

AMERICAN HAIRLESS TERRIER CLUB OF AMERICA

CONSTITUTION

Article 1

Name and Objects

Section 1. The name of the Club shall be AMERICAN HAIRLESS TERRIER CLUB OF AMERICA and hereinafter referred to as the Club.

Section 2. The objects of the Club shall be:

- (a) to encourage and promote the responsible breeding of pure-bred American Hairless Terriers and to do all possible to bring their natural qualities to perfection, in accordance with the standards for the breed;
- (b) to encourage the organization of independent local American Hairless Terrier Specialty Clubs in those localities where there are sufficient fanciers of the breed to meet the requirements of The American Kennel Club;
- (c) 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 American Hairless Terriers shall be judged;
- (d) to do all in its power to protect and advance the interests of the breed and to encourage sportsmanlike competition at dog shows, obedience trials and other events;
- (e) to conduct sanctioned matches, specialty shows, obedience trials and other events for which the club is eligible under the Rules and Regulations of the American Kennel Club.

Section 3. The Club shall not be conducted or operated for profit and no part of any profits or remained 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.

AMERICAN HAIRLESS TERRIER CLUB of AMERICA

BY-LAWS

ARTICLE 1

Membership

Section 1. ELIGIBILITY. There shall be four types of membership, Individual, Household, Lifetime and Associate, 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.

- (a) Individual Membership. Individual membership is open to all residents of the United States, 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) Household Membership. Household membership is open to two persons eighteen years of age and older, residing in the United States, in good standing with the American Kennel Club, who subscribe to the purposes of this Club and both of whom reside in the same household. Each is entitled to vote and hold office. A household membership will receive one mailing of all Club publications.
- (c) Lifetime Membership. Lifetime membership is open to any member who has proven to be of outstanding service to the breed and the club. Election to Lifetime membership status shall be by the favorable vote of 2/3 of the board of directors. Lifetime members shall be exempt from dues but shall enjoy all the privileges of Individual membership, including the right to vote and hold office in the Club.
- (d) Associate Membership. Associate membership is open to all persons eighteen years and older residing outside the United States who are not United States citizens and residents of the United States who only wish to receive the Club newsletter and mailings. The dues for Associate membership will be less than the dues for Individual membership. Associate members shall not be entitled to vote or hold office or be counted toward a quorum.

Section 2. DUES. Membership dues shall be as determined by the Board of Directors, but not to exceed \$50.00 per year, 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 dues for the ensuing year.

- (a) Dues for Household Membership: The dues for Household membership shall be as determined by the Board of Directors, but not to exceed \$75.00 per year.
- (b) Dues Associate Membership: The dues for a associate membership shall be as determined by the Board of Directors but not to exceed \$50.00 per year.

Section 3. ELECTION OF MEMBERSHIP.

3.1. 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 the constitution, by-laws and code of ethics of this Club and the rules of The American Kennel Club. The

application shall state the name, address and occupation of the applicant. The prospective member shall submit the completed application and dues payment for the current year to the Secretary. Each application shall be endorsed by two AHTCA members as per Section 3.2.

3.2. Each application shall be endorsed by two AHTCA members in good standing, who do not reside in the same household.

3.3 Persons having their membership approved in October, November or December are considered to have an effective membership date of January 1st of the following year. In the period between their membership approval and January 1st, they may exercise all privileges of members except holding office.

3.4. A rejected applicant may re-apply for membership again no sooner than six (6) months following said rejection. Any dues submitted with an application that is rejected will be returned to said rejected applicant.

Applicants may be elected at any meeting of the Board of Directors or by written vote of the Directors by mail or electronic means. Affirmative votes of 2/3 of the Directors present at a meeting of the Board or 2/3 of the entire Board voting by mail or electronic means, shall be required to elect an applicant.

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 thirty (30) days after the first day of the fiscal year; however, the Board may grant an additional thirty (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

Section 1. ANNUAL MEETINGS. The Annual Meeting of the Club shall be held between August 1st and December 31th in conjunction with the Club's Specialty Show, if possible, at a place, date, and hour designated by the Board of Directors. Written notice of the Annual Meeting shall be mailed to each member at least 30 days prior to the date of the meeting. The quorum for the Annual Meeting shall be 10% of the members in good standing.

Section 2. Additional membership meetings may be held in conjunction with each of the Club's specialty shows if this is practicable, at a place, date and hour designated by the Board of Directors. Written notice of such membership meetings shall be mailed by the Secretary to

each member at least 30 days prior to the date of the meeting. The quorum for such meetings shall be 10% of the members in good standing.

