

# **CONSTITUTION**

## **ARTICLE I - NAME AND OBJECTS**

Sec. 1) The name of the Club shall be the Schipperke Club of America, Inc.

Sec. 2) The objects of the Club shall be:

- a) Encourage and promote quality in purebred Schipperkes and to do all possible to bring their natural qualities to perfection;
- b) Encourage the organization of independent local Schipperke Specialty Clubs in those localities where there are sufficient fanciers of the breed to meet the requirements of the American Kennel Club.
- c) Require members and breeders to accept the standard of the breed as developed by the Schipperke Club of America, Inc. and approved by the American Kennel Club, as the only standard of excellence by which the Schipperke shall be judged in the United States of America.
- d) Do all in its power to protect and advance the interests of the breed and to encourage sportsmanlike competition;
- e) Conduct sanctioned matches, specialty shows and companion events for which the breed is eligible under the Rules and Regulations of the American Kennel Club;
- f) Support the work of the Schipperke Club of America Rescue and Health Foundation.

Sec. 3) The Club shall not be conducted or operated for profit and no part of the profits or remainder or residue from dues or donations to the Club shall inure to the benefit of any individual.

Sec. 4) The members of the Club shall adopt, and from time to time revise, such bylaws as may be required to carry out these objects.

## **BYLAWS**

### **ARTICLE I - MEMBERSHIP**

Sec. 1) Eligibility. Membership shall be open to persons who are in good standing with the American Kennel Club and who subscribe to the purposes of the Schipperke Club of America, Inc. There shall be five classes of membership: Regular, Household, Junior, Honorary and Associate.

- a) Regular membership shall consist of persons 18 years of age and older who shall be entitled to every privilege and to participate in all benefits of the Club.
- b) Household memberships shall consist of two adult regular members living in the same household.
- c) Junior members shall consist of persons 10 to 17 years of age. They shall be entitled to all the privileges of a Regular member except that they may not hold office or vote. Upon reaching his/her 18th birthday, a Junior member shall automatically become a Regular member.

- d) Any individual who has rendered meritorious service to the Club or to the Schipperke breed may be elected an Honorary member by the Board of Directors, subject to acceptance by the individual. Honorary members shall be exempt from all fees, and shall enjoy all the privileges of Regular members except the right to vote or hold office in the Club. However, such members can maintain Regular (or Household) membership status by payment of dues.
- e). Associate membership shall consist of individuals interested in the Schipperke breed or full (Regular) members who do not wish to remain active. Associate members may not vote, hold office or serve on a committee; hence, associate members are not included in the makeup of a quorum. An Associate member who was not previously a full member may apply for full membership, after having been an associate member for two years. Associate members who have previously been full members may revert to full membership at any time by making application.

Sec. 2) Dues. Membership dues shall be an amount determined from time to time by the Board of Directors and shall be payable on or before the first day of January of each year. No member may vote on any Club matters, either by mail or at any Club meeting, if their dues are unpaid.

- a) By October 1, the Treasurer shall send to each member a statement of their dues for the ensuing year. This statement shall include: (i) an appropriate space for a member's e-mail address and a check box indicating their desire for receipt by e-mail of the Club Newsletter; (ii) a statement that by payment of dues the member acknowledges they agree to abide by the SCA Constitution and Bylaws, Standing Rules, Code of Ethics and to accept the standard of the breed as developed by the Schipperke Club of America, Inc. and approved by the American Kennel Club, as the only standard of excellence by which the Schipperke shall be judged in the United States of America.
- b) Regular membership dues shall not exceed \$50 per year.
- c) Household memberships shall receive only one mailing of all official Club business and shall be eligible for a reduction in the combined dues, as set by the Board of Directors, not to exceed \$95.00 per year.
- d) Junior membership dues shall be one half the dues of a Regular membership.
- e) Associate membership dues shall be one half the dues of a Regular membership.
- f) SCA Bulletin subscriptions shall be in addition to membership dues and shall be voluntary. The subscription fee shall be set by the Board of Directors on the advice of the Bulletin editor.
- g) A member in good standing shall be any duly elected member (in accordance with Article 1, Section 3) who has met his financial obligations to the Club, including dues and all other amounts that the member has become obligated to pay, or return of property belonging to the Club or any committee thereof. If any amount owed to the Club by a member shall remain unpaid thirty (30) days after notice to pay said amount is received from the Treasurer, then the member owing said amount shall automatically lose his status as a member in good standing and shall be suspended from all rights and privileges in the Club until the amount so owed is paid. If any Club property is not returned thirty (30) days after notice to return is received from the Corresponding Secretary,

