

ECC CONSTITUTION – REVISED 2015

ARTICLE I – Name and Objects

Section 1 – The name of the Club shall be the Evergreen Chihuahua Club.

Section 2 – The objects of the Club shall be:

- a) To encourage and promote quality in purebred Chihuahuas 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 approved by the American Kennel Club as the only standard of excellence by which the Chihuahua shall be judged.
- c) To do all in its power to protect and advance the interests of the breed and to encourage sportsmanlike competition at dog shows and obedience trials.
- d) To conduct sanctioned and licensed specialty shows and obedience trials 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 the profits or remainder or residue from dues or donations to the Club shall inure to the benefit of any individual.

Section 4 – The members of the Club shall adopt, and 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 four types of membership:

- Adult Membership. Open to all persons eighteen years of age and older, who are in good standing with the American Kennel Club and who subscribe to the purposes of this Club.
- Household Membership. Open to two adult members residing in the same household, each eligible to vote and hold office. Each adult must be eighteen years of age and older, in good standing with the American Kennel Club, and subscribe to the purposes of the Club.
- Junior Membership. Open to all children between the ages of 10 and 17. This shall be a nonvoting and non-office holding membership.
- Charter Membership. Open to all persons who originally founded the Club, there will be no dues paid for these members. A charter member must remain in good standing with the American Kennel Club in order to retain status as a charter member. A charter membership has the same voting and office holding rights of a regular member.

Section 2: Dues. Membership dues shall be determined from time to time by the Board of Directors. Dues shall be payable on or before the 1st day of January of each year. The Treasurer shall send to each unpaid member a notice of unpaid dues for the ensuing year. It will be the responsibility of the Treasurer to send out dues notices during the month of November.

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 these Constitution, Bylaws, 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. Accompanying the application the prospective member shall submit dues payment for the current year.

All applications are to be filed with the Secretary and each applicant 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.

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. 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 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 Club shall be held at least six (6) times a year in conjunction with area dog shows in Western Washington. Written notice of each such meeting shall be mailed by the Secretary (including email) at least 10 days prior to the date of the meeting. The quorum for such a meeting shall be 20 percent of the membership 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 meeting shall be held 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 meeting shall be mailed (or emailed) by the Secretary at least five (5) 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 business may be transacted thereat. The quorum for such a meeting shall be 20 percent of the membership in good standing.

Section 3: Board Meetings. Meetings of the Board of Directors shall be held at least six (6) times a year, in conjunction with regularly scheduled club meetings. Written notice of each such meeting shall be mailed (or emailed) by the Secretary at least five (5) days prior to the date of the meeting. The quorum for all Board meetings 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 in the greater Olympia area at such place, date and hour as may be designated by the person authorized herein to call such a meeting. Written notice of such meeting shall be mailed by the Secretary at least 5 days and not more than 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 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 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 shall be comprised of the President, Vice President, Secretary, and Treasurer, and three (3) other persons, all of whom shall be 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. General management of the Club's affairs shall be entrusted to the Board of Directors.

Section 2: Officers. The Club Officers consisting of the President, Vice President, Secretary and Treasurer, shall serve in their respective capacities both in regard to club meetings and the Board at its meetings.

a) The President shall preside at all meetings of the Club and 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 votes taken, and of all matters of which a record shall be ordered by the Club. The Secretary shall have charge of the correspondence, notify members of meetings, notify new members of their election to membership, enclosing a copy of the Bylaws and an up-to-date membership roster, 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 by these Bylaws.
- d) The Treasurer shall collect and receive all monies due or belonging to the Club. The Treasurer shall deposit the same in a bank approved by the Board, in the name of the Club. The Treasurer's books shall at all times be open to inspection by the Board, and he/she shall report to them at every meeting the condition of the Club's finances and of every receipt or payment not before reported. He/she shall render a financial statement at the end of each calendar year and/or an audit committee shall be set up to review the Treasurer's records. The Treasurer shall also be responsible for sending out dues notices.
- e) The offices of Secretary and Treasurer may be held by the same person, in which case the Board shall be comprised of the Officers and four other persons.
- f) The day to day business of the Evergreen Chihuahua Club may be conducted via email, or by telephone conferencing.

