



CONSTITUTION and BYLAWS

Established 1985

(as amended July 7, 2023)

Evergreen Chihuahua Club Inc. Constitution & Bylaws
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CONSTITUTION

ARTICLE I

NAME AND OBJECTS

SECTION 1. The name of the club shall be the Evergreen Chihuahua Club Inc.

SECTION 2. The objects of the club shall be:

SPECIALTY CLUBS:

- (a) to encourage and promote quality in the breeding of purebred chihuahua's 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 Chihuahuas 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;
- (d) to conduct sanctioned and licensed specialty shows and obedience trials 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 objects.

SECTION 5. CLUB TERRITORY: The club has a focal point of Centralia, WA with a territory consisting of all communities North to Seattle, south to and including Portland, OR in proximity to Interstate 5 and east to Moses Lake, WA (including Benton City, WA).

BY-LAWS

ARTICLE I

MEMBERSHIP & DUES

SECTION 1. MEMBERSHIP ELIGIBILITY.

There shall be three types of membership, open to all persons fourteen years of age and older who are in good standing with the American Kennel Club, the Chihuahua Club of America, and who subscribe to the purposes 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 areas.

- A. Regular Membership. Must be at least eighteen years of age, will pay annual dues, will have all club privileges **including the right to vote and hold office**, and will be counted as part of quorum.
- B. Life Membership. Voted by members to lifetime membership, will not pay any annual dues, will have all club privileges **including the right to vote and hold office** but will not count as part of quorum.
- C. Junior Membership. Open to persons under 18 years of age. Junior members will follow the same application process as regular members. Junior members will not pay dues or be eligible to vote or hold office. If Junior members are in good standing on their 18th birthday, they will automatically become Regular members upon payment of dues.

SECTION 2. DUES.

Membership dues are \$20 per year. Membership dues or change in membership dues shall be determined by a majority vote of the members present at the annual membership meeting ~~in the fall~~. Dues are payable on or before the first day of January of each year. No member may vote whose dues are not paid for the current year. During the month of October, the Treasurer shall send to each member a statement of their dues for the ensuing year. New members accepted at or after the annual meeting ~~in the fall~~ shall be considered paid for the subsequent year.

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 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 in good standing. 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 application is to be read at the first meeting of the Club following its receipt. At the next Club meeting the application shall be voted upon **by secret vote**, and affirmative votes of two-thirds of the members present and voting at that meeting shall be required to elect the applicant.

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 Constitution and By-Laws.

ARTICLE II

MEETINGS & VOTING

SECTION I: CLUB MEETINGS

Meetings of the Club shall be held 4 times a year and may be held in conjunction with major dog shows. These meetings will be held via “virtual”, “electronic”, or teleconference/videoconference or in person within the club’s territory at such hour and place as may be designated by the Board. Written notice of each such meeting shall be emailed by the Secretary at least 10 days prior to the date of the meeting. The quorum for such meetings shall be 20% of the Regular Members in good standing.

SECTION 2: SPECIAL CLUB MEETINGS.

Special Club meetings may be called by the President, or by 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 Members of the Club who are in good standing. These meetings will be held via “virtual”, “electronic”, or teleconference/videoconference or in person within the club’s territory as may be designated by the person or persons authorized herein to call such meetings. Written notice of such a meeting shall be emailed 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 there at. The quorum for such a meeting shall be 20% of the Regular Members in good standing.

SECTION 3: BOARD MEETINGS.

Meetings of the Board of Directors may be held every month, and may be held via “virtual”, “electronic”, or teleconference/videoconference or in person in conjunction with major dog shows in the club’s territory. Written notice of each such meetings shall be emailed by the Secretary at least 10 days prior to the date of the meeting. The quorum for such a meeting 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. These meetings will be held via “virtual”, “electronic”, or teleconference/videoconference or in person within the club’s territory. Such meetings may be held at such place and time as designated by the Board. Written notice of such meeting shall be emailed by the Secretary at least 5 days prior to the date of the meeting, or telephone notice shall be filed at least one day prior to the meeting. Any such notice shall state the purpose of the meeting and no other business shall be transacted thereat. The quorum for such meeting shall be a majority of the Board.

