

LONE STAR MASTIFF FANCIERS

AMENDED AND RESTATED CONSTITUTION AND BYLAWS

CONSTITUTION

ARTICLE I

Name and Objectives

Section 1

The name of the club shall be "**Lone Star Mastiff Fanciers.**"

Section 2

The objectives of the club shall be:

- (A) to encourage participation in and sportsmanlike conduct at dog shows, obedience trials and other events in which our Mastiffs may participate;
- (B) to encourage selective breeding of quality purebred Mastiffs and to do all possible to bring their natural qualities to perfection;
- (C) 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 Mastiffs shall be judged;
- (D) to do all in its power to protect and advance the interests of the breed [by encouraging sportsmanlike competition at dog shows, obedience trials, tracking tests, agility trials](#) and to protect and improve the quality of life for Mastiffs;
- (E) to conduct sanctioned matches, conformation trials, obedience trials, agility trials, drafting tests, tracking tests, and licensed specialty shows [and any other event for which the club is eligible under the Rules and Regulations of The American Kennel Club](#);
- (F) to provide continuing education geared to both the novice and the experienced Mastiff owner as well as the general public;
- (G) to publish a Newsletter/Journal for the exchange of news, views and helpful information;
- (H) to support the Mastiff Club of America's national rescue efforts;
- (I) To provide an open and welcoming environment for all Mastiff lovers.

Section 3

The club shall not be conducted or operated for a 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

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.

LONE STAR MASTIFF FANCIERS

BYLAWS

ARTICLE I

Membership

Section 1

Eligibility: There shall be 3 types of membership open to all individuals 18 years of age and older and 1 type of membership open to all individuals 9-17 years of age who are in good standing with the American Kennel Club, who subscribe to the purposes of this club. It is not necessary to be a member of the Mastiff Club of America (MCOA), but any person not in good standing with the MCOA, or who has been suspended or been denied membership into the MCOA is not eligible for membership in Lone Star Mastiff Fanciers.

While membership is unrestricted as to residence, the club's primary purpose is to be representative of the owners, breeders and exhibitors in its immediate area.

The following memberships are offered:

Regular Membership: Open to all individuals, 18 years of age or older. Regular members are entitled to all club privileges, **including the right to vote and hold office.**

Household Membership: Open to two adults, 18 years of age or older living in the same household. Household members are entitled to all club privileges, including the right to **two votes** per household and **two persons** to hold office. Children can be considered Jr. Members but will not be eligible to vote nor hold office.

Junior Membership: Open to children ages 9-17 of Household memberships. Junior Members are not entitled to vote nor hold office and membership may automatically convert to regular membership at age 18.

Associate Membership: Beginning June 1, 2003, new members will be Associate members for a period of one year during which time they will be entitled to all club privileges, **excluding the right to vote and hold office** and after which the member is eligible to convert to Regular Membership or remain with an Associate Membership.

Section 2

Dues: Membership dues are as follows:

- Regular Membership \$20.00 (dollars) per year
- Household Membership \$35.00 (dollars) per year
- Junior Membership is free
- Associate Membership \$15.00 (dollars) per year

Membership dues shall not exceed \$35.00 per year for Regular and \$25.00 per year for Associate Membership and shall not exceed \$45.00 per year for Household Membership. All Membership dues shall be payable on or before the first day of February of each year. During the month of November, the Treasurer shall send to each member a statement of dues for the ensuing year and shall send a Delinquency/Reminder Invoice in Early January to any unpaid Member. A member may not vote if dues have not been paid for the current year.

If a new Member joins in the fourth (4th) quarter, dues will be billed and paid to cover that quarter and the upcoming year at the Membership rate the Member has joined under.

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 By-Laws, the Code of

Ethics, and the rules of the American Kennel Club. The application shall state the name, and address of the applicant and, beginning June 1, 2003 it shall carry the endorsement of two members in good standing.

3a. All applications are to be filed with the Secretary.

3b. Until June 1, 2003, all applicants meeting the eligibility requirement will be admitted to the Club.

