

# CONSTITUTION AND BYLAWS OF THE PIEDMONT BERNESE MOUNTAIN DOG CLUB OF SC

## CONSTITUTION

### ARTICLE I

**SECTION 1.** The name of the club shall be: The Piedmont Bernese Mountain Dog Club of SC – (PBMDSC)

**SECTION 2.** The objectives of the PBMDSC shall be:

- a) to encourage and promote quality in the breeding of purebred Bernese Mountain Dogs (Berner Sennenhund) and to do all possible to bring their natural qualities to perfection;
- b) 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 Bernese Mountain Dogs (Berner Sennenhund) 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, obedience trials, tracking tests, agility trials, working/performance events and other club sponsored activities and club functions;
- d) to conduct sanctioned matches, specialty dog shows, obedience trials, tracking tests, agility trials, and any other event for which the club is eligible under the Rules and Regulations of The American Kennel Club; and conduct Draft tests under the rules of the Bernese Mountain Dog Club of America;
- e) to promote events and activities which reflect the breed's history and heritage;
- f) to do all possible to improve the health of the breed;
- g) to provide education appropriate to the needs of owners, breeders, judges, potential owners and all others with an interest in the breed; and
- h) to advocate honesty and integrity in all matters concerning Bernese Mountain Dogs.

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

**SECTION 4.** The members of the PBMDSC 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 five types of membership open to all persons who are in good standing with The American Kennel Club and who subscribe to the purposes of the PBMDSC.

- a) **Regular (Individual)** - Open to persons 18 years of age and older enjoy all the privileges of the PBMDSC including the right to vote and hold office.
- b) **Household** - Open to two (2) persons 18 years of age and older, residing in the same household, who reside in the territory proscribed by the American Kennel Club (AKC) and enjoy all the privileges of the PBMDSC including the right to vote and hold office.
- c) **Associate** - Open to persons 18 years of age and are entitled to all club privileges except voting and office holding (offered to individuals who live outside of the club's area; also

offered to individuals who live in the club's area but are not active). Associate members are not counted in the quorum for meetings.

d) **Junior** - Open to persons at least 9 and under 18 years of age. Junior Members cannot vote or hold office. A Junior Member may automatically convert to regular membership upon reaching his/her 18th birthday. No additional sponsorship shall be required.

e) **Lifetime** - May be conferred by a majority vote of the Board of Directors on a Regular member who has been a member for many years and whose service to the club has been outstanding. Lifetime members pay no dues but are eligible to vote and to hold office.

**SECTION 2. Dues and Application Fees.** A schedule of dues and non-refundable application fees shall be established by the Board of Directors annually and increases shall not exceed \$20.00 in any one year. Membership dues shall not exceed \$100 per year, payable on or before the August 1<sup>st</sup> of each year. No member may vote whose dues are not paid for the current year. During the month of June, the Treasurer shall send to each member a statement of dues for the ensuing year.

a) **Regular (Individual):** Dues shall not exceed \$50.00.

no less than \$25.00 and no less than \$15.00 of Regular (Individual) dues for the second person.

c) **Associate:** Dues shall not exceed \$40.00

d) **Junior Members:** Individual dues as a standalone membership shall be no less than \$10.00 and no more than \$15.00

e) **Lifetime Members:** Dues are waived.

**Payment of Dues:** Notification of unpaid dues as of July 1st shall be sent by the Membership Committee by September 15<sup>th</sup>.

**Application Fees:** Non-refundable application fees shall be established by the Board of Directors annually and may not exceed the annual dues established for each of type of membership. Membership applications approved after February 1st shall be credited for the entire next fiscal year's dues.

**SECTION 3. Election to Membership.** Each applicant for membership shall apply on a form as approved by the Board of Directors and which shall provide that the applicant agrees to abide by the constitution and bylaws of the **PBMD CSC**, 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 unrelated Regular or Lifetime members from separate households who are in good standing. Accompanying the application, the prospective member shall submit dues payment for the current year.