Section 3. 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 at a meeting of the Board or who vote by mail, and shall be called by the Secretary upon receipt of a petition signed by 10% of the members of the Club who are in good standing. Such meetings shall be held at such place, date, and hour as may be designated by the President. Written notice of such meetings shall be mailed at least 14 days and not more than 30 days prior to the meeting. The quorum for such a meeting shall be 10% of the members in good standing.

Section 4. BOARD MEETINGS. The first meeting of the Board shall be held immediately following the Annual Meeting and election. Other meetings of the Board of Directors shall be held at such times and places as are designated by the President or by a majority of the entire Board. Written notice of each such meeting shall be sent by the Secretary to each member of the Board at least seven (7) days prior to the date of the meeting. The quorum for a Board Meeting shall be a majority of the Board.

Section 5. The Board of Directors may conduct its business by mail, email, fax or telephone conference calls through the Secretary.

ARTICLE III

Directors and Officers

Section 1. BOARD OF DIRECTORS. The Board shall be comprised of the President, Vice-President, Secretary, Treasurer and five (5) Directors, all of whom shall be members in good standing and residents of the United States. The Officers and Directors shall be elected for two-year terms. The President, Secretary, and three (3) directors shall be elected for a two-year term in even numbered years, and the remaining Board Members, Vice-President, Treasurer, and two (2) Directors shall be elected for a two-year term in odd numbered years. All Officers and Directors shall be elected at the Annual Meeting in accordance with provisions set forth in Article IV. They shall serve until their successors are elected. General management of the Club's affairs shall be entrusted to the Board of Directors. Each member of the Board shall have an unqualified right of access to the books, records and files of the Club.

Section 2. OFFICERS. The Club's Officers, President, Vice-President, Treasurer and Secretary, 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 meeting 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 Treasurer shall collect and receive all money due or belonging to the Club; and 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 a report shall be made to the Board of the Club's finances including receipts or payments not previously reported. At the Annual

Meeting, he/she shall render an account of all money received and expended during the previous fiscal year. The Treasurer may be bonded in such amount at the Board of Directors shall determine.

- (d) The Secretary shall keep a record of all meetings of the Club and of the Board and of all votes taken by mail, and of all matters of record. The Secretary shall have charge of the correspondence, notify newly elected applicants of their membership and furnish them with a copy of the Club's Constitution, By-Laws and Standard of the Breed, notify Officers and Directors of their election to office, keep a roll of the members of the Club with their addresses, and once a year furnish members with a list of the membership, issue notices of all meetings, and carry out such duties as are prescribed in these By-laws

Section 3. VACANCIES. Any vacancies occurring on the Board or among the officers during the year shall be filled until the next annual election by a majority vote of all the then members of the Board; 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.

Section 4. Removal. Any Officer or Board Member may be removed from office for cause at a special meeting of the membership called for that purpose at which not less than twenty (20%) percent of the membership is present and voting. The vote at such a meeting shall be by written secret ballot.

Section 5. Delegate to The American Kennel Club. The Delegate to The American Kennel Club shall be appointed by the Board for a two-year (2) term in even years. The Delegate may be an Officer or a Director of the Club.

- (a) Duties of Delegate. The Delegate to the American Kennel Club, when appointed in accordance with these By-Laws and approved by the American Kennel Club, shall represent the Club at meeting of the Delegates to the American Kennel Club, voting his/her conscience unless otherwise instructed by the Board or by the membership. A report will be furnished to the Board after each Delegates meeting.

ARTICLE IV

The Club Year, Voting, Nominations, 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. The elected officers and directors shall take office immediately upon the conclusion of the election, and each retiring officer shall turn over to his successor in office all properties and records relating to that office within 30 days after the election.

Section 2. VOTING. At the annual meeting or at a special meeting of the Club voting shall be limited to those members in good standing who are present at the meeting. Voting by proxy shall not be permitted. The Board of Directors may decide to submit other specific questions for decision of the members by written ballot cast by mail.

Section 3. ANNUAL ELECTION. At the annual meeting for the election of officers and directors, the vote shall be conducted by ballot only when more than one person is nominated

for a particular office or when more than three directors are nominated providing the provisions set forth in ARTICLE IV, Section 4, have been executed in proper form. Ballots to be valid must be received by the Secretary (or independent professional firm designated by the Board) fourteen (14) days prior to the Annual meeting. Ballots shall be counted by three inspectors of election who are members in good standing and who are neither members of the current Board nor candidates on the ballot and who shall be chosen by the members present at the meeting. Otherwise, the Board shall designate an independent professional firm to count the ballots. The person receiving the largest number of votes for each position shall be declared elected. If any nominee, at the time of the meeting is unable to serve for any reason, such nominee shall not be elected and the vacancy so created shall be filled by the new Board of Directors in the manner provided by in ARTICLE III, Section 3.

