



Central Pennsylvania Australian Cattle Dog Club Constitution and By-Laws Table Of Contents

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CONSTITUTION

ARTICLE 1

NAME AND OBJECTIVES

1.1 The name of the Club shall be Central Pennsylvania Australian Cattle Dog Club (Inc.)

1.2 The objectives of the Club shall be:

- (1) to encourage and promote quality in the breeding of the purebred Australian Cattle Dogs and to do all possible to bring their natural qualities to perfection.
- (2) 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 Australian Cattle Dogs shall be judged.
- (3) To do all in its power to protect and advance the interest of the breed and to encourage sportsmanlike competition at dog shows, herding trials and tests, obedience trials, and all AKC events for which the club is eligible.
- (4) To conduct licensed and sanctioned matches, shows, herding tests and trials, obedience trials, and all AKC events for which the club is eligible, under the rules and regulations of the American Kennel Club.

1.3 NON PROFIT STATUS: 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 of any member or individual.

1.4 POLITICAL OR LEGISLATIVE ACTIVITIES: No substantial part of CPACDC's activities shall be political or legislative in nature. CPACDC shall make no contributions to political campaign funds, nor shall it issue any public statements in support of or against any specific political candidates.

1.5 PUBLIC EDUCATION AND SUPPORT: The members of the Club shall recognize their responsibility as ambassadors and educators for the Australian Cattle Dog breed, and shall make all necessary effort to support and advance public knowledge regarding our breed.

1.6 BY-LAWS: 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 1: MEMBERSHIP

1.1 Eligibility - There shall be four types of membership open to those persons who subscribe to the purpose of the Club and who are in good standing with the American Kennel Club. Membership is to be unrestricted as to residence. The Club's primary purpose is to be representative of the breeders and exhibitors in its area.

- (1) Regular or "active" membership is open to adult persons (18 years of age or older) and shall be considered as local membership for the purposes of conducting club business. The Regular or "active" member holds all privileges, rights, and obligations of a member of the Club, including but not limited to timely payment of dues, working at least one club event per year, making motions, having a vote, and holding an elected office.
- (2) Family membership is open to persons who are adult members of the same household. "Family" membership is limited to two adults per household. Each "family" member holds the same privileges, rights and obligations as a Regular or "active" membership, as described in (1) Regular or "active" membership.
- (3) Junior membership is open to all persons 10-18 years of age. This membership is granted all club privileges, rights and obligations as described in (1) Regular or "active" membership, but shall not make motions, vote, or hold office. Prior approval of a parent or guardian is required for this membership type. Upon the 18th birthday, a "junior" member will automatically become a Regular or "active" member upon payment of dues.
- (4) Associate: this membership is granted all club privileges, rights and obligations as described in (1) Regular or "active" membership, but shall not vote or hold office. This membership type is offered to individuals who live outside of the club's area; it is also offered to individuals who live in the club's area but are not active.

1.2 Dues - The maximum dues for each type of membership shall not exceed \$60, payable on or before the first day of January of each year. No member may vote, conduct any official business, or hold office in the Club 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/her dues for the ensuing year. Dues shall be listed on the membership application. New members who are approved and pay dues after August 1st, will automatically have dues paid for the balance of that official Club year and the following official Club year.

1.3 Election to Membership -

- (1) Each applicant shall apply on a form as approved by the Board of Directors and shall provide that the applicant agrees to abide by this Constitution and By-Laws and the rules of the American Kennel Club.
- (2) The application shall state the name, address, occupation and telephone number of applicant, and it shall carry the endorsement of two members in good standing. Accompanying the application shall be dues payable for the current year.
- (3) 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. Following the reading of the application, they will be voted upon and affirmative votes of two-thirds 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 of rejection.

1.4 Termination of Membership -

- (1) 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 January.
- (2) Lapsing: a member will be considered as lapsed and automatically terminated if such member's dues remain unpaid 60 days after the first day of January. 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. However, the Board may grant an additional 60 days of grace in meritorious cases.
- (3) Expulsion: A membership may be terminated by expulsion provided in Article IV of these By-Laws. At termination of membership, club property and records should be returned to the existing Board within 30 days of receipt of the club member's notice of termination.

