



## Dalmatian Club of San Diego County, Inc.

### Bylaws

(revision 11/16/19)

#### Article I Membership

**Section 1** Eligibility. There shall be three types of memberships. Regular membership is open to individuals eighteen years of age and older who are in good standing with the American Kennel Club and who subscribe to the purposes of this Club. Family membership is available for married couples and their children 17 years of age and younger. Junior membership is open to persons 10-17 years of age; they cannot vote or hold office and may automatically convert to regular membership upon reaching their 18<sup>th</sup> birthday. 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 \$30.00 per year, per individual, payable on or before the first 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 ensure that each member is sent a dues renewal notice for the ensuing year.

**Section 3** Election to Regular Membership. Each applicant for regular or family membership shall attend at least one membership meeting and be sponsored by a member in good standing. Application shall be on a form as approved by the Board of Directors, which shall provide that the applicant agrees to abide by this Constitution and Bylaws and the rules of The American Kennel Club. The application shall state the name, address and occupation of the applicant. Accompanying the application, the prospective regular member shall submit fees due for the current year.

All applications are to be filed with the Membership Chairman. Applications will be voted upon by secret ballot, or by a show of hands, and affirmative votes of two-thirds of the members present shall be required to elect the applicant.

Applicants for membership who have been rejected by the Club may not be resubmitted within six months after such rejection.

**Section 4** Termination of Membership. Memberships may be terminated by:

a) 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 and they become incurred on the first day of each fiscal year.

b) Lapsing. A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid as of February first; however, the Board may grant an additional grace period 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) Expulsion. A membership may be terminated by expulsion as provided in Article VI of these bylaws.

## **Article II** **Meetings and Voting**

- Section 1** Club Meeting. Meetings of the general membership shall be held within San Diego County a minimum of four (4) times a year, 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, or published in the newsletter, at least seven days prior to the date of the meeting. The quorum for such meetings shall be 20 percent of the regular members in good standing.
- Section 2** Special Club Meetings. Special Club meetings may be called by the President, or by the 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 five (5) regular members of the Club who are in good standing. Such special meetings shall be held within San Diego County at such place, date, hour as may be designated by the person or persons authorized herein to call such meetings. Written notice of such meeting and the purpose thereof shall be mailed by the Secretary at least five days and not more than 15 days prior to the date of the meeting and no other Club business may be transacted. The quorum for such meetings shall be 15 percent of the regular members in good standing.
- Section 3** Board Meetings. Meetings of the Board of Directors shall be held within San Diego County at such hour and place as may be designated by the Board. Written notice of each such meeting shall be mailed or emailed to the Board Members by the President 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 or shall be noticed 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 San Diego County at such place, date and hour as may be designated by the person authorized herein to call such a meeting. Written notice of such meeting shall be mailed by the Secretary, at least five (5) days and not more than ten (10) days, prior to the date of the meeting, or telephone notice shall be given at least three (3) days and not more than five (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. A quorum for such a meeting shall be a majority of the Board.
- Section 5** Voting. Each adult member in good standing whose dues are paid of the current year shall be entitled to one vote at any meeting of the Club at which the member is present. Proxy voting will not be permitted at any Club meeting.

## **Article III** **Directors and Officers**

- Section 1** Board of Directors. The general management of the Club's affairs shall be entrusted to a Board of at least five (5) Directors. The board shall be comprised of four officers (described in section 2) and at least one other person, all of who shall be members in good standing and all of who shall be elected to three-year terms at the Club's annual meeting as provided in Article IV and shall serve until their successors are elected.

Terms of the members of the Board of Directors shall be staggered three-year terms; with one or two (1 or 2) board members elected each year.

The Club's Officers are elected annually by the Board of Directors from within the Board at a Board meeting held immediately after the annual meeting.

