

YORKSHIRE TERRIER CLUB OF AMERICA, INC.



Constitution and By-Laws

As Approved By
The American Kennel Club
1969

As Amended
1972, 1994, 1995, 1999, 2001, 2012

CONSTITUTION

Name and Objects

Section 1

The name of the Club shall be The Yorkshire Terrier Club of America, Inc.

Section 2

The objects of the Club shall be:

- a. To encourage and promote quality in the breeding of purebred Yorkshire Terriers and to do all possible to bring their natural qualities to perfection.
- b. To encourage the organization of independent Yorkshire Terrier Specialty

Clubs in those localities where there are sufficient fanciers of the breed to meet the requirements of The American Kennel Club.

- c. To urge members and breeders to accept the standard of the breed as adopted by The Yorkshire Terrier Club of America, Inc. and approved by The American Kennel Club as the only standard of excellence by which the Yorkshire Terrier shall be judged.
- d. To do all in its power to protect and advance the interests of the breed and to encourage sportsmanlike competition and conduct at dog shows, obedience trials, companion or other events for which the Club may be eligible under the Rules and Regulations of The American Kennel Club, and any other Yorkshire Terrier Club of America, Inc. sponsored activity or function.
- e. To conduct sanctioned matches, specialty shows, obedience trials, companion or other events for which the club may be eligible under the Rules and Regulations of The American Kennel Club.

Section 3

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

Section 4

The members of the Club shall adopt and may from time to time revise such Bylaws as may be required to carry out these objects.

BYLAWS

ARTICLE I Membership

Section 1.

Eligibility. There shall be four (4) types of membership: regular, international, lifetime and junior. Each member must be eighteen (18) years of age or older, except for junior members who must be under eighteen (18) years of age, be in good standing with The American Kennel Club, subscribe to the objects of this Club, agree not to exploit their membership in The Yorkshire Terrier Club of America, Inc. and agree to abide by and uphold The Yorkshire Terrier Club of America, Inc.'s Code of Ethics and Code of Conduct. A member in good standing is an individual who is not suspended by The American Kennel Club or The Yorkshire Terrier Club of America, Inc. and whose dues for the year are already paid.

Regular Membership is open to all residents of the United States including those residing in all possessions and territories of the United States. Such members shall enjoy all the privileges of this Club including the right to vote and hold office.

International Membership is open to non-residents of the United States. Such members shall enjoy all the privileges of this Club except the right to vote, hold office or be a committee member.

Lifetime Membership may be conferred by the Board of Directors for regular members who have been long time dedicated members having served a minimum of at least twenty (20) years and otherwise meet the criteria established by the Board of Directors. Such members shall enjoy all the privileges of this Club including the right to vote and hold office but shall pay no dues.

Junior Membership is open to children between nine (9) years and seventeen (17) years of age. Such members shall enjoy all the privileges of this Club except the right to vote, hold office or be a committee member. This membership may automatically convert to regular or international membership upon their eighteenth (18) birthday and full payment of membership dues.

Section 2

Dues and Application Fee.

- a. Membership dues shall be set on a yearly basis by the Board for all members, payable on or before the 1st day of the Club's fiscal year. No member may vote whose dues are not paid for the current year. During the first week in April the Treasurer shall send to each member a statement of his/her dues for the ensuing year.
- b. A non-refundable application fee not to exceed fifty (\$50) dollars shall be set by the Board on a yearly basis to accompany each membership application.
- c. A non-refundable reinstatement application fee not to exceed fifty (\$50) dollars shall be set by the Board on a yearly basis to accompany each membership reinstatement application.
- d. The Secretary shall notify the membership each year in the official club newsletter when the above application fees have been set.
- e. The Secretary shall notify the membership each year in the official club newsletter that all fees and dues are non-refundable for any reason with the exception of the first year's dues that accompany the original membership application, which is refundable, if the membership is denied.

