

# **LÖWCHEN CLUB OF AMERICA, INC.**

## **CONSTITUTION**

### **ARTICLE I: NAME AND OBJECTIVES**

#### **SECTION 1: Name of The Club**

The name of the Club shall be The Löwchen Club of America Inc. (not for profit corporation).

#### **SECTION 2: The Objectives of The Club**

The objectives of the Club shall be:

- (a) To encourage and promote quality in the breeding of purebred Löwchen and to do all possible to bring their natural qualities to perfection.
- (b) To promote, fund, and facilitate interests pertaining to health issues affecting the Löwchen including genetic research and testing and the education of members and the general public.
- (c) To fund and facilitate a comprehensive rescue system within the Club to benefit Löwchen in need throughout the United States.
- (d) To encourage the organization of independent Löwchen Specialty Clubs in those localities where there are sufficient fanciers of the Breed to meet the requirements of the American Kennel Club.
- (e) To define precisely the standard of the true type of the Löwchen and to urge members and breeders to accept the Standard of the Breed as approved by the American Kennel Club as the only standard of excellence by which the Löwchen shall be judged.
- (f) To do all in its power to protect and advance the interests of the Breed and to encourage sportsmanlike competition at Conformation shows, Companion Sports trials, Performance Sports events, Title Recognition Programs, and any other activities that demonstrate the qualities of the Breed in a favorable light.
- (g) To conduct Conformation specialty shows and sanctioned matches, Companion Sports trials, Performance Sports events, Title Recognition Programs and to support entries and any other events for which the club is eligible under the Rules and Regulations of the American Kennel Club.
- (h) To provide educational programs and a forum for the exchange of information among fanciers regarding the Löwchen.
- (i) To educate judges about the Standard of the Breed.

#### **SECTION 3: Not for Profit Status**

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

## **SECTION 4: By-Laws Objective**

The members of the Club shall adopt and may from time to time revise such By-Laws as may be required to carry out these objectives.

## **BY-LAWS**

### **ARTICLE I: MEMBERSHIP**

#### **Section 1: ELIGIBILITY**

There shall be six (6) types of membership open to persons who are in good standing with the American Kennel Club and who subscribe to the purposes of the Club:

- (a) Regular/Full Member: Open to those persons over 18 years of age who reside in the United States and who own or co-own a Löwchen. Regular Members enjoy all the privileges of the Club including the right to vote and the right to hold office.
- (b) Household Member: Open to those persons over 18 years of age who reside in the United States and who own or co-own a Löwchen. Two (2) adult members residing in the same household, each eligible to vote and hold office.
- (c) Lifetime Member: Open to members with 20 years of service to the Club and conferred by a two-thirds (2/3) vote of the Board. The member must already hold Regular/Full Membership and reside in the United States. Applications for Lifetime Membership must be made in writing to the Recording Secretary providing the qualifications for this honor. The basic qualifications for this type of membership are making an important and lasting contribution to the Club in a form other than holding office, such as long and varied service to the club. Application should be made at least six (6) months prior to the Annual Membership Meeting. The Board will announce candidates for Lifetime Membership at the Annual Membership Meeting. Lifetime Members pay no dues and enjoy all the privileges of the club including the right to vote.
- (d) Junior Member: Open to persons between 10 years and 17 years of age. These members may not vote or hold office. Junior Members pay dues at a reduced rate from that of Regular/Full Members and may become Regular/Full Member upon reaching their 18<sup>th</sup> birthday. Notification is made to the Recording Secretary of the desire to change membership.
- (e) Foreign Members: Open to those persons 18 years of age and older who reside outside the United States. Foreign Members enjoy all the privileges of the Club except they may not vote or hold office and are not considered in the count to determine a quorum.
- (f) Associate Members: Open to those persons 18 years of age and older who reside in the United States. Associate Members have all the rights and privileges of the Club, except the right to vote or hold office. Associate members pay dues at a reduced rate.