Section 3: Vacancies. Any vacancy occurring on the Board or among the officers during the year shall be filled until the next Annual Election by a majority vote of all the members of the Board at its first 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, Voting, Nominations, Elections.

Section 1: Club Year. The Club's fiscal year shall begin on the 1st day of January and end on the 31st of December. The Club's official year shall begin immediately at the conclusion of the elections at the annual meeting and shall continue through the election at the next annual meeting.

Section 2: Annual Meeting. The annual meeting shall be held in October at which officers and directors for the ensuing year shall be elected by secret, written ballot from among those nominated in accordance with Section 4 of this article. They shall take office in January of the new year and each retiring officer shall turn over to his/her 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 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. During the month of August, 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 committeepersons and alternates of their selection. The Board shall name the chairman for the committee and it shall be their duty to call a committee meeting which shall be held on or before August 20th.

- a) The Committee shall nominate one candidate for each office, and three candidates for the three other 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, before August 31, notify each member in writing of the candidates so nominated.
- c) Additional nominations may be made at the September meeting by any member in attendance, provided that the person so nominated does not decline when his name is proposed, and further if the

proposed candidate is not in attendance at the meeting, his proposer shall present to the Secretary a written statement from the proposed candidate signifying his willingness to be a candidate.

d) No person may be a candidate for more than one position, and the additional nominations which are provided for herein may be made only from those members who have not accepted a nomination of the Nominating Committee.

e) Nominations cannot be made at the Annual Meeting or in any other 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 specialty 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 in particular projects.

Section 2: Any committee appointment may be terminated by a majority vote of the full membership of the Board and, upon written notice to the appointee and the Board may appoint successors to the person whose service has 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 the Club for a like period.

Section 2: Any member may prefer charges against a member for alleged misconduct prejudicial to the best interest of the breed or the Club. 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, or by a Committee 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 consider whether the actions alleged in the charges, if proven, might constitute conduct prejudicial to the best interest of the breed or Club. If the Board considers that the charges do not allege conduct which would be prejudicial to the best interest of the breed or Club, it may refuse to entertain jurisdiction. If the Board entertains jurisdiction of the charges, it shall fix a date of a hearing by the Board, or a Committee of not less than three members of 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 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 they wish.

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 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. And, if it deems that punishment is insufficient, it may also recommend to the membership that the penalty may 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 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 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 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 on his own behalf, though no evidence

shall be taken at this meeting. The President shall read the charges, and the Board's findings, and recommendations, and shall invite the defendant, if present, to speak in his own behalf if he wishes. The meeting shall then vote by secret written ballot on the proposed expulsion. If expulsion is not so voted, the Board's suspension shall stand.

ARTICLE VII: Amendments

Section 1: Amendments to the constitution and bylaws may be proposed by the Board of Directors or by written petition addressed to the Secretary and signed by 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 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 members present and voting at a regular meeting 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 prior to the date of the meeting.

ARTICLE VIII: Dissolution

Section 1: Dissolution. The Club may be dissolved at any time by the written 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 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: General 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 the Last meeting; Report of the President; Report of the Secretary, Report of the Treasurer, Reports of Committees, Election of Officers and Board (at annual meeting only), Election of new members, Unfinished business; New business; Adjournment.

Section 2: Board Meetings. At meetings of the Board, the order of business, unless otherwise directed by a majority vote of those present, shall be as follows: Reading of the minutes of last meeting; Report of the Secretary; Report of the Treasurer; Reports 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 bylaws and any other special rules of order the club may adopt.

These Constitution and bylaws were approved at the Annual Meeting of the Club October 3, 2015

Helene M Benson

Secretary, Evergreen Chihuahua Club Inc.

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