

**CONSTITUTION AND BYLAWS
OF THE
BORDER TERRIER CLUB OF SOUTHERN CALIFORNIA**

ARTICLE I - Name and Objectives

SECTION 1. The name of the club shall be The Border Terrier Club Southern California.

SECTION 2. The objectives of the club shall be:

- (a) to encourage and promote quality in the breeding of purebred Border Terriers and to do all possible to bring their natural qualities to perfection;
- (b) 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 Border Terriers shall be judged;
- (c) to do all in its power to protect and advance the interests of the breed by encouraging sportsmanlike competition at all events under the rules and regulations of The American Kennel Club for which the club is eligible;
- (d) to conduct and support events under the rules and regulations of The American Kennel Club for which the club is eligible;
- (e) to promote the training of purebred dogs;
- (f) to disseminate knowledge regarding agility, earthdog, obedience and tracking training;
- (g) to conduct classes for the training of dogs and their handlers;
- (h) encourage the training of judges.

SECTION 3. 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 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: There shall be four types of membership open to all persons who are in good standing with The American Kennel Club and who subscribe to the purposes of this club.

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| Single Membership: | Open to persons 18 years of age or older. Enjoys all club privileges including the right to vote and hold office. |
| Household Membership: | Open to persons 18 years of age or older. Two (2) adult members residing in the same household, each eligible to vote and hold office. |
| Junior Membership: | Open to children under 18 years of age; a non-voting/non-office holding membership. |
| Associate Membership: | Open to persons 18 years of age or older. Entitled to all club privileges except voting and office holding (offered to individuals who live outside of the club's area; also offered to individuals who live in the club's area but are not active). |

While membership is to be unrestricted as to residence, the club's primary purpose is to be representative of the breeders and exhibitors of Border Terriers in its immediate area.

SECTION 2. Dues: Membership dues shall be determined by the Board of Directors and payable on the first day of June each year. No member may vote whose dues are not paid for the current year. During the month of April the Treasurer shall send each member a statement of dues for the ensuing year.

New members who send in an application and dues payment after March 1 will not be sent a statement of dues in April of that year.

SECTION 3. Election to Membership: Each applicant shall apply on a form as approved by the board of directors and which shall provide that the applicant agrees to abide by these constitution and bylaws and the rules of The American Kennel Club. The application shall state the name and address of the applicant and it shall carry the endorsement of two members in good standing. Accompanying the application, the prospective member shall submit dues payment for the current year.

All applications are to be filed with the Membership Chair and each application is to be published in the first newsletter of the club following its receipt. Applications may be elected at any meeting of the board of directors following the publication of the application. Affirmative votes of 2/3 of the directors shall be required to elect an applicant.

Applicants for membership who have been rejected by the club may not reapply within six months after such rejection.

SECTION 4. Termination of Membership: Membership may be terminated by:

- (a) Resignation: Any member in good standing may resign from the club upon written notice to the Secretary; but no member may resign when in debt to the club. Dues obligations are considered a debt to the club and they are incurred on the first day of each fiscal year.
- (b) Lapsing: A membership will be considered lapsed and automatically terminated if such member's dues remain unpaid 90 days after the first day of the fiscal year; however, the board may grant an additional 90 days of grace to such delinquent members in meritorious cases. In no case may a person be entitled to vote at any club meeting whose dues are unpaid as of the date of the meeting.
- (c) Expulsion: A membership may be terminated by expulsion as provided in Article VI of these bylaws.

SECTION 5. Honorary Membership: Honorary membership may be granted to certain individuals who have contributed to the growth and development of the club. These Honorary Members shall have no voting power.

ARTICLE II - Meetings and Voting

SECTION 1. Club Meetings: Meetings of the club shall be held no less than six (6) times per year in the greater Ontario, California area, at such hour and place as may be designated by the board of directors. Written notice of such meeting can be noticed in the preceding monthly newsletter, or mailed by the Secretary at least 10 days prior to the date of the meeting. All meeting notices via

newsletter (to include time, date and address) must be clearly indicated on the front page of the newsletter. The quorum for such meetings shall be 20% of the members in good standing. An annual meeting shall be held in the month of May. In the absence of a 20% quorum, club business can not be ratified.

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 who are present and voting at any regular or special meeting of the board; and shall be called by the Secretary upon receipt of a petition signed by five members of the club who are in good standing. Such special meetings shall be held in the greater Ontario, California area, at such place, date and hour as may be designated by the board. Written notice of such meeting can be noticed in the preceding monthly newsletter or mailed by the Secretary at least 10 days prior to the date of the meeting. All meeting notices via newsletter (to include time, date and address) must be clearly indicated on the front page of the newsletter. The quorum for such meetings shall be 20% of the members in good standing. In the absence of a 20% quorum, club business can not be ratified.

