

Border Collie Club – United States of America

Constitution and Bylaws

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CONSTITUTION

ARTICLE I: NAME AND OBJECTIVES

Section 1: The name of the Club shall be the Border Collie Club USA, Inc., also called the “BCCUSA” and the “Club”.

Section 2: The objectives of the Club shall be:

1. to further understanding of the disease, defects, injuries and other ailments that afflict dogs in general, the Border Collie in particular, and to support efforts to identify and mitigate these issues;
2. to encourage and promote the quality of purebred Border Collies, emphasizing the breed’s natural herding ability as well as soundness;
3. to encourage the organization of independent local Border Collie events under the American Kennel Club requirements;
4. to promote the public’s knowledge and appreciation of dogs in general and Border Collies in particular;
5. to produce, publish, and distribute to the general public educational materials about the proper care, treatment, breeding, health, development and training of Border Collies;
6. to encourage and foster interest and participation in the training, exhibiting, and trialing of all Border Collies;
7. to conduct sanctioned and licensed (*pending AKC club recognition*) specialty shows and matches, herding tests and trials, obedience trials, tracking tests, and agility trials under the rules of the American Kennel Club, including all approved AKC Companion and Performance events;
8. to assist Border Collie rescue organizations in the adoption of Border Collies into suitable homes;
9. to conduct a Club that promotes good fellowship and sportsmanship as well as to provide for the pleasure and recreation of its members.

- Section 3:** BCCUSA shall not be conducted or operated for profit, and no part of any profits or remainder of residue from dues or 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 objectives.

BYLAWS

ARTICLE I: MEMBERSHIP

Section 1: **Eligibility.** Membership shall be open to all persons and local Border Collie clubs who subscribe to the objectives of this Club and are in good standing with the American Kennel Club. There shall be six (6) types of membership as described below:

- **Associate**: non-voting membership open to individuals 18 years of age or older.
- **Individual**: Regular membership shall be open to all persons 18 years of age or older. Individual memberships are allowed one (1) vote.
- **Household**: This membership is available to two adults residing in the same household. Household memberships are allowed two (2) distinct votes.
- **Junior**: Junior membership is available for individuals under 18 years of age. Junior members may not vote, hold office, nor be counted in any quorum.
- **Associate Affiliate Club**: Associate Affiliate Club membership shall be open to all local Border Collie clubs which expressly agree to abide by these Bylaws. Associate Affiliate Clubs may not vote.
- **Affiliate Club**: Affiliate Club membership shall be open to local Border Collie Clubs which are eligible to hold one or more AKC licensed events, which expressly agree to abide by these Bylaws, and which are approved by the Board of Directors. Each Affiliate Club shall be entitled to one vote.

Section 2: **Dues.** Membership dues may be changed from time to time at the discretion of the Board of Directors. Dues must be paid on or before the last day of January of each year. New members approved during the months of November and December will have their memberships honored through the next calendar year. During the month of December, the *Membership Chair* shall send an email or mailed statement to each member who has not yet paid renewal dues for the following year.

Section 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, Code of Ethics, Mission of the BCCUSA, and the rules of the American Kennel Club. The applicant shall require the sponsorship of two (2) Club members in good standing. The applicant shall submit the signed membership application and dues payment for the current year to the Chairman of the Membership Committee. The dues payment shall be refunded by the Treasurer, should an applicant's membership not be approved.

Within a reasonable time after the receipt of an application, the applicant's name shall be published electronically, either on the Club website, by email to the membership or both. Members are invited to send for consideration, directly to the Corresponding Secretary, private and confidential comments on the pending applicants, prior to their final Board approval. Applicants shall be approved or denied membership by the Board of Directors within fourteen (14) days of publication of their application. No person or club shall be denied membership without good cause. An application which has received a negative vote by the Board may be presented at the next Annual Meeting and the members may elect such applicant by secret ballot and a favorable vote of seventy-five (75%) of the members present.

