

# East Bay Boxer Club

## CONSTITUTION

### ARTICLE I Name and Objects

*Section 1.* The name of the Club shall be East Bay Boxer Club.

(a) The colors of the Club shall be turquoise and brown.

*Section 2.* The objects of the Club shall be:

(a) To encourage and promote quality in the breeding of purebred Boxers and to do all possible to bring their natural qualities to perfection;

(b) To accept the standard of the breed as approved by The American Kennel Club as the only standard of excellence by which Boxers shall be judged;

(c) To do all in its power to protect and advance the interests of the breed by encouraging sportsmanlike competition at dog shows and obedience trials;

(d) To conduct sanctioned and licensed specialty shows and/or obedience trials under the rules and regulations of The American Kennel Club;

(e) To initiate educational programs and promotional activities, which will stimulate and extend public interest in the Boxer;

(f) For members of the East Bay Boxer club to abide by those portions of the American Boxer Club by-laws and Code of Ethics which are applicable to members of member clubs.

*Section 3.* The Club shall not be conducted or operated for profit and no part of any profits or remainder or residue from dues or donations to the Club shall inure to the benefit of any member or individual.

*Section 4.* The members of the Club shall adopt and may from time to time revise such By-Laws as may be required to carry out these objects.



# East Bay Boxer Club

## BY-LAWS

### ARTICLE I Membership

#### Section 1. Eligibility

There shall be four types of memberships:

(a) **Regular Members:** Membership will be 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;

(b) **Lifetime Members:** After 20 years of membership in the East Bay Boxer Club, a member becomes eligible to attain the status of a Life Member, which allows all the privileges of a member, but will no longer be required to pay yearly dues;

(c) **Junior Members:** Children 10-17 years of age, whose parent or guardian are members in good standing, may become Junior Members of the Club with full membership of privileges, with no payment of dues, and with no vote. Juniors may automatically convert to regular membership upon reaching their 18th birthday;

(d) **Associate Members:** These members are eligible for American Boxer Club and East Bay Boxer Club awards and are eligible to nominate their bitches for the American Boxer Club Futurity. Associate Members will not have an East Bay Boxer Club vote. They do not have to attend a meeting to apply for membership. Associate Members may not hold office in the Club.

Associate members may petition the Board of Directors in writing, requesting a change in status to Regular Member. Such petition may be submitted only after attendance of two regular club meetings during the fiscal year, July 1 - June 30.

#### Section 2. Dues

Membership dues shall not exceed \$75.00 per year, nor more than \$60.00 for each additional family member without revision of these By-Laws. The Board of Directors shall have the authority to periodically adjust the annual dues. Such adjustment cannot exceed the limits set forth above. Dues are initially set at \$20 per year, and \$15.00 for each additional family member. Dues are payable on or before the 1st day of July of each year. No member may vote whose dues have not been received for the current year. By May 1st, the Recording Secretary shall send to each member a statement of his or her dues for the ensuing year.

*Section 3.*     **Election to Membership**

Each applicant for membership, after attending two meetings, may apply on a form as approved by the Board of Directors and which shall provide that the applicant agrees to abide by this Constitution, By-Laws, American Boxer Club Code of Ethics, American Boxer Club by-laws which are applicable to members of member clubs, and the rules of The American Kennel Club and shall carry the endorsement of two members who are in good standing. The application shall state the name, address, and occupation of the applicant. Accompanying the application, the prospective member shall submit payment for dues for the current year plus an initiation fee as determined by the Board at their March meeting. All applications are to be filed with the Membership Chairperson and each application is to be read at the first meeting of the Club following its receipt. A Member(s) in good standing may forward a letter(s), objecting to the acceptance of the applicant, to the Recording Secretary within four weeks from the date the application has been read. Such dissenting letter(s) shall contain, with specificity, the basis for exclusion of the applicant. Individuals whose applications have resulted in the filing of a dissenting letter(s) shall be immediately notified by the President and advised of the basis of the objection. Individuals whose applications have resulted in the filing of dissenting letter(s) must be represented by one of their sponsors at the next General Membership meeting, at which time they may address the objections. At the next Club meeting, the application will be voted upon by closed ballot, and affirmative votes of two-thirds (2/3) of the members present and voting at that meeting, shall be required to elect the applicant. Applicants for membership who have been rejected by the Club, may re-apply for membership one year after their application for membership has been rejected.