SECTION 3. Board Meetings: Meetings of the board of directors shall be held no less that six (6) times per year in the greater Ontario, California area, **or via telephone conference call or via video conference** at such hour and place as are designated by the President or by the board. Written notice of each such meeting shall be mailed by the Secretary to each member of the board at least five days prior to the date of the meeting. The quorum for such a meeting shall be a majority of the board.

SECTION 4. Special Board Meetings: Special meetings of the board may be called by the President; and shall be called by the secretary upon receipt of a written request signed by at least three members of the board. Such special meetings shall be held in the greater Ontario, California area, at such place, date and hour as may be designated by the person authorized to call such a meeting. Written notice of such meeting shall be mailed by the Secretary at least five days and not more that 10 days prior to the date of the meeting. Any such notice shall state the purpose of the meeting and no other business shall be transacted thereat. The quorum for such meeting shall be a majority of the board.

SECTION 5. Voting: Each member, except Junior, **Associate** and honorary members, in good standing whose dues are paid for the current year shall be entitled to one vote at any meeting of the club which the member is present. Proxy voting will not be permitted at any club meeting or election.

ARTICLE III - Directors and Officers

SECTION 1. Board of Directors: The board shall be comprised of the officers and 3 Members-At-Large, all of whom shall be members in good standing, excluding Junior and Honorary members, and all of whom shall be elected for one-year terms at the club's annual meeting as provided in Article IV and shall serve until their successors are elected. **No members of an immediate family or members living in the same household shall serve on the board simultaneously. Immediate family includes: husband, wife, father, mother, son, daughter, brother, sister, father-in-law, mother-in-law, son-in-law, daughter-in-law, brother-in-law and sister-in-law.** 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 power normally appurtenant to the office of President in addition to those particularly specified in these bylaws. The President shall be responsible for assuring that club meetings are conducted in accordance with the current edition of “Roberts Rules of Order”.
- (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 Secretary shall keep a record of all meetings of the club and of the board and of all matters of which a record shall be ordered by the club; have charge of the correspondence, notify members of meetings, notify new members of their election to office, keep a roll of the members of the club with their addresses, and carry out such duties as are prescribed in these bylaws.
- (d) The Treasurer shall collect and receive all monies due or belonging to the club. Monies shall be deposited in a bank designated by the board, in the name of the club. The books shall at all times be open to inspection by the board and a report shall be given at every meeting on the condition of the club’s finances and every item of receipt or payment not before reported; and at the annual meeting an accounting shall be rendered of all monies received and expended during the previous fiscal year. The Treasurer shall act as membership chairperson, including responsibility for the club roster booklet.

SECTION 3. Vacancies: Any vacancies occurring on the board or among the offices during the year shall be filled until the next annual election by a majority vote of all the then members of the board at its first regular meeting following the creation of such vacancy, or at a special board meeting called for that purpose; 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.

ARTICLE IV - The Club Year, Annual Meeting and Elections

SECTION 1. Club Year: The club’s fiscal year shall begin on the first day of June and end on the last day of May.

The clubs official year shall begin immediately at the conclusion of the election at the annual meeting and shall continue through the election at the next annual meeting.

SECTION 2. Annual Meeting: The annual meeting shall be held in the month of May, at which officers and directors for the ensuing year shall be elected in accordance with Section 4 of this Article. They shall take office immediately upon the conclusion of the election and each retiring officer shall turn over to the successor in office all properties and records relating to that office within 30 days after the election.

SECTION 3. Elections: The nominated candidates receiving the greatest number of votes for each office shall be declared elected. The nominated candidates for other positions on the board who receive the greatest number of votes for such positions shall be declared elected.

SECTION 4. Nominations: No person may be a candidate in a club election who has not been nominated. During the month of February, the board shall select a Nomination Committee consisting of three members, not more than one of whom shall be a member of the board. The Secretary shall immediately notify the committee members of their selection. The board shall name a chairman for the committee. The Nominating Committee must conduct its business in person by March 1, and business cannot be conducted by mail or e-mail.

- (a) The committee shall nominate one candidate for each office and position on the board and, after securing the consent of each person so nominated, shall immediately report their nominations to the Secretary in writing.
- (b) Upon receipt of the Nominating Committee's report, the Secretary shall at least two weeks before the April meeting, notify each member in writing of the candidates so nominated.
- (c) Additional nominations may be made at the April meeting by any member in attendance, provided that the person so nominated does not decline when their name is proposed, and provided further that if the proposed candidate is not in attendance at this meeting, the person making the proposal shall present to the Secretary a written statement from the proposed candidate signifying willingness to be a candidate. No person may be a candidate for more than one position. If no additional valid nominations are made the Nomination Committee's slate shall be declared elected at the annual meeting in May and no balloting will be required.
- (d) Nominations can not be made at the annual meeting or in any manner other than as provided in this Section.

