

MICHIGAN-OHIO BRIARD CLUB

PREAMBLE

This Club is organized to serve the people of Michigan and Ohio, in the pursuit of their common interests in Briards, and shall be governed by the following constitution and by-laws.

CONSTITUTION

ARTICLE I

The name of this Club shall be: MICHIGAN-OHIO BRIARD CLUB.

ARTICLE II

PURPOSE

SECTION I Promote a closer relationship among Briard owners, breeders, and fanciers from this area and,

SECTION II the betterment of the Breed and a closer adherence to the standard of the Breed as approved by the American Kennel Club and,

SECTION III all in its power to protect and advance the interests of the Breed by encouraging sportsmanlike competition at AKC events.

SECTION IV and support the ideals, activities and interests of the American Kennel Club and the Briard Club of America and,

SECTION V Publish a newsletter for minutes of meetings, officer reports and a general means of communication among the membership and,

SECTION VI May conduct sanctioned and licensed shows and obedience trials under the rules of the American Kennel Club and,

SECTION VII Enhance the knowledge of the membership about the Briard through various educational events.

**Revised 6/18/99

ARTICLE III

The Club shall not be conducted or operated for profit and no part of any profit or remainder or residue from dues or donations to the Club, shall be to the benefit of any member or individual.

ARTICLE IV

The members of the Club shall adopt, and may from time to time, revise such by-laws as may be required to carry out the above objectives.

BY-LAWS

ARTICLE I

- SECTION I There shall be three (3) types of membership:
- (a) Regular membership, open to all persons eighteen (18) years of age and older, who are in good standing with the American Kennel Club and who subscribe to the purpose of our Club.
 - (b) Junior membership, open to all persons over eight (8) and under eighteen (18) years of age who otherwise meet the membership requirements. Junior members shall have no voting rights and shall hold no offices.
 - (c) Honorary membership, may be awarded by the Club to persons, firms or organizations who have performed a deed or service benefiting the welfare of the Club. Honorary memberships are approved by a 3/4 vote of the members present at a meeting. Such a membership shall have no voting rights nor be able to hold an office in the Club.
- SECTION II Dues: Membership dues for the first year shall be paid upon election to membership and annual dues shall be paid no later than March 31st of each year thereafter. No member may vote whose dues are not paid for the current year. During the month of February the Secretary shall send to each member a statement of his dues for the ensuing year.
- SECTION III Application for membership: There will be an open membership and Briard ownership is not required. Each applicant for membership shall apply on a form approved by the Board of Directors and which shall provide that the application agrees to abide by this constitution and by-laws and rules of the American Kennel Club. The application shall state the name, address, and names of the applicant's Briards. Accompanying the applications, the prospective member shall submit an amount equal to the first year's membership dues.
- 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 will be voted upon, by secret ballot and affirmative votes of 3/4 of the members present and voting at that meeting shall be required to elect the applicant.
- Applicants who have been rejected by the Club may not re-apply within six (6) months after such rejection.
- SECTION IV 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 sixty days after the first day of the fiscal year; however, the Board may grant an

additional sixty days (60) of grace to such delinquent members in meritorious cases. In no case may a person be entitled to vote 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 I Meetings. All meetings of the Club shall be held in either Michigan or Ohio. There shall be no less than eight (8) meetings during each calendar year. No less than four (4) of these will be held in conjunction with a regularly scheduled AKC licensed show. Four (4) other meetings will be arranged to coincide with the educational events conducted by the Club. All members will be notified of the meeting at least one month prior to the date of the meeting. The quorum for such meeting shall be 15% of the membership in good standing.

SECTION II Special Club Meetings. Special Club meetings may be called by the President, or by a majority vote of the members of the Board or by the Secretary upon receipt of a petition signed by five (5) members of the Club who are in good standing. Such special meetings shall be held at such a 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 mailed by the Secretary at least five (5) days and not more than fifteen (15) days prior to the date of the meeting, and no other Club business may be transacted. The quorum for such a meeting shall be 15 % of the members in good standing.

SECTION III Board meetings. Meetings of the Board of Directors shall be held immediately prior to or immediately after regular scheduled meetings at such hour and place as may be designated by the Board. Written notice of each meeting shall be mailed by the Secretary at least five (5) days prior to the date of the meetings. The quorum for such a meeting shall be a majority of the Board.

SECTION IV 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 (3) members of the Board. Such special meetings shall be held at such place, date, and hour as may be designated by the person authorized herein to call such meetings. Written notice of such a 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, or notification by telephone, email or fax shall be filed at least three (3) days and not more than five (5) days prior to date of the meeting. Any such notice shall state the purpose of the meeting and no other business shall be transacted. A quorum for such a meeting shall be a majority of the Board.