All applicants must be in good standing with the American Kennel Club (foreign applicants must be in good standing with their governing kennel club) and subscribe to the objectives of the Löwchen Club of America Inc. and to the welfare of the Löwchen.

#### **SECTION 2: DUES**

- (a) Membership Dues: Shall be determined by majority vote of the Board of Directors. Regular/Full and Foreign Membership dues shall be set at no more than one-hundred dollars (\$100.00) per year. Junior membership dues shall be set at a lower figure than that of Regular/Full Membership. The Membership shall be notified of any change in dues and the basis for it by publication in the club's ByLions newsletter or other written notice by January 1<sup>st</sup>.

- (b) Annual Dues: Shall be paid on or before December 31<sup>st</sup>. Membership is considered past due if not received by January 1<sup>st</sup>. Any applicant accepted as a member with ninety (90) days or less in the calendar year, application dues will be considered payment for the coming year. During the month of October, the Treasurer shall send to each member a statement of dues for the ensuing year, either by e-mail, written notice, or through the ByLions. No member shall vote or serve in office whose dues are not paid for the current year.
- (c) Membership Surcharges: The Board of Directors may establish membership surcharges for any member whose mailing address lies outside of the United States of America. Such surcharges shall be established only on the basis of extra charges incurred, or expected to be incurred, by the Club as a result of mailing member correspondence and Club newsletter to areas beyond the jurisdiction of the United States Post Office. Foreign address surcharges shall be due and payable at the same time as the member's dues.
- (d) Annual Renewal of Membership: Indicates that the member accepts and agrees to abide by the Constitution and By-Laws of the Löwchen Club of America Inc. and the Club's current Code of Ethics and Breeder Referral Listing /Agreement, if applicable.

### **SECTION 3: ELECTION TO MEMBERSHIP**

Each applicant for membership shall apply on a form as approved by the Board of Directors. This form shall provide that the applicant agrees to abide by this Constitution and By-Laws, the Club's current Code of Ethics and the Rules and Regulations of the American Kennel Club. The application shall carry the written endorsement of two members in good standing who have been members for not less than two years. At least one of the sponsors must have known the applicant for a period of one year. The two sponsors must not be from the same household.

Associate Membership application does not require endorsement of sponsors.

### **SECTION 4: OBJECTIONS TO MEMBERSHIP**

Applicant information shall be published in the ByLions to provide the members of the Club a 30-day comment period on the applicant via correspondence to the Recording Secretary. If a negative comment letter is received, it is passed on to the Board as well as to the applicant and a further 30-day period is provided for response by the applicant. To maintain an environment where members are free to provide comments on applicants, the Recording Secretary shall remove the complainant member's name before the letter is issued to the applicant.

If no negative comment letters are received within the 30 days, then the applicant's name is submitted to the Board for review.

Applicants shall be elected by secret ballot at any meeting of the Board of Directors or by secret vote of the directors by mail or e-mail. Affirmative votes of two-thirds (2/3) of the Directors present at a meeting of the Board or two-thirds (2/3) of the entire Board voting by mail shall be required to elect an applicant.

An applicant which has received a negative vote by the Board may be presented to the membership by one of the applicant's sponsors at the next Annual Membership Meeting of the Club. The Club may, by secret and favorable vote of 75% of the members present, overturn the vote of the Board. If the applicant is not presented to the general membership, the negative vote of the Board stands and the applicant has no recourse. The applicant for whom a negative vote has been given may reapply for membership after six (6) months.

### **SECTION 5: PRIVILEGES OF MEMBERSHIP**

A member in good standing is defined by these By-Laws as a member who has no delinquent debts to the Club and who is in good standing with the American Kennel Club (for example, unpaid dues, unpaid trophy pledges, and unfulfilled donations are considered debts to the Club). Members who have delinquent debts other than dues

shall be notified in writing and given thirty (30) days to pay the debts in full. (See Article VI Discipline of these Constitution and By-Laws for further definition of Good Standing.)

