

## Havanese Club of Southern California

### CONSTITUTION

- SECTION 1** The name of the Club shall be the **HAVANESE CLUB OF SOUTHERN CALIFORNIA**, and shall be officially associated with the **HAVANESE CLUB OF AMERICA** and its Affiliates.
- SECTION 2** The objects and purposes of the Club shall be:
- a) to encourage and promote quality in the breeding of purebred HAVANESE Dogs, and to do all possible to bring their natural qualities to perfection;
  - b) to encourage and urge members and breeders to accept the standard of breed as approved by the American Kennel Club as the only standard of excellence by which Havanese shall be judged;
  - c) to do all in its power to protect and advance the interests of the breed by encouraging sportsmanlike competition and conduct sanctioned matches at dog shows, obedience trials, agility trials, etc., 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 residue from dues or donations to the club shall inure to the benefit of any member or individual
- SECTION 4** The members shall adhere to and may revise such bylaws as necessary to fulfill the objectives of the Club.

### BYLAWS

#### ARTICLE I Membership

- SECTION 1** *Eligibility*: There shall be three types of membership open to all persons 18 years of age and older who are in good standing with The American Kennel Club and who subscribe to the purposes of this Club.

Membership types are:

**Regular:** persons over 18 years of age with full voting rights and able to hold office. Entitled to one vote

**Family:** persons over 18 years of age in the same family and able to hold office. Full voting rights entitled to a maximum of two votes.

**Junior:** persons under the age of 18, unable to hold office and with no voting rights.

**Associate:** persons over the age of 18 years of age, unable to hold office and with no voting rights.

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*: Membership dues shall not exceed \$75.00 per year for Regular or Family memberships and shall be payable on or before the 1st day of January of each year. Membership dues for Junior and Associate memberships shall not exceed \$15.00 per year and shall be payable on or before the 1<sup>st</sup> day of January 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 forthcoming year. This statement will be mailed 1<sup>st</sup> class U.S. Postal Service to the member's last known address of record.

**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 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 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*: Memberships 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. Obligations other than dues are considered a debt to the club and must be paid in full prior to resignation.
- b) *by lapsing*: A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid 30 days after the first day of the fiscal year; however, the board may grant an additional 30 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 of these bylaws.

## **ARTICLE II**

### **Meetings and Voting**

**SECTION 1** *Club Meetings*: Meetings of the club shall be held at least a minimum of ten (10) times annually within the greater Orange, CA area 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 ten (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 or special meeting of the Board; and shall be called by the Secretary upon receipt of a petition signed by at least five (5) Club members in good standing. Such meetings shall be held within the greater Orange, CA area at such place, date and time designated by the person(s) authorized to call such meetings. Written notice shall be mailed to each member by the Secretary at least five (5) days and not more than fifteen (15) days prior to the meeting. The notice shall state the purpose of the meeting. No other club business shall be conducted at this meeting. The quorum for said meeting shall be twenty (20%) of the members in good standing.
- SECTION 3** *Board Meetings:* Meetings of the board of directors shall be held each month within the greater Orange, CA area at such hour and place as may be designated by the board. Written notice of each such meeting shall be mailed by the 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 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 (3) members of the Board. Such special meetings shall be held within the greater Orange, CA area at such place, date and time as may be designated by the person(s) authorized to call such meeting. Written notice of such meeting shall be mailed by the Secretary at least five (5) and not more than ten (10) days prior to such meeting. The notice shall state the purpose of the meeting and no other Club business shall be conducted at this meeting. The quorum for such meeting shall be the 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**

### **Directors and Officers**

- SECTION 1** *Board of Directors:* The Board shall be comprised of the officers and two (2) other members, all of whom are in good standing, and shall be elected for a one 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 positions both at Board and Club meetings.
- a) The President shall preside at all Club and Board meetings and shall exercise the duties of his office 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.
  - 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; 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 other such duties as are prescribed in these bylaws.

- d) 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.
- e) The office of Secretary and the Treasurer may be held by the same person, in which case the Board shall be comprised of five (5) persons.

**SECTION 3** Vacancies: Any vacancies occurring on the Board or other 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 creation of such vacancy, or at a special Board meeting called solely 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**

### **The Club Year, Voting, Nominations, Elections**

**SECTION 1.** Club Year: The club's fiscal year shall begin on the first day of January and 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 Membership Meeting: The Annual Membership Meeting shall be in January, at which the 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 their 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 two (2) 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. 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 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 October 15<sup>th</sup>.

- a) The 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 Secretary in writing.

- b) Upon receipt of the Nominating Committee's report, the Secretary shall, at least two weeks before the November meeting, notify each member in writing of the candidates so nominated.
- c) Additional nominations may be made at the November 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.
- 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 appoint each year, standing committees to advance work of the club in such matters as specialty shows, obedience trials, trophies, annual prizes, membership and other fields which may be well served by committees. Such committees shall be appointed by and subject to the authority of the Board.

**SECTION 2.** Any committee appointment may be terminated by a majority vote of the full membership of the Board by written notice to the appointee; and the Board may appoint successors as replacement.

## **ARTICLE VI Discipline**

**SECTION 1.** *American Kennel Club Suspension:* Any member who is suspended from the privileges of the American Kennel Club shall automatically be suspended from membership in this club for a like period of time.

**SECTION 2.** *Charges:* Any member may prefer charges against another 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 \$20.00, 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 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 nor more than six weeks thereafter. The Secretary shall promptly send one copy of the charge(s) to the accused member via 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 they so choose.

**SECTION 3.** *Board Hearing:* The Board shall have complete authority to decide whether or not counsel may attend the hearing, however 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 6 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/expulsion shall not restrict the defendant's right to appear before his/her 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 penalties, 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 three (3) of this article. Such proceeding may occur at a regular or special meeting of the club, to be held within sixty (60) days-but not earlier than thirty (30) days-after the Board's recommendation of expulsion. The defendant shall have the privilege of appearing in his/her 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/her own behalf if so desired.

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 Secretary signed by twenty (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 Secretary for a vote within three (3) 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 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 (2) weeks prior to the date of the meeting.

**SECTION 3.** All Standing Rules shall be maintained by the Secretary in a separate file and shall be perpetual.

## **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 member(s) of the club but after payments of the debts of the club its property and assets shall be given to a charitable organization for the benefit of dogs as 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
- Committee reports
- Election of Officers and Board (annual meeting)
- Election and installation 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 Secretary
- Report of treasurer
- Committee reports
- 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.