

AWC Constitution and By-Laws

Revised May 21, 1993

PURPOSE

SECTION 1. The name of the Club shall be American Whippet Club.

SECTION 2. The objects of the club shall be:

(a) to unite those people interested in the breeding, showing, racing, coursing and generally improving the breed of Whippet for the purpose of exerting effectually a combined influence upon all matters affecting the breed;

(b) to urge members and breeders to accept the standard on the breed as approved by the American Kennel Club as the only standard of excellence by which Whippets shall be judged;

(c) to do all in its power to promote and maintain a high standard of conduct in the transaction of all business connected with the breeding of the Whippet and to encourage sportsmanlike competition at dog shows, obedience trials and related activities;

(d) to conduct sanctioned matches, obedience trials, lure coursing and specialty shows under the rules of the American Kennel Club;

(e) to encourage the organization of independent local Whippet clubs in those localities where there are sufficient fanciers of the breed to meet the requirements 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 of 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.

BY-LAWS

ARTICLE I

MEMBERSHIP

SECTION 1. Eligibility. There shall be one type of membership, open to all person 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.

SECTION 2. Dues. Membership dues shall be determined by the Board of Directors and 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 November, the Treasurer shall send to each member a statement of his 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 By-laws and the rules of The American Kennel Club.

The application shall state the name and address of the applicant and it shall carry the endorsement of two members , in good standing, not of the same family or household.

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

An application which has received a negative vote by the Board may be presented by one of the applicant endorsers at the next meeting of the Club and the Club may elect such applicant by favorable vote of 3/4 of the members present.

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. 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 members dues remain unpaid 90 days after the first day of the fiscal year; however, the Board may grant an additional 90 days of grace to such delinquent members in meritorious cases. In no case may a person be entitled to cote at any Club meeting whose dues are unpaid as the date of that meeting.

(c) **BY EXPULSION.** A membership may be terminated by expulsion as provided in Article VII of this Constitution and By-laws.

ARTICLE II

MEETINGS

SECTION 1. *Annual Meeting.* The annual meeting of the Club shall be held in the month of April, at a place, date and hour designated by the board of Directors. Written notice of the annual meeting shall be mailed by the Secretary 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. *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, or the Secretary upon receipt of a petition signed by ten members of the Club who are in good standing. Such meetings shall be held at such hour and place as may be designated by the Board of Directors. Written notice of such meeting shall be mailed by

the Secretary at least 14 days and not more than 30 days prior to the meeting. The notice of meeting shall state the purpose of the meeting and no other Club business may be transacted. The quorum for such a meeting shall be 10% of the members in good standing.

SECTION 3. *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 a majority vote of the entire Board. Written notice of each such meeting shall be mailed by the Secretary to each member of the Board at least 10 days prior to the date of the meeting. The quorum for a Board meeting shall be a majority of the Board voting in person or by mail.

SECTION 4. *The Board of Directors* may conduct its business by mail, FAX or telephone conference call through the Secretary. Items voted upon by conference call must be confirmed in writing within 7 days.

ARTICLE III

DIRECTORS AND OFFICERS AND

AMERICAN KENNEL CLUB DELEGATE

SECTION 1. Board of Directors. The Board shall be comprised of nine members, all of whom shall be members in good standing who are residents of the United States. Three of these Directors shall be elected each year for three-year terms, 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. They shall elect the Club's Officers.

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. The officers shall be elected from among their number by the newly elected Board of Directors at and immediately following the annual meeting. They shall serve for one-year terms and until their successors are elected.

(a) The President shall preside at all meetings of the Club and of the Board and shall have the duties and

power normally appurtenant to the office of the 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 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 which a record shall be ordered by the Club. 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 monies due or belonging to the Club. He shall deposit the same in a bank satisfactory to the Board, in the name of the Club. His books shall at all times be open to inspection of the Board and he shall report to them at every meeting the condition of the Club's finances and every item of receipt or a payment not before reported and at the annual meeting he 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 shall determine.

(e) American Kennel Club Delegate. The delegate to the American Kennel Club shall represent the Club in all matters requiring liaison with The American Kennel Club. The delegate shall be appointed annually by the Board of Directors.

(f) The offices of Secretary and Treasurer may be held by the same person.

(g) Any Officer or Director who misses three (3) consecutive board meetings, without cause, will be determined to have vacated the position.

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 Vice-President shall be filled by the Board.

ARTICLE IV

THE CLUB YEAR, VOTING,

NOMINATIONS, ELECTIONS

SECTION 1. Club Year. The Club's fiscal year shall begin on the first day of January and end of the 31st day of December. The Club's official year shall begin immediately at the conclusion of the election of 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, except for the annual election of Directors, and for amendments to the Constitution and By-laws and to the standard of the breed, which shall be decided by written secret ballot cast by mail. Voting by proxy shall not be permitted.

SECTION 3. Annual Election. At the Annual meeting for the election of Directors, the vote shall be conducted by secret ballot. Ballots, to be valid, must be received by the Secretary before the opening of the meeting. Ballot shall be counted at the meeting by three inspectors of election, to be chosen by the members present at the meeting. The persons receiving the largest number of votes shall be declared elected. If any nominee, at the time of the meeting, is unable to serve for any reason, the nominee with the next highest vote shall be declared elected.

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 October 1st. The committee shall consist of three members and two alternatives, all members in good standing, no more than one of whom may be a member of the current Board of Director. The Board names a chairman of the Committee. The nominating committee may conduct its business by mail or telephone.

(a) The Nominating Committee shall nominate from among the eligible members of the Club, two candidates to fill the positions of each of the three Directors whose terms will expire and two candidates to fill any vacancy among the Directors whose terms are not expiring and shall procure the acceptance of each nominee. The committee shall then submit its slate of candidates by January 1 to the Secretary who shall mail the list to each member of the Club on or before January 15, 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 regular address on or before February 15, signed by five members and accompanied by the written acceptance of each such additional nominee signifying his willingness to be a candidate.

(c) On or before March 1, the Secretary shall mail to each member in good standing a ballot listing all of the nominees for each position in alphabetical order, together with a blank envelope and a return envelope addressed to the Secretary 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. The inspectors of election shall check the return against the list of members in good standing prior to opening the outer envelopes and removing the blank envelopes, and shall verify the eligibility of the voters as well as the results of the voting which shall be announced at the Annual meeting.

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, annual prizes, membership and other fields which may well be served by committee. 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 appointed 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.

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 privilege 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 together with a deposit of \$10.00 which shall be forfeited if such charges are not sustained. The Secretary shall promptly send a copy of these charges to each member of the Board or present them at a Board meeting and the Board shall first consider whether the actions in the charges, if proven, might constitute conduct 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 four weeks, no more than eight 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 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 charge be sustained after hearing all the evidence and testimony presented by 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 this 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 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 to the Standard for the breed may be proposed by the Board of Directors or by written petition addressed to the Secretary signed by twenty percent of the members 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 or 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 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 whose ballots are returned within the time shall be required to effect any such amendment.

SECTION 3. No amendment to the Constitution or By-laws or to the Standard of the breed shall become effective until it has been approved by the Board of Directors of The American Kennel Club.

ARTICLE VIII

DISSOLUTION

SECTION 1. The Club may be dissolved at any time by the written consent of not less than 3/4 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 the law, none of the property of the Club, no 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 the President, report of the Secretary, report of 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 reports of committees, unfinished business, election of new members, new business, adjournment.

ARTICLE X

RULES OF ORDER

SECTION 1. The rules contained in Robert's Rules of Order Revised shall govern the meetings of the Club in all cases except where they are not consistent with these By-laws.