

# CONSTITUTION

These Bylaws are subject to and governed by the State of Pennsylvania Not-For Profit Corporation Laws and the Articles of Incorporation of The Collie Club of Western Pennsylvania. In the event of a direct conflict between the provisions of these bylaws and the mandatory provisions of the Pennsylvania State Not-For-Profit Corporation Laws, the Pennsylvania State Not-For-Profit Corporation Act will be controlling.

## ARTICLE I

### Name and Objects

**SECTION 1.** The name of the club shall be “The Collie Club of Western Pennsylvania”.

**SECTION 2.** The objectives of the club shall be:

- (a) To encourage and promote quality in the breeding of purebred Collies 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 Collies shall be judged.
- (c) To do all in its power to protect and advance the interests of the breed by encouraging the sportsmanlike competition at dog shows, or any other events in which the club chooses to participate.
- (d) To conduct sanctioned matches, and any other event for which the club is eligible under the Rules and Regulations of The American Kennel Club.
- (e) To encourage members to make use of the available health testing, to test all breeding stock to improve the health of the breed.

**SECTION 3.** No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, officers, directors, or other private persons, except that the corporation 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 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. *Code of Ethics.*** All members are expected to abide by the Collie Club of America Code of Ethics, as presented on their website, [www.collieclubofamerica.org](http://www.collieclubofamerica.org).

**SECTION 2. *Eligibility.*** There shall be four (4) types of membership open to all persons 18 years of age and older who are in good standing with The American Kennel Club and who subscribe to the purposes of this Club:

- (a) *Regular (Individual)* – open to all persons 18 years of age and older, enjoys all club privileges including the right to vote and hold office.
- (b) *Household* – open to all persons 18 years of age and older where there are two (2) adult members residing in the same household, each eligible to vote and hold office, but cannot hold office concurrently.
- (c) *Life* – for those members who have provided outstanding service to the club. Lifetime membership shall be voted on by current active members in good standing as deemed necessary, eligible to vote and hold office.
- (d) *Junior* – Open to minors under 18 years of age; a non-voting/non office holding membership which may automatically convert to Regular membership at age 18.

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 3. *Dues.*** Membership dues shall not exceed \$25 per year for Regular Membership, \$40 for Household Membership, and free for Lifetime and Juniors. Dues are payable on or before the 1st day of June of each year. No member may vote whose dues are not paid for the Financial/Fiscal year. During the month of April, the Secretary shall send to each member a statement of dues for the Financial/Fiscal year.

**SECTION 4. *Election to Membership.*** Each applicant for membership shall apply on a form/application as approved by the Board of Directors ("Board" or "the Board") and which shall provide that the applicant agrees to abide by the Constitution and Bylaws and the rules and regulations of The American Kennel Club. Accompanying the application, the prospective member shall submit dues payment for the Financial/Fiscal year. All applications for membership shall be filed with the Secretary. Each membership applicant is required to attend one meeting in person and one event prior to being voted in as a member. The membership applicant shall be voted upon by the membership at the next meeting of the Club following completion of the requirements as stated above. An affirmative vote of 2/3 of the members in

good standing present at the meeting and voting shall be required to elect the applicant. Applicants for membership who have been rejected by the club can reapply six (6) months after the date of rejection.

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

- (a) By resignation, upon written notice to the Secretary.
- (b) By lapsing. A member will be considered as lapsed and automatically terminated if such member's dues remain unpaid 60 days after the first day of the Financial/Fiscal year. However, the Board may grant an additional thirty (30) 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 member may be terminated by expulsion as provided in Article VI of these Bylaws.

## **ARTICLE II**

### **Meetings and Voting**

*[See Articles IX and X, Robert's Rules of Order most current edition shall be used]*

**SECTION 1. *Club Meetings.*** Meetings of the club may be held each month or as frequently as is necessary by methods such as in-person, electronic, virtual, teleconference, etc. as designated by the Board. Written notice of each such meeting shall be sent via USPS and/or email by the Secretary fourteen (14) days prior to the date of the meeting. The quorum for such meetings shall be twenty (20) percent of the eligible voting members in good standing. Non-voting members do not count towards the determination of a quorum.

