

INLAND EMPIRE COLLIE CLUB

CONSTITUTION

Name and Objectives

SECTION 1. The name of the CLUB shall be the INLAND EMPIRE COLLIE CLUB.

SECTION 2. The objectives of the CLUB shall be:

- 1) To encourage and promote quality in the breeding of purebred rough and smooth collies and to do all possible to bring their natural qualities to perfection.
- 2) 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 rough and smooth collies shall be judged.
- 3) To do all in its power to protect and advance the interests of rough and smooth collies by encouraging sportsmanlike competition at dog shows and performance events.
- 4) To conduct dog shows, sanctioned matches, and other events for which the CLUB is eligible under the Rules and Regulations of the American Kennel Club.

SECTION 3. No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, officers, directors, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions on furtherance of the purposes set forth in the Constitution or in Article 1 of the Bylaws.

SECTION 4. The voting members of the CLUB shall adopt and may from time to time revise such BYLAWS as may be required to carry out these objectives.

BYLAWS

ARTICLE 1

Membership

SECTION 1. *Types of Membership.* There shall be four types of membership open to all persons 18 years of age and older and one type of membership open to persons between the age of 10-17 years who are in good standing with the American Kennel Club and who subscribe to the purposes of this CLUB. Membership is not

restricted by place of residence but the CLUB's primary purpose is to be representative of collie fanciers in its immediate area.

- 1) *Regular Membership*. Individuals entitled to all privileges of the CLUB including voting and holding office.
- 2) *Household Membership*. Two people in the same family (18 years or older) with each person having a separate vote. Each Household Member shall be entitled to all privileges of the CLUB including voting and holding office.
- 3) *Associate Membership*. Individuals entitled to all CLUB privileges except holding office and voting. Associate Members are not computed in determining quorum. Dues are set at a lesser amount than what is required of regular members.
- 4) *Junior Membership*. Individuals between 10-17 years of age entitled to all CLUB privileges except holding office and voting. Junior Members may automatically convert to Regular Membership upon reaching their 18th birthday.
- 5) *Life Membership*. Individuals who have been Regular or Household Members for at least 30 years may be awarded Life Membership. Life members pay no dues but are eligible to vote and hold office.

SECTION 2. *Dues*. Membership dues shall be due on or before the 1st day of September of each year. Annual dues shall be a minimum of \$12 and not exceed \$35 for Regular Membership, and shall be a minimum of \$10 and not exceed \$30 for Associate and Junior Members. Annual dues for Household Membership shall not exceed \$40 total, and shall be a minimum of \$15. On or before the 1st day of August each year, the treasurer shall send a statement of dues for the upcoming year to each Regular, Household, Associate and Junior member via postal mail or e-mail. Life Members are not required to pay dues. Dues paid after October 31 will incur an additional \$5 late fee. No member may vote whose dues are not paid by October 31.

SECTION 3. *Membership*. Each applicant shall apply, on a form as approved by the Board of Directors, which states that the applicant agrees to abide by this CONSTITUTION AND BYLAWS, the CLUB'S CODE OF ETHICS, and the RULES AND REGULATIONS OF THE AMERICAN KENNEL CLUB. The applicant shall state their name, address, phone number, and area of interest. The application for membership shall carry the endorsement of two voting members in good standing. Accompanying the application, the prospective member shall submit dues payment for the current year.

- 1) *Election to Regular or Household Membership*. All applications are to be filed with the Secretary. The applicant must attend two CLUB events (may include attending regular club meetings, attending club social gatherings, or helping at a club match, show, trial, or test) within a four-month time frame. At the first regular club meeting

after the applicant has attended two events, the application will be voted upon by secret ballot. If an applicant attends a meeting at which their application will be voted on, the applicant will leave the meeting prior to the vote and not return to the meeting. Affirmative votes of 3/4 of the voting members present at that meeting shall be required to approve the applicant. The applicant will be informed of the outcome of the vote by e-mail or by postal mail sent within one day of the vote. Applicants for membership who have been rejected by the CLUB may not re-apply until six months after such rejection.

