

Across Borders Boxer Club
Constitution
&
By-Laws

Across Borders Boxer Club
Constitution
Article I
Name & Objectives

SECTION 1. The name of the club shall be **ACROSS BORDERS BOXER CLUB**

SECTION 2. The objectives of the club shall be:

- A.** To encourage and promote quality in the breeding of purebred Boxers and to do all possible to bring their natural qualities to perfection.
- B.** To support shows and obedience trials and to maintain a program of awards that will encourage sportsmanlike competition, protect, and advance the interest of the breed.
- C.** To conduct sanctioned and licensed specialty shows and trials under the rules of the affiliated club.
- D.** To initiate educational programs and promotional activities that will stimulate and extend public interest in the Boxer.
- E.** To abide by the excepted standard of the Boxer breed.

SECTION 3. The Club shall not be conducted or operated for profit and no part of any profit or remainder or residue from dues or donations to Club shall go to the benefit of any member or individual.

SECTION 4. 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.

Across Borders Boxer Club (ABBC)
Bylaws Article I
Membership

SECTION 1. Eligibility. Membership is open to all persons who are in good standing with Across Borders Boxer Club and who subscribe, understand and appreciate the purposes of this club. While membership is unrestricted, the club's primary purpose is to be representative of the breeders, Boxer lovers and enthusiasts.

SECTION 2. Types of Membership & Dues. There shall be 3 types of memberships. Dues may be increased to no more than the maximum noted for each type by a two-thirds vote by the Board of Directors. Members joining after June 1st shall pay ½ of the years dues. After October 1st dues will be applied to the next year. No one over 18 shall have voting rights.

A. FAMILY MEMBERSHIP. Family membership is open to all dual households consisting of 2 adults over the age of 18 that have been granted membership in accordance with these By-Laws. Each Individual member shall be entitled to one vote and be eligible for election to the Board of Directors and committee positions. Maximum annual individual membership dues shall be \$65.00 per year.

B. REGULAR MEMBERSHIP. Regular membership is open to all persons over the age of 18 that have been granted membership in accordance with these By-Laws. Each Individual member shall be entitled to one vote and be eligible for election to the Board of Directors and committee positions. Maximum annual individual membership dues shall be \$45.00 per year.

C. JUNIOR MEMBER. Junior membership is open to individuals 12 years of age and older who desire to show support of the Club and have been granted membership in accordance with these By-Laws. Junior members may not vote or be elected to the Board of Directors. Maximum annual associate membership dues shall be 35.00 per year.

SECTION 3. Dues. Membership dues shall not exceed (\$65.00 per year without revision of these ByLaws, payable on or before the first day of December of each year. Dues notices shall be mailed or emailed to the membership by the Treasurer no later than the first day of October each year. Individuals whose dues are not received by the treasurer by the first day of January shall be deemed not in good standing and suspended from all Club privileges. Membership can be reinstated once current year's dues are paid as well as a \$10.00 reinstatement fee.

SECTION 4. Election to Membership. Election to Membership. Each applicant for membership shall apply in writing, on a form 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 Across Borders Boxer Club. Accompanying the application, the prospective member shall submit their dues for the current year.

Applicants for membership who have been rejected by the Club may reapply after one (1) year of such rejection.

SECTION 5. Termination of Membership. Memberships may be terminated:

A. By resignation. Any member in good standing may resign from the Club upon 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 each official year (January 1st).

B. By lapsing. A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid thirty (30) days after the first of December each year; however, the Board may grant an additional thirty (30) days of grace to such delinquent members in meritorious cases. In no such case may the person be entitled to vote at any Club meeting whose dues are unpaid as of the date of that meeting. Terminated members must reapply for membership.

C. By expulsion. A membership may be terminated by expulsion as provided in article VI of these By-Laws.

ARTICLE II MEETINGS AND VOTING

In place of written notices, email and Facebook notification of club meetings and board meetings (also dues notices, minutes and newsletters) will be the primary source of communication. Members are responsible for keeping Club Secretary notified of changes to one's email address. Members who want standard mail notifications must ask for such task specifically. Club members are responsible for notifying the club secretary of any change in mail or email address.

