

BORDER TERRIER CLUB OF OREGON

CONSTITUTION AND BYLAWS

April, 2017 (Amended July, 2021)

CONSTITUTION

ARTICLE I: NAME & OBJECTS

- Section 1.** The name of this club shall be the BORDER TERRIER CLUB OF OREGON, hereinafter referred to as the “BTCO”.
- Section 2.** The objectives of the BTCO shall be:
- (a) To encourage and promote quality in the breeding of purebred Border Terriers 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 Border Terriers 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.
 - (d) To conduct sanctioned matches at Dog Shows and any other event for which the club is eligible under the Rules and Regulations of The American Kennel Club.
- Section 3.** The BTCO shall not be conducted or operated for profit and no part of any profits or remainder or residue or monies from dues, fundraising or donations to the BTCO shall insure 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 Bylaws as may be required to carry out these objects.

BYLAWS

ARTICLE I Membership

Section 1. There shall be five (5) types of membership open to all persons in good standing with the American Kennel Club (AKC) and who subscribe to the purposes of the BTCO. Good Standing is an individual who is not suspended by the AKC or their club and whose dues for the years are paid.

While membership is to be unrestricted as to residence, the BTCO's primary purpose is to be representative of the Breeders and exhibitors in Oregon and its immediate area.

Types of membership are as follows:

- (a) **Individual Membership:** Enjoys all club privileges including the right to vote and hold office. Open to individuals eighteen (18) years of age and older.
- (b) **Household Membership:** Two (2) adult members residing in the same household, each eligible to vote and hold office. Open to individuals eighteen (18) year of age and older.
- (c) **Associate:** Entitled to all club privileges except voting and office holding (offered to individuals who live outside of the club's area; also offered to individuals who live in the club's area but are not active). Open to individuals eighteen (18) years of age and older.
- (d) **Associate Household:** Two (2) adult members residing in the same household. Same privileges and age limits as Associate membership apply.
- (e) **Junior Membership:** Open to children nine - seventeen (9-17) years of age; non-voting/non office holding membership which may automatically convert to regular membership at age eighteen (18).

Section 2. Membership Dues: Dues are payable on or before the 1st day of February each year. No member may vote whose dues are not paid for the current membership year. During the month of November the Treasurer shall send to each member via written or electronic notice a statement of dues for the ensuing year.

- (a) Dues for *Individual Members* - shall be \$15.00. These dues shall not exceed \$30.00.
- (b) Dues for *Household Members* - shall be \$25.00. These dues shall not exceed \$50.00.
- (c) Dues for *Associate Members*- shall be \$10.00.
- (d) Dues for *Associate Household Members* – Shall be \$20.00. These dues shall not exceed \$20.00.
- (e) Dues for *Junior Members* - shall be \$10.00. These dues shall not exceed \$20.00.

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 the constitution and bylaws and the rules of The American Kennel Club. The application 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 to be filed with the Recording Secretary and each application is to be read at the first meeting of the club following its receipt. At the next club meeting the application will be voted upon and affirmative votes of two thirds (2/3) of the members present and voting by secret ballot at that meeting shall be required to elect the applicant. Applicants for membership who have been rejected by the club may not reapply within six (6) months after such rejection.

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

- (a) **By Resignation:** Any member in good standing may resign from the BTCO upon written notice to the Recording Secretary, but no member may resign when in debt to the BTCO. Obligations other than dues are considered a debt to the BTCO and must be paid in full prior to resignation.
- (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 the 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 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, Section 4 of these bylaws.

ARTICLE II MEETINGS AND VOTING

Section 1. Club Meetings: There shall be at least (6) six meetings per calendar year. Meetings of the BTCO shall be held once bi-monthly within the greater Salem, OR area (including the area south from Eugene north to Ridgefield, WA, east to The Dalles, OR and west to the Pacific Ocean), or via telephone conference call or via video conference at such place, date and hour as may be designated by the board. Written or electronic notice of each such meeting shall be mailed by the Corresponding Secretary at least ten (10) 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 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 Recording Secretary upon receipt of a petition signed by five (5) members in good standing of the BTCO.

- (a) Such special meetings shall be held within the greater Salem, OR area (including the area south from Eugene north to Ridgefield, WA, east to The Dalles, OR and west to the Pacific Ocean), or via telephone conference call or via video conference at such place, date and hour as may be designated by the person or persons authorized herein to call such meetings.
- (b) The Corresponding Secretary shall mail the special meeting notice via written or electronic notice at least five (5) days and not more than fifteen (15) 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 twenty percent (20%) of members in good standing.

Section 3: Board Meetings: A minimum of six (6) meetings shall be held by the board of directors. The meetings will be held within the greater Salem, OR area (including the area south from Eugene, north to Ridgefield, WA, east to The Dalles, OR and west to the Pacific Ocean), or via telephone conference call or via video conference at such place, date and hour as may be designated by the board.

