

CONSTITUTION AND BY-LAWS OF THE BOSTON TERRIER CLUB OF AMERICA, INC.

CONSTITUTION

ARTICLE I Name and Objectives

Section 1. The name of the Club shall be the Boston Terrier Club of America, Inc.

Section 2. The objectives of the Club shall be:

- a. To encourage and promote quality in the breeding of purebred Boston Terriers, and to do all possible to bring their natural qualities to perfection;
- b. To encourage the organization and development of affiliated Boston Terrier clubs in those localities where there are sufficient fanciers of the breed to meet the requirements of the American Kennel Club;
- 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 Boston Terriers shall be judged;
- d. To do all in its power to protect and advance the interests of the breed and to encourage sportsman-like competition at dog shows and obedience trials;
- e. To conduct sanctioned matches, specialty shows and obedience trials under the rules of the American Kennel Club.

Section 3. The Club shall not be conducted or operated for profit and no part of any profits 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.

BY-LAWS

ARTICLE I Membership

Section 1. Eligibility. There shall be the following categories of members:

- a. Individual persons, eighteen years of age or older, who subscribe to the purposes of this Club and who are in good standing with The American Kennel Club. Individual members shall enjoy all the privileges of membership, including the right to vote and hold office.
- b. Life Members. Life membership may be conferred upon such members in good standing for a minimum of twenty (20) consecutive years, as have been determined to have rendered extraordinary service to the welfare of the Club and the breed. Life membership may be conferred following either the recommendation by the Board of Directors of the Boston Terrier Club of America, or by recommendation by written petition endorsed by a total of 5 members and either such recommendation shall be approved by a favorable vote of 75% of the members present and voting at the next Annual Meeting. Life members shall be exempt from the payment of annual dues, and shall hold all privileges of regular membership. Members of the Club accorded Life Membership prior to the adoption of these By-Laws shall not have their Life Memberships retroactively affected.
- c. Honorary Members. Honorary Membership may be conferred upon such individuals who have rendered meritorious service in the interest of the Boston Terrier. Honorary membership shall be conferred in the same manner provided for recommendation and election in ARTICLE I, Section 1b. Honorary Members shall be exempt from the payment of annual dues, and shall not be eligible to vote or hold office. A member of the Club who receives Honorary Membership may continue to enjoy full membership privileges by continuing to pay annual dues.

d. Affiliate Specialty Clubs. Geographically local Boston Terrier clubs shall be eligible for Affiliate Club Membership at such time as a club shall be accredited for the holding of B Sanctioned events under The American Kennel Club rules. A copy of the applicant club's constitution and by-laws plus a brief resume of the organizational development of the club and a current membership roster must be placed on file with the Recording Secretary of the Boston Terrier Club of America Recording Secretary at the time of application for Affiliate Club Membership. Payment for one year's dues must accompany the application. Yearly membership rosters from each member club must be placed on file thereafter with the Recording Secretary. No amendment to the constitution and by-laws of an Affiliate Specialty Club adopted by that club shall become effective until it has been approved by the Board of Directors of the Boston Terrier Club of America.

e. Associate Specialty Club. Geographically local Boston Terrier clubs who are in the formative stages and who have not yet been accredited for the holding of B-sanctioned events under the rules of The American Kennel Club and any Boston Terrier Club of a foreign country shall be eligible for Associate Specialty Club membership upon application and submission of the applicant club's by-laws, a brief resume of the organizational development or history of the club, a current membership roster and list of officers, and payment of the membership fee as defined in Section 2 hereof. Associate Specialty Clubs shall be non-voting members.

f. Foreign Members. Individuals who are eighteen years of age or older and who are citizens of countries other than the United States are eligible for membership in the Boston Terrier Club of America. Dues for foreign members shall be the same as dues for individual members, except that an additional amount may be added for postal expenses. Foreign members may participate in Club events and may vote in Club elections and other matters. However, foreign members cannot be counted in determining a quorum, cannot hold office, and cannot vote on the breed standard.

