

CONSTITUTION

These bylaws are subject to and governed by the laws of the State of Texas. In the event of a direct conflict between the provisions of these bylaws and the mandatory provisions of the laws of the State of Texas, the laws of the State of Texas will be controlling.

ARTICLE I Name and Objectives

Section 1: The name of the club shall be Lone Star Belgian Tervuren Club.

Section 2: The objectives of the club shall be:

- a. to encourage and promote quality in the breeding of purebred Belgian Tervuren 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 the Belgian Tervuren shall be judged;
- c. to do all in its power to protect and advance the interests of the breed by encouraging sportsmanlike competition at dogs shows and obedience trials.
- d. to conduct sanctioned matches, specialty dog shows obedience trials and any other event for which the club is eligible under the Rules and Regulations of the American Kennel Club.

Section 3: No part of the net earnings of the club shall inure to the benefit of, or be distributable to its members, officers, directors, or other private persons, except that the club shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions on furtherance of the purposes set forth in the Constitution or in Article I of the Bylaws.

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 objectives.

BYLAWS

ARTICLE I Membership

Section 1: Eligibility.

There shall be three (3) types of memberships: Single, Family, and Junior, open to all persons who are in good standing with The American Kennel Club, and who subscribe to the purposes of the Lone Star Belgian Tervuren Club. Only members eighteen (18) years and older are entitled to vote or hold office.

- a. Single membership shall consist of a single person eighteen (18) years or older.
- b. Family membership shall consist of two adult members eighteen (18) years or older of the same household and any children under the age of eighteen (18)
- c. Junior membership shall consist of persons under eighteen (18) years of age.

Section 2: Dues

Membership dues shall be \$10.00 for single membership and \$15.00 for family membership per year, payable on or before the first (1st) day of June of each year. No member may vote whose dues are not paid for the current year. During the month of May the Treasurer shall send to each member a statement of their dues for the ensuing year.

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 shall agree to abide by this Constitution and Bylaws and the rules of the American Kennel Club. The

application shall state name, address, email address and occupation of the applicant and shall carry the endorsement of two members in good standing with the American Kennel Club and the Lone Star Belgian Tervuren Club. The application shall be accompanied by the dues payment for the current year. Anyone elected to membership during the period of October through May will not be required to pay additional dues the following June 1, but will be considered to have paid 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 receipt at which time the application shall be voted upon. A three-quarters (3/4) majority 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

Members 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 June in each year.
- b. By lapsing. A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid sixty (60) days after the first day of June of each year; however, the Board may grant an additional sixty (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 of these Bylaws.

ARTICLE II

Club Communications, Meetings and Voting

Section 1: Means of Club Communications, Meetings and Voting

Unless otherwise specified, electronic communication methods such as email may be used as a means for communicating with the Board or the membership. The Secretary will maintain and distribute a Roster of members containing contact information. Club members will be responsible for notifying the Secretary of any changes to their contact information.

Also unless otherwise specified, electronic means such as conference telephone calls, virtual meetings or other technologies may be used for any Club meetings as allowed by state law. The means to be used must be specified in the meeting notice along with the date, time and place (if applicable).

Section 2: Club Meetings.

At least three club meetings will be held each year, at such date, time, place (if applicable) and by what means as may be designated by the Board of Directors. Notice of each such meeting shall be provided at least forty-five (45) days prior to the date of the meeting. The quorum for such meetings shall be twenty percent (20%) of the members in good standing.

Section 3: Special Club Meetings.

Special club meetings may be called by the President, or by a majority vote of the members 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 at such date, time, place (if applicable) and by what means as may be designated by the Board. Notice of such a meeting shall be sent by the Secretary at least ten (10) days and not more than sixty (60) 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 meeting shall be 20% of the members in good standing.

Section 4: Board Meetings.

The first meeting of the Board shall be held immediately following the annual meeting. Other meetings of the Board of Directors shall be held at such dates, times, places (if applicable) and by what means as are designated by a majority vote of the entire Board. Notice of such meeting shall be sent by the Secretary to each member of the Board at least ten (10) days prior to the meeting. The quorum for the Board meeting shall be a majority of the Board.

Section 5: 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 at such date, time, place (if applicable) and by what means as may be designated by the person authorized herein to call such meeting. Notice of such meeting shall be sent by the Secretary at least ten (3) days and not more than sixty (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 transacted thereat. A quorum for such a meeting shall be a majority of the Board.

Section 6: Voting.

Each single 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 (either in person or electronically).

Each family member in good standing whose dues are paid for the current year shall be entitled to two votes at any meeting of the club at which both adult members are present (either in person or electronically). When only one adult member is present, only one vote may be cast.

Junior members are not entitled to vote.

Proxy voting will not be permitted at any club meeting or election.

The annual election shall be conducted by mail. Ballots will be returned to the Secretary and the committee of three members will be selected to count the votes. All ballots done in this way will be held on file for inspection of the membership for a period of one year. Additionally, the Board of Directors may elect to hold a mail vote on any issue where they feel a vote of the entire membership is essential.