Section 4: Termination of Membership. Memberships may be terminated, with no fees or moneys refunded, in the following ways:

- **By resignation:** Any member in good standing may resign from the Club upon written notice to the Membership Chair; 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.
- **By lapsing:** A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid as of February 1. In no case may a person be entitled to vote whose dues are unpaid for the current fiscal year.
- **By expulsion:** A membership may be terminated by expulsion as provided in Article VI of these Bylaws.

Section 5: Use of Club Materials. No member of the Club may incur indebtedness on the part of the Border Collie Club USA without approval of the Board. Use of the Club stationery, past or present, or logos and insignia of the BCCUSA, Inc., by any person other than current officers and members of the Board of Directors, or anyone specifically not authorized by the Board of Directors, is prohibited. Use of such stationery, which shall include official email addresses, for any purposes other than the official business of this Club is prohibited.

Section 6: Member in Good Standing. A Member in Good Standing is one whose dues payments are current and who is not currently under suspension by the BCCUSA or the AKC.

ARTICLE II: MEETINGS

Section 1: **Annual Meetings.** An annual meeting of the Club shall be held once during each fiscal year at a place, date and hour designated by the Board of Directors. Written notice of the annual meeting shall be mailed or emailed by the Corresponding Secretary to each member at least thirty (30) days prior to the date of the meeting. The quorum for such meetings shall be either forty (40) members or ten percent (10%) of the members in good standing, whichever is less.

Section 2: **Special Club Meetings.** Special Club meetings may be called by the President or by a majority vote of the members of the Board. Special Club meetings may also be called by the Corresponding Secretary, upon receipt of a petition signed by ten percent (10%) of the membership who are in good standing. Such meetings shall be held at such place, date, and hour designated by the Board. Written notice of such meeting shall be mailed or emailed by the Corresponding Secretary at least thirty (30) days and not more than sixty (60) days prior to the meeting. The notice of the meeting shall state the purpose of the meeting, and no other business may be transacted. The quorum for such meetings shall be either forty (40) members or ten percent (10%) of the members in good standing, whichever is less.

Section 3: **Board Meetings.** The first meeting of the new Board shall be held in January following its election. Other meetings of the Board of Directors shall be held at such time and place as are designated by the President or by a majority vote of the entire Board. Written notice of each such other meeting shall be mailed or emailed (to board members who have agreed in writing to receive notices by email) by the Corresponding Secretary to each member of the Board at least fourteen (14) days prior to the date of the meeting.

The quorum for a Board Meeting shall be a majority of the then Board, and meetings may occur in person, or via video conference or teleconference. Between meetings business and voting may occur by mail, by FAX, or by electronic means, including electronic mail and electronic meetings, providing that the chosen method is password protected in order to verify that users are, in fact, legal Board members. In order to ensure that Board members are receiving communications appropriately, each message sent should be responded to by the receiving Board member.

ARTICLE III: DIRECTORS AND OFFICERS

Section 1: Board of Directors. The Board shall have seven (7) members, and shall be comprised of the President, Vice-President, Recording Secretary, Corresponding Secretary, Treasurer, First Board Member at Large, and a Second Board Member at Large, who shall also serve as the AKC Delegate (*pending AKC club recognition*), all of whom shall be members in good standing, who are at least eighteen (18) years of age, and who are residents of the United States. No two members of the same household, nor first degree relatives, shall serve on the Board of Directors at the same time. The general management of the Club's affairs shall be entrusted to the Board of Directors. All members of the Board of Directors shall be elected for staggered two-year terms as provided for in Article IV and shall fulfill their positions as described in Section 2 of this Article, until their successors are elected.

Section 2: Officers. The Club's officers, consisting of the President, Vice-President, Recording Secretary, Corresponding Secretary, and Treasurer, shall serve in their respective capacities both with regard to the Club and its meetings and the Board and its meetings.

