

# STAR OF THE NORTH CHINESE SHAR-PEI CLUB

## CONSTITUTION

### Article I

#### Name and Objects

**SECTION 1.0. CLUB NAME:** The name of the club is **STAR OF THE NORTH CHINESE SHAR-PET CLUB.**

**SECTION 2.0. OBJECTS:** The objects of the club shall be:

- (a) to encourage and promote quality in the breeding of purebred Chinese Shar-Pei 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 Chinese Shar-Pei shall be judged;
- (c) to do all in its power to protect and advance the interests of the breed by encouraging sportsman-like competition at

- \* Dog shows
- \* Obedience trials
- \* Tracking events
- \* Agility trials;

- (d) to conduct
  - \* Sanctioned matches,
  - \* Dog shows
  - \* Obedience trials
  - \* Tracking events
  - \* Agility trials

under the rules and regulations of The American Kennel Club.

**SECTION 3.0. NONPROFIT:** 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 4.0. BYLAWS:** 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.

# STAR OF THE NORTH CHINESE SHAR-PEI CLUB

## BYLAWS

As Amended 4/98 & 1/23/00

### Article I

#### Membership

**Section 1.0. Eligibility.** There are five (5) types of membership open to persons or organizations who are in good standing with the American Kennel Club and who subscribe to the purposes of this Club. There are three (3) types of membership open to persons 18 years of age and older; one (1) type of membership open to persons under the age of 18 years who wish to participate in the object of the club; and one (1) type of membership Open to persons over the age of 18 years or organizations who have made a substantial contribution to the Chinese Shar-Pei breed or to the club.

**Section 1.1. Types of membership.** There are two types of voting membership open to persons 18 years of age and older who are in good standing with the American Kennel Club and who subscribe to the purposes of this club.

**(a) Voting Membership.**

- (1) Regular Membership. A regular member is one person who enjoys all club privileges including the right to vote and hold office.
- (2) Household Membership. A Household Membership consists of two persons 18 years of age or older residing in the same household each of whom shall enjoy all club privileges including one vote each on any matter presented to the club membership for consideration and each shall have the right to hold office.

**(3)**

**(b) Non-voting Membership.**

- (1) Associate Membership. An individual associate member is one person over the age of 18 years who shall be entitled to attend membership meetings and receive the club publication(s), but shall not vote or sit on committees or be elected to the board of directors or other club office. An Applicant for Associate Membership shall file an application for Associate Membership with the club Secretary, but need not, secure sponsors for club membership. After one year an Associate member may apply for regular membership. Dues for Associate Members shall be set at a lower rate than for Regular Members, basically to cover printing and postal expenses.

- (2) Honorary Membership. An honorary member shall be a person or organization who has made a substantial contribution to the Chinese Shar-Pei breed or to the club or both. A person or organization may be nominated for honorary membership by any club member in good standing who shall notify the club secretary or make the nomination from the floor of a regular club meeting. The nominated person or organization shall be elected to membership in the same manner as other persons applying for membership in the club. An Honorary Member shall pay no dues. However such members can maintain regular or household membership if they pay dues.
- (3) Junior Membership. A junior member shall be a person under the age of 18-years who is entitled to attend membership meetings and receive the club publication(s), but shall not vote or sit on committees or be elected to the board of directors. Junior Membership is open to persons 10-17 years of age. Junior Members cannot vote or hold office. Junior Members may automatically convert to regular membership upon reaching their 18<sup>th</sup> birthday.

**Section 1.2. Residence Requirements.** While membership is to be unrestricted as to residence, the club's primary purpose is to be representative of the fanciers, breeders and exhibitors in its immediate area.

**Section. 2.0. Dues.** Annual membership dues for each type of membership shall be determined from time to time, but not more frequently than every four years, by a majority vote of the membership present and eligible to vote at a regular meeting or at a meeting called for the purpose of determining or changing the amount of dues for each type of membership.

**Section. 2.1. Payment of Dues.** Dues shall be payable on or before the 1<sup>st</sup> day of January of each year. During the month of November, the Treasurer shall send to each member a statement of dues for the ensuing year. Such statement shall be considered sent if it is including in the Club's newsletter.

**Section. 2.2. Delinquency.** No member may vote whose dues are not paid for the current year.

**Section. 3.0. Election to Membership.**

- (a) **Form.** Each applicant for membership shall apply or be nominated 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 and rules of the American Kennel Club and the code of ethical conduct of the Club. The application shall state the name, address and phone number of the applicant and shall indicate the interest of the applicant in terms of being an Exhibitor, Pet Owner, or Breeder. Accompanying the application, the prospective shall submit dues payment for the current year.

- (b) **Filing.** All applications are to be filed with the Secretary of the Club. Each application for membership shall carry the endorsement of one member who is in good standing. Each application is to be read at the first meeting of the club following its receipt. At the next club meeting the application(s) will be voted upon. An affirmative vote of 2/3 of the membership present and voting by secret ballot at that meeting shall be required to elect the applicant.
- (c) **Rejection.** Applicants for membership who have been rejected by the club may not re-apply within six months after such rejection.

