

***Delaware Valley Bullmastiff Club  
(DVBC)  
Constitution and Bylaws***

Table of Contents

<b>ARTICLE I: Name and Objectives</b>	<b>4</b>
<b>SECTION 1: Name</b>	<b>4</b>
<b>SECTION 2: Objectives</b>	<b>4</b>
<b>SECTION 3: Nonprofit</b>	<b>4</b>
<b>SECTION 4: Revisions to Bylaws</b>	<b>4</b>
<b>ARTICLE I: MEMBERSHIP</b>	<b>4</b>
<b>SECTION 1: Eligibility</b>	<b>4</b>
<b>SECTION 2: Dues</b>	<b>5</b>
<b>SECTION 3: Election to Membership</b>	<b>5</b>
<b>SECTION 4: Termination of Membership</b>	<b>5</b>
<b>ARTICLE II: MEETINGS AND VOTING</b>	<b>6</b>
<b>SECTION 1: Club Meetings</b>	<b>6</b>
<b>SECTION 2: Special Club Meetings</b>	<b>6</b>
<b>SECTION 3: Board Meetings</b>	<b>6</b>
<b>SECTION 4: Special Board Meetings</b>	<b>6</b>
<b>SECTION 5: Voting</b>	<b>6</b>
<b>ARTICLE III: Directors and Officers</b>	<b>7</b>
<b>SECTION 1: Board of Directors</b>	<b>7</b>
<b>SECTION 2: Officers</b>	<b>7</b>
<b>SECTION 3: Vacancies</b>	<b>7</b>
<b>ARTICLE IV: The Club, Annual Meeting, Elections</b>	<b>8</b>
<b>SECTION 1: Club Year</b>	<b>8</b>
<b>SECTION 2: Annual Meeting</b>	<b>8</b>
<b>SECTION 3: Elections</b>	<b>8</b>
<b>SECTION 4: Nominations</b>	<b>8</b>
<b>ARTICLE V: Committees</b>	<b>8</b>
<b>SECTION 1: Appointment of Standing Committees</b>	<b>8</b>
<b>SECTION 2: Termination of Committees</b>	<b>9</b>
<b>ARTICLE VI: Discipline</b>	<b>9</b>
<b>SECTION 1: American Kennel Club Suspension</b>	<b>9</b>
<b>SECTION 2: Charges</b>	<b>9</b>
<b>SECTION 3: Board Hearing</b>	<b>9</b>
<b>SECTION 4: Expulsion</b>	<b>10</b>

<b><i>ARTICLE VII: Amendments</i></b>	<b>10</b>
<b>SECTION 1: Amending the Constitution and Bylaws</b>	<b>10</b>
<b>SECTION 2: Required Votes for Amendments</b>	<b>10</b>
<b><i>ARTICLE VIII: Dissolution</i></b>	<b>10</b>
<b>SECTION 1: Dissolution</b>	<b>10</b>
<b><i>ARTICLE IX: Order of Business</i></b>	<b>11</b>
<b>SECTION 1: Order at Club Meetings</b>	<b>11</b>
<b>SECTION 2: Order at Board Meetings</b>	<b>11</b>
<b><i>ARTICLE X: Parliamentary Authority</i></b>	<b>11</b>

## **ARTICLE I: Name and Objectives**

### **SECTION 1: Name**

The name of the Club shall be “Delaware Valley Bullmastiff Club”.

### **SECTION 2: Objectives**

The objectives of the Delaware Valley Bullmastiff Club shall be:

- a. to encourage and promote quality in the breeding of pure bred Bullmastiffs 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 Bullmastiff shall be judged;
- c. to do all in its power to protect and advance the interests of the breed by encouraging sportsmanlike competition at dog shows and obedience trials;
- d. to conduct sanctioned and licensed specialty shows and obedience trials under the rules and regulations of the American Kennel Club.

### **SECTION 3: Nonprofit**

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: Revisions to Bylaws**

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 of the Club.

## **BYLAWS**

### **ARTICLE I: MEMBERSHIP**

#### **SECTION 1: Eligibility**

Membership shall be open to:

- a. all individual persons 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. Such individuals shall have voting rights and are eligible to hold office.
- b. Household membership is offered for any 2 individuals 18 and older that reside in the same household. Each household member shall have voting rights and are eligible to hold office.
- c. Lifetime membership is offered for any individual or household who have been members for a period of 30 years. Dues waived. All rights and privileges apply.
- d. Associate membership is offered individuals or household members 18 years and older who are in good standing with the AKC and who subscribe to the purposes of this Club. Associate members are described as members who assist at events where the Club’s presence is required but location is prohibitive to most members. eg. An Agility trial where Club members must be present. No dues shall be incurred nor shall such individuals have voting rights or hold office. An application form must be submitted.

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:

- a. for “individual” membership, not to exceed \$30.00 per year;
- b. for “household” membership, not to exceed \$40.00 per year.

