

CONSTITUTION AND BY-LAWS

ARTICLE I

Name and Objectives

SECTION 1. The name of the Club shall be **PIEDMONT COLLIE CLUB, INC**

SECTION 2. The objectives of the Club shall be:

- (a) to encourage and promote the selective breeding and exhibition of pure-bred Collies 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 the Collie shall be judged;
- (c) to do all in its power to protect and advance the interest of the Collie and to encourage sportsman-like competition at dog shows, obedience trials, and all other dog functions;
- (d) to conduct sanctioned matches and dog shows under the rules of the American Kennel Club;
- (e) to promote education among its members and the general public.

SECTION 3. The Club shall not be 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 by-laws as may be required to carry out these objectives.

BY-LAWS

ARTICLE I

Membership

SECTION 1. Eligibility. There shall be one type 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.

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

SECTION 2. Dues. Membership dues shall be: Individual - \$20.00 per year and Family - \$25.00 per year, payable on or before the first day of

January of each year. No member may vote whose dues are not paid for the current year. During the month of November, the Treasurer shall send to each member a statement of his or her dues for the ensuing year.

SECTION 3. Election to Membership. Each applicant for membership shall apply on a form as approved by the Board of Directors and shall provide that the applicant agrees to abide by the Club's constitution and by-laws, and the rules of The American Kennel Club. The application shall state the name and address of the applicant and shall contain such other information as deemed applicable by the Board. It shall also carry the endorsement of two members (members who pay joint dues may serve as one sponsor) and shall be approved by the Board of Directors and a vote of the general membership. Once the application is approved, the prospective member shall submit dues payment for the current year.

All applications are to be filed with the Secretary, and each application is to be read at the first meeting of the Club following its receipt. Applicants must attend two club functions. Then, the application will be voted upon and affirmative votes of 3/4 of the members present and voting at that meeting shall be required to elect the applicant. Applicants for membership who have been rejected by the Club may not re-apply within 6 months of such rejection.

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 Secretary; but no member may resign when in debt to the Club. Dues obligations are considered a debt to the club and are due on the first day of each fiscal year.
- (b) by 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 annual dues are unpaid as of the date of that meeting.
- (c) by expulsion. A membership may be terminated by expulsion as provided in Article VI of these by-laws.

ARTICLE II

Meetings and Voting

SECTION 1. Club Meetings. Meetings of the Club shall be held in the greater

Asheboro, NC area or within the Clubs service area the first Saturday of every month or on an alternate date at such hour and place as may be designated by the Board of Directors.

Written notice of each meeting shall be mailed by the Secretary at least 10 days prior to the date of the meeting. The quorum for such meetings shall be 20% of the members in good standing.

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 and shall be called by the Secretary upon receipt of a petition signed by 5 members (in good standing) of the Club. Special meetings shall be held in the Club's service area at such place, date and hour designated by the person or persons authorized herein to call such meetings. Written notice of such meetings shall be mailed by the Secretary at least 5 days and not more than 15 days prior to the date of the meeting and shall state the purpose of the meeting. No other Club business shall be transacted. The quorum for such a meeting shall be 20% of the members in good standing.

SECTION 3. Board Meetings. Meetings of the Board of Directors shall be held in greater Asheboro, NC or within the Club's service area immediately preceding the regular business meeting. Written notice of such meetings shall be mailed by the Secretary at least 5 days prior to the meeting date. The quorum for such a meeting shall be the majority of the Board.

SECTION 4. Special Board Meetings. Special meetings of the Board of Directors may be called by the President or may be called by the Secretary upon receipt of a written request by at least 3 members of the board. Such special meetings shall be held in the Club's service area at such place, date and hour as designated by the person or persons authorized herein to call such a meeting. Written notice of such meetings shall be mailed by the Secretary at least 5 days and not more than 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. A quorum for such meetings shall be a majority of the Board.

SECTION 5. Voting. Each member in good standing whose dues are paid for the current year shall be entitled to one vote at any meeting of the Club at which he 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 President, Vice-President, Recording Secretary, Corresponding Secretary, Treasurer and 3 other persons, 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. General management of the Club's affairs shall be entrusted to the Board of Directors.

