

# **Delaware Valley Chinese Crested Club, Inc.**

**AKC Licensed Club 2426**



## **Constitution & By-Laws**

# CONSTITUTION

## ARTICLE I NAME AND OBJECTIVES

Section 1. The name of the Club shall be the Delaware Valley Chinese Crested Club. The club shall be a non-profit corporation, existing under the laws of the Commonwealth of Pennsylvania.

Section 2. The objectives of the Club shall be:

- (a) To further the advancement of the Breed through encouragement, promotion and education.
- (b) To urge members and breeders to accept the standard of the breed as approved by the American Kennel Club as the standard of excellence by which Chinese Cresteds shall be judged.
- (c) To conduct sanctioned and licensed specialty shows, companion events and all other events for which the club is eligible 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 proceeds, or remainder of residue from dues or donations to the Club, shall provide benefit to any individual member.

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 objects.

# BY-LAWS

## ARTICLE I MEMBERSHIP

Section 1. ELIGIBILITY. There shall be two types of membership open to persons eighteen (18) years of age and older and there shall be one type of membership open to persons under eighteen (18) years of age who are in good standing with the American Kennel Club and who subscribe to the purpose of this Club.

Regular – Open to all persons who will be attending a minimum of two Club meetings per Club year.

Associate – Open to all persons who do not desire to, or are unable to attend Club meetings. Associate members will not have voting privileges, will not count in computing a quorum and may not hold office.

Junior – Open to children under eighteen (18) years of age; a non-voting/non-office holding membership which may automatically convert to regular membership at eighteen (18) years of age. Junior members do not pay membership dues.

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 Greater Philadelphia area.

Section 2. DUES. Membership dues shall be determined by the Board, 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. On or before November 1<sup>st</sup> the Treasurer shall send to each member a dues notice for the ensuing year.

Section 3. ELECTION TO MEMBERSHIP. Each applicant for regular 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 By-Laws and the rules of the American Kennel Club. The application shall state the name and address and any other information, as deemed necessary by the Board of Directors 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. Any applicant who becomes a member within the last three (3) months of the Clubs fiscal year shall not be required to submit dues for the ensuing 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, the application will be voted upon by secret ballot and an affirmation vote of  $\frac{3}{4}$  of the members voting at that meeting shall be required to elect the applicant. Ballots will be counted by the Secretary after the close of the meeting and reported at the following meeting.

Each applicant for regular membership must attend one meeting to meet the general

membership.

Associate members who desire to change their status to become regular members upon renewal must attend one meeting prior to doing so to meet the general membership to 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 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 15 days 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 Constitution and By-Laws.

## ARTICLE II MEETINGS AND VOTING

Section 1. CLUB MEETINGS. Meetings of the Club shall be held in the Greater Philadelphia Area not less than six (6) times per year on the third Wednesday of the month, at such hour and place may be designated by the Board of Directors. Notice of each such meeting shall be sent, by the Secretary at least seven (7) days prior to the date of the meeting. The quorum for such shall be 20% of the membership in good standing. Roll call shall be incorporated as part of the official minutes. Club correspondence may be conducted by electronic mail provided the member or board member has signed an authorization agreeing to this method of communication. Such authorization, which is revocable, will also release the Club from any liability should the notification be received late or not received by the member or board member due to circumstances beyond the Club's control.

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, or by the Secretary upon receipt Of a petition signed by five (5) members who are in good standing. Such Special

Meetings shall be held in the Greater Philadelphia area at such place, date and hour as may be designated by the person or persons authorized to call such meetings. Written notice of such meetings shall be sent by the Secretary at least five (5) days and not more than fifteen (15) 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 at this meeting. The quorum for such meeting shall be 20% of the members in good standing.

Section 3. BOARD MEETINGS. Meetings of the Board of Directors shall be held as necessary in the Greater Philadelphia area at such hour and place as may be designated by the Board. Written notice of each such meeting shall be sent by the 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, provided at least two Officers are present.

Section 4. SPECIAL BOARD MEETINGS. Special meetings of the Board may be called by the President. They may also 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 in the Greater Philadelphia area at such place, date and time as may be designated by the person authorized herein to call such meetings. Written notice of such meetings shall be sent by the Secretary at least five (5) days and not more than the (10) days prior to the date of the meeting. Any such notice shall state the purpose of the meeting and no other business shall be a majority of the Board, including at least one officer.

