

North Texas Boston Terrier Club, Inc.

& Boston Terrier Rescue of North Texas



Constitution

Article I - Name and Objectives

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

Section 2. The objectives of the Club shall be:

- a) To promote and improve the breeding of pure-bred Boston Terriers and to protect and advance the interest of the breed.
- b) To hold shows, exhibitions, matches and/or obedience and/or training trials and encourage sportsmanlike competition at dog shows and promote breeding for better physical type and increased intelligence and to offer prizes and trophies for this purpose.
- 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 the Boston terrier shall be judged;
- d) To support and uphold the Official Standard of the Breed as defined by the American Kennel Club and the Boston Terrier Club of America and any other event for which the club is eligible under the Rules and Regulations of the American Kennel Club.

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 objectives.

Section 5. The Club shall be registered as a non-profit organization and maintain an Internal Revenue Service Employer Identification Number(s).

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By-Laws

Article I - Membership

Section 1. Eligibility

Membership shall be open to anybody who subscribes to the objectives of this Club. While membership is to be unrestricted as to residence, the club's primary purpose is to be representative of the breeders and exhibitors in its immediate area.

Section 2. Type of Membership

There shall be three types of membership available.

- a) Regular (Individual) Membership: Enjoys all club privileges including the right to vote and hold office.
- b) Honorary Membership: An individual who has rendered meritorious service in the interest of the Boston Terrier; honorary members pay no dues and are not eligible to vote, but can maintain regular (or household) membership if they pay dues.
- c) Household – Two (2) adult members residing in the same household, each eligible to vote and hold office.

Section 3. Dues

Dues shall be recommended by the Board of Directors and voted on by the membership at the Annual Meeting. Dues must be paid on or before the first day of January of each year. No member shall be eligible to vote whose dues are not paid for the current period. Dues shall not exceed \$25.00 for Regular (Individual) membership and \$50.00 for Household. During the month of November, the Treasurer shall send each member a statement of dues for the ensuing year.

Section 4. 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 these Constitution and By-Laws and the rules of the American Kennel Club. The application shall state name and address of the applicant and it shall carry the endorsement of two members. It shall be sent to the Secretary accompanied by a sum sufficient to cover the first year's dues as explained in Article I, Section 2. This sum shall be returned in the event the application is rejected. Affirmative

votes of 2/3 of the members present and voting by secret ballot at the meeting shall be required to elect an applicant. Applicants for membership who have been rejected by the club may not reapply within 6 months after such rejection.

a) The Secretary will present the application to the members of the Club at the next meeting. The applicant shall be present, if at all possible.

b) The application is then voted on, by a show of hands, at the next meeting. A quorum of five (5) members must be present.

Section 5. Termination of Membership

Membership may be terminated, with no dues refunded, in the following ways:

a) 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. 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 thirty days after the first day of January. In no case may a person be entitled to vote at any Club meeting if dues are unpaid as of the date of that meeting. Those members whose dues are in danger of lapsing must be notified via written notice of this condition by the Treasurer. Members whose dues have lapsed must reapply for membership as stated in Article 1, Section 4 of these by-laws.

c) By expulsion. A member may be terminated by expulsion as provided in Article VI of the by-laws.

d) By forfeiture. The North Texas Boston Terrier Club, Inc. shall require forfeiture of membership of a member who disposes of Boston Terriers to a wholesale or retail source for resale purposes. Such action will be considered contrary to the welfare and best interest of the breed.

Article II - Meetings

Section 1. Club Meetings

Meetings of the Club shall be held at the AKC designated focal point in the greater Dallas, TX area monthly or at least six (6) times per year. Notice of each such meeting shall be the responsibility of the Secretary. Notice must be given at least ten (10) days prior to the date of the meeting. The quorum for such a meeting shall consist of at least 20% of the active members in good standing.

Section 2. Board Meetings

Meetings of the Board of Directors shall be held at such a time and place as designated by the Board of Directors. Notice of each meeting shall be made by the Secretary at least five (5) days prior to the date of the meeting. The quorum for such a meeting shall be a majority of the Board.

Section 3. Special Club Meetings

Special club meetings may be called by the President or by a majority vote 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 (5) members of the club who are in good standing. Such special meetings shall be held in the greater Dallas, TX area at such a place, date and hour as may be designated by the person or persons authorized herein to call such meetings. Written notice of such meetings shall be mailed by the Secretary at least five (5) days and not more than fifteen (15) days prior to the date of the meeting, and no other club business may be transacted thereat. The quorum for such a meeting shall be 20% of the members in good standing.