All Regular/Full and Lifetime Members in good standing shall at appropriate times have the privilege of voting and serving as an Officer or Director. Associate, Junior, and Foreign members may not serve as an Officer or Director. Directors. All types of members enjoy the privileges of sponsoring membership applications, renewing memberships, serving on a committee, pledging trophies, and enjoying other privileges as may be defined by the Board of Directors.

## **SECTION 6: TERMINATION OF MEMBERSHIP**

Memberships may be terminated:

- (a) By Resignation: Any member in good standing may resign from the Club upon written notice to the Recording Secretary, but no member may resign when in debt to the Club. Obligations other than dues are considered a debt to the Club and must be paid in full prior to resignation.
- (b) By Lapsing: A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid sixty (60) days after the first day of the calendar year. However, the Board may grant an additional thirty (30) day grace period to a delinquent member 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, or as of the closing of the polls if a mail ballot. No member may hold office whose dues are unpaid.
- (c) By Expulsion: A membership may be terminated by expulsion as provided in ARTICLE VI, Discipline of these Constitution and By-Laws.

## **ARTICLE II: MEETINGS**

### **SECTION 1: ANNUAL MEETINGS**

The annual meeting of the club shall be held in the month of [March - June] in conjunction with the Club's specialty show if possible, at a place, date, and hour as may be designated by the Board of Directors.

Written notice of the annual meeting shall be sent [as required by State Law such as via USPS and/or via email] by the Secretary [as required by State law] at least thirty (30) days prior to the date of the meeting. The annual meeting shall also be listed in the Headlions and ByLions . The quorum for the annual meeting shall be ten (10%) percent of the eligible voting members in good standing. Non-voting members do not count towards the determination of a quorum.

### **SECTION 2: SPECIAL CLUB MEETING**

A special Club meeting may be called by the President or by a majority vote of members of the Board who are present at the meeting of the Board or who vote by mail or email, and shall be called by the Recording Secretary upon receipt of a petition signed by ten (10%) percent of the members of the club who are in good standing. Such meeting shall be held as such place, date and hour as may be designated by the Board of Directors. Written notice of the special meeting shall be sent [as required by State Law such as via USPS and/or via email] by the Secretary [as required by State law] at least thirty (30) days prior to the date of the meeting. The special meeting shall also be listed in the Headlions and ByLions. Non-voting members do not count towards the determination of a quorum.

### **SECTION 3: BOARD MEETINGS**

The Annual Meeting of the Board of Directors shall be held prior to the Annual General Membership Meeting at a

National Specialty. Other meetings of the Board of Directors shall be held at such times and places as are designated by the President or by a majority vote of the entire Board. Notice of such meeting shall be mailed, emailed and/or to each member of the board at least 14 days prior to the date of the meeting. The quorum for a Board Meeting shall be a majority of the Board voting in person, by mail, email, fax, telephone conference call or other telecommunications (in accordance with State Law).

#### **SECTION 4: BOARD BUSINESS**

The Board of Directors may conduct business by telephone, conference call, video conference, email, and/or mail, provided it does not conflict with any other provisions of these By-Laws. Items voted on by telephone, conference call, video conference, email, and/or mail must be confirmed by the Recording Secretary in writing within seven days. A “meeting” is defined as a gathering where attendees see and/or hear each other. This includes meeting in person “physically” in the same room or conducting a meeting by video conference or teleconference.

In order for business to be conducted by email the following precautions must be in place:

- (a) Every Board member must have access to or be provided with the means to participate;
- (b) A procedure must be in place to verify the identity of the individuals participating to ensure that they are eligible Board members;
- (c) A mechanism must be in place to verify that the eligible Board members are “listening”;
- (d) All board members must agree to participate in this manner.