SECTION 1. Club Meetings. Meetings of the Club shall be held via conference call as well as in person when possible, place to be designated by the President or the Board of Directors at least 4 times per club year. Notice of each meeting shall be sent by the Secretary via email at least two weeks prior to the date of the meeting. A quorum for such meeting shall be twenty percent (20%) of the regular members of the Club in good standing. One of said members shall be the President or the Vice President. At any Club meeting at which a quorum is present, the business of the meeting shall be conducted until adjournment. The President may change the meeting date with Board of Directors approval, provided a notice is e-mailed or mailed to all members two weeks prior to the date of the meeting.

SECTION 2. Special Club Meetings. Special meetings of the Club may be called by the President, or by a majority vote of the members of the Board of Directors who are present and voting at a regular or special meeting of the Board; and shall be called by the Secretary upon receipt of a petition signed by 5 members of the Club in good standing. Such special meetings shall be held via conference call at a time and place designated by the person or persons authorized herein to call such meetings. Notice of such meetings shall be sent by the Secretary by email or mail at least 2 days prior and not more than 4 days prior to the date of the meeting and said notice shall state the purpose of the meeting, and no other club business talked about, discussed or recorded in the minutes. The quorum for such a meeting shall be twenty percent (20%) of the members in good standing. One of the said members shall be the President or the Vice President.

SECTION 3. Board Meetings. Meeting of the Board of Directors shall be held at least 4 times a year via conference call or in person when possible at such time and place designated by the Board. Notice of such meeting shall be sent by the Secretary by email or mail at least two weeks prior to the

date of the meeting. Majority (3 – minimum) of the Board must be present to vote on and change or alter any rules, standings or bylaws.

SECTION 4. Special Board Meetings. Special meeting of the Board may be called by the President, and shall be called by the Secretary upon written request signed by at least three 3 members of the Board. Such special meetings shall be held via conference call or in-person when possible at a time and place designated by the person authorized herein to call such meetings. Notice of such meeting shall be sent by the Secretary by mail or email at least 2 days and not more than 14 days prior to the date of such meeting.

The notice shall state the purpose of the meeting and no other club business talked about, discussed or recorded in the minutes. A quorum for such meeting shall be a majority of the Board – 3 members.

SECTION 5. Voting. Each Adult member in good standing whose dues are paid for the current year shall be entitled to one vote at any regular or special meeting of the Club at which he or she is present. At the annual election of officers and directors, each member in good standing whose dues are paid for the current year and who have attended at least two general membership meetings prior to the annual meeting, shall have one vote. Proxy voting will not be permitted at any Club meeting or election nor will mail-in votes be accepted.

ARTICLE III DIRECTORS AND OFFICERS

SECTION 1. Board of Directors. The Board shall consist of at least, but not limited to, 5 members who shall be the President, Vice President, Secretary, Treasurer and one director all of whom shall be members in good standing with the club mentioned herein.

The Board of Directors shall be elected for a two-year term starting December 1st following the Club's annual meeting and election as provided in Article IV and shall serve until their successors are elected. The immediate Past President of the Club shall be a voting member of the Board of Directors without election for the year following his/her term of office. General management of the Club's affairs shall be entrusted to the Board of Directors and any elected officials they deem needed, in good standing, and voted on by majority.

SECTION 2. Officers. The Officers of the Club shall be: President, Vice President, Secretary, and Treasurer and at least one Director. They shall be elected at the annual meeting in December and their term of office shall be for two (2) year beginning on January 1st following their election, with the exception of the President & Secretary who shall be elected for a two (2) year term. The President's, Treasurer's and Director of Committees and Oversight term shall begin on an even year and the Vice President's, Director of Marketing and Communication's, and Secretary's shall begin on an odd year.

A. The President shall preside at all meetings of the Club and of the Board, and shall have the duties and powers normally apparent to the office of President in addition to those particularly specified in these By-Laws.

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 records of all meetings of the Club and the Board. The Secretary shall keep a roster of club members with their addresses, keep track of member's attendance at Club and Board meetings, retain all committee and other Club reports and

records, and carry out other duties as prescribed in these By-Laws. The Secretary shall have charge of all correspondence of the Club and present the same to the Board and members. He/She shall provide notice of all meetings of the Club and of the Board, and otherwise. He/She shall execute, with the President, in the name of the Club all contracts and other obligations and instruments authorized by the Board of Directors, and otherwise. He/She shall, in general, perform the duties necessary to the office of Secretary, subject to the control of the Board of Directors.