3c. Beginning June 1, 2003, 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 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 2/3 of the members present and voting by secret ballot at that meeting shall be required to elect the applicant.](#) Upon approval of a membership application, dues for current year will be collected. If a new Member joins in the fourth (4th) quarter dues will be billed and paid to cover that quarter and the upcoming year at the Membership rate the Member has joined under.

3d. Applicants for membership who have been rejected by the club may not re-apply within six months following such rejection.

Section 4

Termination of Membership: Memberships may be terminated:

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. Obligations other than dues are considered a debt to the club and must be paid in full prior to resignation

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. 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](#). Reinstatement shall be permitted if the Member's dues are unpaid for a period less than two (2) years and the Member brings the dues account current and paid in full.

By Expulsion: A membership may be terminated by expulsion as provided in Article VI of these Bylaws.

ARTICLE II

Meeting and Voting

Section 1

Email Communications: Email communications to club members and board members must be sent in accordance with Texas state law and AKC's email notification policy.

Club Meetings: Meetings of the club shall be held within the greater Brenham, TX area to be held a minimum of [six \(6\)](#) times annually at such hour and place as may be designated by the Board of Directors. Written notice of each such meeting shall be mailed or emailed by the Secretary at least ten (10) days prior to the date of the meeting. The quorum for such meetings shall be 20 percent 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 within the greater Brenham, TX area, at such place, date and hour as may be designated by the person or persons authorized herein to call such meetings. The Secretary shall mail or email written notice of such a meeting, at least five days and not more than 15 days prior to the date of the meeting. Said notice shall state

the location and purpose of the meeting and no other club business may be conducted at said meeting. The quorum for such a meeting shall be 20 percent of the members in good standing.

Section 3

Board Meetings: Meetings of the Board of Directors shall be held a minimum of six (6) times per year in person or via [telephone conference call or via video conference at such date, hour and place as may be designated by the board](#). Written notice of each such meeting shall be mailed or emailed by the Secretary at least seven (7) days prior to the date of the meeting. The quorum for such a meeting shall be a majority of the Board voting.

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 (3) members of the Board. Such special meetings shall be held within the greater Brenham, TX area or [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 meetings. The Secretary shall mail or email written notice of such meeting 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 conducted at said meeting. The 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 year, shall be entitled to one vote at any meeting of the Club at which he or 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 officers and three (3) 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 in odd years as provided in Article **IV** and shall serve until their successors are elected. 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 the President in addition to those particularly specified in these Constitution and Bylaws.

(b) The **Vice President** shall have the duties and exercise the power of the President in case of the President's death, absence or incapacity. The Vice President shall be responsible for providing educational programs to the Club.

(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; 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, not more than once every club year, and carry out such other duties as are prescribed in these bylaws.

(d) The **Treasurer** shall collect and receive all moneys due or belonging to the club. Moneys shall be deposited 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 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 Treasurer shall be bonded in

such amount if and as the board of directors shall determine.

(e) The offices of Secretary and Treasurer may be held by the same person, in which case the board shall be comprised of six (6) persons.

Section 3

Vacancies: Any vacancies occurring on the board or among the offices during the year shall be filled until the next **bi-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 Meetings, Elections

Section 1

Club Year: The Club's fiscal year shall begin on the first (1st) day of **February** and end on the thirty-first (31st) day of **January**.

The Club's official year shall begin immediately at the conclusion of the annual meeting and shall continue through the next annual meeting.

Section 2

Annual Meeting: The Annual Meeting shall be held in the month of January **in the greater Brenham, TX area**. Written notice of the annual meeting shall be mailed or emailed by the Secretary to each member at least fifteen (15) days prior to the date of the meeting. The quorum for the annual meeting shall be 20% of the members in good standing.

Section 3

Bi-annual (meaning every two years) Election in odd years: At the Annual Meeting, in odd years, the election of Officers and Directors **for the ensuing 2 years**, the vote shall be conducted by **secret** ballot **from among those nominated in accordance with Section 4 of this Article**. The nominated candidate receiving the greatest number of votes for each office shall be declared elected. The (3) nominated candidates for other positions on the board who receive the greatest number of votes for such position shall be declared elected. Those elected 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 4

Nominations: No person may be a candidate in a Club election who has not been nominated. During the month of **September** prior to an election year, the Board shall select a nominating committee consisting of three (3) members and two (2) alternates, 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 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 first (1st)**. The nominating committee may conduct its business by post, e-mail, **via telephone conference call or via video conference**.