### **ARTICLE III. OFFICERS AND DIRECTORS**

#### **SECTION 1: BOARD OF DIRECTORS**

The Board of Directors shall be comprised of the five (5) Officers, four (4) Directors, two (2) Members at Large, and one (1) Delegate. All of whom shall be Regular/Full Members or Lifetime Members in good standing and are residents of the United States.

#### **SECTION 2: OFFICERS**

- (a) The President shall preside at all meetings of the Club and of the Board, and shall have duties and powers normally appurtenant to the office of President in addition to those particularly specified in these By-Laws.
- (b) The Vice-President shall preside in the absence of the President at any meeting. In the event of death, incapacity, resignation, or removal from office of the President, the Vice-President shall succeed to the office of President for the remainder of the term. The Vice-President shall assist the President as directed by the President.
- (c) The Recording Secretary shall preside in the absence of the President and Vice-President at any meeting and shall have custody of the Club’s official Constitution and By-Laws, shall record any and all amendments, shall keep minutes of all Club and Board meetings, and shall furnish copies of all minutes to each Member of the Board. The Recording Secretary shall provide minutes of the Annual membership Meeting and of the Annual Board Meeting. The Recording Secretary shall maintain a log of all internal Club minutes, correspondence and actions which shall be transferred to succeeding Recording Secretary and which shall become a permanent record retained by the Club. The Recording Secretary shall handle elections, prepare and mail notices, ballots, and petitions. All those elected may be notified by mail or email of their election to office. The Recording Secretary shall handle any and all other internal correspondence as may be directed by the Board.
- (d) The Corresponding Secretary shall preside in the absence of the President, Vice President, and Recording Secretary. He /She shall keep and maintain adequate records of all external Club correspondence. The

Corresponding Secretary shall handle communications with the American Kennel Club, all correspondence with any other dog clubs, correspondence requests for information about the Club, and all other external correspondence as may be directed by the Board or the President.

- (e) The Treasurer shall preside in the absence of the President, Vice President, Recording Secretary, or Corresponding Secretary at any meeting. The Treasurer shall collect and receive all monies due or belonging to the Club and pay all bills incurred by or for the Club. The Treasurer shall open accounts in the name of the Club in a bank satisfactory to the Board of Directors. The Club's books shall at all times be open to inspection by the Board of Directors. The Treasurer shall report to the board, condition of the Clubs finances and every item of receipt or payment not before reported. The Treasurer's books shall be subject to a compilation or review by a professional accountant as deemed necessary by the Board of Directors. The Treasurer shall be bonded in such amount as the Board of Directors shall determine. All contracts to which the Club is a party must be reviewed by the Treasurer before being signed by the Treasurer or another Club Officer.

### **SECTION 3: BOARD OF DIRECTORS**

- (a) Eastern Director: To include all states within the Eastern time zone.
- (b) Central Director: To include all states within the Central time zone.
- (c) Mountain Director: To include all states within the Mountain time zone.
- (d) Western Director: To include all states within the Western time zone.
- (e) At Large Directors: Two additional persons, one of whom may be the past President, both being full voting Board members.

All Officers and Directors shall be members of two years or more in good standing. They shall be elected for a term of two years. General management of the Club's affairs shall be entrusted to the Board of Directors.

### **SECTION 4: AKC DELEGATE**

The Club shall have a Delegate to the American Kennel Club Inc. Such Delegate shall be elected for a two-year term as provided in Article IV and shall serve until his or her successor has been qualified and elected, unless he or she has his or her appointment withdrawn by a two-thirds (2/3) vote of the Regular/Full and Lifetime Members. To be eligible to represent the Club as Delegate to the American Kennel Club, the candidate shall have been a member in good standing for a period of at least 2 years. The Delegate shall serve as liaison between the Club and the American Kennel Club and shall communicate all matters of interest, and concern to the Club's Board of Directors as soon as practical after each Delegate's meeting of the American Kennel Club. A Delegate need not be a member of the Board of Directors, and if he/she is not a member of the Board, he/she shall be invited to attend the meetings of the Board without a vote as is necessary.

