

# AMENDED BY-LAWS

August 2008

## ARTICLE I

### Membership

**SECTION 1. *Eligibility.*** There shall be four types of membership (Regular, Honorary, Junior, and Associate) open to all persons who are in good standing with The American Kennel Club who also subscribe to the purposes of this club. While membership is to be unrestricted as to residence, the club's purpose is to be representative of those in its immediate area.

- (a) Regular Membership is open to all persons 18 years of age or older who have been an associate member for at least one year. Must have attended at least two meetings and shown a participatory interest in the club during their year as an associate member. These members have voting, and office holding privileges and shall be counted in a quorum. Regular members are eligible to participate in the breeder referral program.
- (b) Honorary Members shall be designated by the membership to those persons showing outstanding commitment to the breed or club. These members do not have voting, breeder referral and office holding privileges. They are not counted in a quorum.
- (c) Junior Members must be 10 years of age and not older than 18 years of age. These members do not have voting, breeder referral, office holding privileges, and are not counted in a quorum.
- (d) Associate Membership is open to persons 18 years of age or older who are interested in the Cavalier King Charles Spaniel and who are in good standing with The American Kennel Club. Associate members do not have voting, breeder referral, or office holding privileges and are not counted in a quorum.

**SECTION 2. *Dues.*** Membership dues shall be payable on or before the 1<sup>st</sup> 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 dues for the ensuing year. Dues for regular or associate membership shall not exceed \$50.00 per year per person. Honorary membership is exempt from paying dues. Junior membership shall not exceed \$20.00 per year per person.

**SECTION 3. *Election to Membership.*** Each applicant for membership shall apply on a form as approved by the board of directors. The application shall provide that the applicant agrees to abide by the constitution and by-laws and the rules of The American Kennel Club and the CKCSC of Greater Houston, Inc. The application shall state the name, address and occupation of the applicant and it shall carry the endorsement of two members (not of the same household) in good standing. Accompanying the application, the prospective member shall submit dues payment for the current year. Applicant should attend one meeting of the club prior to submitting an application. All applications are to be filed with the Correspondence Secretary. Each application is to be read at the first meeting of the club following its receipt. At the next meeting, the application will have its second reading and the application will be voted upon and an affirmative vote of 2/3 of the members present and voting by secret ballot at that meeting shall be required to elect the applicant. Members who are elected after October 1<sup>st</sup> are not expected to pay dues for the next calendar year.

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 member in good standing may resign from the club upon written notice to the Correspondence 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 January each 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 January each year, however, the board may grant an additional 60 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 that meeting.

(c) *by expulsion*. A membership may be terminated by expulsion as provided in Article VI, Section 4, of these by-laws.

## ARTICLE II

### Meetings and Voting

**SECTION 1. *Club Meetings*.** Meetings of the club shall be held at least six (6) times a year in the Greater Houston Metropolitan Area at such hour and place as may be designated. Written notice or front page newsletter announcement shall be sent by the Corresponding Secretary at least ten (10) days prior to the date of the meeting. The quorum for such meeting 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 or special meeting of the board; and shall be called by the Correspondence 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 Houston Metropolitan 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 sent by the Correspondence Secretary at least five 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 thereat. The quorum for such a meeting shall be 20 percent of the members in good standing.

**SECTION 3. *Board Meetings*.** Meetings of the Board of Directors shall be held at least six (6) times a year within the Greater Houston area at such date, hour and place as may be designated by the board. Written notice of each such meeting shall be sent by the Corresponding Secretary at least five (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 Correspondence 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 Houston Metropolitan Area at such place, date and hour as may be designated by the person authorized herein to call such meeting. Written notice of such meeting shall be made by the Correspondence 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. The 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/she is present. Proxy voting will not be permitted at any club meeting or election.

## ARTICLE III

### Board of Director and Officers

**SECTION 1. *Board of Directors*.** The board shall be comprised of the officers, all of whom shall be Regular Members in good standing who are residents of the Greater Metropolitan Houston. Officers shall be elected as provided in Article IV of these by-laws, and shall serve for one year terms or 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, Recording Secretary, Correspondence 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 prepare an agenda and 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 of the President in case of the President's absence, incapacity, or death.