Section 4. NOMINATIONS AND BALLOTS. No person may be a candidate in a Club election who has not been nominated in accordance with these by-laws. A Nominating Committee shall be chosen by the Board of Directors before December 15th. The Committee shall consist of three members from different areas of the USA, and two alternates, all members in good standing, no more than one of whom shall be a member of the current Board of Directors. The Board shall name a chairman for the Committee. The Nominating Committee may conduct its business by mail or electronic means.

- (a) The Nominating Committee shall nominate from among the eligible members of the Club, one candidate for each office and for each other position on the Board of Directors and shall procure the acceptance of each nominee so chosen. The Committee should consider geographical representation of the membership on the Board to the extent that it is practicable to do so. The Committee shall then submit its slate of candidates to the Secretary who shall mail the list, including the full name of each candidate and the name of the State in which he/she resides, to each member of the Club on or before February 1st, so that additional nominations may be made by the members if they so desire.
- (b) Additional nominations of eligible members may be made by written petition addressed to the Secretary and received at his/her regular address on or before March 1st, signed by ten percent (10%) of the membership and accompanied by the written acceptance of each such additional nominee signifying his willingness to be a candidate. No person shall be a candidate for more than one 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.
- (c) If no valid additional nominations are received by the Secretary on or before March 1st, the Nominating Committee's slate shall be declared elected at the time of the Annual Meeting, and no balloting will be required.
- (d) If one or more valid additional nominations are received by the Secretary on or before March 1st, he/she shall, on or before March 15th, mail to each member in good standing a ballot listing all of the nominees for each position in alphabetical order, with the names of the States in which they reside, together with a blank envelope and a return envelope addressed to the Secretary (or designated professional firm) marked "Ballot" and bearing the name of the member to whom it was sent. So that the ballots may remain secret, each voter, after marking his ballot, shall seal it in the blank envelope which in turn shall be placed in the second envelope addressed to the Secretary (or designated professional firm). The inspectors of election (or designated professional firm) shall check the returns against the list of members whose dues are paid for the current year prior to opening the outer

envelopes and removing the blank envelopes, and shall certify the eligibility of the voters as well as the results of the voting which shall be announced at the annual meeting.

- (e) Nominations cannot be made at the annual meeting or in any manner other than as provided above.

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 awards, membership and other functions 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. Notification of appointment to a standing committee shall be mailed by the Secretary and acceptance received as soon as practicable following the appointment. Any person failing to accept the appointment or perform the required duties may be terminated and a successor appointed by the Board of Directors.

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 fifty dollars (\$50.00), which shall be forfeited if such charges are not sustained by the Board or Committee 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 interests 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 of 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 or a Committee of not less than three members of 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 certified 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 wishes.

Section 3. BOARD HEARING. The Board or Committee 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 the complainant and defendant, the Board or Committee 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, or until the next annual meeting if that will occur

after six months. 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 recommendation of the Board or Committee. Immediately after the Board or Committee 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 decision and penalty, if any.

Section 4. EXPULSION. Expulsion of a member from the Club may be accomplished only at the annual meeting of the Club following a hearing and upon the recommendation of the Board or Committee as provided in Section 3 of this ARTICLE. 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 findings and recommendations, and shall invite the defendant, if present, to speak in his/her own behalf. The meeting shall then vote by secret written ballot on the proposed expulsion. A 2/3 vote of those present and voting at the annual meeting shall be necessary for expulsion. If expulsion is not so voted the suspension shall stand.

ARTICLE VII

Amendments

Section 1. Amendments to the constitution and by-laws and the Standard for the breed may be proposed by the Board of Directors or by written petition addressed to the Secretary signed by twenty (20%) 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 (and the Standard for the breed) may be amended at any time provided a copy of the proposed amendment has been mailed by the Secretary to each member in good standing on the date of mailing, accompanied by a ballot on which he may indicate his choice for or against the action to be taken. The notice shall specify a date not less than 30 days after the date of mailing by which date the ballots must be returned to the Secretary to be counted. The favorable vote of 2/3 of the members in good standing who return valid ballots within the time limit shall be required to effect any such amendment.

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 whether voluntary or involuntary or by operation of law, none of the property 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 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 the President
- Report of the Secretary
- Report of the Treasurer
- Reports 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 Secretary
- Report of Treasurer
- Report of Committees
- Unfinished business
- Election of new members
- New business
- Recess or adjournment

Section 3. In the absence of any by-law , the rules of order described in the latest edition of Robert's Rules of Order shall apply.

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