### **SECTION 5: VACANCIES**

Any vacancy occurring on the Board or among the officers or AKC Delegate shall be filled until the next annual election by a majority vote among the Board. Except that a vacancy in the office of President shall be filled automatically by the Vice President and the resulting vacancy in the office of Vice President shall be filled by a majority vote of all the Members of the Board.

## **ARTICLE IV: THE CLUB YEAR AND VOTING**

### **SECTION 1: CLUB YEAR**

The Club's official year shall begin on the First (1<sup>st</sup>) Day of January, when newly elected Officers and Directors assume their positions, and shall continue through the next annual election and end on the Thirty First (31<sup>st</sup>) of

December. Each retiring Officer shall turn over to his/her successor in office all properties and records relating to that office by the 1<sup>st</sup> day of February.

## **SECTION 2: VOTING**

- (a) At the Annual Meeting or at a Special Meeting of the Club, voting shall be limited to the Regular/Full, Household, and Lifetime Members in good standing who are present at the meeting, except that the annual election of Officers and Directors and Amendments to the Constitution and By-Laws and the Standard for the Breed shall be decided by written ballot cast by mail, and, when authorized by the Board, sent in accordance with State Law and AKC's procedure on Electronic Balloting for AKC Parent Clubs, to members who have opted-in to electronic voting pursuant to Article XI. Voting by proxy shall not be permitted. The Board of Directors may submit other specific questions for decision of the Regular/Full, Household, and Lifetime Members by who have opted-in to electronic voting. Balloting under this section shall be conducted substantially in accordance with the provisions of Article IV, Section 4 of the Constitution and By-Laws.
- (b) The Löwchen Club of America, Inc. prefers that actions of the Board be taken in person at meetings as the best way to ensure thorough debate and discussion. However, any election, action, or question that can be presented for a vote to the Board of Directors or the Membership by regular mail under Subsection (a) may be done via electronic means as to members who have opted-in to electronic voting pursuant to Article XI.

## **SECTION 3: ELECTIONS**

The election of Officers, Board of Directors, and the AKC Delegate, shall be conducted by secret ballot cast by mail. The nominated candidate receiving the greatest number of votes for each office shall be declared elected on November 15<sup>th</sup>. If any nominee is unable to serve for any reason, such nominee shall not be elected and the vacancy so created shall be filled by the new Board in the manner provided by ARTICLE III Section 5 of the Constitution and By-Laws.

## **SECTION 4: NOMINATIONS AND BALLOTS**

No person may be a candidate in a Club election who has not been nominated in accordance with these By-Laws. All candidates must be residents of the United States and be in good standing for two (2) full years immediately prior to the election. By no later than June 15<sup>th</sup> of election year, a Nominating Committee shall be chosen by the Board. The Committee shall consist of three (3) members preferably from different areas of the United States and two (2) alternates, all 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 Chair for the committee and approve the committee in its entirety by July 15<sup>th</sup>. The Nominating Committee may conduct its business by mail, email, in person, by telephone or other electronic means.

- (a) The Nominating Committee shall nominate, from among the eligible members of the Club, one candidate for each Office and for each open position on the Board of Directors and a candidate for Delegate to the American Kennel Club. The Chair shall procure the written acceptance of each nominee so chosen, along with a brief resume of his/her qualifications for the position. The Committee shall consider geographical representation of the membership on the Board to the extent that it is practicable to do so. The Committee shall submit its slate of candidates to the Recording Secretary by August 15<sup>th</sup>. The Recording Secretary shall provide to each voting member the candidate list via mail or email, including the full name of each candidate and the name of the state in which he/she resides, as well as a brief biographical resume prepared by each nominee, to each Regular/Full, Household, and Lifetime Member of the Club on or before August 30<sup>th</sup>. Additional nominations may be made if so desired. Junior, Foreign and Associate Members are ineligible to hold office or in any way participate in the election process.
- (b) Additional nominations of eligible members may be made by written petition addressed to and received at the

Recording Secretary's regular address on or before September 30<sup>th</sup>. Such petitions must be signed by five (5) members and accompanied by the written acceptance of each such additional nominee signifying his/her willingness to be a candidate and a brief resume of his/her qualifications for the office. Except for the position of Delegate, no person shall be a candidate for more than one position.

