

UNITED TEDDY ROOSEVELT TERRIER CLUB OF AMERICA BYLAWS

ARTICLE I: GENERAL INFORMATION

1. This Organization will be known as the United Teddy Roosevelt Terrier Club of America (UTRTCA). Its membership will be made up of dedicated purebred dog enthusiasts of the United States of America or any person duly elected to membership.
2. These Bylaws are subject to and governed by the laws of the state of Delaware as set forth in Title 8 of the Delaware Code and the Articles of Incorporation of the United Teddy Roosevelt Terrier Club of America. In the event of a direct conflict between the provisions of the Bylaws and the mandatory provisions set forth in Title 8 of the Delaware State Code, the Delaware State Code shall be the final determination.
3. Each member of the Board of Directors agrees to protect the other members of the Board of Directors and Club Members from personal liability arising from their actions taken in good faith while serving on the board, except in cases of gross negligence or willful misconduct; essentially, stating that no member of the Board of Directors will be held personally liable for decisions made by the Board of Directors or members unless they acted recklessly or intentionally wrong.

ARTICLE II: CLUB PURPOSE

1. The purpose of this Club will be to educate, promote, publicize, and encourage interest in the high standard of excellence of the Teddy Roosevelt Terrier in abidance with UKC directives and the UKC Breed Standard. To fulfill this Article, we also promise to:
 - a. Hold licensed UKC events that will be run in accordance with all the rules, policies, and procedures of the United Kennel Club. This includes, but is not limited to: Breed Standards and the rules set forth for all Conformation and Performance events.
 - b. Dismiss from our membership without hesitation those who violate these Bylaws, the principles of good sportsmanship and honest conduct, the UTRTCA Code of Ethics, and/or Breeder Code of Ethics (including, but not limited to, breeding mixed breed animals).
 - c. The Club will not hold any other registry's events on the same day/location as that of any licensed UKC event without the prior approval of UKC.
2. The Club reserves the right to refuse any entry in our competitions or membership in this Club to any individual at the discretion of the Board of Directors. However, no person will be refused entry or membership on the basis of race, color, creed, religion, gender, age, or national origin.

ARTICLE III: NEW MEMBERSHIP

1. Each applicant for membership in the Club will apply on a Board of Directors-approved application, which will require that the applicant agrees to abide by these Bylaws, the UTRTCA Code of Ethics, the rules and regulations of the United Kennel Club's Code of Sportsmanship, and the UKC and

UTRTCA Breeder Code of Ethics. The prospective member will submit the completed application and dues for the current year to the Treasurer of the Club. In the case the applicant is a Junior or is Breeder Sponsored, please refer to Section 4 of this Article regarding dues. The Treasurer will forward the application to the Secretary which will submit it to the Board of Directors for approval at their next Board of Directors meeting.

2. Once the membership application and dues have been submitted, the Board of Directors will vote on whether or not to approve the applicant. A simple majority vote of Board Members is required to accept the applicant.

3. No applicant will be accepted to membership if he or she is not in good standing with UKC.

4. There are five types of memberships available with this Club:

- d. **FAMILY/HOUSEHOLD:** Any two members of a household residing at the same address, 18 years of age or older. Each Family/Household is entitled to two votes but only one member may hold office at a time. Membership type is subject to dues.
- e. **SINGLE:** One member, 18 years of age or older, who is entitled to one vote and is eligible to hold office. Membership type is subject to dues.
- f. **JUNIOR:** A non-voting member under the age of 18 on January 1st of the current year. There are no dues for a Junior membership. Once a junior is no longer eligible for this membership, he or she must submit a new membership application with appropriate dues if they wish to remain in the Club. Junior members are not eligible to vote or hold office.
- g. **BREEDER SPONSORED:** Club members who are breeders and who are in good standing with UKC and the Club may submit an application for a Breeder Sponsored membership for new owners of a Teddy Roosevelt Terrier. A Breeder Sponsored member is not eligible to vote or hold office. Membership type is not subject to dues.

This membership type will expire on August 31st of the year following acceptance to membership. Upon expiration, the Breeder Sponsored member must convert their membership to either a "Single" or "Family/Household" membership to remain in the Club, at which point the new membership type will be subject to dues.