Section 2. Dues. Membership dues shall be twenty (\$20.00) dollars per individual member, fifty (\$50.00) dollars per Affiliate Specialty Club and ten (\$10.00) dollars per Associate Specialty Club per year, payable on or before the first day of July of each year. At the discretion of the Board of Directors, the dues amounts may be set from year to year without further amendment, up to, but not to exceed a maximum of fifty (\$50.00) dollars per individual member, one hundred (\$100.00) dollars per Affiliate Specialty Club and twenty (\$20.00) dollars per Associate Specialty Club per year. The yearly deadline for such Board action shall be January 1st, and in any year when the Board has not acted to change the dues by January 1st, the currently effective dues shall continue for the ensuing year. Any individual or club elected to membership after April 1 shall be exempt from payment of dues for the following year. By April 15 of each year, the Treasurer shall send to each individual member, each Affiliate Specialty Club and each Associate Specialty Club a statement of the dues for the ensuing year. A member whose dues are not paid for the current year shall not be entitled to vote on any matter.

Section 3. Election to Membership. Each applicant for membership shall apply on a form approved by the Board of Directors. This form shall state that the applicant agrees to abide by the Constitution and By-Laws of the Club 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.

Applications shall be mailed to the Corresponding Secretary, who shall submit them within 30 days of receipt to the Board of Directors, which is the body responsible for considering applications for membership. Except as noted below, all applicants will be considered and the membership vote taken within 75 days of the submission of such applications to the Board of Directors. Applicants will be elected either by secret ballot at any meeting of the Board of Directors or by a secret ballot vote of the Board of Directors by mail. Affirmative votes of 2/3 of the Directors at a meeting of the Board or 2/3 of the entire Board voting by mail, shall be required to elect an applicant. No applications for membership shall be acted upon by the Board of Directors during the time period between the close of the nominations for the Annual Election and the close of the Annual Election at the Annual Meeting.

An application which has received a negative vote by the Board may be presented by one of the applicant's endorsers at the next Annual Meeting of the Club, and the Club may elect such applicant to membership by a favorable vote of 75% of the members present.

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 Corresponding 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 each fiscal year.
- b. 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; however, the Board may grant an additional 90 days of grace to such delinquent members in meritorious cases. In no case may a person or Affiliate Specialty Club be entitled to vote at any Club meeting, if the 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 of these By-Laws.

Section 2. Dues. Membership dues shall be twenty (\$25.00) dollars per individual member, fifty (\$50.00) dollars per Affiliated Specialty Club and ten (\$10.00) dollars per Associate Specialty Club per year, payable on or before the first of July of each year. At the discretion of the Board of Directors, the dues amounts may be set from year to year without further amendment, up to, but not to exceed a maximum of fifty (\$50.00) dollars per individual member, one hundred (\$100.00) dollars per Affiliated Specialty Club and twenty \$20.00) dollars per Associated Specialty Club per year. The yearly deadline for such Board action shall be January 1st, and in any year when the Board has not acted to change the dues by January 1st, the current effective dues shall continue for the ensuing year. Any individual or Club elected to membership after April 1st shall be exempt from payment of dues the following year. By April 15th of each year, the Treasurer shall send to each individual member, each Affiliated Specialty Club and each Associate Specialty Club a statement of the dues for the following year. A member whose dues are not paid for the current year shall not be entitled to vote on any matter.

Section 3. Election to Membership. Each applicant for membership shall apply on a form approved by the Board of Directors. This form shall state that the applicant agrees to abide by the Constitution and By-Laws of the Club 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 for the current year.

Applications shall be mailed to the Corresponding Secretary, who shall submit them within 30 days of receipt to the Board of Directors, which is the body responsible for considering applications for membership. Except as noted below, all applicants will be considered and the membership vote taken within 75 days of the submission of such applications to the Board of Directors. Applicants will be elected by either secret ballot vote of the Board of Directors or by a secret ballot vote of the Board of Directors by mail. Affirmative votes of 2/3 of the Directors at a meeting of the Board or 2/3 of the entire Board voting by mail, shall be required to elect an applicant. No applications for membership shall be acted upon by the Board of Directors during the time period between the close of nominations for the Annual Elections and the close of the Annual Elections at the Annual Meeting.