- (c) If no valid additional nominations are received by the Recording Secretary on or before September 30<sup>th</sup>, the Nominating Committee's slate shall be declared elected. No vote of the membership needs to be conducted in this instance.
- (d) If one or more valid nominations are received by the Recording Secretary on or before September 30<sup>th</sup>, the Recording Secretary shall on or before October 15<sup>th</sup>, issue ballots to membership by one of the following procedures:

Two-Types of Balloting Shall be Permitted:

- i. Balloting by mail. Mail-in balloting shall be the default means of balloting, in all instances where the Board of Directors does not specifically authorize electronic balloting pursuant to Sub-Section ii.
- ii. Balloting in accordance with State Law and AKC's procedure on Electronic Balloting (E-balloting) for AKC Parent Clubs. E-balloting shall be allowed for elections where the Board of Directors authorizes it, and only as to Regular/Full Members who have provided written consent pursuant to Article XI, and shall be conducted by a Board-approved independent organization that specializes in electronic balloting.

As to either type of balloting stated above, the Election Committee Chair shall:

- i. Prepare a ballot listing all of the Nominees for each position in alphabetical order with the names of the States in which they reside and a brief resume, along with instructions for voting. When applicable, ensure that the independent e-balloting organization has a substantially identical copy of the ballot and voting instructions.
- ii. Obtain a list of all Regular/Full and Lifetime members in good standing from the Membership Chair or Recording Secretary.
- iii. Assemble the ballot(s) and instructions together with a blank envelope and a return envelope marked "Ballot" addressed to the professional firm or individual designated by the Board of Directors. Mail them to each member on the certified membership list from the Membership Chair or Recording Secretary. When applicable, the Membership Chair or Recording Secretary will ensure the independent e-balloting organization sends out the e-ballots and instructions by no later than October 15<sup>th</sup>. When mailed, the return ballot envelope must bear the name of the member to which it was originally sent.

All persons handling and /or supervising the election shall preserve the security and secrecy of the process.

- i. Mail-in ballots. Neither Members of the current Board of Directors or candidates on the ballot can receive the ballots. So that the ballots may remain secret, each voter, after marking their ballot shall seal it in the blank envelope provided, which shall in turn be place in the second envelope marked "Ballot" which will be addressed to the professional firm or individual designated by the Board. Upon receipt of the ballot and prior to opening the outer envelope. The professional firm or individual designated by the Board shall check the return addresses against a list of members in good standing. The outer envelopes of those members eligible to vote, may then be opened, the blank envelopes removed and the ballots counted.
- ii. E-ballots shall be handled only by an independent e-balloting organization approved by the Board.

- (f) To be valid, all ballots must be received by mail or cast with the independent e-balloting organization by November 15<sup>th</sup> and must be counted and the results reported to the Recording Secretary by telephone and in writing within two (2) working days. The Membership Chair or Recording Secretary shall notify those elected of their election immediately by email or mail. The election results will be announced on the Club website and in the next By Lions and Head lions. Ballots shall be transferred to the Recording Secretary within two weeks of the election, who shall retain ballots for six (6) months.
- (g) When one or more valid nominations are received, the balance of the slate that is unopposed shall be declared elected by the Recording Secretary on November 1<sup>st</sup>. Unopposed positions do not appear on the ballot.
- (h) Nominations cannot be made at the annual meeting or in any manner other than as provided above.