- **The President** shall preside at all meetings of the Club and of the Board, and shall have the duties and powers normally assigned to the office of President in addition to those particularly specified in these Bylaws. The President shall have the right to call meetings, appoint special committees, and coordinate officers, committees, and the Board.
- **The Vice-President** shall have the duties and exercise the powers of the President in case the President vacates the Chair or is absent for any reason. This person shall assist the President in any manner which the President deems necessary.
- **The Recording Secretary** shall keep a record of all meetings of the Board, usually referred to as the *Minutes*, maintain a file on all committee reports, keep a record of votes taken, and other matters of which a record shall be ordered by the club. The Recording Secretary shall maintain record book(s) in which the Bylaws, special rules of order, standing rules, and Minutes are entered, with any amendments to these documents properly recorded, to have the current record book(s) on hand at every meeting, to prepare prior to each meeting, an order of business for the of the presiding officer, showing in their exact order, all matters known in advance that are due to come up and – if applicable – the times for which they are set, and to carry out such other duties as are prescribed in these Bylaws. In the absence of the President and Vice President, the Recording Secretary shall call a meeting to order and preside until the immediate election by the then Board of Directors of a President Pro Tem.

- **The Corresponding Secretary** shall have the duties to send out to the membership a notice of each meeting, known as the *call* of the meeting, and to conduct the general correspondence of the organization – that is, correspondence that is not a function proper to other offices or to committees. The Corresponding Secretary shall keep the Club’s official Membership Roll, issue notices of meetings as requested by the President, shall direct the Membership Chair to notify new members of their election to membership, notify officers and Directors of their election to office, assist the Club’s Delegate with obtaining credentials, and carry out such other duties as are prescribed in these Bylaws. When the unqualified word *Secretary* is used alone, it shall refer to the Recording Secretary.
- **The Treasurer** shall be entrusted with the custody of the Club’s funds. The Treasurer should be bonded for a sum sufficient to protect the Club from loss and this sum shall be determined by the Board of Directors, as appropriate. The Treasurer cannot disperse funds except by authority of the Board or as the Bylaws prescribe. The Treasurer shall collect and receive all monies due to the Club, including membership dues, and shall report to the members of the Club, in each club newsletter, the current condition of the Club’s financial status. Monies shall be deposited in a bank approved by the Board, in the name of the Club. The books (bills, receipts, bank statements, check registers, general ledger, credit card statements) shall, at all times, be open to inspection of the Board and or Board-appointed financial advisor. A report of the condition of the Club’s finances and every item of receipt or payment not previously reported, shall be given at every meeting of the Board. The Treasurer is required to make a full financial report to the Board and the membership annually. The reports of the Treasurer shall be published in the Club newsletter.

The Club’s annual federal income tax returns shall be prepared by an outside tax professional. On a bi-annual basis, during odd numbered years, in December, an outside tax professional shall perform a financial review of the Club’s financial records and prepare a report, which shall be published to the membership in the Club newsletter. The Treasurer and the President shall be bank account signatories and shall both be bonded as described above. The Vice-President shall serve as a third person on all financial accounts, with read-only access. All expenditures of Club monies in excess of one thousand dollars (\$1,000.00) shall require two (2) signatures. Any expenditure of Club monies in excess of five thousand dollars (\$5,000.00) shall require a vote of fifteen percent (15%) of the members in good standing; ordinary expenses associated with the annual National Specialty or a Club Regional Specialty shall be excluded from this requirement.

- **Board Members At Large** shall attend board meetings, advise on board matters, assist in overseeing club operations and committees, and attend to board business as regular voting members. *Pending AKC club*

recognition, the Delegate to the American Kennel Club (AKC) shall represent the Club and its interests at the meetings of and in matters relating to the AKC and the Border Collie.

- Section 3:** **Vacancies.** Any vacancies occurring in the officers of the Board during the year shall be filled until the next election by a majority vote of all the 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 in the office of Vice-President shall be filled by the Board.
- Section 4:** **Terms of Office.** No member may remain on the Board for more than three (3) consecutive two-year terms. Serving out an unexpired term of less than one year shall not be considered as one of the three (3).
- Section 5:** **Removal.** A member of the Board may be removed from the Board for failure to attend three meetings without sufficient cause as determined by the Board, or for failure to perform the duties of the office as defined in these Bylaws.
- Section 6:** **Committee Oversight.** The Board shall have oversight of all committees, and each committee shall report to the Board, before each Board meeting, their activities and status.