Section 3

Election to Membership. Each applicant for membership shall apply on a form as approved by the Board of Directors which shall provide that the applicant agrees to abide by The Yorkshire Terrier Club of America, Inc.'s Constitution, By-laws, Code of Ethics, and the Rules and Regulations of The American Kennel Club. The application shall state the name, address and occupation of the

applicant and it shall carry the endorsement of two (2) sponsors currently in good standing from separate households who are not related to nor reside in the same household as the applicant. Sponsors must have been members in good standing for at least the four (4) immediately preceding years before being eligible to sponsor new members. Accompanying the application, the prospective member shall submit the non-refundable application fee not to exceed fifty (\$50) dollars and the dues payment for the current year. Each applicant's name shall be published in the official club newsletter, prior to being voted on. All applications for membership shall be voted on by the Board within one hundred and eighty (180) days after their publication in the official club newsletter. Applicants and their sponsors shall be provided with copies of any negative information presented to the Board or Membership Committee by certified mail. They shall be given the opportunity to respond to such information within sixty (60) days after the date that the certified mail has been received prior to the Board's vote on his/her membership application. Applicants who are shown to have conducted themselves in a manner contrary to The Yorkshire Terrier Club of America, Inc.'s Code of Ethics may be denied membership. Applicants may be elected by secret ballot at any meeting of the Board or by secret ballot of the Board by mail using the double envelope system. Affirmative votes of 2/3 of the entire Board 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 club can only inform applicants whether the constitutionally mandated affirmative majority vote was received. An applicant who has received a negative vote by the Board may be presented by one (1) of the applicant's sponsors at the next annual meeting of the Club and the members may elect such applicant by secret ballot and a favorable vote of 2/3 of the members present and eligible to vote. If membership is denied at the Annual Meeting, said applicant shall not be eligible for reapplication for membership for one (1) year and shall require the endorsement of two (2) new sponsors who must meet the requirements as stated for a membership application.

Section 4

Termination of Membership. Membership may be terminated:

- a. By resignation.** Any member in good standing may resign from the club upon written notice to the Club 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 if such member's dues remain unpaid sixty (60) days after the first day of the Club's fiscal year. A member will be granted sixty (60) days from the first day of the Club's fiscal year to apply for reinstatement of membership status on a form approved by the Board. The reinstatement application, along with a reinstatement fee not to exceed fifty (\$50) dollars and the required dues payment for the year must reach The Yorkshire Terrier Club of America, Inc. Treasurer by the end of the sixty (60) day period in order for the individual to continue membership. Payments returned for any reason (such as insufficient funds or bank

processing errors) are not considered valid payments. The reinstatement process does not require sponsor signatures, letters, or Board approval. If reinstatement is met, the membership is considered to have been continuous without lapse. If reinstatement is not met the membership is deemed to have lapsed and the individual must formally re-apply should they desire to be a member. In no case will a member be entitled to vote on any Club matter, including elections, whose dues are unpaid as of the date of such vote.

- c. **By expulsion.** A membership may be terminated by expulsion as provided in ARTICLE VI. Section 4 of these Bylaws.

ARTICLE II Meetings

Section 1

Notifications. Meetings/Club Notices. The Club secretary may send meeting notifications and other Club notices by mail. Notifications may be sent by fax or email provided that the members have signed an authorization, set forth on each year's dues notice and new member application form, agreeing to this method of communication. Such authorization, which is revocable, shall also release the club from any liability should the notification be received late or not be received by the member due to circumstances beyond the Club's control.

Section 2

Annual Meeting. The annual meeting of the Club shall be held in conjunction with a Club Specialty show, if possible, at a place, date and hour designated by the Board of Directors. Notice shall be sent by the Secretary to each member at least thirty (30) days prior to the date of the meeting. The quorum for the annual meeting shall be 10% of the members in good standing and eligible to vote.

- a) **Additional General Membership Meeting.** Each year the Board of Directors shall consider holding an additional general membership meeting. This meeting, if approved by the Board of Directors, shall be held at a place, date and hour designated by the Board. Notice shall be sent by the secretary to each member at least thirty (30) days prior to the date of the meeting. The quorum for the general membership meeting shall be 10% of the members in good standing and eligible to vote.

Section 3

Special Club Meeting. Special Club meetings may be called by the President or by a majority of the members of the entire Board who are present at a meeting of the Board or who vote by mail, fax, teleconference, videoconference or email and shall also be called by the Club Secretary upon receipt of a petition signed by 10% of the members of the Club who are in good standing and eligible to vote. Such meeting shall be held at such place, date and hour as may be designated by the Board of Directors. Notice of such meetings shall be sent by the Club Secretary to each member at least fourteen (14) days and not more than thirty

(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 the Special Club Meeting shall be 10% of the members in good standing and eligible to vote.

Section 4

Board Meetings.

