation and such authority may be general or confined to specific instances.

Section 14.2. Checks, Drafts, Etc. 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. All checks, drafts or other 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 or 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 President of the Corporation.

Section 14.3. Fiscal Year. The fiscal year of the Corporation shall begin on the first day of January and end on the last day of December in each year.

Section 14.4. Seal. The Corporation may have, but is not required to have a corporate seal. If the Corporation does have a seal, on the corporate seal shall be inscribed the name of the Corporation and the words "Corporate Seal" and "Illinois."

ARTICLE XV
Indemnification and Insurance

Section 15.1. The Corporation may indemnify any person who was or is a party, or is threatened to be made a party to any threatened, pending or completed action, suit or

proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the Corporation) by reason of the fact that he or she is or was a director, officer, employee or agent of the Corporation, or who is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding, if such person acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interests of the Corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he or she reasonably believed to be in, or not opposed to, the best interests of the Corporation, or, with respect to any criminal action or proceeding, that the person had reasonable cause to believe that his or her conduct was unlawful.

Section 15.2. The Corporation may indemnify any person who was or is a party, or is threatened to be made a party to any threatened, pending or completed action or suit by or in the right of the Corporation to procure a judgment in its favor by reason of the fact that such person is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another Corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorneys' fees) actually and reasonably incurred by such person in connection with the defense or settlement of such action or suit, if such person acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interests of the Corporation, provided that no indemnification shall be made in respect of any claim, issue or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his or her duty to the Corporation, unless, and only to the extent that the court in which such action or suit was brought shall determine upon application that, despite the adjudication of liability, but in view of all the circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses as the court shall deem proper.

Section 15.3. Right of Indemnity. To the extent that a director, officer, employee or agent of the Corporation has been successful, on the merits or otherwise, in the defense of any action, suit or proceeding referred to in Sections 1 and 2 of this Article, or in defense of any claim, issue or matter therein, such person shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred by such person in connection therewith.

Section 15.4. Determination of Conduct. Any indemnification under Sections 1 and 2 of this Article (unless ordered by a court) shall be made by the Corporation only as authorized in the specific case, upon a determination that indemnification of the director, officer, employee or agent is proper in the circumstances because he or she has met the applicable standard of conduct set forth in Sections 1 and 2 of this Article. Such determination shall be made (i) by the Board of Directors by a majority vote of a quorum

consisting of Directors who were not parties to such action, suit or proceeding, or (ii) if such a quorum is not obtainable, or, even if obtainable, if a quorum of disinterested Directors so directs, by independent legal counsel in a written opinion.

Section 15.5. Expenses and Advances. Expenses incurred in defending a civil or criminal action, suit or proceeding may be paid by the Corporation in advance of the final disposition of such action, suit or proceeding, as authorized by the Board of Directors in the specific case, upon receipt of an undertaking by or on behalf of the director, officer, employee or agent to repay such amount, unless it shall ultimately be determined that he or she is entitled to be indemnified by the Corporation as authorized in this Article.

Section 15.6. Other Rights. The indemnification provided by this Article shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under any agreement, vote of disinterested Directors, or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee or agent, and shall inure to the benefit of the heirs, executors and administrators of such a person.

Section 15.7. Insurance. The Corporation may purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation, or who is or was serving at the request of the Corporation as a director, officer, employee or agent of another Corporation, partnership, joint venture, trust or other enterprise, against any liability asserted against such person and incurred by such person in any such capacity, or arising out of his or her status as such, whether or not the Corporation would have the power to indemnify such person against such liability under the provisions of this Article.

Section 15.8. Contract With the Corporation. The provisions of this Article shall be deemed to be a contract between the Corporation and each Director, officer, employee or agent who serves in any such capacity at any time while this Article and the relevant provisions of the Illinois General Not For Profit Corporation Act of 1986, as amended, or other applicable law, if any, are in effect, and any repeal or modification of such law or of this Article shall not affect any rights or obligations then existing with respect to any state of facts then or theretofore existing or any action, suit or proceeding theretofore or thereafter brought or threatened based in whole or in part upon such state of facts.

ARTICLE XVI Non-Discrimination

The Corporation shall not discriminate against any person because of race, creed, color, sex or national origin.

ARTICLE XVII
Gifts and Programs

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 may also make gifts to other charitable organizations (including governmental entities in the United States) and for such other charitable purposes as the Board of Directors in its discretion may determine.

ARTICLE XVIII
Books and Records

The Corporation 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 XIX
Action by Consent in Lieu of Meeting

Any action that is required under the provisions of the Act, or under the provisions of the Articles of Incorporation or these Bylaws, or any other action may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the persons entitled to vote on the action. The consent shall be evidenced by one (1) or more written approvals, each of which sets forth the action taken and bears the signature of one (1) or more of the persons entitled to vote on the action. All the approvals evidencing consent shall be delivered to the Secretary to be filed in the corporate records. The action taken shall be effective when all the persons entitled to vote have approved the consent, upon the effective date stated therein.