ARTICLE IV: THE CLUB YEAR, VOTING, NOMINATIONS AND ELECTIONS

- Section 1:** **The Club’s fiscal and official year** shall begin on the first day of January and end on the last day of December. The elected Officers and Directors shall take office on January 1 following the election, and each retiring officer shall turn over to his/her successor in office all properties, records, passwords and the like, relating to that office, within fourteen (14) days of the new Board taking office.
- Section 2:** **Voting.** At the Annual Meeting or at a Special Meeting of the Club, voting shall be limited to those voting members in good standing who are present at the meeting. Voting by proxy shall not be permitted. From time to time, the Board of Directors may decide to poll members regarding specific questions for consideration, to discover their opinion(s) on topics or issues.
- Section 3:** **Elections.** Officers and Directors for the ensuing year shall be nominated and elected as set forth below. The Club’s Recording Secretary, First Director at Large, and Second Director at Large, shall be elected during *even* numbered years, and the Club’s President, Vice President, Corresponding Secretary, and Treasurer, shall be elected during *odd* numbered years. Each elected Board Member shall take office on January 1 following the election.
- Section 4:** **Nominations and Ballots.** The election of Officers and Directors, shall be conducted by secret ballot. If any nominee, at the closing deadline for ballots, 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 of Directors in the manner provided by Article III, Section 3. No person may be a candidate in a Club election who has not been nominated in accordance with these Bylaws.
1. **Nominating Committee.** A *Nominating Committee* shall be chosen and approved by the Board of Directors on or before *June 1* of the election year. The Committee shall consist of no less than three (3) members from different geographical areas of the U.S.A., who are members in good standing, no more than one (1) of whom may be a member of the current Board of Directors and may not be running for a seat on the Board. The Corresponding Secretary shall immediately notify the committee members of their selection. The President shall name a Chair for the Committee and it shall be such person’s duty to call a Committee Meeting.
 2. **Inspectors of Election.** The Board of Directors shall appoint “*Inspectors of Election*” on or before *July 1* of the election year. Three (3) Club members and two (2) alternates, all of whom must be in good standing, shall be

appointed to serve. The duties of the Inspectors shall be to count the ballots for the annual election. The Inspectors shall be members in good standing, who are **not** members of the current Board of Directors, candidates on the ballot, members of the *Nominating Committee*, or the currently serving Membership Chair. In any year in which the Board determines it is financially feasible, the Board may hire a balloting service to mail and receive returned ballots and/or to act as the *Inspectors of Election*, should "Voting By Mail Ballot" be utilized. In any year in which the Board determines that "Electronic Voting" should be utilized, the *Inspectors of Election* shall ensure compliance with subsection (9.) below.

3. The *Nominating Committee* shall nominate from among the eligible voting members of the Club candidates for each office and for each position on the Board of Directors and shall procure the written acceptance of each nominee so chosen. The *Committee* should consider geographical representation of the membership on the Board.
4. The *Nominating Committee* shall then submit its slate of candidates to the Corresponding Secretary on or before *August 1* of each year and the Corresponding Secretary shall publish the *Nominating Committee's* slate of candidates (name and state of residence) to the membership via email and or on the Club's website and on or before *August 10* of each year, so that additional nominations may be made by the members if they so desire.
5. Additional Nominations. Additional nominations of eligible members may be made by written petition, addressed and sent either via mail or email, to the Corresponding Secretary, to be received on or before *August 25* of each year. This written petition shall be signed by fifteen (15) voting Club members in good standing (excluding the candidate's own signature) and shall be accompanied by the written acceptance of the additional nominee, signifying his/her willingness to be a candidate. If the currently serving Corresponding Secretary is one of the additional nominees, then his or her own petition shall be sent to the President in the same manner as above.
6. If no valid additional nominations by written petition are received on or before *August 25*, the *Nominating Committee's* slate shall be considered to have been elected unanimously and no balloting or voting will be necessary.
7. When balloting and voting are necessary, each candidate nominated for elected office should prepare a biography which should include the candidate's name, primary state of residence, and information as to his or her experience and or qualifications (not to exceed 1 type written page), which may include an appropriate photo of the candidate. Each candidate shall submit the same to the Corresponding Secretary on or before *September 10*.