**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. A special club meeting may also be called by the Secretary upon receipt of a petition signed by five (5) members of the club who are in good standing. Such special meetings shall be held by methods such as in-person, electronic, virtual, teleconference, etc. designated by the person or persons authorized herein to call such meetings. Written notice of such meetings shall be sent via USPS and/or email by the Secretary fourteen (14) 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 meetings shall be (20) percent of the eligible voting members in good standing. Non-voting members do not count towards the determination of a quorum.

**SECTION 3. *Board Meetings.*** Meetings of the Board may be held each month or as frequently as is necessary by methods such as in-person, electronic, virtual, teleconference, etc. as designated by the Board. Written notice of each such meeting shall be sent via USPS and/or

email by the Secretary fourteen (14) days prior to the date of the meeting. The quorum for such meetings shall be majority of the Board.

**SECTION 4. *Special Board Meetings.*** Special meetings of the Board may be called by the President or by the Secretary upon receipt of a written request signed by at least three members of the Board. Such special meetings shall be held by methods such as in-person, electronic, virtual, teleconference, etc. by the person authorized herein to call such meetings. Written notice of such meetings shall be sent via USPS and/or email by the Secretary fourteen (14) 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. The quorum for such meetings shall be majority of the Board.

**SECTION 5. *Voting.*** Each membership type in good standing, except for Juniors, whose dues are paid for the Financial/Fiscal year shall be entitled to one vote at any meeting of the club at which the member is present.

### **ARTICLE III**

#### **Directors and Officers**

**SECTION 1. *Board of Directors.*** The Board shall be comprised of the officers and three other members all of whom shall be non-Junior members in good standing. All Board members shall be elected for a term of two (2) years at the club's Annual Meeting as provided in Article IV and shall serve until their successors are elected. The President shall not be eligible to succeed himself/herself after two (2) consecutive terms. General management of the club's affairs shall be entrusted to the Board.

**SECTION 2. *Officers.*** The club's officers, consisting of the President, Vice President, Secretary, and Treasurer shall serve in their respective capacities regarding 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 associated to the office of President in addition to those particularly specified in these 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 the Board and of all matters of which a record shall be ordered by the club; 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, which shall be sent to any member in good standing upon written request, once every club year, and carry out such other duties as are prescribed in these Bylaws.

- (d) The Treasurer shall collect and receive all money due or belonging to the club. Money shall be deposited in a bank designated by the Board, in the name of the club. The books shall always be open to inspection by the Board and a report shall be given at every meeting on the condition of the club's finances and every item of receipt or payment not before reported; and at the Annual Meeting an accounting shall be rendered of all moneys received and expended during the previous fiscal year. The club shall be insured in such amount and through a type of policy as the Board shall determine which will cover the actions of the Treasurer.
- (e) The offices of Secretary and Treasurer may be held by the same person; in which case the non-officer members of the Board shall be comprised of four (4) persons.

**SECTION 3. *Vacancies.*** Vacancies can be filled in the following manner:

Any vacancies occurring on the Board during the year, except for the President, shall be filled until the next annual election by a majority vote of the members of the Board. A vacancy in the office of President shall be filled automatically by the Vice President until the next annual election.

## **ARTICLE IV**

### **The Club's Financial/Fiscal Year, Annual Meeting, Elections, Official Year**

**SECTION 1. *Financial/Fiscal Year.*** The Financial/Fiscal year shall begin on the first day of June and end on the last day of May.

**SECTION 2. *Annual Meeting.*** The annual meeting shall be held in the month of June, at which time Officers and Directors for the ensuing year shall be elected by secret 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 the successor in office all properties and records relating to that office within thirty (30) days after the election.

**SECTION 3. *Nominations.*** 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. The Secretary shall immediately notify the committee persons and alternates of their selection. The Board shall name a chair for the committee, and it shall be that person's duty to call a committee meeting, which shall be held at least thirty (30) days prior to the Annual Meeting.