ARTICLE II: MEETINGS AND VOTING

2.1 Club Meetings - Meetings of the Club shall be held at least six times per year at such hour and place as may be designated by the Board of Directors in the greater Harrisburg, PA area. Written notice of such meetings shall be furnished by the Secretary at least 10 days prior of the meeting. The quorum for such meetings shall be 20 percent of the local membership in good standing.

2.2 Special Club Meetings -

- (1) 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 any regular or special meeting of the Board.
- (2) Or shall be called by the Secretary upon receipt of a petition signed by five members of the Club who are in good standing.
- (3) Such special meetings shall be held at such place, date and hour in the greater Harrisburg, PA, area, as designated by the person or persons authorized herein to call such meetings, as defined in 2.2-(1) and (2).
- (4) Written notice of such a meeting shall be furnished by the Secretary at least 5 days and not more than 15 days prior to the date of the meeting.
- (5) No other business may be transacted thereat and the quorum for such a meeting shall be 20% of the members in good standing.

2.3 Board Meetings -

- (1) Meetings of the Board of Directors shall be held at least six times per year, at such hour and place in the greater Harrisburg, PA, area, as may be designated by the Board.
- (2) Written notice of each such meeting shall be furnished by the Secretary at least 10 days prior to the date of the meeting.
- (3) The Board shall conduct its business in person. The quorum shall be the majority of the Board.

2.4 Special Board Meetings -

- (1) Special Board meetings may be called by the President or by the Secretary upon receipt of a written request signed by at least three members of the Board.
- (2) Such special meetings shall be held at such place, date and hour in the greater Harrisburg, PA, area, as may be designated by the person authorized to call such a meeting.
- (3) Written notice of such meeting shall be furnished by the Secretary at least 5 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 special meeting shall be conducted in person. The quorum for such meeting shall be a majority of the Board.

2.5 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: DIRECTORS AND OFFICERS

3.1 Board of Directors - The Board of Directors shall be comprised of the President, Vice President, Secretary, Treasurer, and three other persons in good standing who shall be known as Directors, all of whom shall be elected for two 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.

3.2 Officers - The Club's officers consisting of 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.

- (1) 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 the President in addition to those specified in the By-Laws.
- (2) The Vice President shall have the duties and exercise the powers of the President in case of the President's death, absence or incapacity.
- (3) The 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. He/she shall have charge of all correspondence, notify members of meetings, notify officers and directors of their election to office, keep a roll of members with their addresses and carry out other duties as are prescribed in these By-Laws.
- (4) The Treasurer shall collect and receive all monies due or belonging to the Club. He/she shall deposit the same in a bank designated by the Board. The books shall be open to inspection of the Board and shall be audited annually. He/she shall report to the Board at every meeting the condition of the Club's finances. At the annual meeting he/she shall render an account of all monies received and expended during the previous year. The Treasurer may be bonded in such amount as the Board of Directors shall determine.
- (5) Each Club Officer is required to assist the Club Directors in organizing and running a minimum of three club events per club year.

3.3 Directors - The Club's Board shall also consist of three Directors who shall serve in their respective capacities both with regard to the Club and its meetings and the Board and its Meetings.

- (1) Each Director is required to organize and run a minimum of two club events per club year.

3.4 Vacancies - Any vacancies occurring on the Board or among the officers during the year shall be filled until the next election by a majority vote of all the then members of the Board at its 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: CLUB YEAR, ANNUAL MEETING, ELECTIONS

4.1 Club Year - The Club's fiscal and calendar year shall both be a calendar year, January 1st to December 31st.

4.2 Annual Meeting - The annual meeting shall be held in the month of December at which Officers and Directors of the ensuing year shall be installed. They shall take office after Old Business and prior to New Business during the meeting. Each of the retiring officers shall turn over to his/her successor all properties and records relating to that office at this time.