- (c) **The Recording Secretary shall keep a record of all meetings of the club and of the Board and all matters of which a record shall be ordered by the club. The Recording Secretary shall forward a copy of the minutes of each meeting to the President at least ten (10) days after each meeting. The Recording Secretary shall fill in for the Corresponding Secretary in his/her absence. He/She shall work with the Corresponding Secretary and carry out such other duties as are stated in these by-laws.**
  
- (d) **The Corresponding Secretary shall have charge of the correspondence, notify members of meetings, and notify new members of their election to the membership, notify officers of their election to office, and keep records of membership. The Corresponding Secretary shall fill in for the Recording Secretary in his/her absence. The Correspondence Secretary shall carry out such other duties as are stated in these by-laws.**
  
- (e) **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 within a timely manner, not to exceed 30 days. The books shall at all times be open to inspection by 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 annual meeting an accounting shall be rendered of all monies received and expended during the previous fiscal year. The Treasurer shall be bonded at such a time and in such amount as the board of directors shall determine. The Treasurer will also keep records of all active and inactive members with the assistance of the Membership Committee Chairman, and shall give a report as to the status of the membership at each meeting.**

**SECTION 3. *Vacancies.*** Any vacancies occurring among 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 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 to the office of Vice President shall be filled by the board.

#### **ARTICLE IV**

##### **The Club Year, Annual Meeting, Election**

**SECTION 1. *Club Year.*** The club's fiscal year shall begin on the 1<sup>st</sup> day of October and end on the last day of September. 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 October at which officers for the ensuing years 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.

**SECTION 4. *Nominations.*** No person may be a candidate in a club election who has not been nominated. During the June board meeting, the board shall select a Nominating Committee consisting of three members and one alternate, not more than one of whom may be a member of the board. The Correspondence Secretary shall immediately notify the committee members and alternate 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 August 1<sup>st</sup>.

- (a) **The committee shall nominate one candidate for each office and after securing the consent of each person so nominated, shall immediately report his or her nominations to the Correspondence Secretary in writing.**

(b) Upon receipt of the Nominating Committee's report, the Correspondence Secretary shall notify each member in writing at least two weeks prior to the September meeting of the candidates so nominated.

(c) Additional nominations may be made at the September 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 proposed shall present to the Correspondence 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. All final nominations shall be sent to each member with notice for the Annual Meeting.

(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, agility, 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 on particular projects.

**SECTION 2.** Any committee appointment may be terminated by majority vote of the present 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 a member for alleged misconduct prejudicial to the best interest of the club or the breed. Written charges with specifications must be filed in duplicate with the Correspondence Secretary together with a deposit of \$100.00, which shall be forfeited if such charges are not sustained by the board following a hearing. The Correspondence 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 interest of the club or the breed. If the board considers that the charges do not allege conduct that would be prejudicial to the best interest 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 for a hearing by the board or a special committee not less than three weeks or more than six weeks thereafter. The Correspondence 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/she wishes.

**SECTION 3. *Board or Committee Hearing.*** The board or committee 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 or committee 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 recommendation of the board or committee. Immediately after the board or committee's has reached a decision, its finding shall be put in written form and filed with the Correspondence Secretary. The Correspondence Secretary, in turn, shall notify each of the parties of the board's/committee's decision and penalty, if any. If a board member or officer is suspended, they shall be removed from their position immediately and all properties of the club in their possession shall be turned over to the board who will fill the vacancy in accordance with these by-laws.

**SECTION 4. *Expulsion.*** Expulsion of a member from the club may be accomplished only at a meeting of the club following a board/committee hearing and upon their 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 or committee's recommendation of the 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 board's/committee's finding and recommendation, and shall invite the defendant, if present, to speak in his/her own behalf if he/she wishes. The members shall then vote by secret ballot on the proposed expulsion. A 2/3 majority of the members present and voting is required for expulsion. If expulsion is not so voted, the board's/committee'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 Correspondence 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 Correspondence Secretary.

**SECTION 2.** The constitution and by-laws 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.

## **ARTICLE VIII**

### **Dissolution**

**SECTION 1.** 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:

1. Roll Call
2. Minutes of last meeting
3. Report of the President
4. Report of Correspondence Secretary
5. Report of Treasurer
6. Report of Committees
7. Election of officers (Annual Meeting)
8. Election of New Members
9. Unfinished Business
10. New Business
11. 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:

1. Reading of minutes of last meeting
2. Report of Correspondence Secretary
3. Report of Treasurer/Membership standing.

4. **Report of Committees**
5. **Unfinished Business**
6. **New Business**
7. **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 by-laws and any other special rules of order the club may adopt.