ARTICLE V - Committees

SECTION 1. The board may each year appoint standing committees to advance the work of the club in such matters as confirmation, performance and education. 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.

SECTION 2. Any committee appointment may be terminated by a majority vote of the full membership of the board upon written notice to the appointee; and the board may appoint successors to those persons whose services have been terminated.

ARTICLE VI - Discipline

SECTION 1. American Kennel Club Suspension: Any member who is suspended from the privileges of The American Kennel Club shall automatically be suspended from the privileges of this club for a like period.

SECTION 2. Charges: Any member may prefer charges against a member for alleged misconduct prejudicial to the best interests of the club. Written charges with specification must be filed in duplicate with the Secretary together with a deposit of \$10.00, which shall be forfeited if such charges are not sustained by the board following a hearing. The Secretary shall promptly send a copy of the charges to each member of the board or present them at a board meeting, and 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. If the board considers that the charges do not allege conduct which

would be prejudicial to the best interests of the club, it may refuse to entertain jurisdiction. If the board entertains jurisdiction of the charges, it shall fix a date for a hearing by the board not less than three weeks nor more than six weeks thereafter. The Secretary shall promptly send one copy of the charges to the accused member by registered mail together with a notice of the hearing and an assurance that the defendant may personally appear in the defendant's own defense and bring witnesses if the defendant wishes.

SECTION 3. Board Hearing: The board shall have complete authority to decide whether counsel may attend the hearing, but both complainant and defendant shall be treated uniformly in that regard. Should the charges be sustained after hearing all the evidence and testimony presented by complainant and defendant, the board may by a majority vote of those present, reprimand or suspend the defendant from all privileges of the club for not more than six months from the date of the hearing. And if it deems that punishment insufficient, it may also recommend to the membership that the penalty be expulsion. In such case, the suspension shall not restrict the defendant's right to appear before the members at the ensuing club meeting which considers the board's recommendation. Immediately after the board has reached a decision, its findings shall be put in written form and filed with the Secretary. The Secretary, in turn, shall then notify each of the parties of the board's decision and penalty, if any.

SECTION 4. Expulsion: Expulsion of a member from the club may be accomplished only at a meeting of the club following a board hearing and upon the board's recommendation as provided in Section 3 of this Article. Such proceedings may occur at a regular or special meeting of the club to be held within 60 days but not earlier than 30 days after the date of the board's recommendation of expulsion. The defendant shall have the privilege of appearing in the defendant's own behalf, though no evidence shall be taken at this meeting. The President shall read the charges and the board's findings and recommendation, and shall invite the defendant, if present, to speak in the defendant's own behalf if the defendant wishes. The members shall then vote by secret ballot on the proposed expulsion. A 2/3 vote of those present and voting at the meeting shall be necessary for expulsion. If expulsion is not so voted, the board's suspension shall stand.

ARTICLE VII - Amendments

SECTION 1. Amendments to the constitution and bylaws may be proposed by the board of directors or by written petition addressed to the Secretary signed by 20% of the membership in good standing. Amendments proposed by such petition shall be promptly considered by the board of directors and must be submitted to the members with the recommendations of the board by the Secretary for a vote within three months of the date when the petition was received by the secretary.

SECTION 2. The constitution and bylaws may be amended by a 2/3 vote by secret ballot of the members present and voting at any regular or special meeting called for the purpose, provided the proposed amendments have been included in the notice of the meeting and mailed to each member at least two weeks prior to the date of the meeting.

ARTICLE VIII - Dissolution

SECTION 1. The club may be dissolved at any time by the written consent of not less than 2/3rds of the membership in good standing. 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 member 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 X - Order of Business

SECTION 1. At the meetings of the club, the order of business, so far as the character and nature of the meeting permit, shall be as follows:

- Sign in of attendees
- Minutes of last meeting
- Report of President
- Report of Secretary
- Report of Treasurer
- Reports of committees
- Election of officers and board (at annual meeting)
- Election of new members
- Unfinished business
- New business
- Adjournment

SECTION 2. At special club meetings, the order of business shall be the stated purpose of the meeting and no other business shall be transacted as specified in Article II section 2.

SECTION 3. At meetings of the board, the order of business, unless otherwise directed by majority vote of those present, shall be as follows:

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

SECTION 4. At special board meetings, the order of business shall be the stated purpose of the meeting and no other business shall be transacted as specified in Article II Section 4.

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.