**Section 4.0 Termination of Membership.** Membership may be terminated:

- (a) **By resignation.** Any member in good standing may resign from the club upon written notice to the Secretary; dues obligations are considered a debt to the club and they are incurred on the first day of each fiscal year. Dues or other debts owed to the club at the time of resignation shall remain debts due and owing to the club.
- (b) **By lapsing.** A membership will be considered as lapsed and automatically terminate if such member's dues remain unpaid ninety (90) days after the first day of the fiscal year; however, the board may grant an additional thirty (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 VI of these bylaws.

## **Article II**

### **Meetings and Voting**

**Section 1.0 Club Meetings.** Meetings of the club shall be held each month.

- (a) **Location.** Meetings shall be held in the greater Minneapolis area at such hour and place as may be designated by the Board of Directors.
- (a) **Notice.** Written notice of each such meeting shall be mailed by the Secretary at least 10 days prior to the date of the meeting. Notice published in the club newsletter at the direction of the Secretary and sent by first class mail shall be good and sufficient notice.

**Section 1.1 Quorum.** The quorum for such meetings shall be no less than 20% of the regular and household members in good standing. Voting by Proxy will not be allowed.

**Section 2.0. Special Club Meetings.** Special club meetings may be called by the President or by a majority 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 eligible to vote and who are in good standing.

- (a) **Location and Date.** Such special meetings shall be held in the greater Minneapolis area at such place, date and hour as may be designated by the person or persons authorized herein to call such meetings.
- (b) **Notice.** Written notice of such a meeting shall be mailed by the Secretary or a designate at least five (5) days, but 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.

**Section 2.1 Special Meeting Quorum.** The quorum for such a meeting shall be no less than 20% of the regular and household members in good standing. Voting by Proxy will not be allowed.

**Section 3.0. Board Meetings.** Meetings of the board of directors shall be held each month.

- (a) **Location.** Meetings shall be held in the greater Minneapolis area at such hour and place as may be designated by the board.
- (b) **Notice.** Written notice of each such meeting shall be mailed by the Secretary at least five days (5) prior to the date of the meeting. Notice published in the club newsletter at the direction of the Secretary and sent by first class mail shall be good and sufficient notice.

**Section 3.1. Quorum of the Board.** The quorum for such a meeting shall be a majority of the board members.

**Section 4.0. Special Board Meetings.** Special meetings of the board may be called by the President; and shall be called by the Secretary upon the receipt of a written request signed by at least three members of the board.

- (a) **Location.** Such special meetings shall be held in the greater Minneapolis area at such place, date and hour as may be designated by the person authorized herein to call such meetings.
- (b) **Notice.** Written notice of such meeting shall be mailed by the Secretary 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.

**Section 4.1. Quorum for Special Board Meetings.** The quorum for such a meeting shall be a majority of the board.

**Section 5.0. Voting.** Each member holding an Individual membership and each person (two adults in the same household) holding a family membership who is in good standing and whose dues are paid for the current year shall be entitled to one vote at any meeting of the club at which he/she is present. Proxy voting will not be permitted at any club meeting or election. Members who hold membership as Associate, Junior, Honorary or other nonvoting categories of membership shall not vote on any club matter.

## Article III

### Directors and Officers

**Section 1.0. Board of Directors.** The board shall be comprised of the officers (President, Vice-President, Treasurer, Secretary) and seven (7) other persons, all of whom shall be members entitled to vote on club matters who are members in good standing.

**Section 1.1. Board Terms.** All board members shall be elected for two-year terms which shall be staggered as follows:

- **Odd Year Terms.** The President and the Treasurer and one half (1/2) of the directors shall be elected for two-year terms in odd numbered years;
- **Even Year Terms.** The Vice-President and Secretary and one half (1/2) of the directors shall be elected for two-year terms in even numbered years.

**Section 1.2. Time and Place of Elections.** Election of the board of directors shall take place at the club's annual meeting as provided in Article IV and persons so elected shall serve until they resign, their successors are elected or until they are terminated pursuant to Article VI of these Bylaws. General management of the club's affairs shall be entrusted to the board of directors.

**Section 2.0. Officers.** The club's officers, consisting of the President, Vice-President, Treasurer and Secretary shall serve in their respective capacities both with regard to the club and its meetings and the board and its meetings.

- **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 the President in addition to those particularly specified in these Bylaws.
- **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.
- **Secretary.** 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; shall 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.
- **Treasurer.** 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 of the board of the condition of the

club's finances and every item of receipt of 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, at the discretion of a majority vote of the board of directors, may be bonded in such amount, as the board of directors shall determine.

- **Combined Offices.** The offices of Secretary and Treasurer may be held by the same person.

**Section 3.0. Vacancies.** Any vacancy occurring on the board or among the offices during the year shall be filled until the next annual election by a majority vote of all the then members of the board at its first regular meeting following the creation of such vacancy, or at a special board meeting called for that purpose, except that a vacancy in the office of President shall be filled automatically by the Vice-President and the resulting vacancy in the office of Vice President shall be filled by the board.