If one or more valid *additional nominations* are received by mail or email on or before *August 25*, as described above, the Corresponding Secretary shall, on or before midnight on *September 25*, mail or have mailed, either by way of postal mail or electronic mail, or a combination of both, to each voting Club member in good standing, a “ballot” (either paper or electronic), listing all of the nominees for each contested position in alphabetical order, with the names of the states in which they reside, and the nominee’s biography should, should allowed by the electronic voting services provider, should one have been supplied by the nominee in accordance with subsection 7 above. Nominees for uncontested positions do not need to be included on the ballot, as they shall be considered to have been elected unanimously.

8. *Voting*. *Voting electronically*: Remote electronic voting, also known as “e-voting”/“i-voting” via the internet may be utilized, in accordance with AKC guidelines. E-voting/I-voting is where the voter submits his or her vote electronically to the election authorities, from any location. The particular implementation of the internet voting system, the degree of automation, data encryption, and transmission to servers, shall be decided by the Board prior to *August 1* of each year. The particular implementation decided upon must use at least 256-bit encryption technology, with anonymous voting, and voter data, such as email addresses or other personal data, must not be shared by the e-voting services provider. Only electronic voting results, received by the Recording Secretary on or before midnight on *October 15*, shall be counted toward the election. Upon receipt of the ballots, the Recording Secretary shall check the returns against the list of voting members whose dues are paid for the current year prior, shall certify the eligibility of the voters through the e-voting provider. After certifying the eligibility of the voters, the Recording Secretary shall turn electronic voting results over to the *Inspectors of Election* for the final certification.

Voting By Mail Ballot: The ballots shall be mailed separately together with one plain envelope marked “BALLOT” and one return envelope addressed to the Recording Secretary and bearing the name of the member or household to whom it was sent. So that the ballots may remain secret, each voter, after marking their ballot, shall seal it in the envelope marked “BALLOT” which in turn shall be placed in the second envelope addressed to the Recording Secretary. Household memberships are allowed two votes and will be given two ballots and two envelopes marked “BALLOT”, both of which shall be placed inside the single envelope addressed to the Recording Secretary or the balloting service designated by the Board of Directors. Only ballots received by the Recording Secretary on or before *October 15* shall be counted toward the election. Upon receipt of the ballots, the Recording Secretary shall check the returns against the list of voting members whose dues are paid for the current year prior to opening the outer envelopes and removing the envelopes marked “BALLOT”, and shall certify the eligibility of the voters. After certifying the eligibility of the

voters, the Recording Secretary shall turn the unopened ballots envelopes over to the *Inspectors of Election* for the counting of the ballots.

The *Inspectors of Election* shall count the ballots on a date no later than October 30, and the results of the voting will be announced in the next regularly published newsletter and may also be immediately announced electronically via email or website publication. Additionally, results may be announced on the official Facebook page, as an extra means of reporting. The meeting for counting of these ballots is to be open to the inspection of all interested Club members. In the case that the Recording Secretary is running for office, the duty of verifying ballots for eligibility will pass to a Club Member who is not running for office and who is appointed by the Board.

9. Nominations cannot be made in any manner other than as provided above.
10. The nominated candidate receiving the greatest number of votes for each office shall be declared elected. In the case of a tie, the tie will be broken by “drawing lots.” This will be done by having one of the Inspectors of Election draw a name from a hat. The necessity of this event shall be announced to the membership, and a date set for the drawing of lots no later than *November 15*. The meeting to be held for the drawing of lots shall be open to all members of the Club. The candidates shall be permitted to attend to observe, or to appoint someone to represent them at the meeting.