(a) The committee shall nominate the candidate for each office and position on the Board and, after securing the consent of each person who is so nominated, shall immediately report their nominations to the Secretary in writing. The Committee's report must be submitted in writing to the Secretary by **October fifteenth (15th)**.

(b) **The Secretary shall at least 2 weeks before the November meeting, notify each member in writing by USPS mail, email and telephone conference. Additional Nominations may be made at the November meeting. Notice may be mailed or emailed.**

(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 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) If no valid additional nominations are made and accepted at the **November** meeting, the Nominating Committee's slate shall be declared elected at the time of the Annual Meeting and no balloting will be required.

(e) **Nominations cannot be made at the annual meeting or in any manner other than as provided in this Section.**

ARTICLE V

Committees

Section 1

The Board may each year appoint standing committees to advance the work of the Club in such matters as education, rescue, specialty shows, obedience trials, trophies, annual prizes, membership, and other fields which may well be served by committees. Such committees shall be subject to the final authority of the Board. Special committees may also be appointed by the Board to aid it on particular projects.

Section 2

Any committee appointment may be terminated by a majority vote of the full membership of the Board, upon written notice to the appointee; and the Board may appoint successors to those persons whose services have been terminated.

ARTICLE VI

Discipline

Section 1

Discipline: American Kennel Club Suspension: Any member who is suspended from **any of** the privileges of The American Kennel Club automatically shall be suspended from the privileges of this Club for a like period.

Mastiff Club of America Suspension: Any member who is suspended or expelled from the MCOA automatically shall be suspended from the privileges of or expelled from 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, such misconduct occurring on or after the date the accused member submitted application for membership with the Club. Written charges with specifications and appropriate documentation, including the name of the person preferring charges, must be filed in duplicate with the Secretary together with a deposit of \$50.00 which shall be forfeited if such charges are not sustained by the Board following a hearing. The Secretary shall promptly send one copy of the charges to each member of the Board 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 or breed. If the Board considers that the charges do not allege conduct which would be prejudicial to the best interests of the Club or breed, 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 weeks **nor** more than six 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 assurance that the defendant may personally appear in his own defense and bring witnesses if he 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 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 date of 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 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.

(a) A Board member may not vote on a case involving themselves, a relative, co-owner or client.

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 proceedings 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. Such proceedings will occur 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 own behalf, though no evidence shall be taken at this meeting. The President shall read the charges and the Board's findings and recommendation, and shall invite the defendant, if present, to speak in his/her own behalf if they so choose. The members shall then vote by secret ballot on the proposed expulsion. A two-thirds 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: 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 (20%) of the membership. 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

The Constitution and Bylaws may be amended by a two-thirds 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 written notice of the amendment/amendments meeting and mailed or sent via electronic transmission 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 two-thirds 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, but after payment of the debts of the Club its property and assets shall be given to the Mastiff Club of America.

ARTICLE IX

Order of Business

Section 1

Order of Business: 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:

Roll Call
Minutes of the Last Meeting
Report of the President
Report of the Secretary
Report of the Treasurer
Reports of Committees
Election of Officers and Board (Annual Meeting odd years only)
Election of new members
Unfinished Business
New Business
Adjournment

Section 2

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

Reading of the minutes of the last meeting
Report of the Secretary
Report of the Treasurer
Reports of Committees
Unfinished Business
New Business
Adjournment

ARTICLE X

Parliamentary Authority

Section 1

The rules contained in the current edition of Robert's Rules 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 and any other special rules of order the club may [adopt](#).

The Board will appoint a Parliamentarian for Club Meetings and Special Club Meetings.

These Amended and Restated Constitution and Bylaws were adopted by the membership at a meeting duly called on the 18th day of July, 2015.