ARTICLE XX
Amendment to Bylaws

These Bylaws may be altered, amended, repealed or added to by an affirmative vote of a majority of the Board present at any meeting of the Board, provided that at least seven (7) days' notice is given of the intention to alter, amend, repeal, or add to the Bylaws at such meeting.

ARTICLE XXI
Director Conflicts of Interest

Section 1. Directors will abstain, and state their reason for the abstention, during a Board vote when there is a conflict of interest arising out of the issue to be voted on and their personal or financial interests. .

Adopted: October 2, 2009

EXHIBIT D

**IN THE CIRCUIT COURT OF COOK COUNTY, ILLINOIS
COUNTY DEPARTMENT, CHANCERY DIVISION**

MARY CATHERINE SCHEFFKE,
individually and as Founder of Chicago
French Bulldog Rescue, Inc., NFP,

Plaintiff,

v.

SUSAN SCHULZ and VICTORIA McELLIGOTT,
individually and as Directors of Chicago
French Bulldog Rescue, Inc., NFP,

Defendants,

and

CHICAGO FRENCH BULLDOG RESCUE, INC., NFP,

Nominal Defendant.

Case No. _____

AFFIDAVIT OF MARY CATHERINE SCHEFFKE

I, Mary Catherine Scheffke, state as follows:

1. I am the Plaintiff in the above-captioned matter. I am the founder and, until the events giving rise to this action, served continuously as President and Director of Chicago French Bulldog Rescue, Inc., NFP (the "Corporation") from its incorporation on January 17, 2008 to the present.

2. I filed the Corporation's Articles of Incorporation with the Illinois Secretary of State as sole incorporator and registered agent on January 17, 2008. File No. 6594-341-7.

3. In June 2008, the Board of Directors adopted the Corporation's original Bylaws by unanimous vote. The Bylaws were drafted by Katten Muchin Rosenman LLP. The first page

FILED DATE: 5/20/2026 11:52 AM 2026CH04709

FILED DATE: 5/20/2026 11:52 AM 2026CH04709

states: “Approved by Board of Directors in June of 2008 by unanimous vote.” I voted in favor of those Bylaws.

4. Upon information and belief, the 2008 Bylaws were submitted to the Internal Revenue Service as part of the Corporation’s Form 1023 application for recognition of exemption under Section 501(c)(3) of the Internal Revenue Code. The IRS issued a determination letter recognizing the Corporation’s tax-exempt status in November 2009.

5. I have reviewed the document titled “Amended and Restated Bylaws of Chicago French Bulldog Rescue, Inc., NFP,” bearing a typed adoption date of October 2, 2009 and an internal Katten Muchin Rosenman file number (60752423) at its header.

6. **I was never presented with the Amended and Restated Bylaws dated October 2, 2009 for a vote.** No meeting of the Board of Directors was held at which the adoption of amended or restated bylaws was on the agenda, noticed, discussed, or voted upon.

7. I was never asked to approve, and never did approve, the Amended and Restated Bylaws dated October 2, 2009 or any other amendment to the Corporation’s original 2008 Bylaws.

8. I have no recollection of ever seeing the Amended and Restated Bylaws dated October 2, 2009 prior to the events giving rise to this litigation. The document was not circulated to me for review, comment, or signature at any time during my service on the Board.

9. The only Bylaws I recall being in effect during my continuous service as President and Director from 2008 to the present are the original Bylaws approved by the Board of Directors in June 2008.

10. Article 3, Section 5 of the 2008 Bylaws provides that a Board Member may be removed only upon conviction of a felony, conviction of animal abuse, or incarceration for more

than ninety days. The May 7, 2026 Board Resolution purporting to remove me as President cites Section 9.2 of the Corporation’s bylaws. There is no Section 9.2 in the 2008 Bylaws. Section 9.2 exists only in the Amended and Restated Bylaws dated October 2, 2009, a document I never voted on, never approved, and have no recollection of ever seeing.

11. I make this affidavit in support of Plaintiff’s Emergency Motion for Temporary Restraining Order and Preliminary Injunction.

Under penalties as provided by law pursuant to Section 1-109 of the Code of Civil Procedure, the undersigned certifies that the statements set forth in this instrument are true and correct, except as to matters therein stated to be on information and belief and as to such matters the undersigned certifies as aforesaid that he verily believes the same to be true.

Signed by:



6FE97BD6882140A
Mary Catherine Scheffke

Dated: 5/15/2026 _____

FILED DATE: 5/20/2026 11:52 AM 2026CH04709