

Alamo Great Dane Club

Constitution and By-Laws

► Constitution

ARTICLE I

Name and Objects

SECTION 1. The name of the Club shall be the Alamo Great Dane Club, hereinafter referred to as the Club.

SECTION 2. The objects of the Club shall be:

A. To encourage and promote the quality in breeding of purebred Great Danes and to do all possible to bring their natural qualities to perfection.

B. To encourage the membership to a lifetime responsibility for their Great Danes, their Dane's offspring and to the education of others as all are necessary for the protection and advancement of the breed.

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 Great Danes shall be judged and to encourage the study of the standard by breeders, judges, dog show committees and others interested in the advancement of the breed.

D. To do all in its power to protect and advance the interests of the breed and to encourage sportsmanlike competition at dog shows, agility, rally and obedience trials.

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, and to generate publicity on any matter affecting the welfare of the breed.

F. To encourage dedication to the health and welfare of the breed.

G. To encourage the participation by Affiliate Clubs and breeders with a rescue program in their area.

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 may, from time to time, revise such by-laws as may be required to carry out these objects.

Alamo Great Dane Club By-Laws

ARTICLE I

MEMBERSHIP

SECTION 1

Eligibility:

There may be three classes of membership open to persons in good standing with The American Kennel Club who subscribe to the purposes of this Club, provided such person(s) or any member of their family owns or has owned a Great Dane.

A. Regular Members:

Any person eighteen years of age or older in good standing with The American Kennel Club may make application for regular membership in this Club, provided he or she, or any member of his immediate family, owns or has owned a Great Dane and the applicant is interested in the welfare and advancement of the breed.

B. Junior Members:

Any person between the ages of fifteen and seventeen years of age inclusive, in good standing with The American Kennel Club may make application for junior membership in this Club, provided he/she, or any member of his immediate family, owns or has owned a Great Dane and the applicant is interested in the welfare and advancement of the breed.

C. Honorary Members:

Honorary membership may be conferred only upon a person who has rendered a distinctly valuable service to the Club or the breed, Honorary members shall be exempt from dues and initiation fee, and shall enjoy all the privileges of the Club except that they may not vote or hold office. Upon the recommendation of the Board of Directors honorary membership may be conferred by a vote of two-thirds (2/3) of the regular members present and voting at any regular meeting or any special meeting called for such purpose. A member so honored may maintain active (regular) membership status by paying the appropriate yearly dues.

While membership is unrestricted as to residence, the Club's primary purpose is to be representative of breeders and exhibitors in the immediate area of San Antonio, Texas.

SECTION 2:

Dues:

Membership dues for regular members shall be \$15.00 per year -- dues for family membership shall be \$25.00 per year – dues for junior members shall be \$10.00 per year, payable on or before the first day of January of each year. No member may vote whose dues are not paid for the current year. During the month of December, the Treasurer or the Membership Chairperson shall send to each member a statement of his dues for the ensuing year. Each member over the age of 18 is entitled to one vote when attending a meeting. There will not be any proxy voting.

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 this constitution, by-laws, rules of this Club and the rules 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 and shall be voted upon by secret ballot. The application shall be accompanied by an application fee of \$25.00 together with the dues required for the current year. Each applicant must attend two (2) meetings in person before being voted on for Club membership.

All applications are to be filed with the Member Secretary or Membership Chairperson and each application is to be read at the first meeting of the club following its receipt. Simultaneously, the Board of Directors shall send the names and addresses of the applicant(s) and their sponsors to the Secretary, who shall publish same, as soon as possible, in the monthly newsletter.

After all requirements have been filled the application will be voted upon and affirmative votes of 2/3rds of the members present 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 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. No member may resign when in debt to the club.

- (b) by lapsing. Any membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid 90 days after the first day of the fiscal year – April 1st; however, the Board may grant an additional 90 days of grace to such delinquent members in meritorious cases. Dues are payable January 1st, while the start of the fiscal year begins December 1st. 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 AND VOTING:

SECTION 1:

Club Meetings:

Meetings of the club shall be held each month within the Greater San Antonio, Texas area at such hour and place as may be designated by the Board of Directors. If deemed necessary, club meetings can be held via teleconferencing & videoconferencing or in conjunction with an in-place meeting. In the event that the regular meeting date should fall on a legal holiday, the meeting may be held on the day preceding or the day following the regular meeting date or at such other date as may be determined by the Board of Directors. Written notice of each such meeting shall be mailed by the Secretary at least 10 days prior to the date of the meeting. The quorum for such meetings shall be 20% of the members in good standing. At any meeting of the membership, twenty (20%) per cent of the members eligible to vote shall constitute a quorum for the transaction of business, but a lesser number may adjourn any meeting from time to time. Notice shall be given to all members of the time and place of any

such adjournment. When a quorum is present at any meeting, a majority of the members present may decide any question brought before such meeting, except as otherwise provided by law or these by-laws. July and August meetings may be held at the option of the Club.

SECTION 2:

Special Club Meetings:

Special club meetings maybe 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 within the Greater San Antonio Area at such place, date and hour as may be designated by the Board of Directors. Written notice of such a meeting shall be mailed 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 thereafter. 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 each month within the Greater San Antonio, Texas area in such place at such time as the Board of Directors may from time to time determine. A minimum of three (3) meetings per year shall be held by the Board. Electronic notice of each such meeting shall be sent by the Secretary at least 5 days prior to the date of the meeting. The quorum for such meeting shall be a majority of the Board.

