

**Greater Houston Pembroke Welsh Corgi Fanciers
Constitution and By-Laws**

Constitution

**Article 1
Name and Objects**

Section 1. The name of the Club shall be Greater Houston Pembroke Welsh Corgi Fanciers.

Section 2. The Objects of the Club shall be:

- (a) To encourage and promote quality in the breeding of pure-bred Pembroke Welsh Corgis 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 the Pembroke Welsh Corgi shall be judged;
- (c) To do all in its power to protect and advance the interests of the breed by encouraging sportmanslike competition at dog shows, obedience trials, herding events and tracking tests;
- (d) To conduct sanctioned and licensed specialty shows, obedience trials, herding events and tracking tests under the rules 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.

By-Laws

Article I Membership

Section 1. Eligibility

- (a) There shall be an **individual 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.
- (b) There shall be a **family membership** open to two or more members of the same family who are eighteen years of age and older and may also include persons at least eight years of age and under eighteen years of age. These persons must be in good standing with the American Kennel Club and must subscribe to the purposes of this Club. Each member of the family unit who is eighteen years of age and older is entitled to a separate vote. Each member of the family unit who is at least eight years of age and under eighteen years of age shall have all rights, privileges and benefits of membership except the right to vote or hold elective office.
- (c) There shall be a junior membership open to all persons at least eight years of age and under eighteen years of age, who are in good standing with the American Kennel Club and who subscribe to the purposes of this Club. Junior members shall have all rights, privileges, and benefits of membership except the right to vote or hold elective office.
- (d) 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 area.

Section 2. Dues Membership dues shall be \$20 per year per individual; \$30 per year for two or more members of the same family; and \$10 per year for junior members. Membership dues shall be determined by the membership in January and shall be payable on or before the 1st day of May each year. No member may vote whose dues are not paid for the current year. During the month of March, the Treasurer shall send to each member a statement of his/her dues for the ensuing year. Membership dues shall be pro-rated quarterly for new members.

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 and by-laws 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 and not of the same family. Accompanying the application, the prospective member shall submit dues payment for the current year.

All applications are to be filed with the Membership Committee Chairman 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 3/4 of the members present and voting at that meeting shall be required to elect the applicant. Unless waived by the Board of Directors, all applicants shall have attended at least one Club meeting before submitting an application.

Applicants for membership who have been rejected by the Club may not re-apply within six months after such rejection.

Upon election to membership in the Club, all new members will be given copies of the constitution and by-laws, code of ethics and membership roster.

Section 4. 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 Corresponding 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 1st day of May each year.
- (b) **By lapsing.** A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid 30 days after the 1st day of May each year; however, the Board may grant an additional 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 by-laws.

Article II Meetings and Voting

Section 1. Club Meetings At least six meetings of the Club shall be held each fiscal year. Meetings shall be held within the greater Houston area, at such hour and place as may be designated by the Board of Directors. A calendar for Club meetings shall be set at the first meeting of each fiscal year. Written notice of each such meeting shall be distributed by the Recording Secretary at least 10 days prior to the date of the meeting. The Quorum for such meetings shall be 20% of the local (greater Houston area) 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 Recording Secretary upon receipt of a petition signed by five members of the Club who are in good standing. Such special meetings shall be held within the greater Houston area 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 distributed by the Recording Secretary at least 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 Club business may be transacted thereat. The quorum for such a meeting shall be 20% of the local (greater Houston area) members in good standing.

Section 3. Board Meetings Meetings of the Board of Directors shall be held within the greater Houston area within two weeks before each general membership meeting at such hour and place as may be designated by the Board. Written notice of each such meeting shall be distributed by the Recording Secretary at least 5 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 Recording 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 Houston area at such place, date and hour as may be designated by the person authorized herein to call such meeting. Written notice of each such meeting shall be distributed by the Recording

Secretary at least 5 days prior to the date of the meeting, or telegraphic notice shall be filed at least 3 days and not more than 5 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. A quorum for such a meeting shall be a majority of the Board.

Section 5. Voting Each member eighteen years of age and older, 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/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, Corresponding Secretary, Recording Secretary, Treasurer and three 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's officers, consisting of the President, Vice President, Corresponding Secretary, Recording Secretary and Treasurer shall serve in the 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 by-laws.
- (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 **Corresponding Secretary** shall conduct the general correspondence of the Club.
- (d) The **Recording 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. He/she shall 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 by-laws.
- (e) The **Treasurer** shall collect and receive all moneys due or belonging to the Club. He/she shall deposit the same in a bank designated by the Board, in the name of the Club. His/her books shall at all times be open 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 of receipt or payment not before reported; and at the annual meeting he/she shall render an account 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.

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 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. 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 first general meeting of the fiscal year shall be considered the Club's annual meeting 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 immediately upon conclusion of the election 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 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 October, 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 Recording Secretary shall immediately notify the committeemen and alternates of their selection. The Board shall name a Chairman for the Committee and it shall be his/her duty to call a committee meeting which shall be held on or before October 31st of each year.

- (a) The Committee shall nominate one candidate for each office and four 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 Recording Secretary in writing.
- (b) Upon receipt of the Nominating Committee's report, the Recording Secretary shall before November 15th notify each member in writing of the candidates so nominated.
- (c) Additional nominations may be made at the last general meeting of the fiscal year by any member in attendance provided that the person so nominated does not decline when his/her name is proposed, and provided further that if the proposed candidate is not in attendance at the meeting, his/her proposer shall present to the Recording Secretary a written statement from the proposed candidate signifying his/her 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 matter other than is 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 trails, herding events, tracking tests, trophies, annual prizes and awards, 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 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 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 Corresponding Secretary together with a deposit of \$10, which shall be forfeited if such charges are not sustained by the Board following a hearing. The Corresponding 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 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 3 weeks nor more than 6 weeks thereafter. The Corresponding 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. 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/her 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 into written form and filed with the Corresponding Secretary. The Corresponding 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. 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 findings and recommendations, and shall invite the defendant, if present,

to speak in his/her own behalf if he/she wishes. The meeting shall then vote by secret written 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 by-laws may be proposed by the Board of Directors or by written petition addressed to the Corresponding Secretary signed by twenty 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 recommendation of the Board by the Corresponding Secretary for a vote within three months of the date when the petition was received by the Corresponding Secretary.

Section 2. The constitution and by-laws may be amended by a 2/3 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 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 the event of the dissolution of the Club, other than for the 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 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:

- Roll Call
- Minutes of last meeting
- Report of President
- Report of Corresponding Secretary
- Report of Recording Secretary
- Report of Treasurer
- Report of Committees
- Election of Officers and Board (at annual meeting)
- Election of new members
- Unfinished business
- New business
- 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:

- Reading of minutes of last meeting
- Report of Corresponding Secretary
- Report of Recording Secretary
- Report of Treasurer
- Report of Committees
- Unfinished business
- New business
- Adjournment

Section 3. Roberts Rules of Order shall be the authority in all cases in which they are not incompatible with these by-laws.