An applicant which has received a negative vote by the Board may be presented by one of the applicant's endorsers at the next Annual Meeting of the Club, and the Club may elect such applicant to membership by a favorable vote of 75% of the members present.

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 corresponding 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 each fiscal year.
- b. 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, however, the Board may grant an additional 90 days of grace to such delinquent members in meritorious cases. In no case may a person or Affiliate Specialty Club be entitled to vote at any Club meetings, if the 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 of these By-Laws.

ARTICLE II Meetings

Section 1. Annual Meeting. The Annual Meeting of the Club shall be held between April 1st and May 30th in conjunction with the Club's rotating site Annual Specialty Show, at a place, date and hour designated by the Board of Directors. Written notice of the Annual Meeting shall be mailed by the Corresponding Secretary to each member at least sixty (60) days prior to the date of the meeting. The quorum for the Annual Meeting shall be 10% of the members in good standing. Each Affiliate Specialty Club shall count as one member and shall be entitled to cast one vote by and accredited representative chosen by that club on all matter acted upon at the Annual Meeting.

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 of Directors who are present at a meeting of the Board or who vote by mail and shall be called by the Corresponding Secretary upon receipt of a petition signed by 10% of the members of the Club who are in good standing. Such meetings shall be held at such place, date and hour as may be designated by the Board of Directors. Written notice of each meeting shall be mailed by the Corresponding Secretary at least 14 days prior to the meeting. The notice shall state the purpose of the meeting and no other Club business may be transacted. The quorum for such a meeting shall be 10% of the members in good standing. Each Affiliate Specialty Club shall count as one member and shall be entitled to cast one vote by an accredited representative on matters voted upon at a special Club meeting.

Section 3. Board Meetings. A meeting of the Board of directors may be held immediately following or in conjunction with the Annual Meeting and Election. Other meetings of the Board of Directors shall be held at such times and places as are designated by the President or by a majority vote of the entire Board. Written notice of each such other meeting shall be mailed by the Corresponding Secretary to each member of the Board at least 14 days prior to the date of the meeting. The quorum for a Board Meeting shall be a majority of the Board voting in person or by mail, FAX, or telephone conference call.

Section 4. Conduction of Board Business. The Board of Directors may conduct its business by mail or FAX through the Recording Secretary. Business may also be conducted by telephone conference call provided all members of the Board are notified by mail at least 10 days in advance of the proposed business. All actions of the Board of Directors, including, if appropriate, a tally of the voting for each item approved or disapproved, must clearly be set forth in minutes which shall be prepared by the Recording Secretary and mailed to all Board members within 15 days of the meeting. These minutes will then be subject to approval by the entire Board of Directors in accordance with the provisions of Article IX, Section 2.

ARTICLE III Directors and Officers

Section 1. Board of Directors. The Board shall be comprised of the President, Vice-President, Recording Secretary, Corresponding Secretary, Treasurer and 6 other persons, all of whom shall be members in good standing and who are residents of the United States. All officers and members of the Board of Directors shall be elected for no more than three successive 2-year term in the same office. The President, Recording Secretary and 3 Board members shall be elected in Odd numbered years at the Club's Annual Meeting, as provided for in ARTICLE IV. The Vice-President, Corresponding Secretary, Treasurer, and 3 Board members shall be elected in even-numbered years. The Board of Directors shall be responsible for the general management of the Club's affairs.

