

# **CONSTITUTION**

AND

# **BYLAWS**

## **Article I**

### **Name and Objectives**

**SECTION 1.** The *name* of the Club shall be *The Lake Erie Havanese Club*.

**SECTION 2.** The *mission* of the Club shall be for the promotion, education, and protection of the Havanese, as the only native dog breed of Cuba as defined by the Havanese Club of America

### **SPECIALTY CLUBS**

to encourage and promote quality in the breeding of purebred Havanese and to do all possible to bring their natural qualities to perfection;

A) to urge members and breeders to accept the standard of the breed as approved by The American Kennel Club and the Havanese Club of America as the only standard of excellence by which Havanese shall be judged;

B) to do all in its power to protect and advance the interests of the breed by encouraging sportsmanlike competition at conformation and performance events;

D) to conduct sanctioned matches, for conformation and performance events; under the rules and regulations of The American Kennel Club and The Havanese Club of America.

## **Article II**

### **Membership**

**SECTION 1. *Membership Eligibility:*** There shall be two types of membership (Regular and Household) open to all persons 18 years of age and older who subscribe to the purposes of this Club. The Club's primary purpose is to be representative of the owners, breeders, and exhibitors in its immediate area which encompasses Southern Michigan and Northern Ohio.

**SECTION 2. *Dues:*** Membership Dues shall not exceed \$25.00 for Regular Membership or \$35.00 for Household Membership per year. No member may vote whose dues are not paid for the current year. The Secretary shall send a statement to each member notifying them of their renewal date: dues are payable by May 15<sup>th</sup> of each year. The Board may assess a *Special Dues* on members to fund projects and/or the club treasury.

**SECTION 3. *Election to Membership:*** Each applicant for membership shall apply on a form, as approved by the Board of Directors, which provides that the applicant agrees to abide by the constitution, bylaws, and rules of The American Kennel Club and the Havanese Club of America. The applicant shall provide their name, address, telephone,

e-mail and information on their Havanese. Accompanying the application, the prospective member shall submit applicable dues payment for the year. Prospective members will be voted upon by the current Board of Directors. Applicants for membership who have been rejected by the Club may reapply within six months after such rejection.

**SECTION 4. *Termination of Membership*** - Membership 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. Obligations other than dues are considered a debt to the Club and must be paid in full prior to resignation.

B) ***By lapsing*** - A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid 30 days after membership expiration date. 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 by Article VII of these bylaws.

**Article III  
Meetings and Voting**

**SECTION 1. *Club Meetings:*** Meetings of the Club shall be held at local Dog Shows or other mutually agreed places as designated by the President of the club. Written notice of each such meeting shall be mailed by the Secretary at least 21 days prior to the date of the meeting or announced in the Club newsletter provided that it is distributed at least 21 days before the event or sent by electronic means at least 14 days prior to the date of the meeting. Club meetings may also be conducted 'on-line', i.e. internet or through the clubs internet group. The quorum for all meetings shall be 20 percent of the members in good standing.

**SECTION 2. *Board Meetings:*** Meetings of the Board of Directors shall be held in conjunction with regularly scheduled Club meetings and shall be held prior to the Club meeting. The quorum for such a meeting shall be a majority of the Board.

**SECTION 3. *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 members of the Board. Such special meetings shall be held at a location convenient to all members of the Board at such a date and hour as may be designated by the person authorized to call such a meeting. Written or electronic notice of such meeting shall be mailed/made by the Secretary at least five 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 there at. The quorum for such a

meeting shall be a majority of the Board. Special Board meetings may be conducted "on line."

**SECTION 4. *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 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 Officers and three other persons, all of whom shall be members in good standing and all of whom shall be elected for two year terms at the Club's Annual Meeting as provided in Article V and shall serve until their successors are elected. General management of the Club's affairs shall be entrusted to the Board of Directors. In order to maintain their position as an Officer or Board member with voting rights, each shall participate in at least two (2) club events per year.

**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 the Board, and shall have the normal duties and powers given to the Office of the 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.

D) The Treasurer shall collect and receive all moneys due or belonging to the Club. Moneys shall be deposited in a bank designated by the Board, in the name of the Club. The books shall at all times be open to inspection by the Board and a report shall be given at every meeting on the condition of the Club's finances and every item of receipt or payment not before reported; and at the Annual Meeting an accounting shall be rendered of all moneys received and expended during the previous fiscal year.

**SECTION 3. *Vacancies:*** Any vacancies occurring on the Board or among 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. The positions of Secretary and Treasurer may be combined and held by the same person if the Board so determines.

**Article V**  
**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 Annual Meeting.

**SECTION 2. *Annual Meeting:*** The Annual Meeting shall be held at the Regional Specialty at which Officers and Directors for the ensuing term shall be elected by either secret ballot or voice vote 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 retiring Officer shall turn over to the successor in office all properties and records relating to the 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. Two months preceding the Annual Meeting, the Board shall select a Nominating Committee consisting of three members and two 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 meeting, which shall be held before the Annual Meeting OR, with majority consent of the Board and members, a slate of officers may be nominated from the floor during a regular meeting and then voted on at the Annual Meeting.

A) The Committee shall nominate one candidate for each office and Delegate, 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 Annual Meeting, notify each member in writing or via electronic means of the candidates so nominated.

C) Additional nominations may be made at the Annual 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 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 in any manner other than as provided in this Section.

## **Article VI Committees**

**SECTION 1. *Committees:*** 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 VII Discipline**

**SECTION 1. *American Kennel Club and/or Havanese Club of America Suspension:*** Any member, who is suspended from any privileges of The American Kennel Club and/or The Havanese Club of America, shall automatically be suspended from the privileges of this Club for a like period.

**SECTION 2. *Charges:*** Any member may bring charges against another member for alleged misconduct prejudicial to the best interests of the Club. Written charges with specifications must be filed in duplicate with the Secretary. 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. If the Board considers that the charges do not allege conduct which would be prejudicial to the best interests of the Club, it shall refuse to entertain jurisdiction. If the Board entertains jurisdiction of the charges, it shall fix a date for a hearing by the Board not less than three weeks nor 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 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 reprimand or suspend the defendant from all privileges of the Club for not more than six months from the date of the hearing. If the Board 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 this Article. The defendant shall have the privilege of appearing in his/her own behalf, though no evidence shall be taken at this meeting. The President shall read the charges and the Board's finding and recommendation, and shall invite the defendant, if present, to speak on his/her own behalf if he/she wishes. The members shall then vote by secret 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 VIII Amendments**

**SECTION 1. *Amendments:*** Amendments to the constitution and bylaws may be proposed by the Board of Directors, appointed committee, or by written petition addressed to the Secretary signed by 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 bylaws may be amended by a 2/3 vote of the members present and voting at any regular scheduled meeting of the Club provided the proposed amendments have been mailed to each member at least two weeks prior to the meeting.

**Article IX  
Dissolution**

**SECTION 1. *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 other than for purposes 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 X  
Order of Business**

**Section 1. *Order of Business:*** 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  
Reports of Committees  
Election of Officers and Board (at Annual Meeting)  
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:

Minutes of Last Meeting  
Report of Secretary  
Report of Treasurer  
Reports of Committees  
Unfinished Business  
New Business  
Adjournment

***Founded:*** The Lake Erie Havanese Club began on October 4, 2003, in Monroe, Michigan.

***Revised: M\_\_\_\_\_ DD, 2009***