*Section 4.*     **Termination of Membership**

Memberships may be terminated:

(a) By resignation. Any member in good standing may resign from the Club upon written notice to the Recording Secretary; but no member may resign when in debt to the Club. Dues obligations are considered a debt to the Club and they become incurred on the first day of July of each year;

(b) By lapsing. A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid 30 days after the first day of July; however, the Board may grant an additional 30 days of grace to such delinquent members in hardship cases;

(c) By expulsion. A membership may be terminated by expulsion as provided in Article VI of these By-Laws.

## **ARTICLE II**

### **Meetings and Voting**

#### *Section 1.*     **Club Meeting**

- (a) Meetings of the Club shall be held on the third Wednesday of the month, at such hour and within the Greater Pleasanton, CA area as may be designated by the President with Board of Directors approval. Written notice of each such meeting shall be mailed or e-mailed by the Recording Secretary at least ten days prior to the date of the meeting;
- (b) The President may change the meeting date with Board of Directors approval, provided a notice is mailed or e-mailed to all members ten days prior to the date of the meeting;
- (c) The quorum for such meetings shall be attendance of 20% of the current Regular membership;
- (d) A minimum of eight meetings shall be held per club year.

#### *Section 2.*     **Special Club Meeting**

- (a) Special Club meetings may also be called by the President with Board approval, or by a majority of the members of the Board; and shall be called by the Recording 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 Pleasanton, CA area at such a place, date, and hour as may be designated by the person or persons authorized herein to call such meetings.
- (b) Written notice of such a meeting shall be mailed or e-mailed by the Recording Secretary at least five days and not more than 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.
- (c) The quorum for such meetings shall be 20% of the membership.

#### *Section 3.*     **Board Meetings**

- (a) The Board of Directors shall hold not less than six meetings a year, and it shall also meet at the discretion of the President with Board of Directors approval;
- (b) Written notice of each such meeting shall be mailed or e-mailed to all members by the Recording Secretary at least five days prior to the date of the meeting. The quorum for such a meeting shall be a majority of the Board.
- (c) As circumstances dictate, as determined by the President, the business of the Board, at any regularly scheduled, or Special Board meeting, may be conducted via teleconference or video conference.

#### *Section 4.*     **Special Board Meetings**

- (a) 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 members of the board. Such special meetings shall be within the Greater Pleasanton, CA area at such place, date, and hour as may be designated by the person authorized herein to call such meeting.
- (b) Written notice of each such meeting shall be mailed or e-mailed by the Recording Secretary at least five days and not more than 10 days prior to the date of the meeting. Any such notice shall state the purpose of the meeting and no other business shall be transacted thereat. The quorum for such a meeting shall be a majority of the Board.

*Section 5.*     **Voting**

Each Regular and Lifetime member in good standing shall be entitled to one vote at any regular membership 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**

(a)     The Board shall be comprised of the President, Vice-President, Recording Secretary, Corresponding Secretary, Treasurer, immediate Past President and three other persons, all of whom shall be members in good standing and all of whom shall be elected for one-year terms at the Club's annual meeting as provided in Article IV and shall serve until their successors are elected. The immediate past President shall be a voting member of the Board. General management of the Club's affairs shall be entrusted to the Board of Directors;

(b)     Any board member having more than two absences from scheduled board meetings shall be removed from the board and replaced as provided in Article III, Section 3.