- a. The meetings for the Board of Directors are defined as gatherings where Attendees see and/or hear each other. This includes meeting (in person) “physically” in the same room or conducting a meeting by videoconference or teleconference.
- a. The first meeting of the Board shall be held immediately after the election. All meetings of the Board of Directors shall be held at such times and places as are designated by a majority vote of the entire Board. Notice of each such meeting shall be sent by the Club Secretary to each member of the Board at least fourteen (14) days prior to the date of the meeting. The quorum required for all board meetings shall be a majority of the entire Board whether it be in person, teleconference or videoconference. A quorum of the majority of the Board is required for voting on any question.

Section 5

Board Business (voting). The Board of Directors may conduct its business at meetings or by mail, fax, teleconference, videoconference or email through the Club Secretary provided it does not conflict with any other provision of the bylaws. Items voted on by mail, fax, teleconference, videoconference or email must be confirmed by the secretary in writing within ten (10) days.

Business (voting) conducted by email shall incorporate the following precautions;

- 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”;
- 4) all board members must agree to participate in this manner.

Section 6

Member Proposals. During the year, members may submit to the Club Secretary various proposals in writing to be presented for Board consideration. The member submitting the proposal will be notified of the receipt and disposition of the proposal. Should the Board entertain the proposal it will require a majority vote of the entire Board to be approved or if deemed necessary by the Board, a written ballot will be prepared by the Club’s Secretary and cast by mail to the members in good standing and eligible to vote employing the dual envelope

system with voted ballot returned, at the Board's option, to the Club Secretary or an independent accounting firm.

ARTICLE III

Directors and Officers

Section 1

Board of Directors. The Board shall be comprised of the President, Vice-President, Secretary, Treasurer and five (5) other members who shall serve as Directors, all of whom shall be members in good standing and eligible to vote and who are residents of the United States of America, including all U.S. possessions and territories. They shall be elected for two (2) year terms at the Club's annual election as provided by ARTICLE IV and shall serve until their successors are elected. Terms will be staggered so that there will be continuity on the Board. The President, Treasurer, and Directors two (2) and four (4) shall be elected in even numbered years. The Vice-President, Secretary, and Directors one (1), three (3), and five (5) shall be elected in odd numbered years. General management of the club's affairs shall be entrusted to the Board of Directors.

Section 2

Officers. The Club's officers consisting of the President, Vice-President, Secretary and Treasurer shall serve in their respective capacities, both with regard to the Club and its meetings and the Board and 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 duties particularly specified in these bylaws.
- 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. The Club Secretary shall keep a record of all meetings of the Club and of the Board and of all votes and of all matters of which a record shall be ordered by the Club. He/she shall have charge of the correspondence, notify members of meetings, notify new members of their election to membership, notify Officers and Directors of their election to office and in conjunction with the Treasurer keep a roll of the members of the Club with their addresses and information changes throughout each year, and carry out such other duties as are prescribed in these bylaws.
- d. The Treasurer shall be responsible for the financial affairs of the Club and shall adhere to the "Standard Operating Procedures for the Treasurer" as may be modified from time to time by the Board.
The Treasurer shall collect and receive all money due or belonging to the Club. He/she shall deposit same in a national bank approved by the Board, in the name of the Club. His/her books shall at all times be open to inspection by the Board and he/she shall report to them at every meeting the condition of the Club's finances and every item of receipt or payment not before reported.

He/she shall give for publication in the official club publication an interim financial report on a quarterly basis. The Board of Directors shall engage the services of an independent CPA firm to inspect the Treasurer's books on an annual basis. This report is then to be published in the first issue of the official club publication following its approval.

- e. The President and Treasurer shall be bonded in such an amount as the Board of Directors shall determine. Such amount shall not be less than 125% of the total of all funds held by the club at the end of its previous fiscal year.
- f. Subject to the approval of the Board, the Club Secretary may appoint an assistant to the Secretary to assist him/her in carrying out his/her bylaw prescribed duties. The assistant to the Club Secretary shall be a regular or lifetime member of the YTCA and shall serve at the discretion of the Board.
- g. The assistant to the Club Secretary shall be a de facto member of the Board but shall have no voting rights and may not vote the Secretary's vote in the case of the Club Secretary's absence. The assistant to the Secretary may attend all meetings and shall be entitled to receive copies of all correspondence of the Board which are to be held in strictest of confidence by the Assistant to the Secretary. The duties of the assistant to the Secretary shall be set forth in writing by the Club Secretary and approved by the Board.