All applications are to be filed with Secretary and each application is to be read at the first meeting of the club following its receipt. At the next club meeting the application will be voted upon and affirmative votes of 2/3 of the members present and voting by secret ballot at that meeting shall be required to elect the applicant. Applicants for membership who have been rejected by the club may not reapply within six months after such rejection and shall require two new sponsors in good standing who are regular or lifetime members and who are unrelated and from separate households.

**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 as lapsed and automatically terminated if such member's dues remain unpaid 60 days after the first day of the fiscal year; however, the board may grant an additional 60 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 VI of these bylaws.

## **ARTICLE II - Meetings and Voting**

**SECTION 1. *Club Meetings***. Meetings of the **PBMDCSC** shall be held 6 times per year in South Carolina the territory proscribed by the American Kennel Club (AKC) at such hour and place as may be designated by the board of directors. Written notice of each such meeting shall be sent in accordance with Article II, Section 6 by the Secretary at least fifteen (15) days prior to the date of the meeting. Notice may also be included in the club Newsletter provided the Newsletter is sent in accordance with Article II, Section 6 at least fifteen (15) days prior to the meeting. The quorum for such meetings shall be 20 percent of the Regular, Household and Lifetime 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 Regular or Lifetime members of the club who are in good standing. Such special meetings shall be held in the territory proscribed by the American Kennel Club (AKC) at such place, date and hour as may be designated by the person or persons authorized herein to call such meetings. Written notice of such a meeting shall be sent by the Secretary in accordance with Article II, Section 6, at least five (5) days and not more than fifteen (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 20 percent of the Regular, Household and Lifetime members in good standing.

**SECTION 3. *Board Meetings***. Meetings of the board of directors shall be held each month in the territory proscribed by the American Kennel Club (AKC) or via telephone conference call or via video conference at such hour and place as may be designated by the board. Written notice of each such meeting shall be sent by the Secretary in accordance with Article II, Section 6, at least five (5) days prior to the date of the meeting.

The quorum for conducting business shall be a majority of the Board.

**SECTION 4. *Special Board Meetings***. Special meetings of the board may be called by the President; and shall be called by the Secretary upon receipt of a written request signed by at least three members of the board. Such special meetings shall be held within the greater Greenville, SC area at such place, date, and hour as may be designated by the person authorized herein to call such meeting. Written notice of such meeting shall be sent by the Secretary in accordance with Article II, Section 6, at least five (5) days and not more than ten (10) days prior to the date of the meeting. Any such notice shall state the purpose of the meeting and no other business shall be transacted thereat. The quorum for such a meeting shall be a majority of the board.

**SECTION 5. *Voting***. Each Regular, Household and Lifetime member in good standing whose dues are paid for the current year shall be entitled to one vote at any meeting of the club at which s/he is present. Proxy voting will not be permitted at any club meeting or election.

**SECTION 6. Club Communications.** Members may authorize receiving email notification of Club meetings, dues notices, minutes, and newsletters; and Board members may authorize notification of Board meetings via email notification; provided that the member or Board member signs an authorization agreeing that this method of communication may be used for notification in place of US mail at the sender's discretion. Such authorization may be revoked upon mailed or emailed request (provided the sender's email address is documented and readily recognizable) sent to the Secretary and will also release the club from any liability should the notification be received late or not received by the member or board member due to circumstances beyond the club's control. Additionally, two consecutive email notices that are undeliverable deem the member's ~~electronic~~ email consent revoked. It will be the responsibility of each member to ensure that the Secretary has a valid e-mail address on file to facilitate such communication. For members not willing or not able to use email notification, club communications will be sent by U.S. mail.

**SECTION 7. Club Territory.** The territory proscribed by the American Kennel Club (AKC) for the PBMDSC a focal point of greater Greenville, SC and a territory consisting of communities no further south than Anderson, east to Rock Hill and north to the North Carolina border including Hendersonville, Cashiers and Charlotte, NC.