### *Section 2.*     **Officers**

(a)     The President shall preside at all meetings of the Club and of the Board, and shall have the duties and powers normally appurtenant to the office of President in addition to those particularly specified in these By-Laws. The President shall approve all correspondence, and shall appoint an auditing committee in May, comprised of three club members, to hold an audit of the Club's books. This audit is to be completed and presented at the Club's annual meeting as provided in Article IV;

(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 Recording Secretary shall keep a record of all meetings of the Club and of the Board and of all matters of which a record shall be ordered by the Club. The Recording Secretary shall notify members of meetings, keep a roll of the members of the Club with their addresses, keep the Policy Book-Record of Motions and record in this book motions, amendments and By-Law changes and keep the President's copy of these records up to date, and carry out such other duties as are prescribed in these By-Laws;

(d)     The Corresponding Secretary shall have charge of all the correspondence;

(e)     The Treasurer shall collect and receive all moneys due or belonging to the Club. The Treasurer shall deposit the same in a bank designated by the Board, in the name of the Club. There shall be a signature card on file with the designated bank, with the signatures of the President, Vice-President and Treasurer. The Treasurer's books shall at all times be open to inspection to the Board and the Treasurer shall report to them at every meeting the condition of the Club's finances and every item of receipt or payment not before reported; and at the annual meeting, the Treasurer shall render an account of all moneys received and expended during the previous year. The Treasurer may be bonded in such amount as the Board of Directors shall determine.

### *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 all the then members of the Board at its first regular meeting following the creation of such vacancy, or at a Special Board Meeting called for that purpose; except that a vacancy in the office of President shall be filled automatically by the Vice-President and the resulting vacancy in the office of Vice-President shall be filled by the Board.

# **ARTICLE IV**

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

### *Section 1.*     **Club Year**

The Club's year shall begin on the 1st day of July and end on the 30th day of June.

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

### *Section 2.*     **Annual Meeting**

The annual meeting shall be held in the month of June at which Officers and Directors for the ensuing year shall be elected by secret, written ballot from among those nominated in accordance with Section 4 of this Article. They shall take office immediately upon the conclusion of the election and each retiring officer shall turn over to his or her successor in office all properties and records relating to that office within 30 days after the election.

### *Section 3.*     **Elections**

The nominated candidate receiving the greatest number of votes for each office shall be declared elected. The three nominated candidates for other positions on the Board who receive the greatest number of votes for such positions shall be declared elected.

### *Section 4.*     **Nominations**

No person may be a candidate in a Club election who has not been nominated, and is not a member in good standing. During the month of March, 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 committee persons and alternates of their selection. The Board shall name a Chairperson for the Committee and it shall be his or her duty to call a Committee Meeting which shall be held before April 1st.

(a) The Committee shall nominate one candidate for each office and five candidates for the three other positions on the Board. After securing the consent of each person so nominated, they shall immediately report their nominations to the Recording Secretary in writing. [They shall also nominate an American Boxer Club delegate for the year (this nomination will not be considered an office)];

(b) Upon receipt of the Nominating Committee's report, the Recording Secretary shall at least two weeks before the May meeting notify each member in writing of the candidates so nominated;

(c) Additional nominations may be made at the May meeting by any member in attendance, provided that the person so nominated does not decline when his or her name is proposed, and provided further that if the proposed candidate is not in attendance at this meeting, his or her proposer shall present to the Recording Secretary a written statement from the proposed candidate signifying his or her 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 (June) or in any manner other than as provided in this section.

## **ARTICLE V**

### **Committees**

*Section 1.* The President may each year appoint standing committees to advance the work of the Club in such matters as specialty shows, obedience trials, trophies, annual awards, membership and other fields which may well be served by committees.

*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 service has been terminated.

*Section 3.* The Board shall appoint an American Boxer Club delegate for the upcoming year during the month of April. The appointee will not be considered an officer, nor the appointment an office.

## **ARTICLE VI**

### **Discipline**

*Section 1.* **American Kennel Club Suspension.**

Any member who is suspended from any or all the privileges of The American Kennel Club automatically shall be suspended from the privileges of this Club for a like period.

