



CONSTITUTION

ARTICLE I

Name and Objects

SECTION 1. The name of the Club shall be THE CAIRN TERRIER CLUB OF GREATER DETROIT.

SECTION 2. The objects of the Club shall be:

- (a) To encourage and promote quality in the breeding of purebred Cairn Terriers 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 Cairn Terriers shall be judged.
- (c) To do all in its power to protect and advance the interests of the breed by encouraging sportsmanlike competition at dog shows, obedience trials, agility trials, field events, tracking tests and all other dog related events.
- (d) To conduct sanctioned and licensed specialty shows, obedience trials, agility trials, field events, tracking tests and/or other dog related events 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 **not** 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 bylaws as may be required to carry out these objects.

BYLAWS

ARTICLE I

Membership

SECTION 1. ELIGIBILITY. There shall be five (5) types of membership open to all persons eighteen years of age or older, also junior membership open to ages 10-17, 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 breeders and exhibitors in its immediate area.

- (a) **Regular Membership.** Open to all persons 18 years of age or older, paying annual dues and having full privileges of Club membership, including the right to vote, hold office and serve on the nominating committee.
- (b) **Household Membership.** Consisting of two (2) persons, 18 years of age or older, residing in the same household, paying annual dues for one Regular Membership. This membership shall be entitled to one vote per household at Club meetings, and have all the privileges of Regular Membership. Each individual may become a Regular member upon payment of the appropriate dues. Such change in membership shall begin with the next fiscal year of the Club.
- (c) **Junior Membership.** Open to all persons 10 - 17 years of age, paying annual dues at one-half (1/2) the rate for Regular Membership. This type of membership shall have all the privileges of Regular Membership except the right to vote, hold office or serve on the Nominating Committee. At age eighteen (18) junior members are eligible for Regular Membership.

- (d) **Life Membership.** Paying no annual dues, with all the privileges of Regular Membership including the right to vote; hold office and serve on the nominating committee. To be awarded under special circumstances as determined by a majority vote of the Board.
- (e) **Associate Membership.** This membership shall consist of one or two persons residing in the same household and paying annual dues at one-half (1/2) the rate for Regular Membership. This type of membership is available to any person who desires to work in association with this Club's interests, or resides outside the Greater Detroit area. Associate members may choose Regular Membership upon payment of the appropriate dues. Such change in membership shall begin with the next fiscal year of the Club.

SECTION 2. DUES. Dues shall be determined by the Board of Directors, with the approval of the membership, on a yearly basis and shall be payable on or before the first (1st) day of January of each year. Membership dues shall not exceed forty (\$40.00) dollars per year. No member may vote whose dues are not paid for the current year. During the month of September, the Treasurer shall send to each member, a statement of dues for the ensuing year.

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 the constitution and bylaws, the rules of the Club, and 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. 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. 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.

Applicants for membership who have been rejected by the Club may not reapply within six months (6) 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 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 VI of these bylaws.

ARTICLE II

Meetings and Voting

SECTION 1. CLUB MEETINGS. Meetings of the Club shall be held within the Greater Detroit area at such date, place, and hour as may be designated by the Board of Directors, but not less than bi-monthly. Notice of each such meeting shall be provided by the Secretary at least five (5) days prior to the date of the meeting. This notification may be accomplished by electronic mail, delivered mail, or publication on the club website. The quorum for such a meeting shall be 20% of the 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 (5) members of the Club who are in good standing. Such special meetings shall be held within the Greater Detroit area, at such 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 provided by the Secretary at least 5 days and not more than fifteen days prior to the date of the meeting. This notification may be accomplished by electronic mail, delivered mail, or publication on the club website; 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 members in good standing.

SECTION 3. BOARD MEETINGS. Meetings of the Board of Directors shall be held within the Greater Detroit area at such date, hour and place as may be designated by the Board, but not less than bi-monthly. Notice of such meeting shall be provided by the Secretary at least five (5) days prior to the date of the meeting. This notification may be accomplished by electronic mail, delivered mail or publication on the club website. The quorum for such a meeting shall be a majority of the Board of Directors.

SECTION 4. BOARD BUSINESS BY TELEPHONE OR VIDEO CONFERENCE. A quorum of the Board of Directors may be accomplished in a regular or special meeting of the Board by means of telephone or video conference allowing all persons participating in the meeting to hear each other at the same time. Participation by such means shall constitute presence in person at a meeting. The quorum for such a meeting shall be a majority of the Board of Directors.

SECTION 5. 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 within the Greater Detroit area at such place, date and hour as may be designated by the person authorized herein to call such meeting. Notice of such meeting shall be provided by the Secretary at least 5 days and not more than ten (10) days prior to the date of the meeting. This notification may be accomplished by electronic mail, delivered mail, or publication on the club website; said notice shall state the purpose of the meeting, and no other Club business may be transacted thereat. A quorum for such a meeting shall be a majority of the Board.

SECTION 6. VOTING. Each member 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 Officers and three (3) other persons all of whom shall be members in good standing and all of whom shall be elected for a one (1) year term 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, 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 appurtenant to the office of President in addition to those particularly specified in these bylaws.
- (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; 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 bylaws.
- (e) **The Treasurer** shall collect and receive all monies due or belonging to the Club. He/she shall deposit same in a bank designated by the Board, in the name of the Club. The books at all times shall 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 or 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 determine.
- (f) The office of Secretary and Treasurer may be held by the same person in which case the Board shall be comprised of the officers and four (4) other persons.

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 first day of January and end on the last 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 December at which time directors and officers for the ensuing year shall be elected by secret, written ballot from among those nominated in accordance with Section IV of this Article. They 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 thirty (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 the Club election who has not been nominated. During the month of August, the Board shall select a Nominating Committee consisting of three (3) members and two (2) alternates, not more than one of whom may be a member of the Board. The Secretary shall immediately notify the committeemen and alternates of their selection. The Board shall name a Chairman for the Committee and it shall be such person's duty to call a Committee meeting which shall be held on or before September 15.

- (a) The Committee shall nominate one candidate for each office, and three (3) candidates for the three (3) 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, at least two weeks before the October meeting, notify each member in writing of the candidates so nominated.
- (c) Additional nominations may be made at the October meeting by any member in attendance provided that the person so nominated does not decline when their name is proposed, and provided further that if the proposed candidate is not in attendance at this meeting, the proposer shall present to the Secretary a written statement from the proposed candidate signifying 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 manner other than as 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 trials, field 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 on a particular project.

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 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 represent 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 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 three (3) weeks or more than six (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 his 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 the 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 (6) 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 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 the 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 on 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 on his own behalf if he wishes. The members shall then vote by secret, written ballot on the proposed expulsion. A two-thirds (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 and signed by twenty percent (20%) 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 (3) months of the date when the petition was received by the Secretary.

SECTION 2. The constitution and bylaws may be amended by a two-thirds (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 (2) weeks prior to the date of the meeting.

ARTICLE VII

Dissolution

SECTION 1. DISSOLUTION. The Club may be dissolved at any time by the written consent of not less than two-thirds (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 shall be distributed to any members of the Club. 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 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. 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 Secretaries
Report of Treasurer
Report of Committees
Unfinished business
New business
Adjournment

ARTICLE X

Parliamentary Authority

SECTION 1. 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 adopt.

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