## **ARTICLE V: COMMITTEES**

### **SECTION 1: COMMITTEES**

Subject to approval by the Board of Directors, the President may appoint any necessary Committee, standing or special, to advance the work of the Club in such matters as, but not limited to: dog shows, obedience trials, annual awards, special awards, Register of Merit, By Lions editor, Head lions editor, and other fields which may be well served by committees. Chair of such Committees, after being approved by the Board, may select their own Committee Members or subcommittees to work with them. Exceptions to this include the Nominating Committee, By-Laws Committee, Auditing Committee, and Standard Committee. These Committees shall be approved in their entirety by the Board of Directors. Each Committee shall report to the Board of Directors annually at the time of the Annual Meeting and at any time as requested by the Board of Directors.

### **SECTION 2: COMMITTEE SUBJECT TO BOARD AUTHORITY**

All Committees shall always be subject to the final authority of the Board. Any Committee appointment may be terminated by the majority vote of the full Board for just cause. Upon written notice to the appointee, the Board shall appoint successors to those persons whose service has been terminated. A Committee appointee whose service has been terminated shall, within thirty (30) days of his /her notification of termination transmit all records to the person appointed to succeed him/her.

### **SECTION 3: WRITING FOR PUBLICATIONS UNDER THE AMERICA'S NAME**

### **LOWCHEN CLUB OF**

No person may write for publication under the name or authority of the Löwchen Club of America Inc. without prior Board Approval.

## **ARTICLE VI: DISCIPLINE**

### **SECTION 1: AMERICAN KENNEL CLUB SUSPENSION**

Any member who is suspended from any of the privileges of the American Kennel Club shall automatically be suspended from the Club for a like period.

**GOOD STANDING:** An individual who is not suspended by The American Kennel Club or their Club and whose dues for the year are already paid. A member in good standing may exercise all benefits and rights of membership.

## **SECTION 2: CHARGES**

Any member may proffer charges against a member for alleged misconduct prejudicial to the best interests of the Club or the Breed. Written charges with specifications, must be filed in duplicate with the Recording Secretary together with a deposit of fifty dollars (\$50), which shall be forfeited if such charges are not sustained by the Board of Directors. The Recording 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 interests of the Club or the Breed. If the Board considers that the charges do not allege conduct which would be prejudicial to the best interests of the Club or the Breed, it may refuse to entertain jurisdiction. If the Board entertains jurisdiction of the charges it shall fix a date of hearing by either the entire Board or a committee comprised of at least three members of the Board not less than three (3) weeks or more than six (6) weeks thereafter the Recording Secretary shall promptly send one copy of the charges to the accused member by certified mail together with a notice of the hearing and an assurance that the defendant may personally appear in his or her own defense and bring witnesses if he or she wishes.

## **SECTION 3: BOARD HEARING**

The Board of Directors shall have complete authority to decide whether counsel may attend the hearing, but both the complainant and the defendant shall be treated uniformly in that regard. Should the charges be sustained after hearing all the evidence and testimony presented by the complainant and defendant, the Board may, by a majority vote of those present and voting, set a penalty ranging from a letter of reprimand to suspension.

**Reprimand:** A Reprimand is an administrative warning issued by the Club to a member for unsportsmanlike behavior, the reprimand may include a probationary period.

**Suspension:** A temporary removal of rights of membership for violation of the Club's Constitution, By-Laws, code of Ethics and/or Rules and Regulations. The member's rights to vote, serve on or chair a committee, Breeder referral listing, and represent the Club are suspended. The defendant is suspended from all privileges in the Club for not more than six (6) months or until the next Annual Meeting, if that will occur after six months. And if, the Board deems that punishment insufficient, it may also recommend to the membership that the penalty be expulsion, After the Board has reached a decision, its findings shall be transcribed and documented and filed with the Recording Secretary. The Recording Secretary, in turn, shall notify each of the parties of the decision and penalty, if any. Notice of official disciplinary action shall be published in an official Club publication.

## **SECTION 4: PROBATION**

A period of time when a member has been reprimanded and must behave in a sportsman like manner and not commit any additional violations or unsportsmanlike behavior. Once the probationary period has ended without any further instances of unsportsmanlike behavior, the member is returned to good Standing of the Club.