then the member owing said property shall automatically lose his status as a member in good standing and shall be suspended from all rights and privileges in the Club until the property so owed is returned. A member may be suspended only following a hearing in accordance with the procedures in Article VI (Discipline).

Sec. 3) Election to Membership. Each applicant for membership shall apply on a form as approved by the Board of Directors and which shall provide that the applicant agrees to abide by the Constitution, Bylaws, Standing Rules, Code of Ethics, and the rules of the American Kennel Club, and to accept the standard of the breed as developed by the Schipperke Club of America, Inc. and approved by the American Kennel Club, as the only standard of excellence by which the Schipperke shall be judged in the United States of America. The application shall state the name, address and occupation of the applicant and it shall carry the endorsement of two unrelated Club members in good standing residing in separate households. Neither sponsor shall be an immediate family member or reside in the same household as the applicant (except that in the case of sponsoring a spouse or junior member, one of the two sponsors may reside in the same household). Accompanying the application, the prospective member shall submit a non-refundable application fee, the amount to be determined by the Board.

The Membership Committee Chairperson with the assistance of his/her committee shall submit all processed applications to the Board of Directors for their action at least once each quarter. A properly processed application shall include certification that appropriate fees have been paid, that sponsoring letters are in order, and shall include a recommendation from the Membership Committee for the Board's consideration.

Applicants for Associate membership will follow the same process as for full membership with the exception of sponsors. Sponsors and sponsoring letters are not required for Associate membership.

Applicants may be elected by secret ballot at any meeting of the Board of Directors or by secret vote of the Directors by mail. Affirmative votes of 2/3 of the Directors present at a meeting of the Board or of 2/3 of the entire Board voting by mail shall be required to elect an applicant. The effective date of membership shall be the date upon which the Board elects the applicant in a meeting, or upon which the Secretary receives the final necessary vote of the Board when it votes by mail. In no case will an applicant be entitled to any benefits of membership, including medals and awards, before the effective date of membership.

An Associate member who was not previously a full member may apply for Regular membership after a period of two years, by sending a letter of intent to the Corresponding Secretary. The Associate member may be elected as a Regular member by secret ballot at any meeting of the Board of Directors or by secret vote of the Directors by mail. Affirmative votes of 2/3 of the Directors present at a meeting of the Board or of 2/3 of the entire Board voting by mail shall be required to elect an applicant. An Associate member who was previously a Regular or Junior member may apply for full membership following this same procedure, with the exception of the required two year period.

The Corresponding Secretary shall mail notification of election to membership to each new member along with a bill for dues prorated for the remainder of the year. As with continuing memberships, a new membership will be considered lapsed and automatically terminated if such member's dues remain unpaid 90 days after the Corresponding Secretary mails the notice of election to membership.

An application for membership, or transfer from Associate to Full membership, which has received a negative vote by the Board may be presented by the applicant's endorser at the next Annual Meeting of the Club and the Club may elect such an applicant by favorable secret vote of 75% of the members present.