ARTICLE III Directors and Officers

Section 1: Board of Directors.

The Board shall be comprised of the President, Vice-President, Secretary, Treasurer, and one Member-at-Large, each of whom shall be a member in good standing and each of whom shall be elected for a one-year term except the President and Treasurer who will be elected for two-year terms 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, & Treasurer, shall serve in their respective capacities 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 the President in addition to those specified in these bylaws.
- b. The Vice-President shall have the duties and exercise the power of the President in case of the Presidents death, absence, or incapacity.
- c. The Secretary shall keep a record of all meetings of the club and of the Board, and of all the votes taken, and of all the matters of which a record shall be ordered by the club. The Secretary shall have charge of the correspondence, notifying 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, and carry out such other duties as are prescribed in these bylaws.
- d. The Treasurer shall collect and receive all monies due or belonging to the club and shall deposit the same in a bank approved by the Board, in the name of the club. The books shall at all times be open to inspection of the Board, and the Treasurer shall report to them at every meeting the condition of the club's finances and every item of receipt or payment not before reported and at the annual meeting shall render an account 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.

Section 3: Vacancies.

Any vacancies occurring on the Board or among the officers during the year shall be filled for the unexpired term of office by a majority vote of the remaining members of the Board, 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, Annual Meeting, Elections

Section 1: Club Year.

The club's fiscal year shall begin on the 1st day of October and end on the last day of September.

The club's official year shall begin immediately at the conclusion of the annual meeting and shall continue through the next annual meeting.

Section 2: Annual Meeting.

The first club meeting of the club's fiscal year shall be designated the Annual Meeting, at which meeting officers and Directors for the ensuing year shall be announced in accordance with the election results. They shall take office after the announcement; each retiring officer shall turn over to his successor in office all properties and records relating to the office within thirty (30) days after the annual meeting.

Section 3: Annual Elections.

The annual election will be conducted by mail and the results announced at the annual meeting. 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 month of March, the Board shall select a nominating Committee consisting of three members, not more than one of whom may be a member of the Board. The Secretary shall immediately notify the committee members of their selection. The Board shall name a chairman for the Committee and it shall be the Chairman's duty to call a committee meeting.

- a. The Committee shall nominate from among the eligible members of the club, one candidate for each position on the Board, except the offices of President and Treasurer shall be nominated every other year, and after securing the consent of each person so nominated, shall report their nominations to the Secretary in writing prior to May 1st.
- b. Upon receipt of the Nominating Committee's report, the Secretary shall, before June 1st, notify each member of the Candidates so nominated.
- c. Additional nominations of eligible members may be submitted to the Secretary, accompanied by the written acceptance of each additional nominee stating their willingness to be a candidate and endorsed by three members in good standing. Such nominations must be received by the Secretary no later than June 30th. No person shall be a candidate for more than one position.
- d. If no valid nominations are received by the Secretary on or before June 30th, the Nominating Committee's slate shall be declared elected and the membership so notified.

If additional nominations are received by the Secretary they shall be included in the ballots which shall be sent out to the members by the Secretary prior to July 31st.

Ballots must be returned and in the hands of the Secretary prior to August 31st. Thereupon, the ballots will be handled in accordance with Article II, Section 5 of the bylaws. Ballots received after August 30 will not be counted. The results will be reported to the membership by September 30th.

- e. 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, 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.

Section 2: Any committee appointed may be terminated by a majority vote of the full membership of the Board upon 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: American Belgian Tervuren Club.

Any member who is suspended from the privileges of the American Belgian Tervuren Club automatically shall be suspended from the privileges of this club for a like period.

Section 3: 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 \$25.00 which shall be forfeited if such charges are not entertained or 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. 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 or the breed. If the Board considers that the charges do not allege conduct which would be prejudicial to the best interests of the club or 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 not less than three (3) weeks nor more than six (6) weeks thereafter. The Secretary shall promptly send one copy of the charges to the accused member by certified mail return receipt requested, or other form of receipted or acknowledged delivery 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.

Section 4: 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 case. The suspension 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 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 5: 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 4 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 date of 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 findings and recommendations, and shall invite the defendant, if present, to speak in his/her own behalf if he/she wishes. The members present shall then vote on the proposed expulsion. A $\frac{3}{4}$ 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 percent (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 members with recommendations of the Board by the Secretary for a vote within three 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 vote of the members present and voting at any regular or special meeting called for the purpose, or by a 2/3 vote of the members in good standing and voting by a mail ballot, 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.

ARTICLE VIII Dissolution

Section 1: Dissolution.

The club may be dissolved at any time by the written consent of not less than 2/3 of the members in good standing. 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:

- Approval of minutes of last meeting
- Reports of President, Secretary, and Treasurer
- Reports of Committees
- Election of Officers and Board Members (at 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 a majority vote of those present, shall be as follows:

- Approval of minutes of last meeting
- Report of Secretary
- Report of Treasurer
- Reports 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, 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.