SECTION 5: VOTING.

Each Regular Member in good standing whose dues are paid for the current year shall be entitled to one vote at any meeting of the Club of which he/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, Treasurer, and two other persons who will serve as Club Directors, all of whom shall be members in good standing and all of whom shall be elected for a 1-year term at the club's annual meeting as provided in Article IV. General management of the club's affairs shall be entrusted to the Board.

SECTION 2: OFFICERS

The Club's officer's, 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 Constitution and By-Laws.
- B. The Vice-President shall have the powers and exercise the duties 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. The secretary shall have charge of the correspondence, notify members of meetings, notify new members of their election to members of the Club with their addresses and carry out such other duties as are prescribed by these Constitution and By-Laws.
- D. The Treasurer shall collect and receive all moneys due or belonging to the Club, issue receipts, and keep appropriate records. The Treasurer shall deposit the same in a bank satisfactory to the Board, in the name of the Club. The Treasurers records shall be open at all times to inspection of the Board and he/she shall report to them at every meeting the condition of the Club's finances and every item or receipt or payment not before reported; and at the annual meeting he/she shall render an account of all monies received and expended during the previous fiscal year.

SECTION 3: VACANCIES.

Any vacancies occurring on the Board during the year shall be filled until the next annual meeting by a majority vote of all the then members of the Board at its next regular meeting following the creation of such a 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, ANNUAL MEETING, ELECTIONS

SECTION 1: 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 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 **December** ~~the fall~~, at which meeting directors and officers for the ensuing year shall be elected by secret, ~~written~~ ballot, **which may be written or electronic**. They shall take office **January 1st** ~~immediately upon conclusion of the 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 3: NOMINATIONS

Nominations for the Board may be made at the Annual Meeting by any member in attendance & good standing, provided the person so nominated does not decline when their name is proposed. If potential nominee is not in attendance at the meeting they are nominated, the member making the nomination must have received confirmation that they are willing to run.

SECTION **4** ~~3~~: ELECTIONS.

The nominated candidate receiving the greatest number of votes for each **position** ~~office~~ shall be declared elected. ~~The two nominated candidates for other positions on the Board who receive the greatest number of votes for such positions shall be declared elected.~~

ARTICLE V

COMMITTEES

SECTION 1: COMMITTEES.

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 fiscal authority of the Board. Special committees may also be appointed by the Board to aid it on particular projects.

SECTION 2: TERMINATION OF COMMITTEES.

Any committee appointed 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 alike period.

SECTION 2: CHARGES.

Any member may prefer charges against a member for alleged misconduct prejudicial to the best interest of the Club or the breed. Written charges with specifications must be filed in duplicate with the Secretary together with a deposit of \$10 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. If the Board considers that the charges do not allege conduct which would be prejudicial to the best interest of the 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 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 own defense and hiring 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 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's meeting which considers the Board's recommendation. Immediately after the Board 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 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 the 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 if he wishes. The members shall then vote by secret, written ballot on the proposed expulsion. A two-thirds vote of those present at the meeting shall be necessary for expulsion. If expulsion is not so voted, the Board's suspension shall stand.

ARTICLE VII

AMENDMENTS

SECTION I:

- A. Amendments to these Constitution and By-Laws may be proposed by the Board of Directors or by written petition addressed to the Secretary signed by 20% of the Regular 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.

- B. These Constitution and By-Laws may be amended by majority **secret** vote of the 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 mailed to each member at least two weeks prior to the date of such meeting.

ARTICLE VIII

DISSOLUTION

SECTION I:

The Club may be dissolved at any time by the written consent of not less than two-thirds of the members **in good standing**. In the event of 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 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 I:

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 Board

Report of the President

Report of the Secretary

Report of the Treasurer

Reports of Committees

Election of Officers and Board (At Annual Meeting)

Election of New Members

Unfinished Business

New Business

Adjournment

SECTION 2.

All meetings shall be conducted under applicable Robert's Rules of Order.

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.

CLUB TERRITORY