Sec. 4) Memberships may be terminated:

- a) by resignation. Any member in good standing may resign from the Club upon written notice to the Secretary, but no member may resign when in debt to the Club. Dues obligations are considered a debt to the Club and they become incurred on the first day of each fiscal year.
- b) by lapsing. A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid by January 31. However, the Board may grant an additional 90 days of grace to such delinquent members in meritorious cases. In no case may a person be entitled to vote at any Club meeting whose dues are unpaid as of the date of that meeting.
- c) by expulsion. A membership may be terminated by expulsion as provided in Article VI of these Bylaws.

## **ARTICLE II - MEETINGS**

Sec. 1) Annual Meeting. The Annual Membership Meeting shall be held in the month of March, April, or May, in conjunction with the Club's Specialty Show if possible, at a place, date and hour designated by the President, with approval of the Board. Written notice of the Annual Membership Meeting shall be mailed by the Corresponding Secretary to each member at least 30 days prior to the date of the meeting. The quorum for the Annual Meeting shall be 10% of the regular members in good standing. Voting by proxy shall not be permitted.

Sec. 2) Special Club Meetings. Special club Membership meetings may be called by the President or by a majority vote of the members of the Board who are present at a meeting of the Board or who vote by mail or by electronic means, or by the Corresponding Secretary upon receipt of a petition signed by 10% of the Regular members of the Club who are in good standing. Such meeting shall be held at such place, date and hour as may be designated by the person or persons calling the meeting. Written notice of such meeting shall be mailed by the Corresponding Secretary to the General Membership at least 14 days and not more than 30 days prior to the meeting. The notice of the meeting shall state the purpose of the meeting, and no other Club business may be transacted. The quorum for such a meeting shall be 10% of the Regular members in good standing.

Sec. 3) Board Meetings. Meetings are defined as prearranged gatherings where attendees see and/or hear each other to conduct business. This includes meeting in person physically present in the same room or conducting a meeting by video conference or teleconference. The Board of Directors shall hold its meetings at any place and in such manner they so designate. It shall hold an Annual Meeting every year in conjunction with the Club's national specialty. Special meetings may be held at such other times as requested in writing by the President or by a majority of the members of the Board. The quorum for all Board meetings shall be a majority of the Board.

Sec. 4) The Annual meeting of the Board shall be held no later than 24 hours after the adjournment of the Annual Membership Meeting. Meetings by conference call or other meetings of the Board of

Directors shall be held at such times and places as are designated by the President or a majority vote of the entire Board. Written notice of each meeting shall be sent by the Corresponding Secretary to each member of the Board at least 14 days prior to the date of the meeting.

Sec. 5) The Board of Directors may conduct its business at meetings or by mail, fax, electronic mail, electronic forum, video conference or telephone conference through the Recording Secretary. In all sections of these bylaws, a statement of voting by mail shall include voting by mail, fax, electronic mail, electronic forum, video conference or telephone conference call. Items voted upon in the above manner, other than at a meeting, must be confirmed in writing by the Recording Secretary within 7 days following the closing date of the vote, listing the vote of each Board member and the final tally.

In order for business to be conducted by electronic mail the following precautions must be in place: (1) every Board member must be provided with the means to participate; (2) a procedure must be in place to verify the identity of the individuals participating to ensure that they are the eligible Board members; (3) a mechanism must be in place to verify that the eligible Board members are "listening"; and (4) all Board members must agree to participate in this manner.

Sec 6) Form of Notice. Whenever notice is required, such notice may be given in writing by depositing the same in the United States mail, or, in the case of Board members, by transmitting by electronic means, addressed to each such member, officer or director, at such address as appears in the roster of the Club, and such notice shall be deemed to have been given at the time when the same was then mailed or sent. If notice to Board members is given by electronic means, such notice shall be provided in accordance with the Email Notification for Board Meetings and General Club Meetings policy of the American Kennel Club, effective January 1, 2006, and as such policy may be thereafter amended.

### **ARTICLE III - DIRECTORS AND OFFICERS**

Sec. 1 ) Board of Directors. The Board of Directors shall consist of thirteen (13) members, five (5) officers and eight (8) Directors. All Board members shall be Club members in good standing who are residents of the United States. General management of the Club's affairs shall be entrusted to the Board of Directors.