Section 2. Officers. The Club's officers, consisting of the President, Vice President, Recording Secretary and Treasurer shall serve in their respective capacities, both with regard to the Club and its meetings.

a. President. 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 particular specified in these By-Laws.

b. Vice-President. The Vice-President shall have the duties and exercise the powers of the President in case of the President's death, absence or incapacity. He or she may be assigned other duties by the Board of Directors.

c. Recording Secretary. The Recording Secretary shall keep a record of all meetings of the Club, and shall send copies of the minutes of these meetings to each Board member, Affiliate Specialty Club and Associate Specialty Club within 30 days of such meeting. Club meeting minutes shall be made available to all individual members upon written request accompanied by a self-addressed, stamped envelope. He or she shall keep a record of all Board meetings, and send copies of the minutes of these meetings to all Board members within 30 days of such meetings. Board meeting minutes shall be made available to individual members, Affiliate Specialty Clubs and Associate Specialty Clubs upon written request accompanied by a self-addressed, stamped envelope. He or she shall send out ballots as required, and shall keep a record of all matters as prescribed by the Board. He or she shall maintain an up-to-date name and address of all Club members.

d. Corresponding Secretary. The Corresponding Secretary shall have charge of all correspondence of the Club, except that designated in ARTICLE III, Section 2c. He or she shall notify members of meetings, notify new members of their election to membership, notify officers and directors of their election to office, and carry out such other duties prescribed in these By-Laws.

e. Treasurer. The Treasurer shall collect and receive all moneys due or belonging to the Club. He or she shall deposit the same in a bank approved by the Board, in the name of the Club. His or her books shall at all time be open to the inspection of the Board and he or she shall report at every meeting on the condition of the Club's finances and every item of receipt or payment not before reported. At the Annual Meeting he or she shall render an account of all money received and expended during the previous fiscal year. The Treasurer shall be bonded in such amount as the Board of Directors shall determine, and his or her books shall be reviewed annually by a committee which shall be appointed by the Board of Directors at the time of the Annual Meeting. This committee shall consist of three members in good standing, one of whom shall be a Board member.

f. Delegate to the American Kennel Club. The Delegate to the American Kennel Club shall be elected and serve as the official delegate of the Club to the American Kennel Club. He or she may be elected in either an odd-numbered or even numbered year; there shall be no limitation on the number of successive 2-year terms he or she may serve. He or she may attend and participate in Board meetings, but he or she shall not be an Officer or voting Board member nor shall any incumbent voting Officer or Board member be eligible to hold the position of Delegate.. He or she shall attend Delegate's Meetings of the American Kennel Club and report on those meetings. He or she shall act as a liaison between the Board and the American Kennel Club, and assume all other duties normally appurtenant to this position. He or she shall not serve as Delegate until duly approved by the American Kennel Club, and shall continue to serve until his or her successor is duly approved by The American Kennel Club.

Section 3. Vacancies. Any vacancies occurring on the Board of Directors or among the Officers during the year shall be filled by a majority vote of the remaining members of the Board of Directors, except that a vacancy in the office of President shall be automatically filled by the Vice-President, and the resulting vacancy in the office of Vice-President shall be filled by the Board of Directors. A vacancy replacement shall complete the remaining of the term of the office left in the vacant position.

ARTICLE IV

The Club Year, Voting, Nominations, Elections

Section 1. Club Year. The Club's fiscal year shall begin on the 1st day of July and end on the 30th day of June. The Club's official year shall also shall begin on the 1st day of July and end on the 30th day of June. The officers and directors who are elected at the Annual Meeting will take office or assume their positions on July 1. Each retiring officer shall turn over to his or her successor in office all properties and records relating to that office by July 31. The Delegate to the American Kennel Club shall assume his or her position as such time as his or her credentials shall be approved by the American Kennel Club Board and favorably voted on at a Delegates' Meeting.

Section 2. Voting.

a. At the Annual Meeting or at Special Meetings of the Club, voting shall be limited to those members in good standing who are present at the meeting. However, the Annual Election of officers and directors, amendments to the Constitution and By-Laws, and changes in the Standard for the breed, which shall be decided by written ballot cast by mail. In addition, the Board of Directors may decide to submit other specific questions for decision of the members by written ballot cast by mail.

b. Each Affiliate Specialty Club shall count as one member, and shall be entitled to cast one vote by an accredited representative. In matters to be voted upon from the floor at the Annual Meeting or Special Meetings of the Club, the duly accredited representative of an Affiliate Specialty Club shall represent that club. In matters to be voted upon by written ballot cast by mail, the membership of a voting Affiliate Specialty Club shall direct the secretary or corresponding secretary of its club to execute the desired vote on the written ballot and return the ballot in the required manner.

c. Voting by proxy shall not be permitted.