ARTICLE V: COMMITTEES

- Section 1:** The President may appoint standing committees, approved by the Board of Directors, to advance the work of the Club in such matters as dog shows, herding tests and trials, obedience trials, tracking tests, agility trials, Club communications and membership, trophies, annual prizes, and other areas which may be well served by committees. Such 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. Each committee shall annually submit a budget to the Board of Directors for approval. Expenditures beyond those approved in the budget must be approved by the Board before those expenditures may be made.
- Section 2:** Any committee appointment may be terminated by a majority vote of the full membership of the Board for good cause upon written notice to the appointee, and the Board may appoint successors to those persons whose services have been terminated.
- Section 3:** The *Membership Chair* shall be appointed by the Board of Directors and shall be responsible for processing membership requests, presenting applicants to the membership and the Board, certifying eligibility of members for voting, and for maintaining a current master membership roster. The Membership Chair shall forward to the Treasurer a complete accounting of dues received along with all monies collected.
- Section 4:** Each committee chair shall provide a written annual report (not to exceed one page) to be made available to the Board of Directors and to the membership in the club newsletter. Each annual report shall include a summary of the committee's work in the preceding year as well as a summary of expenditures made by the committee. Additional written reports shall be provided to the Board as requested.

ARTICLE VI: DISCIPLINE

Section 1: **American Kennel Club Suspension.** Any member who is suspended from any privileges of The American Kennel Club (AKC) automatically shall be suspended from the privileges of this Club for a like period.

Section 2: **Charges.** Any Club member may prefer charges against a Club member for alleged misconduct prejudicial to the best interests of the Club or the Breed. Original written charges with specifications, in the form of a sworn and notarized Affidavit, must be filed with the President, and a duplicate copy must be filed with the Corresponding Secretary. A deposit, in the form of a cashiers' check or certified check made payable to the Club, in the amount of two hundred dollars (\$200.00), shall be enclosed in the package sent to the Corresponding Secretary, of which shall be forfeited if such charges are not sustained by the Board. The Corresponding Secretary or the President shall, within seven (7) days, send a copy of the charges to each member of the Board and or present them at the next Board meeting, whichever should first occur.

After review of the charges by the Board, the Board *shall first* consider whether the acts alleged in the charges, if proven, might constitute conduct prejudicial to the best interests of the breed or Club. If the Board determines that the charges do allege conduct which would be prejudicial to the best interests of the Club or the Breed, it *must entertain* jurisdiction. If the Board determines that the charges do not allege conduct which would be prejudicial to the best interests of the Club or the Breed, it *must refuse* to entertain jurisdiction. If the Board entertains jurisdiction of the charges, it shall set a date of a hearing by the Board not less than three (3) weeks nor more than six (6) weeks thereafter. The Corresponding Secretary or President shall, within three (3) days thereafter, send one copy of the charges to the accused member by verifiable delivery 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. The defendant should also be notified that he or she may provide a written response to the charges within a reasonable time and prior to a Board hearing on the matter. The complainant shall also be notified of the hearing date within (3) three days, and of the fact that he or she is also allowed to bring witnesses.

Section 3: **Board Hearing.** Should the Board decide to entertain jurisdiction, and a trial of the accused be held, the Board shall strive to complete both a thorough and confidential investigation into all matters. The Board shall fully endeavor to hold a fair and impartial trial on all matters and any trial should always be held in executive session, as must the introduction and consideration of all related

resolutions leading up to the trial. The Board shall have complete authority to decide whether any type of counsel may attend the hearing, but both complainant and defendant shall be treated uniformly in that regard.

If the charges are sustained, after hearing all the evidence and testimony presented by the complainant and the defendant, and after being allowed to ask questions of either or both parties, the Board may, by majority vote of board members, reprimand or suspend the defendant from all privileges of the Club for a period of time not to exceed one year from the date of the hearing. If it deems that punishment insufficient, it may also refer any matters to the AKC (*pending AKC club recognition*) for further investigation. The Board may further recommend to the membership that the penalty be expulsion. In this case, the defendant has the right to appear before his fellow members at an ensuing Club meeting which considers the Board's recommendation. Immediately after the Board's decision, its findings shall be put into written form and filed with the Recording Secretary and noted in the next publication of the Board's Meeting Minutes. The Corresponding Secretary will notify each party of the Board's decision and penalty, if any, via a verifiable delivery method, within seven (7) days of when the decision was rendered.