### **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 Regular or Lifetime 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 and take office. **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 election to membership, notify officers and directors of their election to office, keep a roll of the members of the club with their addresses, which shall be sent to any member in good standing upon written request, not more than once every club year, and carry out such other duties as are prescribed in these bylaws.
- d) The **Treasurer** shall collect and receive all moneys due or belonging to the club. Moneys shall be deposited in a bank designated by the board, in the name of the club. The books shall at all times be open to inspection by the board and a report shall be given at every meeting on the condition of the club's finances and every item of receipt or payment not before reported; and at the annual meeting an accounting shall be rendered of all moneys received and expended during the previous fiscal year. The Treasurer shall be bonded in such amount as the board of directors shall determine.

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

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

**SECTION 1. Club Year.** The club's fiscal year shall begin on the first day of August and end on the last day of July.

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

**SECTION 2. Annual Meeting.** The annual meeting shall be held in the month of July in conjunction with the Carolina Foothills Dog Show Cluster during the 30th weekend on the AKC corresponding Date Table if possible. The date and hour shall be designated by the Board of Directors. Written notice of the Annual Meeting shall be sent by the Secretary to each member at least 15 days prior to the date of the meeting. The quorum for the Annual Meeting shall be 20% of the members in good standing. At that meeting 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 annual meeting. **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. Elections.** The nominated candidate receiving the greatest number of votes for each office shall be declared elected. The three (3) 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 in accordance with these bylaws. During the month of February, the board shall select a Nominating Committee consisting of three Regular or Lifetime members and two alternates who are Regular or Lifetime members, not more than one of whom may be a member of the board. The Secretary shall immediately notify the committee persons and alternates of their selection. The board shall name a chairperson for the committee and it shall be such person's duty to call a committee meeting, which shall be held on or before March 31<sup>st</sup>.

a) The committee shall nominate one candidate who is a Regular or Lifetime member in good standing for each office 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 May meeting, notify each member in accordance with Article II, Section 6 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 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.

## ARTICLE V – 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 any of 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 or the breed. Written charges with specifications must be filed in duplicate with the Secretary together with a deposit of \$25, which shall be forfeited if such charges are not sustained by the board following a hearing. 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 or the breed. If the board considers that the charges do not allege conduct which would be prejudicial to the best interests 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 for a hearing by the board not less than three weeks nor more than six weeks thereafter. The Secretary shall promptly send one copy of the charges 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/her own defense and bring witnesses if he/she wishes.

A member who resigns while charges have been preferred against him/her or allows his/her membership to lapse during the fiscal year in which the charges were sustained may not apply for membership for a minimum period of two years from the time of resignation or lapse, after which time, he/she must apply in accordance with Article 1, Section 3.

**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 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 the 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 finding and recommendation, and shall invite the defendant, if present, to speak in his/her own behalf if he wishes. The Regular, Household and Lifetime 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 bylaws and the code of conduct may be proposed by the board of directors or by written petition addressed to the Secretary signed by 20 percent of the Regular, Household and Lifetime members 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.** The constitution and bylaws may be amended by a 2/3 secret vote of the Regular, Household and Lifetime 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 sent in accordance with Article II, section 6 to each member at least two weeks prior to the date of the meeting.

#### **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 Regular, Household and Lifetime 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.** 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:

1. Roll Call
2. Minutes of last meeting
3. Report of President

4. Report of Secretary
5. Report of Treasurer
6. Reports of committees
7. Election of officers and board (at annual meeting)
8. Election of new members
9. Unfinished business
10. New business
11. 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:

1. Reading of minutes of last meeting
2. Report of Secretary
3. Report of Treasurer
4. Reports of committees
5. Unfinished business
6. New business
7. Adjournment

#### **ARTICLE X - Parliamentary Authority**

**SECTION 1.** The rules contained in the current edition of "Robert's Rules of Order, Newly Revised," shall govern the club in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any other special rules of order the club may adopt.