D. The Treasurer shall collect and receive all moneys due or belonging to the Club. The Treasurer shall keep full and accurate records of receipts and disbursements of Club moneys. He/She shall deposit the moneys belonging to the Club in a bank designated by the Board, in the name of the Club. He/She shall disburse the funds of the Club as directed by the Board. The Treasurer's books shall at all times be open to inspection of the Board and he/she shall report to the President and the Board at every meeting or when requested, the condition of the Clubs finances and every item of receipt or payment not before reported.

SECTION 3. Vacancies. Any vacancies occurring on the Board or among the Officers during the year shall be filled until the next annual election by a majority vote of all 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 the President shall be filled automatically by the Vice President and the resulting vacancy 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 first day of January and end on the 31st day of December. The Club's official year shall begin on January 1st and end on December 31st.

SECTION 2. Annual Meeting. The annual meeting shall be held in the month of December 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. Each retiring Officer shall turn over to his/her successor in office all properties and records relating to that office at the January Board meeting, to be held jointly with the old and new Board members. The new Officers shall take office on January 1st following the Annual election.

SECTION 3. Nominations. No person may be a candidate in a Club election who has not been nominated and is not a member in good standing. During the month of November, the Board of Directors shall select a Nominating Committee consisting of two (2) members and one (1) Board Member who's position is not up for election in that given year. The Board of Directors shall name a Chairperson and the Secretary shall immediately notify the committee persons of their selection.

A. The committee shall nominate one (1) candidate for each office or Board position up for election. They shall, after securing consent of each person nominated, immediately report their nominations to the Secretary in writing.

B. Upon receipt of the Nominating Committee's report, the Secretary shall notify the nominating committee's slate to each member of the Club at least two weeks prior to the December meeting.

C. Additional nominations may be made at the December meeting. Any member in good standing may voice from the floor, and upon prior seconding, place in nomination any

member in good standing, providing the nominated member is present at the meeting and does not decline the nomination. Nominees for any Office or Board position must have attended a minimum of two General Meetings of the Club prior to the December Meeting.

SECTION 4. Elections. The nominated candidate receiving the greatest number of votes for each office shall be declared elected. The nominated candidates for other positions on the Board who receive the greatest number of votes for such positions shall be declared elected.

ARTICLE V COMMITTEES

SECTION 1. The Board of Directors or the President with approval of the Board of Directors may each year appoint standing committees to advance the work of the Club in such matters as specialty shows, obedience trials, matches, trophies, annual prizes, membership, fundraising, and other fields which may be well 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 notice to the appointee; and the Board may appoint successors to those persons whose services have been terminated.

SECTION 3. All committees must have at least one board member on them.

ARTICLE VI DISCIPLINE

SECTION 1. Anyone expelled from any club shall have their membership reviewed by the Board for continued membership with ABBC.

SECTION 2. Charges. Any member may prefer charges against a member for alleged misconduct prejudicial to the best interest of the Club or breed. Written charges with specifications must be filed in duplicate with the Secretary together with a deposit of \$25.00 which will 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 if such a meeting is scheduled within the next one (1) weeks. If no meeting is scheduled a Special Meeting of the Board shall be convened in accordance with Section 4, Article II of these By-Laws. 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 breed. If the Board considers that the charges do not allege conduct which would be prejudicial to the Club or breed, it may refuse to entertain jurisdiction and the matter shall be dismissed, if the Board entertains jurisdiction of the charges it shall fix a date of a hearing by the Board not less than one (1) weeks nor more three (3) weeks thereafter. The Secretary shall promptly send one copy of the charges to the accused by certified 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.

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 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, 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 punishment insufficient, it may also recommend to the membership that the penalty be expulsion.

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 recommendations as provided in Section 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 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 Boards findings and recommendations, and shall invite the defendant, if present, to speak in his/her own behalf if he/she so desires. The members shall then vote by secret ballot on the proposed expulsion. A two thirds (2/3) vote of those present and voting at the meeting shall be necessary for expulsion. If expulsion is not so voted, the Boards 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 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 (3) months of the date the petition was received by the Secretary.

SECTION 2. The Constitution and By-Laws may be amended by a two thirds (2/3) vote of the members present and voting at any regular or special meeting called for that 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.

ARTICLE VIII DISSOLUTION

SECTION 1. The Club may be dissolved at any time by the written consent of not less than two thirds (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 nor any proceeds thereof nor any assets of the Club shall be distributed to any members of the Club, but after payment of any debts of the Club, it's property and assets shall be given to a charitable organization for the benefit of dogs, selected by the Board of Directors.