Section 3. Annual Meetings. The election of officers and directors shall be conducted by mail ballot in accordance with the provisions of this ARTICLE. To be valid, ballots must be received at the designated time prior to the meeting by either the Recording Secretary or an independent professional firm engaged by the Board of Directors prior to the election.

a. Independent Professional Firm. Prior to the election, the Board of Directors may, if desires, engage the services of an independent professional firm whose function shall be the receipt, counting and tabulation of the Annual Election ballots. This firm shall file with the Recording Secretary a notarized report of the tally of votes received by every candidate on the ballot. The sealed, notarized tally report should be delivered no later than March 31 of each year where there is balloting for the Annual Election. The envelope shall remain sealed until opened during the Annual Meeting. The Board shall be responsible for the delivery of the sealed tally report to the Annual Meeting at which it is scheduled to be opened, and the results announced.

b. Inspectors of Election (Ballot Committee). In the event an independent professional firm is not retained in connection with the Annual Election, three Inspectors who are members in good standing and who are neither members of the current Board nor candidates on the ballot, shall count the ballots. These inspectors shall be chosen by members present at the Annual Meeting. The Ballot Committee shall tally the votes received by candidates for each office or position and report the results of the tally to the membership. The person receiving the largest number of votes for each position shall be declared elected.

c. Announcement of the results of the Annual Election at the Annual Meeting. At the Annual Meeting for the election of certain officers and directors, and the Delegate to The American Kennel Club when applicable, the election ballot tally as provided in ARTICLE IV, Section 3a and 3b, shall be announced to the attending membership. The person receiving the largest number of votes for each position on that year's ballot shall be declared elected. If any nominee at the time of the meeting is unable to serve for any reason, such nominee shall not be elected, and the vacancy so created shall be filled by the new Board of Directors in the same manner provided in ARTICLE III, Section 3.

d. Announcements of the Results of the Annual Election to the Entire Membership. The results of the Annual Election may be published in the newsletter or other publication of the Boston Terrier Club of America, provided such publication occurs within 30 days of the announcement of the results at the Annual Meeting. If the results cannot be published in that time period, then notification shall be mailed to each member within 30 days of the announcement of the results at the Annual Meeting. If the tally report from the independent professional firm shall, for any reason, not be delivered in time for announcement at the Annual Meeting, the results shall be published or mailed to each member within 30 days of receipt of that tally by the Recording Secretary.

Section 4. Nominations and Ballots. No person may be a candidate in a Club election who has not been nominated in accordance with these By-Laws. A Nominating Committee shall be chosen by the Board of Directors before November 1st. The Committee shall consist of three members from different areas of the United States of America, and two alternates, all members in good standing, no more than one of whom may be a member of the current Board of Directors. The Board shall name a chairman for the Committee. The Nominating Committee may conduct its business by mail, telephone or FAX.

a. The Nominating Committee shall nominate from among the eligible members one candidate for each office, director's position or Delegate to the American Kennel Club open for election for that year in accordance with the provisions of ARTICLE III, Section 1 and ARTICLE III, Section 2f. The Nominating Committee shall procure in writing the acceptance of each nominee so chosen. The Committee should consider the geographical representation of the membership on the Board to the extent that it is practicable to do so. By December 15th, the Committee shall submit its slate of candidates to the Recording Secretary who shall mail the list, including the full

name of each candidate and the name of the State in which he or she resides, to each member of the club on or before January 1st, so that additional nominations may be made by members if they so desire. On or before January 1st, the Recording Secretary shall also mail to each member a notice which shall state that written petitions for additional nominations may be submitted according to the provisions set forth in ARTICLE IV, Section 4b.

b. Additional nominations of eligible members may be made by written petition addressed to the Recording Secretary and received at his or her regular address on or before February 1st, signed by five members and accompanied by the written acceptance of each such additional nominee signifying his or her willingness to be a candidate. No member shall be a candidate for more than one position.