Section 4: **Expulsion.** Expulsion of a member from the Club may be accomplished only at the annual meeting of the Club following a Board hearing and upon the Board's recommendation as provided in Section 3 of this Article. Notice shall be given no more than 60 days but not less than thirty (30) days before the annual meeting.

The Club has a right to disclose the fact that a member has been suspended or expelled or that an officer has been removed, for the protection of the Club. Neither the Club nor any of its members has a right to make public the charge of which an officer or member has been found guilty, or to reveal any other details connected with the case and to make any of these such facts public, may constitute libel. No written communications with any bearing on the hearing will be sent to the members of the Club by any party, save the official notice sent by the Corresponding Secretary that expulsion of the member will be before the membership at a meeting, and giving the time and date of that meeting. The defendant shall have the privilege of presenting his/her case, though no new evidence shall be taken. The President shall state the charges and the Board's findings and recommendation, and shall invite the defendant, if present, to speak in his or her own behalf if he or she wishes.

The members shall then vote by secret ballot on the proposed expulsion. A two-thirds (2/3) vote of those present and voting shall be necessary for expulsion. If expulsion is not so voted, the Board's suspension shall stand.

ARTICLE VII: AMENDMENTS

- Section A.** Pursuant to the Florida Not For Profit Corporations Act, 617.0206, the power to alter, amend, or repeal the Bylaws, or adopt new Bylaws, shall be vested in the Board of Directors, until such time as the AKC has issued its final approval of the Club's Bylaws. After final AKC approval of the Club's Bylaws, the power to alter, amend, or repeal the Bylaws, or adopt new Bylaws, shall be carried out as described below and this Section A. shall be removed in its entirety.
- Section 1:** Amendments to the Constitution and Bylaws may be proposed by the Board of Directors or by written petition addressed to the Corresponding Secretary signed by twenty percent 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 members with the recommendations of the Board by the Corresponding Secretary for a vote within three (3) months of the date when the petition was received by the Corresponding Secretary.
- Section 2:** The Constitution and Bylaws may be amended at any time provided a copy of the proposed amendment has been mailed by the Corresponding Secretary to each member, who on the date of the mailing is a member in good standing, accompanied by a ballot on which a choice for or against the action to be taken shall be indicated. Dual envelope procedures described in Article IV, Section 4(d) shall be followed in handling such ballots to assure secrecy of the vote. Notice with such ballot shall specify a date not less than thirty (30) days after the date postmarked by which date the ballots must be returned to the Recording Secretary in order to be certified for counting. The favorable vote of two-thirds (2/3) of the ballots received within the time limit shall be required to effect any such amendment. The Board may choose to use a balloting service to send and receive ballots and certify the results. Or, the Board may choose to ballot electronically in accordance with AKC guidelines.
- Section 3:** No amendment to the Constitution and Bylaws that is adopted by the Club shall become effective until it has been approved by the Board of Directors of the American Kennel Club, *pending AKC club recognition*.

ARTICLE VIII: DISSOLUTION

Section 1: The Club may be dissolved at any time by the written consent of not less than two-thirds (2/3) of the 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 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 residual assets shall be turned over to one or more organizations for the benefit of dogs, which are exempt as described in Section 501(c)(3) and 501(c)(7) of the Internal Revenue Code of 1954, as amended, or to the federal, state or local government for exclusive public purposes.

ARTICLE IX

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 last meeting
- Report of President
- Report of Corresponding Secretary
- Report of Treasurer
- Reports of Committees
- Unfinished Business
- New Business
- Announcements
- Adjournment

Section 2: At meetings *of the Board of Directors*, the order of business, unless otherwise directed by a majority vote of those present, shall be as follows:

- Roll call
- Minutes of last meeting
- Report of President
- Report of Corresponding Secretary
- Report of Treasurer
- Reports of Committees
- Unfinished Business
- New Business
- Announcements
- 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 the Florida Not For Profit Corporation Act, the Bylaws, and any other special rules of order the Club may adopt.