

# **MIAMI VALLEY DOBERMAN PINSCHER CLUB**

## **CONSTITUTION AND BY-LAWS**

### **ARTICLE I NAME AND OBJECTS**

SECTION 1. The name of the Club shall be "Miami Valley Doberman Pinscher Club."

SECTION 2. The objects of the Club shall be:

(a) to encourage and promote the breeding of pure-bred Doberman Pinschers 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 and/or the Doberman Pinscher Club of America as the only standard of excellence by which Doberman Pinschers shall be judged.

(c) to do all in its power to protect and advance the interests of the breed by encouraging sportsmanlike competition at all dog events.

(d) to conduct sanctioned and licensed specialty shows, obedience trials, agility, rally obedience, and all other events that the club is eligible for under the rules and regulations of the American Kennel Club.

(e) for members of the Miami Valley Doberman Pinscher Club to abide by those portions of the Doberman Pinscher Club of America's By-laws and Code of Ethics which are applicable to members of Chapter clubs.

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.

### **ARTICLE II MEMBERSHIP**

#### **SECTION 1. ELIGIBILITY**

There shall be two types of 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 the club.

Regular Membership (Individual) - Enjoys all club privileges including the right to vote and hold office.

Associate Membership - Open to all persons over 18 years of age who otherwise meet the requirements for active membership. Associate members shall pay dues and are entitled to all club privileges except voting and office holding. Associate membership is offered to individuals who live outside of the club's area; also offered to individuals who live in the club's area but are not active. Because they are ineligible to vote, Associate Members will not count as part of the quorum and Associate Members shall not engage in discussion of a motion on the floor.

Honorary Membership: is for those who in the opinion of the Board of Directors are worthy of recognition and may be conferred the title of Honorary Member. Honorary members shall not pay dues, may not vote, or hold office.

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.

## SECTION 2. DUES

Membership dues shall be payable on or before the 1st day of January of each year. No member may vote whose dues are not paid for the current year. During the month of November, the Treasurer shall send to each member a statement of their dues for the ensuing year. Membership dues are established by the Board of Directors and approved by the General membership at a regular meeting. A majority vote by the members present and voting is required for approval.

## 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 their name, address, and occupation of the applicant and it shall carry the endorsement of two members. 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. Each applicant, except for those applying for Associate Membership, must attend at least one general meeting prior to his/her acceptance. At the next Club meeting the application will be voted upon by secret ballot and affirmative votes of 2/3 of the members present and voting at that meeting shall be required to elect the applicant.

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

## 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 30 days after the first day of the fiscal 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 VIII of these constitution and by-laws

## **ARTICLE III MEETINGS AND VOTING**

### **SECTION 1. CLUB MEETINGS**

Meetings of the Club shall be held in the greater Cincinnati area or via any electronic platforms (i.e. teleconferencing, video conferencing that allows members to see and hear each other) that allow for club members' participation in the months of January, April, July, and October in each year, at such date, hour and place as may be designated by the President or Board of Directors. Notice of each such meeting shall be sent either by mail; or any electronic device capable of transmitting texts or e-mails or voice messaging by the Secretary at least 10 days prior to the date of the meeting. The method of specific transmission shall be decided by the Board of Directors. The quorum for such meetings shall be 20 percent of the regular/voting membership.

### **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 regular or special meetings of the Board, or by the Secretary upon receipt of petition signed by 25% of the members of the Club who are in good standing. Such special meetings shall be held at such date, hour and place as may be designated by the person or persons authorized herein to call such meetings. Notice of each such meeting shall be sent either by mail; or any electronic device capable of transmitting texts or e-mails or voice messaging by the 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. The specific method of transmission shall be decided by the Board of Directors. The quorum for such a meeting shall be 20% of the membership.

### **SECTION 3 BOARD MEETINGS**

Meetings of the Board of Directors shall be held in the greater Cincinnati area in the months of March and September each year, at such date, hour and place as may be designated by the President or the Board of Directors. Board Meetings may be held by telephone conference or similar communications equipment by means of which all persons participating in the meeting can hear each other at the same time and participation by such means shall constitute presence in person at a meeting. Written notice of such a meeting shall be sent by either mail; or any electronic device capable of transmitting texts or e-mails or voice messaging by the Secretary at least 5 days prior to the date of the meeting 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. The specific method of transmission shall be decided by the Board of Directors. 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 or by the Secretary upon receipt of a written request by at least three members of the Board. Such special meetings shall be held at such date, hour and place as may be designated by the person authorized herein to call such meeting. Special Board Meetings may be held by telephone conference or similar communications equipment by means of which all persons participating in the meeting can hear each other at the same time and participation by such means shall constitute presence in person at a meeting. Written notice of such meetings shall be sent either by email; or any electronic device capable of accepting texts or e-mails or voice messaging by the Secretary at least 5 days and not more than 10 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. The method of transmission shall be decided by the Board of Directors. A quorum at such a meeting shall be a majority of the Board.