- h. **HONORARY:** The Board of Directors may elect to bestow an Honorary membership on an individual who has done outstanding work for the canine community as a whole, the Teddy Roosevelt Terrier breed, or who excels in other areas of expertise which are beneficial to the Club. Honorary members are not eligible to be appointed to office, but may run for office during the general election. Honorary members are eligible to vote. Membership type is not subject to dues.

ARTICLE IV: MEMBERSHIP DUES

The dues of this Club will be in the amount decided upon by a simple majority vote of the Club's Board of Directors and will be due and payable to the Treasurer on or before September 1st of the current year. Any member who has not paid their dues by October 1st of the current year will be dropped from the Club's Membership Roster. However, if any member is in financial distress his/her dues may be waived

by a simple majority vote of the Club's Board of Directors, on a case-by-case basis. Once membership dues are submitted to the Club they are non-refundable. Any member wishing to cancel their membership will remain on the Membership Roster until their paid term expires.

ARTICLE V: CONTINUED MEMBERSHIP

The following will be the conditions of continued membership:

1. The attendance of as many member meetings as possible. Members will be notified of Club membership meetings at least fourteen (14) days in advance.
2. All members are encouraged to participate in Club activities.
3. Any member known to: promote, support, raise dogs for fighting; knowingly sell, give, or trade dogs that will be used for fighting; condone or be associated with the facing off, game testing, rolling or pitting of dogs will have their membership automatically revoked. The member will be reported to the United Kennel Club for disciplinary action as well.
4. Any breeder known to disregard the UTRCA Breeder Code of Ethics will have their membership automatically revoked.

ARTICLE VI: OFFICERS

This article will be used to govern the Officers of the Club. Officers will serve a two-year term and will be elected on a rotating schedule as outlined in Article IX of these Bylaws. Any Officer may succeed him- or herself if re-elected. A member may hold no more than one position in office during a term. The Officers and their respective duties will be detailed in the Club's Standard Operating Procedures (SOP) and will also include the responsibilities listed below:

1. **PRESIDENT:** The President will preside at all meetings of the Club and of the Board of Directors, and will have the duties and powers normally associated with the office of the President, including but not limited to the following: file all pertinent paperwork with UKC by designated deadlines; act as a liaison with any sister clubs, registries, etc.; share the responsibility of correspondence with other members of the Executive Board of Directors; supervise the website; coordinate all committees (including the end-of-year Treasury Audit Committee) and projects; coordinate National and Regional Specialties; oversee all other administrative functions and Officers. In the event that any other Officer of the Club is unable to fulfill their duties, the President will also be responsible for delegating those duties until the Officer returns or until the Board appoints a replacement. The checks on the account(s) of this Club will be signed by the Treasurer and/or the President.
2. **VICE-PRESIDENT:** The Vice President will assist the President. In the President's absence or incapacity, the Vice President will have the duties and exercise the powers of the President. In case of the President's death, the Vice President will automatically take over as acting President. If the Vice President cannot or does not want to fulfill the role of President, then the Board of Directors will vote to appoint a new President amongst eligible Board Members by a simple majority vote. Other Vice President duties include, but are not limited to: Secretary oversight and involvement in individual projects and committees as the President directs.
3. **SECRETARY:** The Secretary will keep a written record of all UTRCA Member and Board meetings. The Secretary will share in the responsibilities of the Club's general correspondence, including but not limited to: notifying members of meetings and events; notifying new members of their election to membership; assisting the Treasurer with maintaining the Membership Roster and updating contact

information for members as required; act as the Club Historian. All correspondence sent by the Secretary will be pre-approved by the President or Vice President before being sent out on the Board of Director's behalf.

4. TREASURER: The Treasurer will collect and receive all monies due or belonging to the Club. Monies will be deposited in a bank designated by the Board of Directors, in the name of the Club. At all times, the books will be accurate, up-to-date, and open to inspection by the Board of Directors. The checks on the account(s) of this Club will be signed by the Treasurer and/or the President. A treasury report will be given at every meeting on the condition of the Club's finances and every item of receipt or payment that was not previously reported. Monthly bank statements and Paypal or other electronic payment services statements will be forwarded to the Club's inbox in .PDF format for inclusion in the Club's files. At the End of Year Membership Meeting, an accounting will be rendered of all monies received and expended during the previous fiscal year. The Treasurer will share responsibility for the Membership Roster with the Secretary and/or President. In the event of the resignation, death or expulsion of the Treasurer, all monies and account books of the Club will be handed over to the Board of Directors until the office of Treasurer is filled. The President will sign all checks during any interim period. The books and accounts of the Treasurer will be audited annually, prior to the End of Year Membership Meeting, by a committee appointed by the President.