Section 3

Delegate. The Board shall appoint a Delegate to The American Kennel Club. Each member of the most current nominating committee shall be requested by the Board to submit the name of a member for the Board's consideration at the time of the appointment. The Delegate shall serve for a three (3) year term and until his/her successor has been qualified and elected by the American Kennel Club, unless he/she has resigned or his/her appointment has been withdrawn by the Board.

Section 4

Vacancies. A vacancy in the office of President shall be filled automatically by the Vice-President. If a vacancy (other than the office of President) is created during a non-election or election process, the member who received the next highest number of votes in the most recent election for that particular position shall be appointed to fill that vacancy. All vacancies not filled by such appointment shall be filled by a majority vote of the entire Board after consulting with the most current Nominating Committee.

Section 5

Term Limitations. No eligible member may hold any office or combination of offices for more than ten (10) consecutive years. The ten consecutive years shall include any partial years served as a result of an appointment or election to fill a vacancy to complete a term. After having served for such ten (10) year period, a member must remain out of office for a period of two (2) years before again being eligible for election to any office.

ARTICLE IV

The Club Year, Voting, Nominations, Elections

Section 1

Club Year. The Club's fiscal year shall begin on the 1st day of June and end on the 31st day of May. The Club's official year shall coincide with the Club's fiscal year. The elected Officers and Directors shall take office on the 1st day of June. Each retiring Officer shall turn over to his/her successor in office all properties and records relating to that office by the 1st day of July.

Section 2

Voting. At the annual meeting, a general meeting or at a special meeting of the Club voting shall be limited to those members in good standing and eligible to vote who are present at the meeting. Voting by proxy shall not be permitted. For all elections written ballots shall be cast by mail and returned to an independent accounting firm selected by the Board. For other matters requiring written ballots cast by mail the Board, at its option, shall have the ballots returned to the club secretary or an independent accounting firm. The dual envelope procedures described in Article IV, Section 4 (d) shall be followed in handling all written ballots, to assure secrecy of the vote.

Section 3

Annual Election. The annual election of Officers and Directors shall be conducted by ballot by mail. Ballots will be returned to an independent accounting firm designated by the Board and be counted by that firm. To be valid ballots must be received by the designated independent accounting firm on or before May 1st following the dual envelope procedures described in Article IV, section 4 (d). The member receiving the largest number of votes for each position shall be declared elected. If any elected member is unable to serve for any reason the vacancy so created shall be filled in the manner provided in ARTICLE III, Section 4.

Section 4

Nominations and Ballots. No member may be a candidate in a Club election who has not been nominated in accordance with these Bylaws. The Board of Directors shall name the chairman and the members of the Nominating committee before November 1st each year. The committee shall consist of five (5) members in good standing and eligible to vote who have been members for at least the four (4) immediately preceding calendar years. The Board must consider geographical representation when making its appointments to the nominating committee. If an alternate committee member is required during the nomination process the appointment shall be made with consideration to geographical representation. The Nominating Committee may conduct its business by mail, fax, teleconference, videoconference or email.

- a. The Nominating Committee shall nominate from among the eligible members of the Club a candidate for each office and for each position on the Board of Directors eligible for election that year as set forth in ARTICLE III, Section 1. Each candidate being considered for office shall complete a written questionnaire approved by the Board, which will include the written acceptance of the nomination if selected. The nominating committee must consider geographical representation when proposing their slate of candidates to the board. The committee shall submit its proposed slate of candidates accompanied by the written questionnaire completed by each candidate to the Club Secretary by February 1st, who shall mail the proposed slate accompanied by the written questionnaires to each member of the Club, in good standing and eligible to vote, on or before February 15th so that additional nominations referenced in Section (b) below may be made by the members if they so desire.
- b. Additional nominations of eligible members for the appropriate Officer and Director positions may be made by written petition addressed to the Secretary and received at his/her regular address on or before March 15th signed by not less than five (5) nor more than ten (10) members in good standing and eligible to vote and accompanied by the written acceptance of each such additional nominee signifying his/her willingness to be a candidate. A candidate so nominated must complete the questionnaire referenced in Section (a) above, which will be published in materials to be sent with the ballot, along with the names of those persons nominating said candidate. No member shall be a candidate for more than one (1) position, and the additional nominations which are provided for herein may be made only from those members in good standing and eligible to vote who have not accepted a nomination by the Nominating Committee.
- c. If no additional valid nominations are received by the Club Secretary by March 15th, the Nominating Committee's proposed slate shall be deemed elected unanimously and no balloting will be necessary.
- d. If one or more additional valid nominations are received by the Secretary by March 15th, he/she shall mail to each member in good standing and eligible to vote, on or before April 1st, a ballot listing the nominees for each Officer position and each Director position in alphabetical order including the state of residence, together with a smaller blank envelope and a return envelope addressed to the independent accounting firm marked "Ballot" and bearing the name and address of the member to whom it was sent. Each voter, after marking his/her ballot shall seal it in the smaller blank envelope which in turn shall be placed in the return envelope marked "Ballot" addressed and sent to the independent accounting firm, so as to be received by them by May 1st.
On or before May 15th, prior to opening the outer envelopes, the independent accounting firm shall check the returned ballots against a membership list provided by the Club Secretary of members in good standing and eligible to vote whose dues are paid for the current year. Once eligibility of the voters

