

CONSTITUTION AND BYLAWS OF THE CARDIGAN WELSH CORGI CLUB OF THE WESTERN RESERVE

CONSTITUTION

ARTICLE I

Name and Objects

SECTION 1. Name: The name of the Club shall be Cardigan Welsh Corgi Club of the Western Reserve (CWCCWR)

SECTION 2. Objects: The objects of the Club shall be:

- (a) to encourage and promote the quality in the breeding of purebred Cardigan Welsh Corgis and to do all possible to bring the natural qualities to perfection;
- (b) to urge members, breeder, and pet owner to accept the standard of the breed as approved by the American Kennel Club as the only standard of excellence by which Cardigan Welsh Corgis shall be judged;
- (c) to do all in its power to protect and advance the interests of the breed by encouraging sportsmanlike competition at dog shows, obedience trials, tracking test, agility trials and herding trials;
- (d) to conduct sanctioned matches and licensed specialty shows, obedience trials, tracking tests, agility trials, herding trials and any other event for which the club is eligible under the rules of the American Kennel Club.

SECTION 3. Not-For-Profit: 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 in any member or individual.

SECTION 4. Bylaws: 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 objects

CARDIGAN WELSH CORGI CLUB OF THE WESTERN RESERVE

BYLAWS

ARTICLE I

Membership

SECTION 1. Eligibility: There shall be four (4) types of memberships open to all persons who are in good standing with the American Kennel Club and who subscribe to the purposes of this Club.

- (a) **Regular Memberships** - Open to persons 18 years of age and older. Regular members enjoy all the privileges of the Club including voting and holding office.
- (b) **Associate Membership** - Open to persons 18 years of age and older at a reduced membership rate. Associate members enjoy all the privileges of the Club except they cannot vote or hold office. Associate membership is open to those persons who wish to support the Club but cannot regularly attend Club meetings. Associate members are not counted in determining a quorum.
- (c) **Junior Membership** - Open to persons under 18 years of age. Junior members cannot vote or hold office. They may convert to regular membership upon reaching their 18th birthday.
- (d) **Household** - Two (2) adult members residing in the same household, each eligible to vote and hold office.

While membership is to be unrestricted as to residence, the Club's primary purpose is to be representative of the breeders, exhibitors, and pet owners of Cardigan Welsh Corgis in Ohio's Western Reserve.

SECTION 2: Dues: Annual membership dues shall be determined by the Board of Directors. If the Board should change the amount of dues, notice must be sent to the entire membership 30 days prior to the dues notice. The Treasurer shall send a bill for membership dues by July 15, payable on or before August 31. A final dues notice will be sent out by September 15. Any dues not paid by October 30 shall cause membership to lapse. No voting member may vote whose dues are not paid for the current year. Dues payment includes a subscription to all club official publications.

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 these Bylaws and the rules of the American Kennel Club. The application shall state the name and address of the applicant and contain any other pertinent information deemed necessary by the Board. It shall carry the endorsement of two members in good standing. Accompanying the application, the prospective member shall submit the dues for the current year.

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All applications are to be filed with the Secretary and each application is to be read at the first meeting of the Board following its receipt. At the next Board meeting the applications will be voted upon and an affirmative vote of not less than 2/3 of the Directors present at a meeting of the Board shall be required to elect an applicant. Applicants who have been rejected by the Board may be presented to the membership for a vote. A 2/3 affirmative vote of the membership present and voting by secret ballot at that meeting shall be required to elect the applicant into membership. Applicants for membership who have been rejected by the Club may not reapply within six months after such rejection.

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

- (a) **By Resignation:** Any members 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. Due's obligations are considered a debt to the Club, and they become incurred on the first day of each fiscal year.
- (b) **By Lapsing:** A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid 60 days after the first day of the fiscal year. In no case may a person be entitled to vote at any Club meeting whose dues are unpaid as of the date of that meeting.
- (c) **By Expulsion:** A membership may be terminated by expulsion as provided in **Article VI** of these Bylaws.

ARTICLE II

Meetings and Voting

SECTION 1. Club Meetings: Meetings of the Club shall be held within the greater Western Reserve area, at least six (6) times a year, at such hour and place as may be designated by the Board of Directors. Written notice of each such 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 voting 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 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 voting members of the Club who are in good standing. Such special meetings shall be held within the greater Western Reserve area at such place, date and hour as may be designated by the person or persons authorized herein to call such meetings. Written notice of such a meeting shall be mailed by the Secretary at least 5 days and not more than 15 days prior to the date of the meeting and said notice shall state the purpose of the meeting and no other Club business may be transacted. The quorum for such a meeting shall be 20% of the voting members in good standing.