## **SECTION 5: 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 his/her own behalf. The Regular/Full and Lifetime Members present shall then vote by secret written ballot on the proposed expulsion. A two-thirds (2/3) vote of those present and voting at the Annual Meeting shall be necessary for expulsion. If expulsion is not passed by 2/3 vote, the suspension shall stand.

## **ARTICLE VII: AMENDMENTS**

### **SECTION 1: PROPOSING AMENDMENTS**

Amendments to the Constitution and By-Laws or Standard for the Breed may be proposed by the Board of Directors or by written petition, addressed to the Recording Secretary signed by twenty percent (20%) of the Regular/Full, Household and Lifetime Members in good standing. Amendments to the By-Laws proposed by such a petition shall be promptly considered by the Board of Directors and must be submitted to the membership with the recommendations of the Board by the Recording Secretary for vote within three (3) months of the date when the petition was received by the Recording Secretary. Proposed amendments to the Standard for the breed must be submitted to the members with recommendations of the Board by the Recording Secretary for a vote following the procedures established by the AKC Board of Directors.

### **SECTION 2: VOTING ON PROPOSED AMENDMENTS**

The Constitution and By-Laws may be amended at any time (or the Standard for the Breed) in accordance with AKC policies, provided a copy of the proposed amendments has been sent by the Recording Secretary to each member in good standing on the date of mailing, accompanied by a ballot on which a choice for or against the action to be taken shall be indicated. Dual-envelope and balloting procedures described in Article VI, Section 4(h) shall be followed in handling such ballots, to assure secrecy of the vote. The notice shall specify a date no less than thirty (30) days after the date of the mailing by which date the ballots must be returned to the Recording Secretary or other individual appointed by the Board, to be counted. The favorable vote of two thirds (2/3) of the members in good standing whose ballots are returned within the time limit shall be required to affect any such amendment.

### **SECTION 3: APPROVAL BY AKC REQUIRED**

No amendment to the Constitution and By-Laws (or to 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**

### **SECTION 1: TERMINATION OF A MEMBER**

The interest of any Member in the property of the Club ceases with the termination of membership.

### **SECTION 2: DISSOLUTION OF THE CLUB**

The Club may be dissolved at any time by the written consent of not less than two thirds (2/3) of the Regular/Full and Lifetime Members in good standing. In the event of dissolution of the Club for any purpose other than for the purpose of reorganization, whether voluntary or involuntary or by operation of law, none of the property of the Club, nor any proceeds thereof, nor any assets of the Club 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 MEETING**

## **SECTION 1: MEETINGS OF THE CLUB**

At the 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
- Minutes of the last meeting
- Report of the President
- Report of the Recording Secretary
- Report of the corresponding Secretary
- Report of the Treasurer
- Report of the committees
- Election of New Members
- Unfinished Business
- New Business
- Adjournment

## **SECTION 2: MEETINGS OF THE BOARD**

At the Meetings of the Board, the order of business, unless otherwise directed by majority vote of those present, shall be:

- Reading of the Minutes of last meeting
- Report of Recording Secretary
- Report of Treasurer
- Report of Corresponding Secretary
- Reports of Committees
- Unfinished Business
- Election of New Members
- New Business
- Adjournment

## **ARTICLE X: AUTHORITY AND PROCEDURE**

All meetings and parliamentary procedures shall be conducted in accordance with the latest edition of *Robert's Rules of Order, Newly Revised* unless it is inconsistent with these Constitution and By-Laws and written Policies and Procedures of the Club, in which case the Constitution, By-Laws, and Policies shall take precedence.

The Board of Directors may, at their discretion, retain and use a parliamentarian to assist with the proper procedures for the conduct of meetings of deliberative assemblies. The Parliamentarian may assist the Club in the drafting and interpretation of Bylaws and rules of order, and the planning and conduct of meetings.

Modified Date: March 2021