is

determined, the ballots will be counted and the election certified. The elected

Officers and Directors shall be notified by the Club Secretary of election results by mail not later than June 1st and elected Officers and Directors shall

assume their duties of Office as of that date. The Board of Directors shall notify the membership of the election results by publication in the next available issue of the official club publication and by any other means the Board deems appropriate.

ARTICLE V Committees

Section 1

- a. The Board may appoint standing committees to advance the work of the Club in such matters as dog shows, obedience trials, companion and/or other events, trophies, annual awards, membership and other fields which may well be served by committees. The Board will appoint the chairman and all members of all committees. Non-voting members shall not be appointed to committees. Such committees shall always be subject to final authority of the Board. Special committees may also be appointed by the Board to aid on particular projects.
- a. No member of the Nominating committee may be a member of the current Board of Directors or a candidate for office.
- a. Members serving on the Membership Committee are barred from participating in discussions on applicants they themselves sponsored.
- a. The board appointed committees may conduct their business by mail, fax, teleconference, videoconference or email.

Section 2

Any committee appointments may be terminated by a majority vote of the entire Board upon written notice to the appointee; and the Board may appoint successors to those persons whose service has been terminated.

ARTICLE VI. Discipline

Section I

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

Section 2

Charges. Any individual member may prefer charges against another individual member for alleged conduct prejudicial to the best interest of the Club or the

breed. Ten (10) copies of the written charges together with specifications must be filed with the Secretary. A non-refundable fee of \$100.00 must accompany the submission of the charges. The Secretary must promptly provide a copy of the charges to each member of the Board. Within twenty-one (21) days of receiving the complaint, **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 of the breed, it may refuse to entertain jurisdiction of the charges. If the Board entertains jurisdiction of the charges the Board or a Hearing Committee of not less than three (3) members of the Board, before entering into a formal hearing, will first attempt to resolve the charges to the mutual satisfaction of both parties. If that fails, within thirty (30) days from the date the Board entertained jurisdiction of the charges, the matter will proceed with a formal Hearing. The Board or Hearing Committee shall fix the date of the Hearing not less than three (3) weeks or more than six (6) weeks thereafter. Any Board member not directly involved in the hearing process as complainant/defendant/witness who feels that they cannot be fair and impartial must inform the Hearing Committee and Secretary immediately and recuse himself/herself from any participation and voting in the matter. The Secretary shall promptly send one (1) copy of the charges to the accused member and to the complainant by certified and regular mail together with the procedure to be followed for resolution of the charges and an assurance that both the complainant and defendant may personally appear at the scheduled Hearing in his/her own defense and bring witnesses should they desire. A member who resigns while charges have been preferred against him/her or allows his/her membership to lapse during the fiscal year in which the charges were sustained may not apply for membership for a minimum period of two (2) years from the time of resignation or lapse or the end of any suspension, whichever is later, after which time he/she must re-apply in accordance with Article 1, Section 3 should they desire to be a member.

Section 3

Board Hearing. Both the complainant and defendant are required to participate in the Hearing which may be held in person, or provided all parties to the Hearing consent in writing, be conducted via teleconference or videoconference. The Board or Hearing Committee may allow both defendant and complainant to have counsel attend the hearing, both being treated uniformly in that regard. Upon notification to the Hearing Committee prior to the Hearing, both the complainant and defendant shall have the right to request the names of the Hearing Committee that have been appointed to hear the charges and shall have the right to present notarized affidavits from witnesses that are unable to be present at the Hearing. Should an emergency situation arise for either the complainant or defendant they must inform the Hearing Committee immediately so the Hearing may be rescheduled. A written factual documentation of said emergency situation must then be promptly provided to the Board or Hearing Committee who will