c. If no valid additional nominations are received by the Recording Secretary on or before February 1st, NO balloting will be required or conducted. Rather, the Nominating Committee's slate shall be declared elected at the time of the Annual Meeting.

d. If one or more valid additional nominations are received by the recording Secretary on or before February 1st, he or she shall on or before February 20, mail to each member in good standing a ballot listing all nominees for each position in alphabetical order with the names of the States in which they reside, together with a blank envelope and a return envelope addressed to the Recording Secretary or independent professional firm marked "BALLOT" and bearing the name of the member to whom it was sent. So that the ballots may remain secret, each voter, after marking his or her ballot, shall seal it in the blank envelope, which, in turn, shall be placed in second envelope addresses to the Recording Secretary or independent professional firm. These ballots must be returned to either the Recording Secretary or the independent professional firm by March 20. The Ballot Committee or independent professional firm shall check the returns against the list of members whose dues are paid for the current year, prior to the opening of the outer envelope and remove the blank envelopes. The Ballot Committee or independent professional firm shall certify the eligibility of the voters from an up-to-date membership list supplied by the Recording Secretary, and shall also certify the results of the voting. The report of the independent professional firm of the results of the election and the appropriate certification shall be provided in a sealed envelope to the Recording Secretary by March 31st. The sealed envelope will be opened and the results of the election shall be announced at the Annual Meeting and in writing to the members as provided in ARTICLE IV, Section 3c and 3d.

ARTICLE V Committees

Section 1. Standing and Special Committees. The Board may each year appoint standing committees to advance the work of the Club in such matters as dog shows, sanctioned matches. Specialty shows, obedience trials, the Breed Standard, member education, membership, trophies, annual prizes and other matters which appropriately may be served by committees. The specific committees and their respective functions may be listed in the Club's Standard Rules or Policies and Procedures. With the exception of the Nominating Committee and the Affiliate Specialty Club Advisory Committee, such committees shall always be subject to the final authority of the Board. Special committees may also be appointed to aid the Board of Directors on projects to promote the welfare and improvement of the Boston Terrier and other particular projects.

Section 2. Affiliate Specialty Club Committee. One standing committee shall be the Specialty Club Advisory Committee.

a. Affiliate Specialty Club Representative. Each year, within 60 days of its own Annual meeting, each Affiliate Specialty Club shall submit to the Recording Secretary, by mail, the names and address of its nominees for Delegate (or Representative) and Alternate Delegate (or Alternate Representative) to the Affiliate Specialty Club Advisory Committee. The Alternate may only serve officially in the event the Delegate cannot, for any reason, carry out his duties. If an Alternate is to replace an official Delegate, either in a temporary or permanent capacity for the year, the Affiliate Specialty Club must notify the Board of Directors, through the Recording Secretary, either by telephone or in writing. Telephone notification must be confirmed in writing within 7 days. The Advisory Committee, once complete, may select its own chairman.

b. Purpose and Function of the Advisory Committee. The purpose of this committee shall be primarily to provide liaison between the Affiliate Specialty Clubs and the Board of Directors in all matters of Affiliate Club interest. This committee may also adopt resolutions relating to Boston Terrier Club of America issues.

Section 3. Termination of Appointment. Any committee appointment may be terminated by a majority vote of the full membership of the Board of Directors upon written notice to the appointee; however, the Board may not appoint successors to the Affiliate Specialty Club Advisory Committee Delegates or the Alternate Delegates.

ARTICLE VI Discipline

Section 1. American Kennel Club Suspension. Any member who is suspended from 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 interest of the Club or the breed. Written charges with specifications and endorsed by the complainant and no less than 2 additional members in good standing must be filed in duplicate with the Recording Secretary together with a deposit of fifty (\$50.00) dollars which shall be forfeited if such charges are not sustained by the Board or a Committee following a hearing. The Recording Secretary shall promptly send a copy of the charges to each member of the Board or present them at the next Board Meeting, if practicable. The Board shall first consider whether the actions alleged in the charges, if proven, might constitute conduct prejudicial to the best interest 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 or the breed, it may refuse to entertain jurisdiction. If the Board entertains jurisdiction of the charges it shall fix a date of hearing by the entire Board or a Committee consisting of not less than three members of the Board, not less than 3 weeks nor more than 6 weeks thereafter. The Recording Secretary shall promptly send one copy of the charges to the accused member by certified mail together with a notice of the hearing and as assurance that the defendant may personally appear in his or her own defense and bring witnesses if he or she wishes.

