

COLONIAL SHETLAND SHEEPDOG CLUB, INC.
CONSTITUTION and BY-LAWS
(Amended & Approved February 3, 2002)

Constitution

ARTICLE I

Name and Objective

Section 1. The name of the club shall be the Colonial Shetland Sheepdog Club, Inc.

Section 2. The objectives of the club shall be:

- a) to encourage and promote the breeding of purebred Shetland Sheepdogs and to do all possible to bring their 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 Shetland Sheepdogs 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, agility trials, herding trials and tracking tests;
- d) to conduct sanctioned matches, licensed specialty shows, obedience trials, agility trials, herding trials and tracking tests under the rules of the American Kennel Club.

Section 3. The club shall not be conducted or operated for profit and no part of any profits or remainder or residue from dues or donations to the club 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 and Dues

Section 1. Eligibility: There shall be 3 types of membership open to individuals who are in good standing with the American Kennel Club and who subscribe to the purposes of this club. Regular and Family (Household) membership shall be open to all individuals 18 years of age or older-both types can hold office and vote. (2 votes per family/household membership are allowed.) Junior membership is open to all individuals between the ages of 10 and 17, not entitled to vote or hold office.

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

Section 2. Dues: An initiation fee to be determined by the board shall be charged to all new members for the first year of membership, with the following exception: Junior members sponsored by adult members in good standing shall pay no initiation fee.

- a) Membership dues shall be determined by the Board of Directors.
- b) Dues shall be payable on or before the first day of September of each year. Dues and initiation fee accompanying the application of any person joining the club on or after May 1st of any year shall entitle him to membership through the following year. No member may vote whose dues are not paid for the current year. During the month of August the Treasurer shall send to each member a statement of dues for the ensuing year.
- c) For junior members, adult or regular membership is granted upon reaching the age of 18 and being in good standing with the club. Increased dues shall not be levied until the first of September following the member's 18th birthday.

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 and bylaws and the rules of The American Kennel Club. The application shall state the name, address, and occupation of the applicant and it shall carry the endorsement of two members in good standing. Accompanying the application, the prospective member shall submit the dues payment for the current year.

All applications are to be filed with the Corresponding Secretary and each application is to be read at the first meeting of the club following its receipt. At the next club meeting the application will be voted upon and affirmative votes of 2/3 of the members present and voting by secret ballot at that meeting shall be required to elect the 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:

- a) **By resignation:** Any member in good standing may resign from the club upon written notice to the Corresponding Secretary; 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.
- b) **By lapsing:** A member shall be considered lapsed and automatically terminated if such member's dues remain unpaid 90 days after the beginning 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 if his dues are unpaid as of the date of that meeting.
- c) **By expulsion:** A member may be terminated by expulsion as provided in Article VII of this Constitution and By-Laws.

ARTICLE II

Meeting and Voting

Section 1. Club meetings: Meetings of the club shall be held every other month beginning with the annual meeting in June. The meetings shall be held within the greater Worcester area at such hour and place as may be designated by the board of directors. Written notice of such meeting shall be mailed by the Corresponding Secretary at least 10 days prior to the date of the meeting. The quorum for such meetings shall be 20 percent 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 who are present and voting at any regular of special meeting of the board; and shall be called by the Corresponding 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 or within the Greater Worcester 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 Corresponding Secretary at least five days and not more than fifteen days prior to the date of the meeting. Said notice shall state the purpose of the meeting, and no other Club business may be transacted thereat. The quorum for such meeting shall be 20 percent of the members in good standing.

Section 3. Board Meetings: Meetings of the board of directors shall be held every other month in or within the Greater Worcester area at such hour and place as may be designated by the board. Written notice of each meeting shall be mailed by the Corresponding Secretary 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 meeting of the board may be called by the President or by the Corresponding Secretary upon receipt of a written request signed by at least three (3) members of the Board. Such special meetings shall be held in or within the Greater Worcester area at such hour and place as may be designated by the person

authorized herein to call such meeting. Notice of such meeting shall be mailed by the Corresponding Secretary at least five days and not more than ten 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. A quorum for such a meeting 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 of Directors shall be composed of the officers and six members-at-large; all of whom shall be members in good standing and all of whom shall be 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, consisting of the President, Vice president, Corresponding Secretary, Recording 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 powers and exercise the duties of the President in case of the President's death, absence or incapacity.