- 2) *Election to Associate or Junior Membership.* Each applicant for Associate or Junior Membership shall apply as specified for application for Regular or Household Membership except applicants for Associate or Junior Membership are not required to attend any meetings or events prior to having their application voted on.
- 3) *Election to Life Membership.* Life Membership may be awarded to an individual who has been an active Regular or Household Member in good standing for at least 30 years. Life Membership must be approved by secret ballot by a majority of the voting members in attendance at a regular CLUB meeting.

SECTION 4. *Termination of Membership.* Membership may be terminated by:

- 1) *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, trophy fees, and advertising obligations are considered a debt to the CLUB and become incurred on the first day of each fiscal year.
- 2) *Lapsing.* A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid after October 31. The member may be reinstated by paying dues along with an additional \$5 late fee. In no case may a person be entitled to vote at any CLUB meeting whose dues are unpaid as of October 31. Individuals whose membership has lapsed for a year or more must reapply for membership if they wish to rejoin the CLUB.
- 3) *Expulsion.* A membership may be terminated by expulsion as provided in Article VI of these BYLAWS.

ARTICLE II

Meetings and Voting

SECTION 1. *Regular CLUB Meetings.* CLUB meetings shall be held in the greater Spokane, Washington area in the months of September through June at a time and place designated by the Board of Directors. Meetings may be conducted in-person, or via phone conference call, or virtually via video-conference. Written notice of each such meeting shall be sent by the Secretary electronically or via postal

service to each member at least seven days prior to the date of the meeting. The quorum for such meetings shall be 20% of the voting 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 Board members who are present and voting at any regular or special meeting of the Board, or shall be called by the Secretary upon receipt of a petition signed by five voting members of the CLUB who are in good standing. Such special meetings shall be held within the greater Spokane, Washington area at a time and place designated by the person or persons authorized herein to call such meetings. Meetings may be conducted in-person, or via phone conference call, or virtually via video-conference. Written notice of such a meeting shall be sent by the Secretary electronically or via postal service to each member at least five days and not more than fifteen days prior to the date of the meeting; 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% of the voting members in good standing.

SECTION 3. *Regular Board Meetings.* Meetings of the Board of Directors shall be held at least six times per year in the greater Spokane, Washington area between the months of September through June at a time and place designated by the Board of Directors. Meetings may be conducted in-person, or via phone conference call, or virtually via video-conference. Written notice of such meetings shall be sent by the Secretary electronically or via postal service to each member at least five days prior to the date of the meeting. The quorum for such meetings shall be a majority of the Board.

SECTION 4. *Special Board Meetings.* Special meetings of the Board may be called by the President or shall be called by the Secretary upon receipt of a written request signed by at least three members of the Board. Such special Board meetings shall be held in the greater Spokane area at a time and place designated by the person authorized herein to call such Board meeting. These meetings may be conducted in-person, or via phone conference call, or virtually via video-conference. Written notice of Special Board meetings shall be sent by the Secretary electronically or via postal service at least five days and not more than ten days prior to the date of the meeting. Any such notice shall state the purpose of the meeting and no other business may be transacted thereat. A quorum for such a meeting shall be a majority of the Board.

SECTION 6. *Voting.* Each member in good standing whose dues are paid for the current year shall be entitled to vote at any meeting of the CLUB at which they are present. Proxy voting, absentee voting, or voting by electronic or postal mail will not be permitted at any CLUB or BOARD meeting or election. Members may vote by phone or video conference only during an actual phone conference or virtual meeting. In the event that a vote at a phone or video conference meeting requires a secret ballot, members who were present at the meeting will vote using an on-line polling service configured to allow each member present at the meeting to

cast a single anonymous vote. Whenever possible, members will be given a minimum of three days to respond to an on-line ballot.

ARTICLE III

Directors and Officers

SECTION 1. *Board of Directors.* The Board shall consist of the President, Vice President, Secretary, Treasurer, and three other persons, for a total of seven Board members, all of whom shall be voting members in good standing and all of whom shall be elected for a two-year term. Elections shall be held in June of every other year. General management of the CLUB's affairs is 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 at its meetings.