**Section 2** Officers. The Club's officers, consisting of the President, Vice-President, Secretary and a 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 preside at all meetings of the Club and of the Board, and shall have duties and powers normally appurtenant of the office of the President, in addition to those particularly specified in these Bylaws.
- b) The Vice-President shall have the duties and exercise the power of the President, in the case of the President's death, absence, or incapacity.
- c) The Secretary shall keep a record of all meetings and official business of the Club and of the Board of Directors, and shall be responsible for all communications among Board of Directors and from the Board of Directors to the membership, including communications applicable to membership as pertains to Article 1. The Secretary will perform such other duties as may, from time to time, be specifically assigned by the Board. The Secretary may use the newsletter as a vehicle in sending notices, amendments, ballots, etc., provided said newsletter is sent via First Class Mail. The Secretary shall provide the members with a current Membership Roster no later than March 1 of each year.
- d) The Secretary shall also be responsible for all correspondence from the public and to the general public, and all communication to the membership, which does not originate from an official action of the Board of Directors. The Secretary shall have available and present to the members and Board at each meeting, all pertinent communications addressed to him/her in his/her official capacity, or to any officer of the Club. The Secretary shall notify members of meetings, new members of their election to membership, officers and directors of their election to office, keep a role of the members of the Club with their addresses, and carry out such other duties are prescribed in the Bylaws.
- e) The Treasurer shall oversee the collection and receipt of all money due or belonging to the Club. The Treasurer shall deposit the same in a bank designated 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, condition of the Club's finances and every item of receipt or payment not before reported. At the annual meeting, the Treasurer shall render an account of all money received and expended during the previous fiscal year. Bonding for the Treasurer shall be considered when the treasury exceeds \$10,000, or for such an amount as the Board of Directors shall determine.

**Section 3** Vacancies. Any vacancies occurring on the Board 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 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 in the office of Vice-president shall be filled by the Board.

**Article IV**  
**Fiscal Year, Annual Meeting, 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 Meeting. The annual meeting shall be held in the month of December at which time Directors for the ensuing year shall be elected by secret, written ballot from among those nominated in accordance with Section of Article IV. They shall take office immediately upon the conclusion of the election and each retiring Director shall turn over to his successor all the properties and records relating to that position within 30 days after the election.
- Section 3** Elections. The nominated candidates who receive the greatest number of votes shall be declared elected.
- Section 4** Nominations. All candidates in a Club election must be members in good standing to be nominated. During the month of September the Board shall select a Nominating Committee consisting of three (3) members and two (2) alternatives, not more than one of who may be a member of the Board. The Secretary shall immediately notify the committee members and alternatives of their selection. The Board shall name a chairperson for the committee and it shall be his duty to call a committee meeting, which shall be held during the month of October.
- a) The committee shall nominate at least one candidate for each position on the Board and, after securing the consent of each person 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 (2) weeks before the November general membership 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 his/her name is proposed, and provided further that if the proposed candidate is not in attendance at this meeting, his proposer shall present to the Secretary, a written statement from the proposed candidate signifying his willingness to be a candidate.
  - d) Nominations cannot be made at the annual meeting or in any manner other than provided in this section.

**Article V**  
**Committees**

- Section 1** The Board may each year appoint standing committees or an individual to advance the work of the Club in such matters as education, special 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 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**

- 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 regular member may prefer charges against a member for alleged misconduct prejudicial to the best interests of the Club or breed. Written charges with specifications must be filed in duplicate with the Secretary, together with a deposit of \$10.00, 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 it shall fix a date of hearing by the Board not less than three (3) weeks or more than six (6) weeks thereafter. The Secretary shall promptly send one copy to the accused member by registered mail, together with a notice of the hearing, and on assurance that the defendant may personally appear in his own defense and bring witnesses if the defendant wishes.
- Section 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 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 (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 his 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 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 Article VI. 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 recommendations 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 the defendant 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 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 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) a two-thirds vote of the members present and voting at any regular or special meeting called for that purpose, provided that 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.
- b) a two-thirds vote of the members polled via mail/email, provided that the closing date for the vote on the proposed amendments is at least two (2) weeks after the notice is sent out.

**Article VIII**  
**Dissolution**

**Section 1** Dissolution. The Club may be dissolved at any time by the written consent of not less than two-thirds of the members. In the event of 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 of the Club; but after payment of debts of the Club, its property and assets shall be given to charitable organization for the benefit of dogs, selected by the Board of Directors.

**Article IX**  
**Order of Business**

**Section 1** At the 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 General Membership meeting  
Report of President  
Report of Secretaries  
Report of Treasurer  
Report of Committees  
Election of Board (at annual meeting)  
Election of New Members  
Unfinished Business  
New Business  
Adjournment

**Section 2** At meetings of the Board, the order to business, unless otherwise directed by a majority vote of those present, shall be as follows:

Reading of Minutes of last Board of Directors meeting  
Report of Secretaries  
Report of Treasurer  
Report of Committees  
Unfinished Business  
New Business  
Adjournment

**Section 3** 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.