ARTICLE III

DIRECTORS AND OFFICERS

- SECTION I Board of Directors. The Board shall be comprised of the President, Vice-President, Secretary, and Treasurer, all of whom shall be members in good standing and all of whom shall be elected for two (2) year terms by mail and shall serve until their successors are elected. The President and Vice-President shall be elected for the odd numbered years and the Secretary and Treasurer shall be elected for the even numbered years. The terms of office shall commence at the annual meeting. All officers shall serve no more than two (2) consecutive terms. General management of the Club's affairs shall be entrusted to the Board of Directors.
- SECTION II The President shall preside at all meetings of the Club and of the Board, and:
- (a) 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 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 have charge of the correspondence, 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.
 - (d) The Treasurer shall collect and receive all monies due or belonging to the Club. He/she shall deposit the same in a bank approved by the Board, in the name of the Club. The 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 monies received and expended during the previous fiscal year. The Treasurer shall be bonded in such amount as the Board of Directors shall determine. In the event an audit is required, the Board of Directors shall choose a qualified firm to conduct such business, in relative proximity to the current Treasurer's town of residence.
- SECTION III 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 the members of the Board at its first regular meeting following the creation of such vacancy, or at a Special Board Meeting called for the purpose; except that a vacancy in the office of President shall be filled automatically by the Vice-President.

ARTICLE IV

THE CLUB YEAR, ANNUAL MEETING, ELECTIONS

- SECTION I Club year. The Club's fiscal year shall begin on the 1st day of April and end on the 31st day of March. The Club's official year shall coincide with the fiscal year.
- SECTION II Annual Meetings. The annual meeting shall be held in the month of March.
- SECTION III Elections. The annual election will be held through the mail. The nominated candidate receiving the greatest number of votes for each office shall be declared elected.
- SECTION IV Nominations. No person may be a candidate in a Club election who has not been nominated. During the month of November, the Board shall select a Nominating Committee consisting of three (3) members and two (2) alternatives, not more one (1) of whom shall be a member of the Board. The Secretary will immediately notify the committee persons and alternatives of their selection. The Board shall name a Chairperson for the Committee and it shall be his/her duty to call a committee meeting which shall be held on or before December 1st.
- (a) The Committee shall nominate at least one (1) candidate for each vacating office, and after securing the consent of each person so nominated, shall immediately report their nominations to the Secretary in writing.
 - (b) Upon completion of the Nominating Committee's report, the Chairperson of the Nominating Committee shall before January 15th notify each member in writing of the candidates so nominated.
 - (c) Additional nominations may be made before January 31st (postmarked) by any member provided that the person so nominated does not decline when his name is proposed, and indicates his willingness to be a candidate. No person may be a candidate for more than one (1) position, and the additional nominations which are provided for herein may be made only from among those members who have not accepted a nomination of the Nominating Committee.
 - (d) Ballots will be mailed out by February 14th and must be returned postmarked to the Nominating Committee Chair no later than February 28th.
 - (e) Election results. The Committee Chair shall count the ballots and forward the results along with the ballots to the Secretary for validation by March 8th. The ballots will be available for inspection at the time of the annual meeting and shall be kept in the Club's files for the duration of the following Club year.

ARTICLE V

COMMITTEES

SECTION I The Board may each year appoint the 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 add on particular projects.

SECTION II Any committee appointment 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 I 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 II 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 \$10.00 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. The Board shall first consider whether the actions alleged in the conduct are prejudicial to the best interests of the Club or the Breed, or it may refuse to entertain jurisdiction of the charges. If the Board determines that the alleged actions are prejudicial to the best interests of the Club and/or Breed, it shall fix a date of a hearing before the Board not less than 3 weeks nor more than 6 weeks thereafter. The Secretary shall promptly send one (1) 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 he wishes.

SECTION III 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 (6) months from the date of the hearing. And, if it deems that punishment be 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 at the ensuing Club meeting which considers the Board's recommendation. Immediately after the Board has reached a decision, it's 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 IV

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 sixty (60) days but not earlier than thirty (30) days after the date of the Board's recommendation of expulsion. The defendant shall have the privilege of appearing in 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 members shall then vote by secret ballot on the proposed expulsion. A 2/3 majority vote of those present shall be necessary for expulsion. If expulsion is not voted, the Board's suspension shall stand.

ARTICLE VII

AMENDMENTS

SECTION I

Amendments to the constitution and the by-laws may be proposed by the Board of Directors or by written petition addressed to the Secretary signed by fifteen percent (15%) of the membership in good standing. Amendments proposed by such petition shall be promptly considered by the Board, and must be submitted to the members with recommendations of the Board by the Secretary for a mail vote within three (3) months of the date when the petition was received by the Secretary.

SECTION II

The constitution and by-laws may be amended by a 2/3 vote of the responding members.

SECTION III

Specific operating regulations necessary to carry out the meaning of this constitution shall be provided for in standing rules of the Club which shall be prepared and recommended by the Board of Directors and adopted by the membership. Standing rules must be consistent with the constitution and by-laws of the Club.

ARTICLE VIII

DISSOLUTION

SECTION I

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, 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. After payment of any debts of the Club, its property and assets shall be given to a charitable organization selected by the Board of Directors for the benefit of Briards.

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 (when necessary)
- Approval of last meeting notes
- President's Report
- Secretary's Report
- Treasurer's Report
- Committee Reports
- Election of new members
- Unfinished Business
- New Business
- Adjournment

SECTION II

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 minutes of last meeting
- Secretary's Report
- Treasurer's Report
- Committee Reports
- Unfinished Business
- New Business
- Adjournment

SECTION III

At all meetings, all questions of procedure not covered by these by-laws shall be determined in accordance with Robert's Rules of Order, current edition.