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 electronic request by at least three members of the Board. Such special meetings shall be held within the San Antonio, Texas area at such date, place, and hour as may be designated by the person authorized herein to call such meeting. Electronic notice of such meeting shall be sent by the Secretary at least 5 days and no more than 10 days prior to the date of the meeting, or any electronic notice shall be filed at least 3 days and not more than 5 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 quorum for such a meeting shall be a majority of the Board.

SECTION 5:

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 are 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 of Directors shall be comprised of the officers of the Club including the delegate to The Great Dane Club of America and three other members to be elected by the members at the annual meeting as hereinafter provided. At the annual meeting in December, one (1) members shall be elected for a period of one (1) year, one (1) member shall be elected for a period of two (2) years, and one (1) member shall be elected for a period of three (3) years. At the annual meeting and at each annual meeting thereafter, there shall be elected to the Board two members to serve for a term of three (3) years. The present members of the Board of Directors shall continue in office until the annual meeting in December. The Board of Directors shall have the general management of Club affairs and in accordance with all agreements and understandings between the Club and The Great Dane Club of America. In management and control of the property and affairs of the Club, the Board of Directors is hereby vested with all the powers possessed by the Club itself so far as this delegation of authority is not inconsistent with the laws of the State of Texas, with the charter of the Club, or with these by-laws and its agreements with The Great Dane Club of America.

SECTION 2:

Officers:

The Officers of the Club shall be a President, Vice President, Secretary, Treasurer and a Delegate to The Great Dane Club of America. Each officer shall be a regular member and shall be elected annually by the regular members from among their own number by written ballot at the annual meeting of the members of the Club, and shall hold office for a period of one (1) year or until their successors are duly elected with the exception of the Delegate to The Great Dane Club of America who shall hold office for a period of two (2) years as hereinafter provided.

(a) President:

The President when present shall preside at all meetings of the members and of the Board of Directors. The President shall perform all duties commonly incident to his office and shall

perform such other duties as the Board of Directors shall from time to time designate. No President shall serve three successive terms.

(b) Vice President:

In the absence of the President, the Vice President shall preside at all meetings of the members and of the Board of Directors and shall perform such other duties as are commonly incident to his office and have such other powers and duties as the Board of Directors shall from time to time designate.

(c) Secretaries:

The Recording Secretary of the Club shall keep an accurate record of the proceedings of all meetings of the members, and of the board of Directors in books provided for that purpose, which books shall be open at all reasonable times to the inspection of any regular member. The Corresponding Secretary shall perform such other duties and have such other powers as the Board of Directors shall from time to time designate. In the absence of the Recording Secretary from any such meeting, a Secretary pro tempore shall be chosen who shall record the proceedings of such meetings in the aforesaid books. The Secretaries shall be sworn to their faithful performance of their duties. At the discretion of the Board of Directors, these two offices may be combined into one person.

(d) Treasurer:

The Treasurer shall have the care and custody of the funds of the Club and shall have and exercise under the supervision of the Board of Directors all the powers and duties commonly incident to his office. He shall submit all unpaid bills at each regular meeting of the members for their approval, provided, however, that he may, in his discretion, pay any bill that does not exceed the sum of \$50.00 without such approval, but shall at the next regular meeting of the members following payment secure ratification of the payment of such items. He shall perform such other duties. and have such powers as the Board of Directors shall from time to time designate.

(e) Delegate to The Great Dane Club of America:

The Delegate to The Great Dane Club of America shall represent the Club at all meetings of the Delegates of The Great Dane Club of America. He/She shall be elected to serve a term of two (2) years.

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 members of the Board at its first regular meeting following the creation of such vacancy, or at a Special Board Meeting called for the

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 1st day of December and end on the 30th day of November.

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 Officers and Directors 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 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 3:

Elections:

The nominated candidate receiving the greatest number of votes for each office shall be declared elected. The 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. During the month of September 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 committee persons and alternates of their selection. The Board shall name a Chairman for the Committee and it shall be his duty to call a committee meeting, which shall be held on or before the November meeting.

(a) The committee shall nominate one candidate for each office and candidates for other positions on the Board and, as set forth in Article III, Section 1, 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, before the October meeting notify each member in writing of the candidates so nominated.

(c) Additional nominations may be made at the November meeting preceding the annual meeting by any 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, the proposer shall present to the Secretary a written statement from the proposed candidate signifying his or her 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, 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. The President shall, by virtue of his or her office, be a member of all Committees with voting privileges.

The following Standing Committees may be appointed as above prescribed:

1. Judges Committee
2. National & Regional Committee
3. Membership Committee
4. Trophy Committee
5. Bench Show & Education Committee
6. Publicity Committee
7. Budget and Auditing Committee
8. Match Show 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 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 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 \$10 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 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 for 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 certified mail return signature requested 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 or she 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 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 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 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 his or her own behalf, though no evidence shall be taken at this meeting. The President shall read the charges and the Board's finding and recommendations, and shall invite the defendant, if present, to speak in his or her own behalf. The meeting shall then vote by written secret ballot on the proposed expulsion. A 2/3rds 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 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 secret ballot 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 2/3rds 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 weeks prior to the date of the meeting.

ARTICLE VIII

DISSOLUTION

SECTION 1:

The Club may be dissolved at any time by the written consent of not less than 2/3rds of the members in good standing. 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 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
- Reports of Committees
- Election of Officers and Board (at December 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
- Reports of committee's
- 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 special rules of order the club may adopt.