SECTION 2. Officers. The Club's officers 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 particularly specified in these by-laws.
- (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. The Vice-President is also responsible for the Club's educational activities.
- (c) The Recording 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.
- (d) The Corresponding Secretary 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, keep a roll of the members of the Club with their addresses and carry out such duties as are prescribed in these by-laws.
- (e) The Treasurer shall collect and receive all monies due or belonging to the Club. He or she shall deposit the same in a bank, designated by the Board, in the name of the Club. His or her books shall be at all times open to inspection of the Board, and he or 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. At all annual meetings he or she shall render an account of all monies received and expended during the previous fiscal year.

SECTION 3. Vacancies. Any vacancies occurring on the Board or among the officers during the year shall be filled until the next annual election by a majority vote of all the 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, Elections

- SECTION 1. Club Year. The Club's fiscal year shall begin on the first day of January and end on the thirty first day of December.
- SECTION 2. Annual Meeting. The annual meeting shall be held in the month of December at which Officers and Directors for the ensuing year shall be elected by secret, written ballot from among those nominated in accordance with Section 4 of this Article. They shall take office in January, and each retiring officer shall turn over to his or her 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 the 3 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 October, the Board shall select a Nominating Committee consisting of 3 members and 2 alternates, not more than one of whom shall be a member of the Board. The Secretary shall immediately notify the committee and alternates of their selection. The Board shall name a Chairperson for the committee, and it shall be his or her duty to call a committee meeting which shall be held on or before November 1.
- (a) The Committee shall nominate one candidate for each office and two candidates for the 3 other positions on the Board, and after securing the consent of each person nominated, shall immediately report their nominations to the Corresponding Secretary in writing.
 - (b) Upon receipt of the Nominating Committee's report, the Secretary shall, before November, notify each member in writing of the candidates so nominated.
 - (c) Additional nominations may be made at the November meeting by any member in attendance provided that the person nominated accepts when his name is proposed, and provided further that if the proposed candidate is not in attendance at this meeting, his or her proposer shall present to the Secretary a written statement from the proposed candidate signifying his or her willingness to be a candidate.
 - (d) No person may be a candidate for more than one position, and the additional nominations which are provided for herein may be made only from among those members who have not accepted a nomination of the Nominating Committee.

ARTICLE V

Committees

- SECTION 1. The Board may each year appoint standing committees to advance the work of the Club in such matters as shows, trophies, annual awards, ways and means and other fields 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.
- 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 automatically shall be suspended from the privileges of this Club for a like period.
- SECTION 2. Charges. Any member may prefer charges against another member for alleged misconduct prejudicial to the best interests of the Club or the Collie. Written charges with specifications must be filed in duplicate with the Corresponding Secretary together with a deposit of \$10 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 or the Collie. If the Board entertains jurisdiction of the charges, it shall fix a date for a hearing by the Board not less than 3 weeks or more than 6 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 his own defense and bring witnesses if he or she 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 Board members present, suspend the defendant from all privileges of the Club for not more than 6 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. This does not restrict the defendant's right to appear before his or her fellow 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 Corresponding Secretary. The Secretary, in turn, shall notify each of the parties of the Board's decision.

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. The defendant shall have the privilege of appearing in his or her own behalf. The President shall read the charges and the Board's findings and recommendations 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, written 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 by-laws may be proposed by the Board of Directors or by written petition addressed to the Corresponding Secretary and signed by 20% of the membership in good standing. Amendments proposed by such petition shall be promptly considered by the Board and must be submitted to the members, with recommendations of the Board, by the Corresponding Secretary for a vote within 3 months of the date when the petition was received by the Secretary.

SECTION 2. The constitution and by-laws may be amended by a 2/3 vote 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 2 weeks prior to the date of the meeting.

ARTICLE VIII

Dissolution

SECTION 1. Dissolution. The Club may be dissolved at any time by the written consent of not less than 2/3 of the members. In the event of the dissolution of the Club, whether voluntary or involuntary or by operation of law, none of the property of the Club nor any proceeds nor any assets shall be distributed to any members of the Club, but after payment of the debts of the Club, its property and assets shall be given to a charitable organization for the benefit of dogs selected by the Board.

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 last meeting
Report of the President
Report of the Recording Secretary
Report of the Treasurer
Report of the Corresponding Secretary
Report of Committees
Election of Officers and Board (at annual meeting)
Election of new members*
Unfinished business
New Business
Adjournment

(* This should come after the election of Officers and the Board if taken up at an annual meeting.)

SECTION 2. 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 the last meeting
Report of the Recording Secretary
Report of the Treasurer
Report of the Corresponding Secretary
Report of Committees
Unfinished business
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.