- a) No person may be elected to the Board who has not been a Regular member of the Club in good standing for a minimum of four (4) consecutive years prior to the election. No candidate may have a significant interest in a Schipperke Club or dog event-giving organization deemed by the SCA Board to be in competition with the Schipperke Club of America. Significant interest would include, but not be limited to membership in, employment by, a directorship in, or holding office in the competing organization. In such cases the individual shall first be apprised, in writing, of the apparent conflict of interest and be given the opportunity to respond. Only one person from an individual household may be nominated to or serve on the Board at any one time. Each Board member shall be responsible for conducting these affairs through regular participation in Board Business. The duties of all Board members include participation in all meetings and voting on all motions before the Board. Attendance in person at the Annual Board meeting is expected.
- b) The Board shall be comprised of the President, Vice President, Corresponding Secretary, Recording Secretary and Treasurer, all elected for a term of one year, and eight (8) Directors elected for two year terms with four Directors being elected in the odd years and four Directors being elected in the even years. Officers and Directors will be elected as provided in Article IV and shall serve until their terms expire or until their successors are elected. No elected Officer may succeed themselves for more than one consecutive term. A Director may not serve for more

than two successive terms. No person shall serve as an Officer and/or Director for more than six consecutive years but may be renominated as an Officer or as a Director after an interim of one year.

Sec. 2) Officers. The Club Officers, consisting of the President, Vice President, Corresponding Secretary, Recording Secretary and Treasurer, shall serve in their respective capacities both in regard to the Club meetings and the Board at its meetings.

- a) The President shall preside at all meetings of the Club and of the Board and shall have the duties and powers normally appurtenant to the office of President in addition to those particularly specified in these Bylaws. He/she shall be ex-officio a member of all committees except the nominating committee and shall be a voting member of the committee only if he/she is needed to make a quorum. He/she shall have the right to vote and to make motions at meetings of the Board, in accordance with Roberts Rules of Order governing the procedure of small boards
- b) The Vice President shall have the duties and exercise the powers of the President in case of the President's death, absence or incapacity.
- c) In the absence of both regular presiding officers, any member of the Board of Directors may be chosen to preside, or if no Board members are present, any regular member may be chosen to preside.
- d) The Corresponding Secretary shall: (i) conduct the correspondence of the Club; (ii) mail to all members of the Club a copy of the minutes of all membership meetings, or otherwise inform the membership of the proceedings of these meetings through the medium of the Club's official publications; (iii) issue notices of all meetings, mail lists and ballots to all members as required by these bylaws and receive such ballots back from the members; (iv) report to the Recording Secretary the results of all votes of the membership by mail so they may be entered in those records; (v) notify new members of their election to membership, enclosing a copy of the bylaws, standing rules, an up-to-date membership list and minutes of the last annual membership meeting; (vi) notify Officers and Directors of their election to office; (vii) keep a roll of the members of the Club with their addresses and once a year furnish members with a list of the membership; (viii) hold, as custodian, such books, records and correspondence which the Corresponding Secretary is required to keep or which come into his or her possession by virtue of the office and (ix) carry out such other duties as are prescribed by these Bylaws.
- e) The Recording Secretary shall: (i) record all of the proceedings of the meetings of the membership and of the Board in a book kept for that purpose; (ii) provide the members of the Board with copies of the minutes of all Membership and Board meetings within thirty (30) days; (iii) send, receive and record the business conducted by the Board at meetings or by mail, fax, electronic mail, electronic forum, video conference telephone conference call; (iv) act as custodian of all records submitted to the Recording Secretary and of the books and records pertaining to the office; (v) carry out such other duties as are prescribed by these Bylaws.
- f) The Treasurer shall: (i) collect and receive all moneys due or belonging to the Club; (ii) deposit the same in a bank approved by the Board, in the name of the Club. (iii) provide a quarterly profit/loss statement and balance sheet for publication in the club newsletter; (iv) be bonded in such amount as the Board of Directors shall determine; (v) be audited as the Board of Directors

shall determine, but no less than once a year; (vi) render an account of all moneys received and expended during the previous fiscal year; (vii) maintain a list reflecting the current status of member dues payment. The Treasurer's books shall at all times be open to inspection by the Board. The Treasurer and the President shall each be a signatory on account(s) maintained in the name of the Club. Only one signature shall be required on all checks.