Section 5. VOTING. Each Regular 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 they are present. proxy voting will not be permitted at any Club meeting or election. Associate Members do not have voting privileges.

### ARTICLE III DIRECTORS AND OFFICERS

Section 1. BOARD OF DIRECTORS

The Board shall be comprised of the President, Vice President, Treasurer, Secretary and three (3) other persons, all of whom shall be members in good standing and all of whom shall be elected for two year terms alternately. The positions of President, Treasurer and two (2) Board of Directors shall be elected on even years, the positions of Vice President, Secretary and one (1) Board of Director shall be elected on odd years 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. Officers and Board of Directors are mandated at attend a minimum of 50% (fifty percent) of the Membership Meeting per year or their position may be reassigned by the majority of 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 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 to powers and exercise the duties 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 the Board and all matters of which a record shall be ordered by the Club. They 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 prescribed in these By-Laws.
- (d) The Treasurer shall collect and receive moneys due or belonging to the Club. They shall deposit the same in a bank designated by the Board, in the name of the Club. Their books shall at all times be open to inspection of the Board and they shall report to them at every meeting the condition of the Club's finances and every item of receipt or payment not before reported. At the Annual Meeting, they shall render an account of all monies received and expended during the fiscal year. The Treasurer shall be bonded for such an amount as the Board of Directors determine. The expense of such bonding to be borne by the Club.

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 current members of the Board at its first regular meeting following the creation of such vacancy, or at a Special Board Meeting called for the 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 selected by the Board.

#### ARTICLE IV THE CLUB YEAR, ANNUAL MEETING, ELECTIONS

Section 1. CLUB YEAR. The Clubs fiscal year shall begin on the 1<sup>st</sup> day of January and end on the last day of December. The Clubs 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 February at which Officers and Directors for the ensuing year shall be elected by secret, written 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 supply their successor with all properties and records related 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 three 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 November, the Board shall select a Nominating Committee consisting of three (3) members and one (1) alternate, not more than one of whom may be a member of the Board and not in a position of reelection. The Secretary shall immediately notify the Committee and alternate of their selection. The Board shall name a Chairperson for the committee and it shall be their duty to call a committee meeting which shall be conducted before the December meeting.

- (a) The committee shall nominate one candidate for each of the available positions for the Officers and Board of Director(s) 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, before the January meeting, notify each member of the candidates so nominated at least 2 (two) weeks prior to the January meeting.
- (c) Additional nominations may be made at the January 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, his nominator shall present to the Secretary a written statement from the proposed candidate signifying their 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 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. An individual member may prefer charges against another individual member for alleged misconduct prejudicial to the best interest of the Club. Written

charges with specifications must be filed in duplicate with the Secretary together with deposit of \$50.00 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 interest of the Club. If the Board considers that the charges do not allege conduct which would be prejudicial to the best interest of the Club it may refuse to entertain jurisdiction. If the Board entertains jurisdiction of the charges they shall fix a date of 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 their own defense and bring witness if they wish.

Section 3. BOARD HEARINGS. 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 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 (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 shall not restrict the defendant's right to appear before their fellow members at the ensuing Club meeting which considers the Board's recommendations. 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.

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 privilege of appearing in their 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 invite the defendant, if present, to speak on their own behalf if they wish. 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 By-Laws may be proposed by the Board of Directors or by written petition addressed to the Secretary signed by 20% 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 membership 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 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 sent to each member at least two (2) weeks prior to the date of the meeting.

Section 3. No amendment to the Constitution and By-Laws that is adopted by the Club shall become effective until it has been approved by the majority vote of the members in good standing.

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 the purpose of reorganization whether voluntary or involuntary or by operation of law, none of the property of the Club shall be distributed to any members of the Club. 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:

- Roll Call
- Minutes of last meeting
- Report of President
- Report of Secretary
- Report of Treasurer
- Reports of Committees
- Election of Officers and Board (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 Secretary
- 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 govern the Club in all cases to which they are applicable and in which they are not inconsistent with these By-Laws and any special rules or order, policies and procedures the Club may adopt.