The committee shall nominate at least one candidate for each office and positions on the Board and shall procure the acceptance of each nominee so chosen and shall report their nominations to the Secretary in writing at least thirty (30) days prior to the Annual Meeting.

- (a) Upon receipt of the Nominating Committee's report, the Secretary shall notify each member in writing of the candidates so nominated, at least fifteen (15) days prior to the Annual Meeting.
- (b) Additional nominations may be made at the Annual Meeting by any member that is eligible to vote and in good standing that is in attendance, provided that the person nominated does not decline when their name is proposed. No person may be a candidate for more than one position.
- (c) If the nominee is not in attendance at the Annual Meeting, there must be written proof presented that they are willing to take the nomination.

**SECTION 4. Elections.** The nominated candidates for all Board positions receiving the greatest number of votes shall be declared elected. If no valid additional nominations are received during the Annual Meeting, the Nominating Committee's slate shall be declared elected, and no balloting will be required. Any uncontested position shall be automatically elected.

**SECTION 5. Club's Official Year.** The club's Official Year shall begin immediately at the conclusion of the election at the Annual Meeting and shall continue until the election at the next Annual Meeting.

## **ARTICLE V**

### **Committees**

**SECTION 1.** The Board may each year appoint standing committees to advance the work of the club. Such committees shall always be subject to the final authority of the Board.

**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**

*[in accordance with State Law]*

**SECTION 1. American Kennel Club Suspension.** Any member who is suspended from any of the privileges of The American Kennel Club shall be suspended from the privileges of this club for a like period. American Kennel Club suspensions are published on the Secretary's page of the AKC Gazette.

**SECTION 2. *Charges.*** An individual member may prefer charges against another individual member for alleged misconduct prejudicial to the best interests of the club.

Written charges containing specific facts signed under oath (“Charges”) must be filed in duplicate with the Secretary together with a deposit, the amount to be established by the Board which shall be forfeited if such charges are not sustained or entertained by the Board. The Secretary shall promptly send a copy of the Charges to each Board member 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. If the Board considers that the Charges do not allege conduct which 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 for a hearing by the Board, or a committee appointed by the Board not less than three (3) weeks nor more than six (6) weeks thereafter. The Secretary shall promptly send one (1) copy of the Charges to the accused member by certified mail return receipt requested, or other form of receipted or acknowledged delivery and set forth a time and place at which the accused may attend and present any defense, call witnesses or answer.

**SECTION 3. *Board Hearing.*** If the Board has a hearing, the Board or a committee appointed by the Board may hear the charges. The Board or the Board’s appointed committee shall have complete authority to decide whether counsel may attend the hearing, but both complainant and accused shall be treated uniformly in that regard. Should the charges be sustained after hearing all the evidence and testimony presented by complainant and accused, the Board or Board’s appointed committee may by a majority vote of those present reprimand or suspend the accused from all privileges of the club for not more than six (6) months from the date of the hearing. If the Board or the Board’s appointed committee deems that punishment insufficient, it may also recommend to the membership that the penalty be expulsion. Immediately after the Board or the Board’s appointed committee has reached a decision, its finding 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 or the Board appointed committee’s decision and penalty, if any.

**SECTION 4. *Expulsion.*** The members shall 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 Bylaws may be proposed by the Board or, by written petition addressed to the Secretary signed by twenty (20) percent of the membership in good standing. Amendments proposed by such petition shall be promptly considered by the Board 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 2/3 secret vote of the members eligible to vote in good standing present 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.

## **ARTICLE VIII**

### **Dissolution**

**SECTION 1.** 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. 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 unless otherwise prohibited by State Law.

## **ARTICLE IX**

### **Order of Business**

*[Most Current Robert's Rules of Order]*

## **ARTICLE X**

### **Parliamentary Authority**

**SECTION 1.** The rules contained in the most current edition of "*Robert's Rules of Order*" 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.



**Amendment 1– 2/18/25**

Members voted to no longer accept Out of State Membership. All current out of state Members are Grandfathered in, but no new Out of State Members will be accepted. It is very hard for them to come to in-person meetings, events, etc. to really participate and volunteer. Also AKC does not view them as actual members.