- g) The immediate Past-President shall automatically be an honorary member of the Board of Directors for one year with the privilege of attending and participating in all business of the Board, but may not make motions nor vote if he/she is not otherwise elected to the Board.
- h) The AKC Delegate shall automatically be an honorary member of the Board of Directors with the privilege of attending and participating in all business of the Board, but may not make motions nor vote if he/she is not otherwise elected to the Board.

Sec 3 Directors. The Directors shall perform such duties as prescribed by these bylaws.

Sec. 4) Vacancies. Any vacancies occurring among the officers or directors during the year shall be filled for the unexpired term of office by a majority vote of all the then members of the Board, except that a vacancy in the office of President shall be filled automatically by the Vice President and the resulting vacancy of the Vice President shall be filled by the Board of Directors. A vacancy in either secretary position may be filled temporarily by the remaining secretary until the board fills that vacancy. The member chosen will serve until the next annual election at which time any unexpired term of the original vacancy shall be filled by a vote of the membership.

Sec. 5) Misconduct or dereliction of duty in office. Misconduct shall be construed to be the failure of a Board member (officer or director) to abide by this Constitution and Bylaws. A Dereliction of duty shall be construed to be the failure of any Board member (officer or director-at-large) to perform the duties of the Board position elected to, as outlined in these By-laws. Dereliction of duty shall include, but not be limited to, failure to participate in at least 75% of the board meetings and votes on motions in any Club year. The failure of the secretary or treasurer to provide two consecutive reports for the club newsletter shall be considered a dereliction of duty. Should a Board member refuse to resign for cause, that is, misconduct or dereliction of duty in office, the Board member in question can be deposed from office or directorship by one of the following:

- a) a two-thirds vote of all the members of the Board to immediately present to the membership a ballot for or against removing a specific Board member for cause, so long as the subject Board member is provided an opportunity to respond. The response must be included with the ballot. The vote of 2/3 of the Regular members in good standing who return valid ballots within the time limit shall be required to effect removal.
- b) a petition by 20% of the membership requiring the Board to immediately present to the membership a ballot for or against removing a specific Board member for cause, so long as the subject Board member is provided an opportunity to respond. The response must be included with the ballot. The vote of 2/3 of the Regular members in good standing who return valid ballots within the time limit shall be required to effect removal.

## **ARTICLE IV - THE CLUB YEAR, VOTING, NOMINATIONS, ELECTIONS**

Sec. 1) Club Year. The Club's fiscal year shall begin on the 1st day of January and end on the 31st of December. The Club's official year shall begin on the 1st day of March and end on the last day of February. The elected Officers and Directors shall take office on March 1 and each retiring officer shall immediately turn over to their successor in office the pertinent properties and records necessary to perform the duties of the office by March 1 and will deliver all properties and records relating to that office to their successor by March 31.

Sec. 2) Voting. At the Annual Meeting or at a special meeting of the Club, voting shall be limited to those regular members in good standing who are present at the meeting, except for the annual election of Officers and Directors and amendments to the Constitution and Bylaws and the Standard for the breed which shall be decided by written ballot cast by mail. Voting by proxy shall not be permitted. The Board of Directors may decide to submit other specific questions for decision of the members by written ballot cast by mail.

