

NORTHEAST LEONBERGER CLUB

Constitution

ARTICLE I: NAME AND OBJECTS

Section 1 The name of the club shall be Northeast Leonberger Club

Section 2. The objects of the club shall be:

- (a) to provide opportunities for members to meet and participate in activities and events in order to strengthen the sense of community in the Northeast region.
- (b) to encourage and promote quality in the breeding of purebred Leonbergers
- (c) to encourage sportsmanlike competition at all events.

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 bylaws as may be required to carry out these objects.

Bylaws

ARTICLE I: MEMBERSHIP

Section 1. Eligibility.

There shall be two (3) types of membership.

(1) Regular (individual) Membership: Open to 18 years or older. This membership enjoys all club privileges including the right to vote and hold office. Regular Membership dues shall not exceed \$25.00 per year,

(2) Household Membership: Open to 18 years or older. This membership includes two adult members residing in the same household, each eligible to vote and hold office. Household Membership dues shall not exceed \$35.00 per year.

(3) Junior Membership: Open to under 18 years. Junior members cannot hold office. It is a non-voting membership. Junior membership dues shall not exceed \$5.00 per year.

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

Section 2. Dues.

Dues shall be set by a 2/3 vote of the members. Membership dues shall not exceed \$35.00 per year, payable on or before the 1st day of January of each year. No member may vote whose dues are not paid for the current year. During the month of December, the Treasurer shall notify each member a statement of dues for the ensuing year.

Section 3. Election to Membership.

Each applicant for Membership shall apply on a form approved by the board of directors and which shall provide that the applicant agrees to abide by the Constitution and Bylaws, rules of the Leonberger Club of America and rules of the American Kennel Club. Accompanying the application, the prospective member shall submit dues payment for the current year.

A **member in good standing** is any individual who is not suspended by The Leonberger Club of America, the American Kennel Club or the Northeast Leonberger Club and whose dues for the year are already paid.

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 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.

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

(c) By expulsion. A membership may be terminated by expulsion as provided in Article VII of these bylaws.

ARTICLE II: MEETINGS AND VOTING

Section 1: Club Meetings.

Meetings of the club must be held within the Northeast area (including Maine, New Hampshire, Vermont, New York, Massachusetts, Connecticut, New Jersey, Rhode Island, Delaware and Pennsylvania) at such hour and place as may be designated by the board of directors. Notice of each such meeting shall be sent by the Secretary at least 10 days prior to the date of the meeting. The quorum for such meetings shall be 10 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 in the Northeast area (including Maine, New Hampshire, Vermont, New York, Massachusetts, Connecticut, New Jersey, Rhode Island, Delaware and Pennsylvania) at such place, date and hour as may be designated by the person or persons authorized herein to call such meetings. Notice of such a meeting shall be sent by the 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. The quorum for such a meeting shall be 10 percent of the members in good standing.

Section 3. Board Meetings.

Meetings of the board of directors shall be held at least six (6) times per year within the Northeast area (including Maine, New Hampshire, Vermont, New York, Massachusetts, Connecticut, New Jersey, Rhode Island, Delaware and Pennsylvania) or via telephone conference call or via video conference at such hour and place as may be designated by the board. Notice of each such meeting shall be sent by the Secretary or President at least five days prior to the date of the meeting. The quorum for such a meeting shall be a majority of the board.

Section 4: Voting

Each member in good standing whose dues are paid for the current year shall be entitled to one vote. 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. There shall be two sets of board positions, which shall be elected in alternate years on two (2) year term cycles. Positions A, B, C, and D shall be elected in odd numbered years, and positions E, F, and G shall be elected in even numbered years. Membership on the Board of Directors shall be limited to three (3) consecutive two (2) year terms. Upon completion of three (3) consecutive terms a board member must wait a minimum of one (1) year before being eligible to be re-elected or appointed to the board.

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 President in addition to those particularly specified in these bylaws.

(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 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 acceptance to membership, notify officers and directors of their election to office, keep a roll of the members of the club with 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 account designated by the board, in the name of the club. This account will include the President and can include a third board member as signatories. The Treasurer shall pay all expenditures with any amount over \$1000.00 requiring board approval. 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; yearly an accounting shall be rendered of all moneys received and expended during the previous fiscal year.

ARTICLE IV: THE CLUB YEAR, ANNUAL MEETING, ELECTIONS

Section 1: The Club Year.

The club's fiscal year shall begin on the 1st day of January and end on the 31st day of December. The club's official year shall begin immediately at the conclusion of the election in December, and shall continue through the next election. The elected officers and directors shall take office immediately upon conclusion of

election and each retiring officer shall turn over to his successor in office all properties and records relating to that office within 30 days after the election.

Section 2. Elections.

The nominated candidates receiving the greatest number of votes for each office shall be declared elected.

Section 4. Nominations

No person may be a candidate in a club election who has not been nominated. During the month of November, nominations may be made by any member in writing, provided that the person so nominated shall signify willingness to be a candidate.

ARTICLE V: COMMITTEES

Section 1: Committees.

There will be no standing committees. The board may appoint Special committees for specific club purposes.

ARTICLE VI: AMENDMENTS

Section 1: Initiation.

Amendments to the Constitution and bylaws may be proposed by a majority of the board of directors or by written petition addressed to the Secretary signed by 20 percent 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 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: Legislation.

The Constitution and bylaws may be amended by a 2/3 vote of the members, provided the proposed amendments have been included in the notice of the meeting made to each member at least two weeks prior to the date of the meeting.

ARTICLE VII: DISCIPLINE

Section 1: Suspensions.

Any member who is suspended from any of the privileges of The Leonberger Club of America or 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 with the Secretary together with a deposit of \$50.00 which shall be forfeited if such charges are not sustained at a board hearing. The Secretary shall promptly send a copy of the charges and specifications to each member of the board. If the board considers that the charges do not allege conduct which would be prejudicial to the best interests of the club or of the breed it may refuse to entertain jurisdiction. If the board entertains jurisdiction of the charges it shall fix a date of the hearing by the board, not less than 3 weeks nor more than 6 weeks thereafter. The Secretary shall promptly send one copy of the charges to the accused member by certified 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 the evidence and testimony presented by complainant and defendant, the board or board hearing committee 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 expulsion. Immediately after the board or board hearing committee 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 decision and penalty, if any.

Section 4 Expulsion.

Expulsion of a member from the club may be accomplished only with a 2/3 vote by secret ballot of the membership following a board hearing and upon the board's recommendation. This vote must be held within 60 days but not earlier than 30 days after the date of the board's recommendation of expulsion. The President shall read the charges and the board's findings and recommendations, and shall invite the defendant to speak in his own behalf if he wishes. If expulsion is not so voted, the board's suspension shall stand.

ARTICLE VIII: DISSOLUTION

Section 1 Dissolution

The club may be dissolved at any time by consent of not less than 2/3 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 a charitable organization for the benefit of dogs selected by the board of directors.

ARTICLE IX: ORDER OF BUSINESS

Section 1: Club Meetings. 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 last meeting
- Report of President
- Report of 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. Board Meetings.

At the 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 Secretary
Report of Treasurer
Reports of committees
Unfinished business
New business
Adjournment

ARTICLE X: PARLIAMENTARY AUTHORITY

Section 1. Governing Rules

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.