Dues are payable on or before the 1<sup>st</sup> day of February of 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 his/her 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 agrees to abide by this constitution and these bylaws and the rules of the American Kennel Club. The form 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 submitted to the Membership Chair and each application is to be announced via email. Once an application is submitted, it will be for a three month, non-voting, probationary period from the time it is received by membership chair. After a period of three months the membership will be voted upon. Voting will take place by email and submitted to the Membership Chair. The Chair will notify the applicant via email within 48 hrs. of voting

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

## **SECTION 4: Termination of Membership**

Membership 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 each fiscal year.
- b. By lapsing. A membership will be considered as lapsed and automatically terminated if such member’s dues remain unpaid 90 days after the first day of the fiscal year; however, the Board may grant an additional 90 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 in the Greater Philadelphia area no less than *four times a year* (*amended April 2, 2015*) either in person or conference call at such time and place as may be designated by the Board of Directors. Notice of each such meeting shall be emailed by the Secretary at least 10 days prior to the date of the meeting. The quorum for such meetings shall be 20% 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 five members of the Club who are in good standing. Such special meetings shall be held in the Greater Philadelphia or via conference call at such place, date, and hour as may be designated by the person or persons authorized herein to call such meetings.

Notice of such meeting shall be emailed by the Secretary at least 5 days and not more than 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 thereat. The quorum at such meeting shall be 20% of the members in good standing.

### **SECTION 3: Board Meetings**

Meetings of the Board of Directors shall be held prior to each Club meeting and no less than *six (6)* times in each year, at such hour and place as may be designated by the Board in the greater, Philadelphia Pennsylvania area. Notice of each such meeting shall be emailed by the Secretary at least 5 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 members of the Board. Such special Board meetings shall be held in the greater Philadelphia, Pennsylvania area or via conference call at such place, date and hour as may be designated by the person authorized herein to call such meeting. Notice of such meeting shall be emailed by the Secretary at least 5 and no more than 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 5: Voting**

Each member in good standing whose dues are paid for the current fiscal 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 President, Vice President, Secretary, Treasurer and three other persons, all of whom shall be members in good standing and all of whom shall be elected for **two** year terms at the Club's annual meeting as provided in Article IV and shall serve until their successors are elected. The President, Secretary, and Director Place 2 shall be elected in alternate years which end in even numbers. The Vice-President, Treasurer, Director Place 1, Director Place 3 shall be elected in alternate years which end in odd number. 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 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 the duties and powers normally appurtenant to the office of President in addition to those particularly in these prescribed 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. The Secretary shall have charge of correspondence, notify members of meetings, 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 duties as prescribed in these bylaws. The Treasurer shall collect and receive all moneys due or belonging to the Club. He/She 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 by the Board and he/she 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 he/she shall render an account 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. *In the absence of or inability of the Treasure with regards to check signing, a second person shall be designated by the Board to perform that duty. That person need not be a member of the Board.(Amended November 14, 2015)*
- d. The offices of Secretary and Treasurer may be held by the same person, in which case the Board shall be comprised six persons.

### **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 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: The Club, Annual Meeting, Elections**

### **SECTION 1: Club Year**

The Club's fiscal year shall begin on the 1<sup>st</sup> day of January and end on the 31<sup>st</sup> 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 January 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 turn over to his/her successor in office all properties and records relating to that office within 30 days of 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 October 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 committee members and alternates of their selection. The Board shall name a Chairman for the Committee and it shall be his/her duty to call a committee meeting which shall be held on or before October 31<sup>st</sup>.

- a. The committee shall nominate one candidate for each office and three candidates for the three other positions on the Board, and after securing the consent of each person so nominated shall immediately report their nomination to the Secretary in writing.
- b. Upon receipt of the Nominating Committee's report, the Secretary shall before November 10<sup>th</sup> notify each member in writing of the candidates so nominated. (*amended November 14, 2015*)
- c. Additional nominations may be made at the last meeting of the year, in November, 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, the proposer shall present to the Secretary a written statement from the proposed candidate signifying his/her willingness to be a candidate. No person may be a candidate for more than one position.
- d. Nomination cannot be made at the annual meeting or in any manner other than as provided in this Section.

## **ARTICLE V: Committees**

### **SECTION 1: Appointment of Standing Committees**

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 others 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: Termination of Committees**

Any committee appointed 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 shall be automatically suspended from the privileges of this Club for a like period.

### **SECTION 2: 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 \$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 interests of the Club. If the Board considers that the charges do not allege conduct that 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 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 his 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 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 six months from the hearing. And, if it deems that punishment is 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 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 proceeding 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 his/her own behalf, though no evidence shall be taken at the 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 meeting shall then vote by secret written ballot 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: Amending the Constitution and Bylaws**

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 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: Required Votes for Amendments**

The constitution and Bylaws may be amended by a  $\frac{2}{3}$  *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 emailed to each member at least two 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 a  $\frac{2}{3}$  vote 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 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: Order of Business at Club Meetings**

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:

1. Roll Call
2. Minutes of last meeting
3. Report of President
4. Report of Secretary
5. Report of Treasurer
6. Reports of Committees
7. Election of Officers and Board (annual meeting)
8. Election of new members
9. Unfinished business
10. New business
11. Brags
12. Passages
13. New Additions
14. Adjournment

### **SECTION 2: Order of Business at Board Meetings**

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

1. Reading of minutes of last meeting
2. Report of the President
3. Report of the Secretary
4. Reports of Committees
5. Unfinished Business
6. New Business
7. Adjournment

## **ARTICLE X: Parliamentary Authority**

The rules contained in the current edition of “Robert’s Rule 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 or any other special rules of order that the Club may adopt.