Sec. 3) Annual Election. For the election of the Officers and Directors, the vote shall be conducted by ballot sent to the entire membership. Ballots, to be valid, must be received by February 1 at the residence of record of the Corresponding Secretary, or the residence of record of any other officer, director, independent firm or person designated to receive such ballots by the Board of Directors. The ballots shall be counted by three inspectors of election (or professional firm) designated by the Board of Directors. None of the inspectors may be current members of the Board or candidates for any elected position. The inspectors shall count the ballots and report the results to the Corresponding Secretary who shall notify the membership of the election results by March 1. The inspectors shall return the ballots to the Corresponding Secretary in a sealed envelope, who shall make the ballots available for inspection by the membership at the Annual Meeting. The person receiving the largest number of votes for each position shall be declared elected. In the event of a tie vote, the previous Board members and the newly-elected Board members shall immediately following the report of the election inspectors, cast a secret ballot to determine who shall fill the position. If any Officer-elect or Director-elect, at the time of the Annual Board meeting, is unable to serve for any reason, the vacancy so created shall be filled by the new Board of Directors in the manner provided by Article III, Section 3. If no challenges are received by the conclusion of the Annual Membership Meeting, the Secretary shall destroy the ballots and the election will be considered final.

Sec. 4) Nominations and Ballots. No person may be a candidate in a Club election who has not been nominated in accordance with these Bylaws. The Board shall appoint before July 1 a Nominating Committee consisting of three members and two alternates, all regular members in good standing, no more than one of whom may be a member of the current Board of Directors. The Board shall name a Chairperson for the Committee. The Nominating Committee may conduct its business by mail, fax, or by electronic means. If the Nominating Committee conducts its business by electronic mail, the committee must use the same precautions that apply to the Board of Directors as set forth in Art II, Section 5.

- a) The Nominating Committee shall nominate from among the eligible members of the Club, one candidate for each Office, four candidates for Directors, and any additional candidates required to fill vacancies in any unexpired term, and shall procure the acceptance of each nominee so chosen. The Committee shall then submit its slate of candidates, including the state in which each candidate resides, to the Corresponding Secretary who shall mail the list to each member of the



Club on or before November 1, so that additional nominations may be made by the members if they so desire.

- b) Additional nominations of eligible members may be made by written petition addressed to the Corresponding Secretary and received at his/her regular address on or before December 1, signed by two members and accompanied by the written acceptance of each such individual nominee signifying his/her willingness to be a candidate. Additional nominations should be sent by US Postal Service Certified or Overnight mail or other postal carrier in such a manner that provides proof of time and place of delivery.
- c) If no valid additional nominations are received by the Corresponding Secretary on or before December 1, the Nominating Committee's slate shall be declared elected, and no balloting will be required.
- d) If one or more valid additional nominations are received by the Corresponding Secretary on or before December 1, he/she shall, on or before January 1, mail to each Regular member in good standing a ballot in a single column format listing all of the nominees for each position in alphabetical order, with their state of residence, together with a secret ballot envelope and a return envelope addressed to the Corresponding Secretary marked "Ballot" and bearing the name of the member to whom it was sent. So that the ballots remain secret, each voter, after marking their ballot, shall seal it in the secret ballot envelope, which, in turn, shall be placed in the second envelope addressed to the Corresponding Secretary. Members must return their ballot in the envelope provided by the Corresponding Secretary in order to be valid. The inspectors of election shall check the returns against the list of members whose dues are paid for the current year prior to opening the outer envelopes and removing the secret ballot envelopes, and shall certify the eligibility of the voters as well as the results of the voting.
- e) Nominations cannot be made at the Annual Meeting nor in any manner other than as provided above.

## **ARTICLE V - COMMITTEES AND APPOINTMENTS**

Sec. 1) The Board of Directors shall each year vote to appoint and/or reappoint individuals or committees to advance the work of the Club in such matters as dog shows, companion events, trophies, annual prizes, membership and other fields which may well be served by individuals or committees. Such individuals or committees shall always be subject to the final authority of the Board. Special committees may also be appointed by the Board to aid it on particular projects. The Board may choose to appoint a committee chair and all members of a committee, or appoint only a committee chair and allow the chair to select additional members at their discretion. All individuals or committees appointed by the board, as well as committee members appointed by the board or by a committee chair, must be a Regular member in good standing of the SCA.