## SECTION 5. VOTING

Each member in good standing whose dues, when applicable, are paid for the current year shall be entitled to one vote at any meeting of the Club at which they are present. Proxy voting will not be permitted at any club meeting or election.

## ARTICLE IV DIRECTORS AND OFFICERS

### SECTION 1. BOARD OF DIRECTORS

The Board shall be comprised of the President, Vice President, Secretary, Treasurer and three other persons all of whom shall be elected for one-year terms at the Club's Annual meeting as provided in Article V. 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, 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 belonging 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. S/He shall have charge of the correspondence, 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 constitution and by-laws.

(d) The Treasurer shall collect and receive all moneys due or belonging to the Club and receipt thereof. S/He shall deposit the same in a bank satisfactory to the Board, in the name of the Club. The books shall at all times be open to inspection of the Board and s/he 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 s/he shall render an account of all moneys received and expended during the previous fiscal year.

### SECTION 3. VACANCIES

Any vacancies occurring on the Board during the year shall be filled for the unexpired term of office by a majority vote of all the then members of the Board at Its first regular meeting following the creation of such vacancy.

## **ARTICLE V 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 annual meeting shall be held in the month of January at which directors and officers 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 the conclusion of the election and each 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. 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 and does not have voting member status. During the month of August, the Board shall select a committee consisting of three members and one alternate, not more than one of whom shall be a member of the Board. The Secretary shall immediately notify the committee and alternates of their selection. The Board shall name a Chairman for the Committee and it shall be their duty to call a committee meeting, which shall be held on or before September 20th.

(a) The Committee shall nominate one candidate for each office and three 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 Secretary in writing.

(b) Upon receipt of the Nominating Committee's report, the Secretary shall on or before September 30th notify each member of the candidates so nominated.

(c) Additional nominations may be made at the October meeting by any regular/voting member in attendance provided that the person so nominated does not decline when his name is proposed and provided further that if the proposed candidate is not in attendance at this meeting, his proposer shall present to the Secretary a written statement from the proposed candidate signifying his willingness to be a candidate. No person may be a candidate for more than one office, and the additional nominations, which are provided for herein, may be made only from among those members who were not nominated by the Nominating Committee.

(d) Nominations cannot be made at the annual meeting or in any manner other than as provided in this Section.

## **ARTICLE VI COMMITTEES**

### **SECTION 1**

The Board may each year appoint standing committees to advance the work of the Club in such matters as dog shows, agility 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 projects. Any member can be a committee or chair or serve on a committee.

### **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 service has been terminated.

### **SECTION 3**

One member of the Board of Directors shall serve on each important standing committee and at least three members of the Board of Directors shall be members of each Show Committee.

## **ARTICLE VII DELEGATE TO THE DOBERMAN PINSCHER CLUB OF AMERICA**

### **SECTION 1**

A delegate to the Doberman Pinscher Club of America shall be elected at the annual meeting. S/He must be a member in good standing of the Miami Valley Doberman Pinscher Club and the Doberman Pinscher Club of America. S/He shall give a complete report on all matters coming before him pertaining to the Parent Club activities at each regular meeting of the Club; and shall discharge all other duties as required by the office and prescribed by the Club. In the event such a Delegate shall be unable to fulfill his duties, the President shall appoint another Delegate from the membership to fill the vacancy created thereby.

## **ARTICLE VIII DISCIPLINE**

### **SECTION 1. SUSPENSION**

Any member who is suspended from any of the privileges of The American Kennel Club or the Doberman Pinscher Club of America shall be automatically 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 interest of the Club or the breed. Written charges with specifications must be filed in duplicate with the Secretary together with a deposit of \$100.00, 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, and the Board shall first consider whether the actions alleged in the charges, if proven, might constitute conduct prejudicial to the best interest of the club or the breed. If the Board considers that the charges do not allege conduct, which would be prejudicial to the best interests of the club or the breed, 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 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.

### **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 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 Boards 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 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 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. 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 IX 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 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 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 by-laws may be amended by a 2/3 vote by secret ballot of the members present 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.

### **SECTION 3**

A copy of The Amendments receiving the necessary two-thirds vote will be sent to the secretaries of the American Kennel Club and the Doberman Pinscher Club of America within seven days.

## **ARTICLE X 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 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 XI PARLIAMENTARY AUTHORITY**

### **SECTION 1**

Rules contained in "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 Constitution and By-laws.



## **ARTICLE XII ORDER OF BUSINESS**

### **SECTION 1. 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 Board. Report of President. Report of 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. MEETING 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 Secretary. Report of Treasurer. Report of Committees. Unfinished business. New business. Adjournment.