

(Approved: November 15, 2005)

Pikes Peak Bernese Mountain Dog Club

CONSTITUTION

Article I

Club Name, Objectives, Nonprofit, and Revisions

Section 1. The name of the Club shall be the Pikes Peak Bernese Mountain Dog Club (PPBMDC), hereafter referred to as the "Club."

Section 2. The objectives of the club shall be:

To encourage and promote understanding and appreciation of purebred Bernese Mountain Dogs;

To provide public education and support relating to Bernese Mountain Dogs, to the PPBMDC and its community;

To promote and facilitate the welfare of Bernese Mountain Dogs;

To promote and educate all dog fanciers to follow the principles of responsible dog ownership in the home and community;

Provide activities, local to the Colorado Springs area, for Bernese Mountain Dog fanciers and their dogs;

To encourage and promote quality in the breeding of purebred Bernese Mountain Dogs and to do all possible to bring their natural qualities to perfection, with an emphasis on health, longevity, and soundness in body and temperament;

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 Bernese Mountain Dogs shall be judged;

To do all in its power to protect and advance the interests of the breed by encouraging sportsmanlike competition at all dog events;

To conduct sanctioned matches, dog shows and obedience trials under the rules of The American Kennel Club;

To promote the special qualities of the breed by sponsoring working dog activities under Bernese Mountain Dog Club of America guidelines.

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 from time to time revise such bylaws as may be required to carry out these objectives.

BY-LAWS

Article I Membership

Section 1. Eligibility. There shall be four types of membership open to all person who are in good standing with The American Kennel Club 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 owners, breeders and exhibitors in its immediate area.

Voting Membership, for persons 18 years of age or older. Voting Members are eligible to vote and serve on the vote of directors. Voting members are entitled to one (1) vote.

Lifetime Membership, will be bestowed on all charter members of the club, after 10 years of membership, which is the year 2015 or later. Charter members are any voting members that joined the club in the year 2005, the year of the club's formation. Lifetime members pay no dues, but have all the rights of a single membership. The Board of Directors may also confer lifetime membership status, by a unanimous vote, to any member in good standing of the club based on outstanding service to the club.

Junior Membership, for those under the age of 18 years of age. Junior members may not vote, hold office, sponsor, nominate or second. Upon the age of 18, a junior member may apply to become a voting member.

Inactive Member, for persons who are currently a member, but need to suspend their membership for some reason. These members can not vote, hold office, sponsor, nominate or second. These members still pay dues. To become inactive, the member must submit written request to the secretary at which time the member will be inactive. To become active again, the inactive member must submit written request to the secretary, at which time the member will become active.

Section 2. Dues

A schedule of dues and initiation fees shall be established annually by the Board of Directors for the next fiscal year. The schedule of dues and initiation fees shall include rates for all membership categories. In no case will initiation fees or annual dues in any category be increased by more than 25% without the approval of the Club membership as set forth in **Article II, Section 5**.

Dues notices shall be published by the Treasurer, to the membership, at least one month before the due date. Dues shall be payable on or before the first day of January of each year. Membership, for those members whose dues are not received by January 31, will be considered lapsed. These members will be required to reapply for membership.

Those applications received after September 30, if accepted, shall be considered paid up members for the following year.

An initiation fee shall apply to all members, payable on a one time basis upon application for membership. The full initiative fee shall be payable at the time of application.

No member may vote whose dues are not paid for the current year.

Membership fees (not including the initiation fee), for persons applying to the Club after January 1, shall be prorated. The following is the prorated pay schedule.

Jan – March: $\frac{3}{4}$ of dues

April – June: $\frac{1}{2}$ of dues

July – Sept: $\frac{1}{4}$ of dues

Section 3. Election to Membership

Voting

Each applicant for voting membership shall have attended two (2) meetings or one (1) meeting and one (1) club activity within a 6 month period before applying for membership.

The 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 Bylaws, the Code of Ethics of the Bernese Mountain Dog Club of America, and the rules and regulations of the American Kennel Club. Applicants who refuse to sign the club's code of ethics will be denied membership.

The application shall carry the written endorsement of two (2) PPBMDC voting members, not in the same family, and shall be accompanied by a current dues payment and initiation fee. All applications are to be filed with the Membership Chairman.

The applicants name will be published after the application, signed COE and club fees are received. At the next regular club meeting, following the applicants required attendance at club meetings / activities (section 3.a) the applicant will be voted on. An affirmative vote of $\frac{3}{4}$ of the members present shall be required to elect the applicant. All voting shall be done by secret ballot with a yes or no option for each new applicant being voted on. The secretary will prepare the ballots and will count the votes, after voting is complete. Prospective members will be asked to leave the meeting while voting occurs.

In the case where an application for membership is rejected, the Secretary will send a letter to the applicant informing them that they did not receive the required affirmative vote. The applicant cannot reapply for six months afterward and, if applying for Voting Membership, will be required to have two new sponsors (unrelated members of the Club).

In the case where an application for membership is approved, the Secretary will send a letter to the applicant informing them that they are now a member of the club.

Junior Members

Junior members will fill out an application, but will not be voted on. When the junior member turns 18, they may apply to become a voting member, using the same process as any new applicant.

Section 4. Termination of Membership. Memberships may be terminated:

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 incurred on the first day of each fiscal year.