- a) The term of each committee or individual position appointed by the Board per Section 1 will expire with the appointment of a new/reappointed committee or individual position but not later than the conclusion of the Annual Board meeting. However, in specific circumstances, a special committee may be appointed for a longer term with a requirement that the original membership remain as appointed. In such a case, the reason for the different length of term must be specified at the initial formation of the committee as well as its purpose and an estimated length of time it will

exist. Such a special committee will be exempt from routine annual reappointments but is still subject to the final authority of the Board. The Corresponding Secretary shall notify each Board appointee by mail within thirty days following their appointment.

Sec. 2) Any individual or committee appointment may be terminated at any time by a majority vote of the full membership of the Board and, upon written notice to the terminated appointee, the Board may appoint a successor to the person whose service has been terminated. The individual whose appointment was terminated shall immediately turn over to their successor the pertinent properties and records necessary to perform the duties of the position.

Sec. 3) The Board of Directors shall each year vote to appoint and/or reappoint a Delegate to represent the Club at the American Kennel Club. The Delegate must be a Regular or Honorary member in good standing of the SCA. The Delegate to the American Kennel Club shall take direction from the SCA Board of Directors and shall represent the interests of the Club at meetings of the Delegates to the American Kennel Club. The AKC Delegate's duties shall be to attend the AKC Delegate meetings and to report to the Club matters of interest to it, and to generally act as a liaison between the Club and the AKC and AKC-accredited clubs. The AKC Delegate should be familiar with procedure and operation of the Club and able to represent it on a national level. The Delegate shall serve until the appointment of his successor.

Sec. 4) The first of each year, the Board of Directors shall appoint an auditing committee of at least two members to audit the books of the Treasurer and report at the Annual Meeting.

## **ARTICLE VI - DISCIPLINE**

Sec. 1) American Kennel Club Suspension. Any member who is suspended from the privileges of the American Kennel Club automatically shall be suspended from the privileges of this Club for a like period.

Sec. 2) Charges. Any member may prefer charges against a member for alleged misconduct prejudicial to the best interest of the breed or the Club. Written charges with specifications must be filed in duplicate with the Corresponding Secretary together with a deposit of \$50 which shall be forfeited if such charges are not sustained by the Board or a Committee following a hearing. The Corresponding Secretary shall promptly send a copy of the charges to each member of the Board or present them at a Board meeting. The Board shall first consider whether the actions alleged in the charges, if proven, might constitute conduct prejudicial to the best interest of the breed or Club. If the Board considers that the charges do not allege conduct which would be prejudicial to the best interest of the breed or Club, it may refuse to entertain jurisdiction and the deposit, less \$20 for expenses, shall be returned to the member filing charges. If the Board entertains jurisdiction of the charges, it shall fix a date of a hearing by the Board, or a Committee of not less than three members of the Board, not less than 3 weeks nor more than 6 weeks thereafter. The Corresponding Secretary shall promptly send one copy of the charges to the accused member by registered mail together with a notice of the hearing and an assurance that the defendant may personally appear in his/her own defense and bring witnesses if he/she wishes.

Sec. 3) Board Hearing. The Board or Committee shall have complete authority to decide whether counsel may attend the hearing, but both complainant and defendant shall be treated uniformly in that regard. Should the charges be sustained after hearing all the evidence and testimony presented by complainant and defendant, the Board or Committee may, by a majority vote of those present, suspend

the defendant from all privileges of the Club for not more than six months from the date of the hearing, or until the next Annual Meeting if that will occur after six months. And, if it deems that punishment insufficient, it may also recommend to the membership that the penalty be expulsion. In such case, the suspension shall not restrict the defendant's right to appear before his/her fellow members at the ensuing Club meeting which considers the recommendation of the Board or Committee. Immediately after the Board or Committee has reached a decision, its findings shall be put in written form and filed with the Recording and Corresponding Secretary. The Corresponding Secretary, in turn, shall notify each of the parties of the decision and penalty, if any.