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; and shall keep a record of attendance, and shall carry out such other duties as prescribed in these bylaws. Such record shall be kept in numbered, bound volumes, prepared for such purpose.

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 to office, keep a roll of the members of the club with their addresses, and carry out such other duties as are prescribed in these bylaws.

e) **The Treasurer** shall collect and receive all moneys due or belonging to the club. Moneys 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 moneys received and expended during the previous fiscal year. The Treasurer

shall be bonded in such amount as the board of directors shall determine.

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 a 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 the Vice President shall be filled by the board.

ARTICLE IV

The Club Year, Annual Meetings, Elections

Section 1. **Club Year:** The club's fiscal year shall begin on the first day of September and end on the last day of August.

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 June on a date following the Colonial Shetland Sheepdog Club Specialty Show, at which time Directors and Officers 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 the successor in office all properties and records relating to that office within 30 days after the election.

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 positions shall be declared elected.

Section 4. **Nominations:** No person may be a candidate in a club election who has not been nominated. By February 1st, the board shall select a Nominating Committee consisting of three members and two alternates, not more than one of whom may be a member of the board. The Corresponding Secretary shall immediately notify the committeemen and alternatives 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 February 15th.

- a) The Nominating Committee shall nominate one candidate for each office and positions on the board and, after securing the consent of each person so nominated, shall immediately report their nominations to the Corresponding Secretary.
- b) Upon receipt of the Nominating Committee's report, the Corresponding 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 the meeting, the proposer shall present to the Recording 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.
- d) Nominations cannot be made at the annual meeting or in any manner other than as provided in this Section.

Section 4. Elections: If the election is uncontested, the Recording Secretary shall be instructed to cast one ballot for the Slate of Officers as presented by the Nominating Committee. In the case of a contested election, said election shall be by secret ballot from among those nominated according to Section 3 of this article. The President shall appoint two (2) tellers, one a Board Member, neither of which is a nominated candidate, to count the ballots. The nominated candidates receiving the greatest number of votes for each office shall be declared elected.

Section 5. Terms of Office: The newly elected slate shall take office immediately upon the conclusion of the election and shall serve until the next election. No member shall serve as President for More than two (2) consecutive terms.

ARTICLE V

Committees

Section 1. The board may each year appoint standing committees to advance the work of the club in such matters as dog shows, obedience trials, trophies, annual prizes, membership, and other fields which may well be 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 service has 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 a member for alleged misconduct prejudicial to the best interest of the club. Written charges with the specifications must be filed in duplicate with the Recording Secretary together with a deposit of ten dollars (\$10.) which shall be forfeited if such charges are not sustained by the board following a hearing. The Recording 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 Corresponding 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 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 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 Recording Secretary. The Recording Secretary in turn shall notify each of the parties of the Board of Directors' 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 by 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 finding and recommendation, and shall invite the defendant, if present, to speak in his own behalf if he 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 Recording Secretary signed by 20 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 recommendations of the board by the Recording Secretary for a vote within three months of the date when the petition was received by the Recording Secretary.

Section 2. The constitution and bylaws may be amended by a 2/3 secret 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 two weeks prior to the date of the meeting.

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.**

ARTICLE VIII

Dissolution

Section 1. **Dissolution:** The club may be dissolved at any time by 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 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 IX

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 may permit, shall be as follows:

- Roll Call
- Minutes of the last meeting
- Report of the President
- Report of the Recording Secretary
- Report of the Corresponding Secretary
- Report of the Treasurer
- Report of Committees
- Election of Officers and Board of Directors (At Annual Meeting)
- Election of New Members
- Unfinished Business
- New Business
- Adjournment

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 Recording Secretary
- Report of Corresponding Secretary
- Report of Treasurer
- 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.

Adopted: June, 1963
Revised: September, 1963
Amended: June, 1964
April, 1965
September, 1966
May, 1967
March, 1969
March, 1970
March, 1971
November, 1973
August, 1975
May, 1976
July, 1985
November, 1996
June, 2000
February, 2002

02/03/02: jbc