

The Rocky Mountain Boston Terrier Club Constitution & By-Laws

Article 1

Name and Objects

Section 1. The name of the club shall be "The Rocky Mountain Boston Terrier Club."

Section 2. The objectives of the club shall be;

- a) To encourage and promote quality in the breeding of purebred Boston 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 Boston Terriers shall be judged.
- c) To do all in its power to protect and advance the interest of the breed by encouraging sportsmanlike conduct at dog shows and obedience & agility trials.
- d) To conduct sanctioned matches; dog shows and obedience trials under the rules and regulations 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 residues 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 be required to carry out these objectives.

Bylaws

Article 1

Membership

Section 1. Eligibility. Membership is open to all persons eighteen years of age and older who are in good standing with the American Kennel Club and who subscribe to the purpose of the Club. Junior membership is open to persons 12 to 17 years of age. Junior members may not vote or hold office. They should be able to convert to regular membership upon reaching their 18th birthday. While membership is to be unrestricted as to residence, the Club's primary purpose is to be representative of the breeders and exhibitors in the immediate area. For persons outside of the immediate area of the Club, a non-voting affiliate membership is available.

Section 2. Dues. Membership dues shall be \$20.00 per year for persons eighteen years and older. Family memberships shall be \$30.00 per year, and will be composed of 2 adults in the same household. Affiliate memberships shall be \$10.00 per year. Junior membership dues shall be \$5.00 per year. Dues are payable on or before the first meeting in January of each year. If dues are not paid by April 1st of the current year, a member is considered in arrears and will be considered terminated (See Section 4 (b)). No member may vote whose dues are not paid for the current year. The Treasurer shall send statement of dues for the ensuing year to each member in the month of November.

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 Club's Constitution and By-Laws 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 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. At the next Club meeting the application will be voted upon and affirmative votes of $\frac{3}{4}$ 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 six (6) 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 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 membership will be considered as 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 whose dues are unpaid as of the date of a Club meeting be entitled to vote at that meeting.
- c) By expulsion. A membership may be terminated as provided in another Article of these By-Laws (See Discipline).

Article II Meetings and Voting

Section 1. Meetings of the Club shall be held each month within the greater Denver area at such place, date and hour as designated by the Board. The Secretary shall mail written notice of each meeting at least 10 days prior to the date of the meeting. The quorum of 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 of Directors 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 Denver area at such place, date and hour as may be designated by the person authorized to call such a meeting. The Secretary shall mail notice of such a meeting 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 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 Denver area at such place, date and hour as may be designated by the person authorized to call such a meeting. The Secretary shall mail notice of such a meeting 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.

Article III

Directors and Officers

Section 1. Board of Directors. The Board shall be comprised of three members all of whom shall be members in good standing and all of whom shall be elected for one-year terms at the Club's annual meeting as provide in Article IV and shall serve until their successors are elected. The offices of President, Vice President, Secretary and Treasurer shall also include membership on the Board. General management of the Club 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 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. (and in charge of all educational events)
- c) The Secretary shall keep a record of all meetings of the Club, Board, and of all matters of which the Club shall order a record. 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 in these By-Laws.
- d) The Treasurer shall collect and receive all monies due or belonging to the Club. Money shall be deposited in a bank designated by the Board, in the name of the Club. Books shall at all times be open to inspection by the Board and a report shall be given at every meeting regarding the condition of the Club's finances and every item or 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 be bonded in such amount, as the Board of Directors shall determine, only if the Board of Directors deem it necessary.
- e) The office of Secretary and Treasurer may be held by the same person, in which case the board shall be comprised of six 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 members of the Board at its first regular meeting following the creation of such a vacancy. 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

Club Year, Annual Meeting, and Elections

Section 1. Club Year. The Club's fiscal year shall begin on the first day in January and shall end on the last day of December. 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 December 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 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 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.

Section 4. Nominations. No person may be a candidate in a club election who has not been nominated. During the months of September, 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 Secretary 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 October 1.

- a) The Committee shall nominate one candidate for each office and Board position. After securing the consent of each person nominated, shall immediately report their nominations to the Secretary in writing.
- b) Upon receipt of the Nominating Committee's report, the Secretary shall mail written notice to each member in good standing, the list of nominees, and will do so at least two weeks prior to the November meeting.
- c) Additional nominations may be made at the November meeting by any member in good standing 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 proposer shall present to the Secretary a written statement from the proposed candidate signifying his willingness to be a candidate.
- 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 manners as specialty shows, obedience trials, trophies, annual prizes, membership, and other fields which may 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 appointed 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 any of 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 interests of the Club or the breed. Written charges with specifications must be filed in duplicate with the Secretary together with a deposit of \$10.00, which shall be forfeited if the Board following a hearing does not sustain such charges. 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 of a hearing by the Board not less than three weeks or 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 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 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 a case, the suspension shall not restrict the defendant's rights 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 finding 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 privileges of appearing on 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 on his own behalf if he wishes. The meeting shall then vote by a 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 by-laws may be proposed by the Board of Directors or by written petition addressed to the 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 recommendations of the Board by the Secretary for a vote within three months of the date when the Secretary received the petition.

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 two weeks prior to the date of the meeting.

Article VIII

Dissolution

The Club may be dissolved at any time with 2/3 majority votes of the Board members and 2/3 written consent of the Club membership in good standing. In the event of the dissolution of the Club for purposes other than reorganization whether voluntary or involuntary or by the 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. Club meetings. 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 the last meeting
- Report of the President
- Report of the Secretary
- Report of the Treasurer
- Report of Committees
- Election of Officers and Board (At annual meeting)
- Election of new members
- Unfinished business
- New business Adjournment

Section 2. Board meetings. 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 the Secretary
- Report of the Treasurer
- Reports of Committees
- Unfinished business
- New business
- Adjournment

Article X

Parliamentary Authority

Robert's Rules of Order (Revised) shall be a guide to govern the Club's business.

November 5, 2006

Revised: January 28, 2012