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SECTION 3. Board Meetings: Meetings of the Board of Directors shall be held within the greater Western Reserve area, at least six (6) times a year, at such date, hour and place as may be designated by the Board. Written notice of each such meeting shall be mailed by the Secretary at least 5 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 within the greater Western Reserve area at such date, place and hour as may be designated by the person authorized herein to call such meeting. Written notice of such meeting 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 a meeting shall be a majority of the Board.

SECTION 5. Voting: Each Regular 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 compromised of a President, Vice President, Secretary, Treasurer and three (3) other persons all of whom shall be members in good standing and all of whom shall be elected for a two year term 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, 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 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.

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- (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; 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 other duties as are prescribed by these Bylaws
- (d) The Treasurer shall collect and receive all moneys due or belonging to the Club. Moneys shall be in a bank designated by the Board, in the name of the Club. The books shall at all times be open to inspection of the Board and a report shall be given at every meeting of 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 render of all moneys received and expensed during the previous fiscal year. The Treasurer shall be bonded in such amount as may be determined by the Board of Directors. The expense of bonding the Treasurer shall be borne by the Club.
- (e) The offices of Secretary and Treasurer may be held by the same person in which case the Board shall be compromised of the officers and four persons.

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 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 purposes; 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. Any officer or director who is absent from four consecutive meetings without justice cause, as determined by the Board, may result in a recommendation of dismissal.

ARTICLE IV

The Club Year, Annual Meeting, Elections

SECTION 1. Club Year: The Club's fiscal year shall begin on September 1 and end August 31. The Club's 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 August at which Officers and Directors for the ensuing year shall be elected by secret ballot from among those nominated in accordance with Section 4 of this Article. They shall take office immediately upon conclusion of the election and each retiring officer shall turn over to his successor in office all properties and records relating to that office within 30 days after the election.

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SECTION 3. Elections: The nominated candidate 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 position shall be declared elected.

SECTION 4. Nominations: No person may be a candidate in Club election who has not been nominated. During the month of April, the Board shall select a Nominating Committee consisting of three (3) members and two (2) alternates, not more than one (1) of whom may be a member of the Board. The Secretary shall immediately notify the committeemen and alternates of their selection. The Board shall name a Chairman for the Committee and it shall be such person's duty to call a committee meeting which shall be held on or before June 1.

- (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 before June 15th notify each member in writing of the candidates so nominated.
- (c) Additional nominations may be made at the July meeting by any member in attendance provided that the person so nominated does not decline when his name is proposed, and provided further that if the proposed candidate is not in attendance at this meeting, his prosher shall present to the Secretary a written statement from the proposed candidate signifying his willingness to be a candidate. 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.
- (d) Nominations cannot 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 specialty shows, obedience trials, trophies, annual prizes, membership and other fields which may well be serviced 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.

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ARTICLE VI

Discipline

SECTION 1. Suspension: Any member who is suspended from any privileges of the American Kennel Club or the Cardigan Welsh Corgi Club of America automatically shall be suspended from all privileges of this club of a like period.

SECTION 2. Charges: Any members may prefer charges against a member for alleged misconduct prejudicial to the best interests of the Club or the breed. Written charges with specifications must be filed in duplicate with the Secretary together with a deposit of \$25 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 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 breed. If the Board considers that the charges do not allege conduct which would be prejudicial to the best interests of the club or the breed, it may refuse to entertain jurisdiction. If the Board entertains jurisdiction of the charges, it shall fix a date of a hearing by the Board not less than 3 weeks nor 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 wishes.

SECTION 3. Board Hearings: 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 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 his 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 Secretary. The Secretary, in turn, shall 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 his own behalf, though no evidence shall be taken at this meeting. The President shall read the charges and the Board's findings and recommendations, and shall invite the defendant, if present, to speak in his own behalf if he wishes. The meeting 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.

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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 voting 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 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 of the voting 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. 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, 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 property and assets shall be given to a charitable organization for the benefit of dogs selected by the Board of Directors.

ARTICLE IX

Order of 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 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

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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 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