- 1) The President shall preside at all meetings of the CLUB and of the Board of Directors and shall have the duties and powers normally appurtenant to the office of President in addition to those particularly specified in these BYLAWS.
- 2) The Vice President shall have the duties and exercise the powers of the President in case of the President's death, absence, or incapacity.
- 3) The Secretary shall keep record of all meetings of the CLUB and the Board, and of all matters of which a record shall be ordered by the CLUB. The Secretary shall have charge of the correspondence of the CLUB, notify members of meetings, notify new members of their election to membership, notify officers and directors of their election to office, and keep an accurate roll of the members of the CLUB with their addresses.
- 4) The Treasurer shall collect and receive all monies due or belonging to the CLUB. The Treasurer shall deposit the same in a bank satisfactory to the Board in the name of the CLUB. The Treasurer's books shall be open at all times to inspection by the Board and the Treasurer shall report to them at every meeting the condition of the CLUB'S finances and every item of receipt or payment not before reported. At the annual meeting, the Treasurer shall render an account of all monies received and expended during the previous fiscal year. All CLUB checks require the signature of the Treasurer and the signature of one other voting member.

SECTION 3. *Vacancies.* Any vacancies occurring on the Board or among the offices during the term shall be filled 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 the 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 and official year shall begin on the first day of July and end on the 30th day of June.

SECTION 2. *Annual Meeting.* The annual meeting shall be held in the month of June. At every other June annual meeting, Officers and Directors for the ensuing two-year term shall be elected by secret, written ballot from among those nominated in accordance with SECTION 4 of this Article. They shall take office immediately upon the conclusion of the election and each retiring officer shall turn over to their 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 position shall be declared elected.

SECTION 4. *Nominations.* No person may be a candidate in a CLUB election who has not been nominated. At least two weeks before the March meeting of an election year, the President shall notify all the voting members of the CLUB by postal or email that the Board will be selecting a nominating committee at the March Board meeting and solicit volunteers to serve on that committee. At the March meeting of an election year, the Board shall select a Nominating Committee consisting of three members and one alternate, not more than one of whom may be a member of the Board. The Board shall name a Chair for the Committee, and it shall be the Chair's duty to call a Committee Meeting which shall be held on or before April 1.

- 1) The Committee shall nominate one candidate for each office and one for each of the three positions on the Board and after securing the consent of each person so nominated, shall immediately report their nominations to the Secretary in writing or via e-mail.
- 2) Upon receipt of the Nominating Committee's report, the Secretary shall, before April 25, notify each voting member via postal or e-mail of the candidates so nominated.
- 3) Additional nominations may be made at the May meeting by any voting 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.

- 4) Nominations cannot be made at the June election 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 specialty shows, performance events, 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.

SECTION 2. 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 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 in duplicate with the Secretary together with a deposit of \$20 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. 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 interests 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 their own defense and bring witnesses if they wish. Board meetings that consider charges of misconduct may be regular or special Board meetings but should be conducted in person rather than by conference call or video conference, if possible.

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 the defendant, or suspend the defendant from all privileges of the CLUB for not more than six months from the date of the hearing. If the Board deems either of those punishments 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 their 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 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. Meetings that consider expulsion may be regular or special CLUB meetings but should be conducted in person rather than by conference call or video conference, if possible. The defendant shall have the privilege of appearing in their 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 their own behalf if they wish. The meeting shall then vote by secret written ballot on the proposed expulsion. If the meeting is conducted via phone or video conference, the vote will be conducted using an online survey that allows anonymous voting. Only those present at the meeting will be allowed to vote. 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 may be proposed by the Board of Directors or by written petition addressed to the Secretary signed by 20% of the voting members in good standing. Amendments proposed by such petition shall be promptly considered by the Board of Directors and must be submitted to the voting 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 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 voting member at least two weeks prior to the date of the meeting.

ARTICLE VIII

Dissolution

The CLUB may be dissolved at any time with the written consent of not less than 2/3 of the voting 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 the business so far as the character and nature of the meeting may permit shall be as follows:

- 1) Roll Call
- 2) Reading of minutes of Last Meeting
- 3) President's Report
- 4) Secretary's Report
- 5) Treasurer's Report
- 6) Committee Reports
- 7) Election of Officers and Board (at election meeting)
- 8) Old Business
- 9) New Business
- 10) Announcements/Brags
- 11) Election of New Members
- 12) 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) President's Report
- 3) Secretary's Report
- 4) Treasurer's Report
- 5) Committee Reports
- 6) Old Business
- 7) New Business
- 8) Adjournment

ARTICLE X

Parliamentary Authority

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.