*Section 2.* **Charges.**

Any member may prefer charges against a member for alleged misconduct prejudicial to the best interests of the Club or the breed. Written charges with specifications must be filed in duplicate with the Corresponding Secretary together with a deposit of \$100 which shall be forfeited if such charges are not sustained by the Board following a hearing. The Corresponding Secretary shall promptly send a copy of the charges to each member of the Board or present them at a Board Meeting, and the Board shall first consider whether the actions alleged in the charges, if proven, might constitute conduct prejudicial to the best interests of the Club or the Breed. If the Board considers that the charges do not allege conduct which would be prejudicial to the best interest of the Club, it may refuse to entertain jurisdiction. If the Board entertains jurisdiction of the charges, it shall fix a date of a hearing by the Board not less than 3 weeks nor more than 6 weeks thereafter. The Corresponding Secretary shall promptly send one copy of the charges to the accused member by registered mail together with a notice of the hearing and an assurance that the defendant may personally appear in his or her own defense, and bring witnesses if he/she wishes.



*Section 3.*     **Board Hearing.**

The Board shall have complete authority to decide whether counsel may attend the hearing, but both complainant and defendant shall be treated uniformly in that regard. Should the charges be sustained, after hearing all the evidence and testimony presented by complainant and defendant, the Board may, by a majority vote of those present, suspend the defendant from all privileges of the Club for not more than six (6) months from the date of the hearing, and if it deems that punishment insufficient, it may also recommend to the membership that the penalty be expulsion. In such case, the suspension shall not restrict the defendant's right to appear before his/her fellow members at the ensuing Club meeting which considers the Board's recommendation. Immediately after the Board has reached a decision, its finding shall be put in written form and filed with the Corresponding Secretary. The Corresponding Secretary, in turn, shall notify each of the parties of the Board's decision and penalty, if any.

*Section 4.*     **Expulsion.**

Expulsion of a member from the Club may be accomplished only at a meeting of the Club following a Board hearing and upon the Board's recommendation as provided in Section 3 of this Article. Such proceeding may occur at a regular or special meeting of the Club to be held within 60 days, but not earlier than 30 days after the date of the Board's recommendation of expulsion. The defendant shall have the privilege of appearing in his/her own behalf, though no evidence shall be taken at this meeting. The President shall read the charges and the Board's findings and recommendations, and shall invite the defendant, if present, to speak in his/her own behalf if he/she wishes. The members shall then vote by secret written 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 By-Laws** may be proposed by the Board of Directors or by written petition addressed to the Recording Secretary signed by twenty (20) per cent of membership in good standing. Amendments proposed by such petition shall be promptly considered by the Board of Directors and must be submitted to the members with recommendations of the Board by the Recording Secretary for a vote within three months of the date when the petition was received by the Recording Secretary.

*Section 2.*     **The Constitution and By-Laws** may be amended by a two-thirds (2/3) vote of the members present and voting at any regular or special meeting called for the purpose, provided the proposed amendments have been included in the notice of the meeting and mailed 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 (2/3) of the members. 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 a charitable organization for the benefits of dogs, selected by the Board of Directors.

## **ARTICLE IX**

### **Order of Business**

*Section 1.* At meetings of the Club, the order of business, so far as the character and nature of the meetings may permit, shall be as follows:

- Roll call
- Self-introduction of members and guests
- Minutes of last meeting
- Report of President
- Report of Corresponding Secretary
- Report of Treasurer
- Reports of Committees
- Election of Officers and Board (at annual meeting)
- Election of new members
- Unfinished business
- New business
- Adjournment

*Section 2.* At meetings of the Board, the order of business, unless otherwise directed by majority vote of those present, shall be as follows:

- Reading of minutes of last meeting
- Report of Corresponding Secretary
- Report of 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 special rules of order the club may adopt.

*Revised:* March 17, 2010