- (a) Written notice of each such meeting shall be mailed via written or electronic notice by the Corresponding Secretary at least five (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 Recording Secretary upon receipt of a written request signed by at least three (3) members of the board. Such meetings shall be held within the greater Salem, OR area (including the area south from Eugene north to Ridgefield, WA, east to The Dalles, OR and west to the Pacific Ocean), or via telephone conference call or via video conference at such place, date and hour as may be designated by the person authorized herein to call such meeting.

- (a) Written notice of such meeting shall be mailed via written or electronic notice by the Secretary at least five (5) days and not more than ten (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. The quorum for such a meeting shall be a majority of the board.

Section 5. Teleconference Meetings. Meetings of the Club, the Board of Directors, or committees may be held electronically by teleconferencing or video-conferencing so that all people participating can hear each other at the same time. Participation by that method constitutes presence in person at a meeting. Meetings of the Club, Special Meetings of the Club, Meetings of the Board of Directors, or Special Meetings of the Board of Directors may be held electronically when so designated by the Board of Directors, or when the President or Vice-President has obtained consent for this form of meeting from a majority of the Board members. Committee meetings may be held electronically when so designated by the committee chairman.

Section 6. Voting: Each member with voting privileges and in good standing whose dues are paid for the current year shall be entitled to one vote at any meeting of the BTCO at which he is present. Proxy voting will not be permitted at any club meeting or election.

ARTICLE III DIRECTORY AND OFFICERS

Section 1. Board of Directors: The board of directors shall be comprised of the Officers, and three (3) other persons. All shall be members in good standing, and all shall be elected for one (1) year terms at the BTCO's annual meeting as provided in Article IV and shall serve until their successors are elected.

- (a) General management of the BTCO affairs shall be entrusted to the board of directors.

Section 2. Officers: The elected officers of the BTCO shall be a President, Vice President, Recording Secretary, Treasurer, Corresponding Secretary and three (3) members at large. The Officers shall serve in their respective capacities both with regard to the BTCO and its meetings and the board and its meetings.

- (a) **President:** The president shall preside at all meetings of the BTCO and the board of directors. The President shall have the duties and powers that would legally reside with the office of President in addition to those specified in these bylaws. The President will be

allowed to authorize no more than \$250 dollars to cover club expenses without requiring board approval.

- (b) **Vice President:** The Vice President shall have the duties and exercise the powers of President when the President may be absent, incapacitated or deceased.
- (c) **Recording Secretary:** The Recording Secretary shall keep a record of all meetings of the BTCO and of the board and of all matters of which a record shall be ordered by the BTCO; notify officers and directors of their election to office; keep a roll of the members of the BTCO with their addresses; and carry out such other duties as are prescribed in these bylaws.
- (d) **Treasurer:** The Treasurer shall collect, receive and account for all monies due, paid or belonging to the BTCO. Monies shall be deposited in an account bearing the name of Border Terrier Club of Oregon with a federally insured financial institution designated by the board of directors. Only the President and Treasurer shall be on this account. At all times the financial records shall be open to inspection by the board of directors.

The Treasurer shall present a financial report on the condition of the BTCO's finances at each meeting to include every item of receipt or payment that was not previously reported. At each annual club meeting the Treasurer shall provide an accounting for 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.

- (e) **Corresponding Secretary:** The corresponding Secretary shall assist the Recording Secretary and have charge of the meeting notices except where otherwise designated in these bylaws. The Corresponding Secretary also keeps a roll of the club members with their addresses and shall notify new members of their election to membership.
- (f) The offices of Recording Secretary and Treasurer may be held by the same person, in which case the board shall be comprised of seven (7) people.

Section 3. Vacancies: Any vacancies occurring on the board or among the offices during the year shall be filled until the next annual election by a majority vote of the 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 YEAR, ANNUAL MEETING AND ELECTIONS

Section 1. Club Year: The BTCO *fiscal* year shall begin on the first day of February of each new calendar year and end on January 31st. The BTCO's official calendar year shall begin January 1st and end December 31st.

Section 2. Annual Meeting: The annual meeting shall be held in the month of January. The meeting agenda will include the election of officers and members-at-large to the board of directors, who will begin their one (1) year terms at the conclusion of an election held in accord with Section 4 of this article. They shall take office immediately upon the conclusion of the election and each retiring officer shall provide their successor in office all properties and records relating to that office within thirty (30) days after the election.

Section 3. Elections: The candidate nominated in accord with Section 4 of this Article receiving the greatest number of votes cast for each officer position or members-at-large 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 Recording Secretary shall immediately notify the committeemen and alternates of their selection. The board shall name a chairman for the committee and it shall be such person's duty to call a committee meeting, which shall be held on or before October 15th.

- (a) The committee shall nominate one candidate for each office and positions on the board and, after securing the consent of each person so nominated, shall immediately report their nominations to the Recording Secretary in writing.
- (b) Upon receipt of the Nominating Committee's report, the Recording Secretary shall, at least two (2) weeks before the November 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 their name is proposed, and provided further that if the proposed candidate is not in attendance at this meeting, the proposer shall present to the Recording Secretary a written statement from the proposed candidate signifying willingness to be a candidate. No person may be a candidate for more than one position.
- (d) Nominations cannot be made at the annual meeting or in any manner other than as provided in this Section.