5. CHRONIC ABSENTEEISM - In order for the Board of Directors to function most efficiently, regular attendance and participation is necessary. If a Board Member misses two (2) Board of Directors Meetings within six (6) months or three (3) within a calendar year then the President &/or the Board may ask the Board Member to resign from their position.

ARTICLE VII: BOARD OF DIRECTORS AND COMMITTEES

The Board of Directors of this Club will be composed of the Officers listed in Article VI and three additional Board Members who are elected at large by the membership during the annual election cycle. All Officers and Board Members will serve a two-year term and will be elected on a rotating schedule - the President, Treasurer, and two Board Members will be elected in the even years and the Secretary, Vice President, and one Board Member in the odd years.

1. REQUIREMENTS FOR EXECUTIVE OFFICERS AND BOARD OF DIRECTORS:

- a. Executive Officers of the Board of Directors (President, Vice President, Secretary, & Treasurer) must have served a minimum of two years on the UTRTCA Board of Directors; must have been a member of the UTRTCA club for a minimum three years; must be in good standing with the UTRTCA and UKC.
- b. Regular Board of Directors Members must have been involved in projects for the benefit of the Club, as appointed by the Board of Directors (examples include newsletter, committees, shows, website, etc.) providing the Club with a minimum of ten hours service; must have been an active club member for a minimum of two years, or one year active in the UTRTCA with a minimum of two years verifiable service on another Board of Directors; must be a UTRTCA member in good standing with the Club and UKC.

2. If a Board of Directors position becomes open and no one that meets the above-stated qualifications is available, the remaining Board of Directors will appoint, with a simple majority vote of Board of Directors Members, the best qualified candidate available until the next election cycle for that specific position.

3. The Board of Directors will appoint committees as needed to advance the operation of the Club or to aid the Board of Directors on projects that benefit the Club members. Committee decisions will be subject

to the final authority of the Board of Directors and can be dissolved at any time by a simple majority vote of the Board of Directors Members. Committees will be made up of at least one Board of Directors Member (that does not have a conflict of interest in the committee's matter at hand), and at least two general members at large, as well as a predetermined alternate amongst the general members. Committee members will be pre-approved by the Board of Directors.

ARTICLE VIII: VOTING

1. ELIGIBLE VOTING MEMBER DEFINED:

- a. Members eligible to vote include those outlined in Article III, Section 4 of these Bylaws.
- b. Must have been a paid member for a minimum of one year (12 months).
- c. When an Individual Membership is upgraded to a Household Membership, the new member must wait one year (12 months) to be eligible to vote.
- d. Members must be in good standing with the UTRTCA and the UKC.

2. TYPES OF VOTING DEFINED:

- a. Electronic and paper means of voting will be made available to all members for all votes requiring member participation.
- b. Paper methods of voting will not be accepted unless post-marked by the deadline as outlined in communication from the Board of Directors.

3. TALLY COMMITTEE: In any vote requiring an electronic or paper ballot, a Tally Committee will be appointed by the Board of Directors, including one Executive Board Member, two general members at large, and one alternate. The Committee's duty will be to certify and count the ballots. The Executive Board of Directors Member appointed to this committee will be the Chairperson.

The Tally Committee Chairperson and one additional Executive Board of Directors Member must verify receipt of each ballot and submit a signed list of ballots received to the Club's inbox in .PDF format for inclusion in the Club's files. A copy of the verified ballot list and a copy of each ballot will be presented to the Tally Committee by the Chairperson. The Chairperson will lead the Tally Committee Meeting and the Committee will review all ballots, having sole discretion to certify the validity of each ballot. Once ballots are certified, the Committee will tally the ballots and the Chairperson will report the totals to the Board of Directors within seven (7) days of the vote's deadline. The Secretary will send The Tally Committee's results to the membership within three (3) business days of the official count.

4. When an electronic means of voting and tallying is utilized (for example Survey Monkey, Election Buddy, etc.), a Tally Committee may not be necessary. Instead, three Executive Board of Directors Members will certify election results. The Secretary will send results to the membership within three (3) business days of the official count.