Section 4. Voting

Each active member in good standing whose dues are paid for the current year shall be entitled to one vote at any meeting for 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 of Directors shall be comprised of the President, Vice-President, Secretary, Treasurer and three at-large positions, all of which will serve for a period of one (1) year. If, in the event there are less than seven members on the Board, additional at-large members shall be elected. The general management of the Club's

affairs shall be entrusted to the Board of Directors. All members of the Board of Directors shall be elected at the annual meeting and shall fulfill their positions as described in Section 2 of this article.

Section 2. Officers

The Club's officers shall consist of President, Vice-President, Secretary and Treasurer. The following descriptions of the positions shall include, but are not necessarily limited to:

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 particularly specified in these bylaws.

b) Vice-President - The Vice-President shall have the duties and exercise the powers of President in case of the President's death, absence, or incapacity.

(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, 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 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 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 - Club Year, Nominations, Elections

Section 1. Club Year

The Club's year shall begin once the Annual meeting is concluded (First Sunday in December) and shall end at the conclusion of the election at the Annual meeting in the following year. The newly elected Directors and officers shall take office on once the Annual meeting is concluded.

Section 2. Annual Election

The annual meeting shall be held in the month of December, at which time officers and directors for the ensuing year shall be elected by secret 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 the successor in office all properties and records relating to that office within 30 days after the election.

Section 3. Voting

The nominated candidate receiving the greatest number of votes for each office shall be declared elected. The nominated candidates for other positions on the board who receive the greatest number of votes for such positions shall be declared elected. All members in good standing must be present to vote.

Section 4. Nominations

No person may be a candidate in a club election who has not been nominated. During the month of October, the board shall select a Nominating Committee consisting of three members and two alternates, not more than one of whom may be a member of the board. The Secretary shall immediately notify the committeemen and alternates of their selection. The board shall name a chairman for the committee and it shall be such person's duty to call a committee meeting, which shall be held on or before the November meeting.

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

Section 5. Election Results

The results of the Annual Election shall be mailed by the Secretary to all members not more than thirty (30) days after all votes have been received and tallied.

Article V - Standing and Special Committees

SECTION 1. The board may each year appoint standing committees to advance the work of the club in such matters as dog shows, obedience trials, trophies, annual prizes, membership, and other fields which may well be served by committees. Such committees shall always 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. American Kennel Club Suspension.

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

SECTION 2. Charges.

An individual member may prefer charges against another individual member for alleged misconduct prejudicial to the best interests of the club. Written charges with specifications must be filed in duplicate with the Secretary. The 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. If the board considers that the charges do not allege conduct which would be prejudicial to the best interests of the club, 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 or more than six weeks thereafter. The Secretary shall promptly send one copy of the charges and the specifications to the accused member by registered mail together with a notice of the hearing and an assurance that the defendant may personally appear in his own defense and bring witnesses if he wishes.

SECTION 3. 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 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 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 finding 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.

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. 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 finding and recommendation, and shall invite the defendant, if present, to speak in his own behalf if he wishes. The members shall then vote by secret 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. Amendments may be proposed by the Board of Directors or by written petition addressed to the Secretary, signed by a 20% of the 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 recommendation of the Board by the Secretary for a vote within three (3) months of the date when the petition was received by the Secretary.

Section 2. Vote Amending Constitution and/or By-Laws

The Constitution and By-Laws may be amended by a two-thirds secret vote of the members present and voting at any regular or special meeting called for this purpose, providing the proposed amendments have been included in the notice of the meeting and mailed to each member in good standing.

Article VIII - Dissolution

Section 1. Dissolution

The Club may be dissolved at any time by the written consent of not less than 2/3 vote of the members in good standing. In the event of the dissolution of the Club, whether voluntary or involuntary or by 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 shall be sold to the highest bidder and assets shall be given to a charitable organization benefiting canines selected by the Board of Directors.

Article IX - Order of Business

Section 1. Club Meetings

The order of business at Club meetings 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 Secretary
- Report of Treasurer
- Report of Committees
- Election of Officers and Board
- Election of New Members
- Unfinished Business
- New Business
- Welfare of the Club

Section 2. Board Meetings

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

- Roll Call
 - Reading of minutes of the last meeting
 - Report of the Secretary
 - Report of the Treasurer
 - Report of Committees
 - Unfinished Business
 - Election of Members
 - New Business
 - Adjournment
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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.

Original Constitution awarded March, 1994.

Dr. Adreine W. Steve, Secretary

James Gill, Vice-President

Revised July, 1995

Revised April 6, 2008