ARTICLE V Committees

Section 1. Formation of Committees: Each year the board of directors may establish and appoint members to standing committees to advance the work of the BTCO. The purposes for such committees may include, but are not limited to, the advancement of conformation, obedience, earthdog, agility, membership, newsletter, public education, trophies, annual prizes, special

projects and any other interests which may be best addressed by committees. Any committees formed shall remain subject to the oversight and final approval by the board of directors.

Section 2. Termination of Committees: 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. Any member who is suspended from any of the privileges of The American Kennel Club automatically shall be suspended from the privileges of the BTCO for a like period.

Section 2. An individual member may prefer charges against another individual member for alleged misconduct prejudicial to the best interest of the BTCO. Written charges with specifications must be filed in duplicate with the Recording Secretary together with a deposit of \$10.00 which shall be forfeited if such charges are not sustained by the board following a hearing.

- (a) The Recording Secretary shall promptly send a copy of the charges to each member of the board or present them at a board meeting .
- (b) The board shall first consider whether the actions alleged in the charges, if proven, might constitute actions prejudicial to the best interest of the BTCO. If the board considers that the charges do not allege conduct which would be prejudicial to the best interest of the BTCO, 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 or more than six (6) weeks thereafter.

- (c) The Recording Secretary shall promptly send one (1) copy of the charges and the specifications 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 wishes.

Section 3. Hearing by the Board of Directors: 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 the complainant and defendant, the board may, by a majority vote of those present reprimand or suspend the defendant from all privileges of the BTCO for not more than (6) six months from the date of the hearing.

If punishment is deemed insufficient by the board 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 BTCO meeting which considers the board's recommendation. Immediately after the board has reached a decision, its finding shall be put in written form and filed with the Recording Secretary. The Recording 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 BTCO may be accomplished only at a meeting of the BTCO following a board hearing and upon the board's recommendation as provided in Section 3 of this Article.

- (a) Such proceedings may occur at a regular or special meeting of the BTCO to be held within sixty (60) days after the date of the board's recommendation of the expulsion.
- (b) The defendant shall have the privilege of appearing on his own behalf, though no evidence shall be taken at this meeting. The President shall read the charges and

the board's finding and recommendation, and shall invite the defendant, if present, to speak on his own behalf if he wishes.

- (c) 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 board's suspension shall stand.

ARTICLE VII AMENDMENTS

Section 1. Amendment Proposal: Amendments to the constitution and bylaws may be proposed, as provided in Article I, Section 4 of the constitution, by the board of directors or by written petition addressed to the Recording Secretary and 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. The Recording Secretary must submit the petition to the members with recommendations of the board for vote within three (3) months of the date when the petition was received by the Recording Secretary.

Section 2. Adoption Procedures: The constitution and bylaws may be amended by a two thirds (2/3) secret vote of the special meeting called for the purpose, provided the proposed amendments have been included in the notice of the meeting and mailed via written or electronic notice to each member at least two (2) weeks prior to the date of the meeting.

After amendments are voted upon, The BTCO must provide The American Kennel Club (AKC) with the number of members in good standing as well as the date of the vote, and the members who voted for and those who voted against. A copy of the revised document must be submitted to AKC as soon as it is printed.

ARTICLE VIII DISSOLUTION

Section 1. The BTCO may be dissolved at any time by the written consent of not less than two thirds (2/3) of the members in good standing. In the event of the dissolution of the BTCO other than for purposes of reorganization whether voluntary or involuntary or by operation of law, none of the property of the BTCO nor proceeds thereof nor any assets of the BTCO shall be distributed to any members of the BTCO, After payment of the debts of the BTCO, its property and assets shall be given to a charitable organization for the benefit of dogs which has been selected by the board of directors.

ARTICLE IX ORDER OF BUSINESS

Section 1. Club Meetings: The order of business, so far as the character and nature of the meeting may permit, shall be as follows:

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| 1. Roll Call (members sign roster) | 8. Election of Officers |
| 2. Call meeting to order | 9. Board (at annual meeting) |
| 3. Minutes of the last meeting | 10. Election of new members |
| 4. Report of the President | 11. Old Business |
| 5. Report of the Recording Secretary | 12. New Business |
| 6. Report of the Treasurer | 13. Adjournment |
| 7. Report of Committees | |

Section 2. Board Meetings: The order of business, unless otherwise directed by majority vote of those present shall be as follows:

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| 1. Roll Call | 7. Appointment to vacancies
on board of directors. |
| 2. Call to Order | 8. Approval of new members |
| 3. Minutes of the last meeting | 9. Old Business |
| 5. Report of Recording Secretary | 10. New Business |
| 6. Report of the Treasurer | 11. Adjournment |
| 7. Report of Committees | |

**ARTICLE X:
PARLIAMENTARY AUTHORITY**

Section 1. The rules contained in the current edition of **“Roberts Rules of Order, Newly Revised”**, shall govern the BTCO 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 uses.

Notices –

All club notices must be sent either via the U.S. Postal Service or e-mail in accordance with current AKC policy.