5. Elections or other topics being voted upon require a simple majority vote of the ballots returned from voting eligible members to pass.

ARTICLE IX: ELECTIONS

Elections will be conducted annually between September 30th and November 30th, beginning with the formation of a Nominations Committee by the Board of Directors. All Officers and Board of Directors Members will serve a two-year term and will be elected on a rotating schedule - the President, Treasurer, and two Board of Directors Members will be elected in the even years and the Secretary, Vice President, and one Board Member in the odd years. Newly elected Board of Directors Members will begin their term January 1st of the year following the election.

1. **NOMINATIONS COMMITTEE:** Each year between September 1st and September 15th a Nominations Committee will be chosen by the Board of Directors. The committee will consist of at least one Executive Board of Directors Member who is not currently up for election, two general members at large, and one alternate. The incumbent Board of Directors Members up for election will be contacted by the Nominations Committee Chairperson to ask if they are interested in remaining in their current position. If so, the incumbent should respond in the affirmative by email and their name will be added to the list of candidates to be presented to the Nominations Committee. If the incumbent is not interested in continuing in their current Board of Directors seat, the Board of Directors will list several names of general members or Board of Directors Members that qualify to fill any Board of Directors seat open for election. The Nominations Committee Chairperson will schedule a meeting to discuss potential candidates recommended by the Board of Directors. The Nominations Committee will be responsible for contacting potential candidates to obtain a written statement affirming candidacy before putting forth a slate of candidates to the Secretary of the Club no later than September 30th.

No later than October 1st, the Secretary will announce the Nominations Committee's slate of candidates to the membership.

2. **ADDITIONAL NOMINATIONS:** Any additional nominations can be presented by members between October 1st and October 31st. Nominations for a member to fill a Board of Directors seat need to be submitted in writing to the Secretary of the Club no later than October 31st. The nomination should include a written statement from the person being nominated affirming their candidacy, along with a brief resume of their qualifications for the seat to which they are being nominated. No nomination will be accepted if it does not include the items mentioned in this Section or is not received after October 31st.

3. **BALLOTS:** If any valid nominations are received by the Secretary and there is more than one nominee for a Board of Directors position, then the election of Board of Directors positions will be conducted by ballot, electronic and written means will be made available. The Board of Directors will send out a ballot of potential candidates to all members no later than November 15th, giving the eligible voting members (as defined in Article VIII, Section 1) a minimum of fourteen (14) days to vote.

4. **TALLY COMMITTEE FOR ELECTIONS:** If a Tally Committee is needed to count ballots, the committee will include an Executive Board of Directors Member that is not up for election. The committee process will be followed as outlined in Article VIII, Section 3 of these Bylaws.

5. **RESULTS:** Election results will be presented before or during the End of the Year Membership Meeting. No person may be a candidate for an Office or position on the Board of Directors who has not been nominated. No person may be nominated for more than one position. If a nominee runs unopposed, then the person nominated will be declared elected by the Secretary on November 1st.

ARTICLE X: MEETINGS

1. **REGULAR MEMBER MEETINGS:** Regular membership meetings will be held at least once every six months, at a time and location decided upon by the Board of Directors. Members will be notified of the time, location, and agenda of the meeting no later than fourteen (14) days prior to the meeting. One of

these meetings will be held as a Mid-Year Membership Meeting in June of each year and the other will be the End of Year Membership Meeting held in December of each year. Membership Meetings are primarily for informational purposes only. With the exception of members verbally voting on the Treasurer's and Secretary's Reports during the conference call, no voting will be done during the Membership Meetings. Any voting will be done via ballot.

2. BOARD MEETINGS: The End of Year Board of Directors Meeting will be held immediately following the End of Year Membership Meeting. Other meetings of the Board of Directors will be held as needed, at a time and location agreed upon by the Board of Directors, but no less than quarterly. Written notice of each meeting will be communicated to members of the Board of Directors at least seven (7) days prior to the date of the meeting. The quorum for such a meeting will be a simple majority of the Board of Directors.