Section 3. Board Hearing. The Board or Committee shall have complete authority to decide whether counsel or other representative may attend the hearing, but both complainant and defendant shall be treated uniformly in that regard. In the event any member of the Board is the complainant or defendant, he or she shall be ineligible to participate as a Board or Committee member with respect to the matter. Should the charges be sustained after hearing all the evidence and testimony presented by complainant, the Board or Committee may by a majority vote of those present suspend the defendant from all privileges of the Club for not more than six months from the date of the hearing, or until the next Annual Meeting if that shall occur after six months. And, if it deems punishment sufficient, it may 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 or her fellow members at the ensuing Annual Meeting or other Club meeting which considers the recommendation of the Board or Committee. Immediately after the Board or Committee has reached a decision, its findings 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 decision and penalty, if any.

Section 4. Expulsion. Expulsion of a member from the Club may be accomplished only at the Annual Meeting of the Club following a hearing and upon the recommendation of the Board or Committee as provided in Section 3 of this ARTICLE. Although the defendant shall have the privilege of appearing in his or her own behalf, no evidence will be taken at this meeting. The President shall read the charges and the findings and recommendations, and shall invite the defendant, if present, to speak on his or her own behalf. Those present at the meeting shall then vote by secret written ballot on the proposed expulsion. A 2/3 vote of those present and voting at the Annual Meeting shall be necessary for expulsion. If expulsion is not so voted, such portion of the suspension as may remain shall stand.

ARTICLE VII Amendments

Section 1. Amendments to the Constitution and By-Laws and to the Standard for the breed may be proposed by the Board of Directors or by written petition addressed to the Recording Secretary signed by twenty percent of the membership in good standing. Amendments proposed by 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 four months of the date when the petition was received by the Recording Secretary.

Section 2. The Constitution and the By-Laws and the Standard for the breed may be amended at any time provided a copy of the proposed amendment has been mailed by the Recording Secretary to each member in good standing on the date of mailing, accompanied by a ballot on which he may indicate his choice for or against the action to be taken. The notice shall specify a date not less than 30 days after the date of mailing by which date the ballots must be returned to the Recording Secretary to be counted. To assure secrecy of vote, the dual-envelope method of ballot procedures as provided for in ARTICLE IV, Section 4d shall be used for the voting upon such proposed amendments. The favorable vote of 2/3 of the members in good standing who return valid ballots within the time limit shall be required to effect any such amendment.

Section 3. No amendment to the Constitution and By-Laws or to the Standard for the breed that is adopted by the Club shall become effective until it has been approved by the Board of Directors of the American Kennel Club.

ARTICLE VIII Dissolution

Section 1. The Club may be dissolved at any time by the written consent of not less than 2/3 of the members. In the event of the dissolution of the Club other than for the purpose 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 debts of the Club its property and assets shall be given to a charitable organization for the benefit 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 meeting may permit, shall be as follows:

Roll Call

Minutes of the last Meeting

Report of President

Report of Vice-President

Report of Recording Secretary

Report of Corresponding Secretary

Report of Treasurer

Report of Committees

Election of Officers and Board (at Annual Meeting)

Election of New Members

Unfinished Business

New Business

Welfare of the Club

Adjournment

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

Roll Call

Reading of minutes of last meeting

Report of Recording Secretary

Report of Corresponding Secretary

Report of Treasurer

Report of Committees

Unfinished Business

Election of New Members

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 By-Laws and any other special rules of order the Club may adopt.

Adopted November 24, 1996 and May 3, 1997

Approved by the American Kennel Club January 21, 1997 and May 27, 1997