Sec. 4) Expulsion. Expulsion of a member from the Club may be accomplished only at the Annual Meeting of the Club following a hearing and upon the recommendation of the Board or Committee as provided in Section 3 of this Article. The defendant shall have the privilege of appearing in his/her own behalf though no evidence shall be taken at this meeting. The President shall read the charges and the findings and recommendations, and shall invite the defendant, if present, to speak in their own behalf. The meeting shall then vote by secret written ballot on the proposed expulsion. A 2/3 vote of those present and voting at the Annual Meeting shall be necessary for if expulsion. If expulsion is not so voted the suspension shall stand.

## **ARTICLE VII - AMENDMENTS**

Sec. 1) Amendments to the Constitution and Bylaws and to the Standard for the breed may be proposed by the Board of Directors or by written petition addressed to the Corresponding Secretary and signed by 20% of the membership in good standing. Amendments proposed by such petition shall be promptly considered by the Board of Directors and must be submitted to the Regular members with recommendations of the Board by the Corresponding Secretary for a vote within three months of the date when the petition was received by the Corresponding Secretary.

Sec. 2) The Constitution and Bylaws and the Standard for the breed may be amended at any time provided a copy of the proposed amendment has been mailed by the Corresponding Secretary to each Regular member in good standing on the date of the mailing, accompanied by a ballot on which they may indicate their choice for or against the action to be taken. Dual envelope procedures described in Article IV, Section 4d, shall be followed in handling such ballots to assure secrecy of the vote. The notice shall specify a date not less than 30 days after the date of mailing by which date the ballots must be returned to the Corresponding Secretary to be counted. The favorable vote of 2/3 of the Regular members in good standing who return valid ballots within the time limit shall be required to effect any such amendment.

Sec. 3) No amendment to the Constitution and Bylaws or the Standard for the breed that is adopted by the Club shall become effective until it has been approved by the Board of Directors of the American Kennel Club.

## **ARTICLE VIII - DISSOLUTION**

The Club may be dissolved at any time by the written consent of not less than 3/4 of the Regular members. In the event of the dissolution of the Club, other than for purposes of reorganization, whether voluntary or involuntary or by operation of law, none of the property of the Club nor proceeds thereof nor any assets shall be distributed to any members of the Club but after payment of the debts of the Club, its property and assets shall be given to a charitable organization for the benefit of dogs selected by the Board of Directors.

## **ARTICLE IX - ORDER OF BUSINESS**

Sec. 1) At meetings of the Club, the order of business so far as the character and nature of the meeting may permit, shall be as follows:

- Roll call
- Installation of new officers (Annual Meeting only)
- Minutes of the last meeting
- Report of the President
- Report of the Corresponding Secretary
- Report of the Recording Secretary
- Report of the Treasurer
- Reports of appointees and committees
- Unfinished business
- New business
- Adjournment

Sec. 2) At meetings of the Board, the order of business, unless otherwise directed by a majority vote of those present, shall be as follows:

- Minutes of the last meeting
- Report of the Corresponding Secretary
- Report of the Recording Secretary
- Report of the Treasurer
- Reports of appointees and committees
- Unfinished business
- Election of new members
- New business
- Adjournment

## **ARTICLE X**

Roberts Rules of Order, as revised, shall govern all matters not specifically mentioned in these Bylaws.

- Accepted January 17, 1970
- Effective February 21, 1970
- Amended January 1973
- Amended October 1984
- Amended October, 1993
- Amended March, 2002
- Amended April, 2008
- Effective July 10, 2008