## **Article IV**

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

**Section 1.0. Club Year.** The club's fiscal year shall begin on the first (1st) day of January and end on the last day of December.

**Section 1.1. Official Year.** The club's official year shall begin immediately at the conclusion of the election at the annual meeting and shall continue through the election at the next annual meeting.

**Section 2.0. Annual Meeting.** The annual meeting shall be held in the month of January at which officers and directors for the ensuing year shall be elected by secret ballot from among those nominated in accordance with Section 3 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 thirty (30) days after the election.

**Section 3.0. Elections.** 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 received the greatest number of votes for such positions shall be declared elected.

**Section 4.0. 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 (3) members and two (2) alternates, not more than one of whom may be a member of the board. The Secretary shall

immediately notify the committee members 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 November 15th.

**(a) Nominations.** The committee shall nominate one candidate for each office and position on the board and, after securing the consent of each person so nominated, shall immediately report his or her nominations to the Secretary in writing.

**(b) Notification.** So that ample time for thought and consideration by the candidates may be given, the Secretary shall notify each member of the Nominating Committee's selections at least two weeks prior to the December meeting. Upon receipt of the Nominating Committee's report, the Secretary shall, before the December meeting, notify each member in writing of the candidates so nominated.

**(c) Nominations From the Floor.** Additional nominations may be made at the December meeting by any member in attendance, provided that the person so nominated does not decline when his or her name is proposed, and provided further that if the proposed candidate is not in attendance at this meeting, 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, except for combined positions.

**(d) Nominations at Annual Meeting.** Nominations cannot be made at the annual meeting or in any manner other than as provided in this Section.

## Article V

### Committees

**Section 1.0. Formation.** The board may each year appoint standing committees and ad hoc committees to advance the work of the club in such matters as specialty shows, obedience trials, trophies, annual prizes, membership and other matters 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 2.0. Termination of Committee Membership.** Committee membership appointments to standing committees shall automatically terminate at the end of each year, subject to reappointment by the board. Membership on an ad hoc committee shall terminate at such time as the committee completes its task. Any committee appointment may be terminated sooner than specified above 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 1.0. 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 2.0. Charges.** Any member may prefer charges against a member for alleged misconduct prejudicial to the best interests of the club or the breed. Written charges with specifications must be filed in duplicate with the Secretary together with a deposit of \$25.00 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 breed or the club. If the board considers that the charges do not allege conduct which would be prejudicial to the best interests of the breed or 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 nor more than six weeks thereafter. The Secretary shall promptly send one copy of the charges to the accused member by registered mail together with a notice of the hearing and an assurance that the defendant may personally appear in his/her own defense and bring witnesses if he/she wishes.

**Section 3.0. Board Hearing.** The board shall have complete authority to decide whether counsel may attend the hearing but both the complainant and defendant shall be treated uniformly in that regard. Should the charges be sustained after hearing all the evidence and testimony presented by complainant and defendant, the board may by a majority vote of those present suspend the defendant from all privileges of the club for not more than six months from the date of the hearing. And, if it deems that punishment insufficient, it may also recommend to the membership that the penalty be expulsion. In such case, the suspension shall not restrict the defendant's right to appear before his/her fellow members at the ensuing club meeting which considers the board's recommendations (such appearance shall not be an evidentiary hearing). 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 4.0. Expulsion.** Expulsion of a member from the club may be accomplished only at a meeting of the club following a board hearing and upon the board's recommendation as provided in Section 3 of this Article. Such proceeding may occur at a regular or special meeting of the club, to be held within 60 days but not earlier than 30 days after the date of the board's recommendation of expulsion. The defendant shall have the privilege of appearing in his/her own behalf, though no evidence shall be taken at this meeting. The President shall read the charges and the board's finding and recommendation, and shall invite the defendant, if present, to speak on his/her own behalf if he/she 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 1.0. Process to Propose Amendments.** Amendments to the constitution and bylaws may be proposed by 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 2.0. Voting, Notice, Time, Place.** The constitution and bylaws may be amended by a 2/3 vote of the members present and voting at any regular or special meeting called for that purpose, provided the proposed amendments have been included in the notice of the meeting and mailed to each member at least two weeks (14 days) prior to the date of the meeting.

## **Article VIII**

### **Dissolution**

**Section 1.0. Process for Dissolving Club.** 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 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 1.0. 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
- Report of Committees
- Election of Officers and Board (at annual meeting)
- Election of new members
- Unfinished (Old) business
- New business
- Adjournment.

**Section 2.0. Board Meetings.** At meetings of the board, the order of business, unless otherwise directed by majority vote of those present, shall be as follows:

- Reading/approval of minutes of last meeting
- Report of President
- Report of Secretary
- Report of Treasurer
- Report of Committees
- Unfinished (Old) business
- New business
- Adjournment

## **Article X**

### **Parliamentary Authority**

**Section 1.0. Rules of Order.** 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.