have the sole discretion as to whether or not to accept it as a valid emergency situation. If it is determined to be a valid emergency situation, the hearing will be rescheduled within thirty (30) days. If this time frame is unacceptable to either the complainant or defendant with a documented reason acceptable in the sole discretion of the Board or Hearing Committee, an additional thirty (30) day extension may be granted. If a defendant fails to appear at the scheduled Hearing, the Board or Hearing Committee shall, absent a documented emergency reason acceptable to the Board or Hearing Committee, in their sole discretion, proceed without him/her. If a complainant fails to appear at the scheduled Hearing, absent a documented emergency reason acceptable to the Board or Hearing Committee in their sole discretion, the charges against the defendant shall be dropped and the matter will be closed. In the event the documented evidence is overwhelming then an additional attempt shall be made to schedule a hearing within thirty (30) days. Should the charges be sustained after hearing all the evidence and testimony presented by complainant and defendant, the Board or Hearing Committee may, by a majority vote of those present, reprimand, (a written reprimand directed exclusively to the member may be somewhat detailed but an official (published) reprimand should only indicate that subsequent to a Board or Hearing Committee hearing “ member (X) was officially reprimanded as a result of charges filed by member (Y)”) or suspend the defendant from all privileges of the Club, which may include, at the discretion of the Board or Hearing Committee, entry and/or participation in events held under the rules of the YTCA, for not more than twelve (12) months from the date of the Hearing Committee’s decision. If it deems that punishment insufficient, it may also recommend to the membership at the first Annual Meeting following the suspension, that the penalty be expulsion. In such cases, the suspension shall not restrict the defendant’s right to appear before his fellow members at the ensuing Club meeting which considers the recommendation of the Board or Hearing Committee. Immediately after the Board or Hearing Committee has reached a decision, its findings shall be put in written form and filed with the Secretary. The Secretary, in turn shall notify each of the parties of the decision and penalty, if any. In actions, which result in expulsion or suspension, neither the charge nor any details connected with the case should be made public. In case of expulsion the club has the right to disclose that the person is no longer a member. The final decision of the Board or committee shall become a part of the Club's Board Minutes. The Events Department of The American Kennel Club must also be notified.

Section 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 recommendation of the Board or Hearing 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. A secret ballot on the proposed expulsion requires a

2/3 vote of the members present who are in good standing and eligible to vote at the annual meeting. If expulsion is not so voted, the suspension shall stand.

ARTICLE VII Amendments

Section 1

Amendments to the Constitution, Bylaws and to the Standard for the Breed may be proposed by the Board of Directors or by a written petition addressed to the Club Secretary signed by 20% of the membership in good standing and eligible to vote. Amendments proposed by such petition shall be promptly considered by the Board of Directors. Recommendations of the Board shall be submitted by the Club Secretary to the members for a vote within a reasonable period of time commensurate with the degree of changes proposed.—

Section 2

The Constitution, 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 Secretary to each member in good standing and eligible to vote, accompanied by a ballot on which he/she may indicate his/her choice for or against the action to be taken. Dual envelope procedures described in Article IV, Section 4d shall be followed in handling ballots, to assure secrecy of the vote. The notice shall specify a date not less than thirty (30) days after the date of the mailing by which date the ballots shall be returned, at the board's option, to the Club Secretary or an independent accounting firm. The favorable vote of 2/3 of the members in good standing and eligible to vote whose valid ballots are returned within the time limit shall be required to effect any such amendment.

Section 3

No amendment to the Constitution and Bylaws 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

The Club may be dissolved at any time by the written consent of not less than 2/3 of the members in good standing and eligible to vote. 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 or 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 charitable organizations selected by the Board of Directors for the benefit of dogs.

ARTICLE IX

Order of Business

Section 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
- Minutes of the last meeting
- Report of the President
- Report of the Secretary
- Report of the Treasurer
- Reports of Committees
- Election of new members (when applicable)
- Unfinished Business
- New Business
- Adjournment

Section 2

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

- Reading of minutes of last meeting
- Report of Secretary
- Report of Treasurer
- Reports of Committees
- Unfinished Business
- Election of new members
- New Business
- Adjournment

ARTICLE X Parliamentary

Authority

Section 1

The rules contained in the current edition of Robert's Rules of Order, Newly Revised, shall govern the Club in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any other special rules of order the Club may adopt.