ARTICLE XI: DISCIPLINE

1. COMPLAINT: Any member wishing to file a complaint must do so in writing via email or regular mail to the Secretary. Email submissions may only be sent to the Club's official email address at utrca@gmail.com. Additional correspondence regarding the complaint will be conveyed using the member's original communication method. Written complaints should list specific concern(s) and include details that can be substantiated. Within three (3) business days of receiving said complaint, the Secretary will respond to confirm receipt. The Board of Directors will discuss the topic of the complaint at the next regularly scheduled Board of Directors Meeting or at an Executive Session, if needed, at their discretion. If the Board of Directors needs further information or evidence, a request will be made in writing to the complainant. Once all evidence is gathered, a second Board of Directors Meeting (or Executive Session) will be held to discuss the complaint at hand and how to best proceed.

If the Board of Directors votes to take action regarding the complaint, the complainant and all respondents will be notified within three (3) business days of the Board of Director's decision. All parties will be made aware of who is making the complaint and will receive a copy of the original written statement and evidence that was submitted to the Board of Directors. The Board of Directors will set up a Board Hearing time that is agreeable to all parties. Both the complainant and the respondent(s) will have an opportunity to respond. Possible outcomes could be, but are not limited to: no further action, suspension, or expulsion as listed below. All Board of Directors decisions will be decided by a simple majority vote of the Board of Directors Members. The Board of Directors will hold the final say in any and all proceedings and decisions.

2. SUSPENSION: Any member who is suspended from the privileges of the United Kennel Club will be automatically suspended from the privileges of this Club for a like period. Any member suspended from the Club through the process of a Board of Directors Hearing will be suspended for no more than one year.

3. EXPULSION: Expulsion of a member from the Club may be accomplished only after a vote of the Board of Directors following an official Board of Directors Hearing. A simple majority vote of the Board of Directors Members will be necessary for expulsion. If expulsion is not so voted, the Board of Directors can proceed with a suspension for no more than one year.

4. BOARD HEARING: The Board of Directors will have complete authority to decide whether counsel may attend the hearing, but both complainant and respondent will be treated uniformly in that regard. Immediately after the Board of Directors has reached a decision pertaining to the complaint, the Board of Directors findings will be put in written form and filed with the Secretary. The Secretary, in turn, will notify each of the parties of the Board of Director's decision within ten (10) business days.

ARTICLE XII: DISSOLUTION

1. The Club may be dissolved at any time by the written consent of not less than two-thirds ($\frac{2}{3}$) of the members in good standing.
2. In the event of the dissolution of the Club, whether voluntary, involuntary or by operation of law, other than for purposes of reorganization, none of the property of the Club nor any assets of the Club will be distributed to any members. After the Club's debts have been paid, the remainder of the treasury must be donated to a charitable organization.

ARTICLE XIII: AMENDMENTS

1. Amendments to the Bylaws must be approved by a simple majority vote of ballots returned by eligible voting members (defined in Article VIII, Section 1 of these Bylaws).
2. All changes to these Bylaws must be approved by UKC before being implemented.

ARTICLE XIV: GENERAL REGULATIONS

1. Absolutely no illegal drugs will be allowed on the grounds or in the buildings while participating in any licensed UKC event.
2. All UKC policies, host club policies, and local laws will be strictly adhered to during any UKC or UTRTCA event.
3. Members must conduct themselves in an ethical, honest, and sportsmanlike manner at all meetings and events.
4. Every applicant must agree to abide by these Bylaws, the UTRTCA Code of Ethics, the rules and regulations of the United Kennel Club's Code of Sportsmanship, and the UKC's and UTRTCA's Breeder Code of Ethics before being accepted into membership.
5. Changing amendments to the Club Bylaws or Club Name requires a simple majority vote of ballots, paper or electronic, returned by eligible voting members (as defined in Article VIII, Section 1 of these Bylaws).

The above Bylaws are agreed to by the Board of Directors and Membership on 03-06-2025.

Board Signatures agreeing to the above Bylaws:

Crystal Mudgett-Epley
Signer ID: PHFZ1YQGOM14...
President

Rosie Swanson
Signer ID: JKWNHCTE14...
Vice President

Leslie Bridges
Signer ID: VSMUR2AG14...
Secretary

Joanne Foster
Signer ID: KZDXSHYP14...
Treasurer

U.L.
Signer ID: FV6UNL7624...
Board Member

Cindy Roberts
Signer ID: FXZULE7W14...
Board Member

John Ford
Signer ID: 7P1CPN312...
Board Member