By lapsing. A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid 30 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.

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 within the Colorado Springs area at regular intervals, at least six (6) times per year, at such hour and place as may be designated by the Board of Directors. Written notice of each meeting shall be published at least ten (10) 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 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 special meetings shall be held in the Colorado Springs area at such a place, date, and hour as may be designated by the person or persons authorized herein to call such meetings. Notice of such a meeting shall be published by the Secretary at least 10 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 Regular Membership in good standing.

Section 3. Board Meetings

Meetings of the Board of Directors shall be held in the Colorado Springs area at such hour and place as may be designated by the Board. Notice of each meeting shall be published 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, not including the President.

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 (3) members of the Board. Such special meetings shall be held in the Colorado Springs area at such a place, date, and hour as may be designated by the person or persons authorized herein to call such meetings. Notice of such meeting shall be published by the secretary at least five (5) days and not more than ten (10) days prior to the date of the meeting. Any such notice shall state the purpose of the meeting and no other club business shall be transacted thereat. The quorum for such a meeting shall be a majority of the Board.

Section 5. Voting

Each Voting 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 he is present or any election. 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 three (3) other persons, all of whom shall be members in good standing and all of whom shall be elected for a two-year term by club members and shall serve until their successors are elected. General management and direction of the Club's affairs shall be entrusted to the Board of Directors. A member may hold no more than one elected Club title and can serve no more than two consecutive terms in the same office.

The election of the President, Treasurer and one (1) board member shall be elected in odd numbered years. The Vice President, Secretary and two (2) Board members will be elected in the even numbered years.

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 and its meetings.

The President shall preside at all meetings of the Club and of the Board and shall have the duties and powers normally pertinent to the office of President in addition to those particularly specified in these bylaws. The President will ensure that any dissenting opinions and the reason for those opinions have been represented. The president will not vote on any motions during the board or general meetings, but will be the tie breaking vote if needed.

The Vice President shall have the duties and exercise the powers of the President in case of the President's death, absence, or incapacity. The Vice-President shall conduct an annual review of the Club's financial records.

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 new members of their election to membership, notify officers and directors of their election to office, keep a roll of members of the Club with their addresses and carry out such other duties as are prescribed in the by-laws.

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. He/She shall at all times make available the financial records of the club to the Club members and shall report to the Club on a quarterly basis the condition of the Club's finances.

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 creating 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 results vacancy in the office of Vice-President shall be filled by the Board.

Section 4. Attendance. Board members will attend a majority (at least 50%) of the annual board meetings. If not, the board may solicit mid-year nominations for the board position to endure the active participation of board members.

Article IV

The Club Year, Annual Meeting, and Elections

Section 1. Club Year. The club's fiscal year shall begin on January 1 and end on December 31. The Club's official year shall begin on January 1 and end on December 31.

Section 2. Annual Election. The election of Officers and Directors shall be conducted by secret ballot.

Ballots to be valid must be received by the Secretary by December 2. Ballots shall be counted by the secretary and one (1) other member in good standing. In the years that the current secretary is running for office, the Treasurer shall take the secretary's place in counting votes. The person receiving the largest number of votes for each position shall be declared elected.

Ballots will be sent to each club member in good standing, by November 1st.

Section 3. Candidates

During the month of July 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 Committee Chairman and it shall be their duty to call a committee meeting which shall be held on or before August 15th.

The committee nominate from among the eligible members of the Club, on candidate for each office and for each Board position open.

The Secretary shall, at least two weeks before the September meeting, notify each member in writing of the candidates so nominated.

Additional nominations may be made at the September meeting or in writing, to the secretary, before the September meeting.

Article V Committees

Section 1. 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 final authority of the Board. Special committees may also be appointed by the Board to aid it on particular projects.

Section 2. 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 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 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. Written charges with specifications must be filed in duplicate with the Secretary, together with a deposit of \$50.00, which shall be forfeited if the Board following a hearing does not sustain such charges. The Secretary shall promptly send a copy of the charges to each member of the Board or present a copy of the charges to them at a Board meeting, and the Board shall first consider whether the actions alleged in the charges, if proven, might constitute conduct which would be 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 or 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 bring 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, reprimand or 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 cases, the suspension shall not restrict the defendant's right to appear before his 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 proceedings may occur at 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, although 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 so 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 Bylaws may be proposed by the Board of Directors or by written petition addressed to the Secretary signed by 20% of the membership in good standing. Amendments proposed by such petition shall be promptly 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. Amendments shall be voted on in a secret ballot and shall require a 2/3 affirmative vote.

Section 2. The Constitution and Bylaws may be amended by a 2/3 vote of the members. Voting is to be done via United States Postal Service and run like the annual elections in Article IV Section 3, except for the dates may be changed. Members will be give 3 weeks to return their ballots to the secretary, if not done during the annual election.

Article VIII Dissolution

Section 1. 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 purpose 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. Club 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
- Reading of Minutes of Last Meeting
- Report of President
- Report of Secretary
- Report of Treasurer
- Reports of Committees
- Election of Officers and Board (at annual meeting)
- 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 Minutes of Last Meeting
- Report of Secretary
- Report of Treasurer
- Reports of Committees
- Unfinished Business
- New Business
- Adjournment

Section 3. Rules. 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 wish to adopt.