4.3 Elections - The nominated candidate receiving the greatest number of votes for each office shall be declared elected. The three nominated candidates for other positions on the Board who receive the greatest number of votes for such positions shall be declared elected.

4.4 Nominations - No person may be a candidate in a Club election who has not been nominated. During the month of August, the Board shall select a Nominating Committee consisting of three members and two 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 chairman of the committee, and it shall be his/her duty to call a committee meeting which shall be held on or before September 1st.

- (1) The Committee shall nominate one candidate for each office and three candidates for the three positions on the Board, and after securing the written consent of each person so nominated, shall immediately report their nominations to the Secretary in writing.
- (2) Upon receipt of the Nominating Committee's report, the Secretary shall, before September 15th, notify each member in writing of the candidates so nominated.
- (3) Additional nominations may be made at the October 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 proposer shall present to the 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.
- (4) Nominations cannot be made in any manner other than as provided in this section.

ARTICLE V: COMMITTEES

5.1 Standing Committees - The Board may each year appoint standing committees to advance the work for the Club in such matters as shows, obedience trials, herd-

ing 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.

5.2 Termination - 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

6.1 American Kennel Club Suspension - Any member who is suspended from privileges of the American Kennel Club automatically shall be suspended from the privileges of this Club for a like period of time.

6.2 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 Secretary, together with a deposit of \$20, 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 interest of the Club or the breed. If the Board considers that the charges do not allege conduct which would be prejudicial, 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 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/her own defense and bring witnesses if he/she wishes.

6.3 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 the 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 is 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 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.

6.4 Expulsion - Expulsion of a member from the Club may be accomplished only at a meeting of the Club following a regular Board hearing and upon the Board's recommendation at a regular or special meeting of the Club to be held within 60 days of the Board's recommendation. The defendant shall have the privilege of appearing in his/her behalf, though no evidence shall be taken at this meeting. The President shall read the charges and the Board's finding and recommendations and shall invite the defendant, if present, to speak on his/her behalf if he/she wishes. The meeting shall then vote by secret written ballot on the proposed expulsion. A two-thirds vote of those present and voting at the meeting shall be necessary for expulsion. If expulsion is not voted, the Board's suspension shall stand.

ARTICLE VII: AMENDMENTS

7.1 Submittal - Amendments to the Constitution and By-Laws may be proposed by the Board of Directors or by written petition addressed to the Secretary and signed by twenty percent of the membership in good standing. Amendments proposed by such petitions shall be promptly considered by the Board, and must be submitted to the members with the recommendations of the Board by the Secretary within three months of the date when the petition was received by the Secretary.

7.2 Approval - The Constitution and By-Laws may be amended by a two-thirds 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

8.1 The Club may be dissolved at any time by the written consent of two-thirds of the members in good standing. In the event of dissolution, other than for purpose of reorganization, whether voluntary or involuntary or by operations of law, none of the property, nor any proceeds thereof shall be distributed to any members. After payment of the debts, 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

9.1 Club Meetings - At meetings of the Club the order of business, so far as the character and nature of the meetings 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 Committee Coordinator (Vice President)
- Committee Reports
- Election of Officers and Board (at annual meeting)
- Unfinished Business
- New Business
- Adjournment

9.2 Board Meeting - At meetings of the Board the order of business, unless otherwise directed by majority vote of those present, shall be as follows:

- Reading of the Minutes of the Last Meeting
- Report of Secretary
- Report of Treasurer
- Report of Committee Coordinator (Vice President)
- Committee Reports
- Unfinished Business
- New Business
- Adjournment

ARTICLE X: PARLIAMENTARY AUTHORITY

10.1 Parliamentary Authority - Robert's Rules of Order (newly revised edition) shall govern the Central Pennsylvania Australian Cattle Dog Club in all cases to which they are not inconsistent with these By-Laws or any special rules or order they may adopt.