



**CONSTITUTION AND BY-LAWS OF THE
SAINT BERNARD CLUB OF THE FINGER LAKES**

CONSTITUTION

ARTICLE I

Name and Objectives

Section 1. The name of the club shall be the "Saint Bernard Club of the Finger Lakes".

Section 2. The Objectives of the club shall be:

- a) To encourage and promote the breeding of quality pure-breed Saint Bernard's 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, The International Congress at Zurich, Switzerland on June 2, 1887, and all subsequent amendments thereto as the only standard of excellence by which Saint Bernard's 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 and obedience trials.
- d) To conduct Sanctioned and Licensed Specialty Shows and Obedience Trials 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 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 persons eighteen years of age and older, who are in good standing with the American Kennel Club and who subscribe to the purpose of this club. Membership is unrestricted as to residence. No person is eligible to become or remain a member of this club who regularly breeds, buys, or sells Saint Bernard's for resale or one who operates breeding practices detrimental to the breed as defined within the limits of the Saint Bernard Club of America's "Code of Ethics".

Section 2. Honorary Membership - The Board of Directors by a vote of 3/4 of its members present and voting may elect Honorary Members. Honorary Members have the right to attend meetings, and to speak, but not to make motions, to vote, or hold office.

Section 3. Dues - Membership dues shall be \$15.00 per person per year, payable on or before the first day of June of each year. For persons joining between January 1 and June 1, the dues will be 1/2 the yearly dues, with a full years dues due June 1. No member may vote whose dues are not paid for the current year. During the month of May, the Secretary shall send to each member a statement of his/her dues for the ensuing year. Membership dues do not include assessments such as payment for club memberships in ADCNY, ADOA, etc. Such charges would be in addition to the actual club dues.

All members actively serving in the Armed Forces of the United States shall be entitled to the full privileges of the club without payment of dues until the termination of their military service.

Section 4. Election of 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 and by-laws 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 current unrelated members in good standing; thereby, these members do attest to the moral desirability and good breeding practices of the applicant. Dues payment for the current year shall accompany the application for prospective membership.

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. After this reading, the names of the applicants for membership shall be included in the notice of the following meeting where 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 re-apply until after six months of such rejection.

Section 5. 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 (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 ninety days after the first day of the fiscal year; however, the Board may grant an additional ninety days of grace to such delinquent members in meritorious cases. In no case may a person vote in any club meeting whose dues are unpaid as of the date of the meeting.
- c) By expulsion - A membership may be terminated by expulsion as provided in Article VI, Section 4, of these by-laws.

ARTICLE II

Meeting and Voting

Section 1. Club Meetings - The club shall hold eight Regular Meetings in addition to an Annual Meeting, subject to the following conditions:

- a) No Regular Meeting shall occur the same month as the Annual Meeting.
- b) There shall be no more than one Regular Meeting in a calendar month.
- c) At least one Regular or Annual Meeting must be held within any consecutive pair of calendar months.

Club Meeting shall be held within New York State, at such times and places designated by the President and approved by the Board of Directors. Regular or Annual Club Meetings may be held in conjunction with an AKC-Sanctioned Show or Obedience Trial held within New York State. Any Regular or Annual Club Meeting held on the grounds or within 25 miles of such a show on the day of, the day prior to, or the day

after the show shall be considered as held in conjunction with the show or obedience trial.

Written notice of the time and place of Club Meetings not in conjunction with an AKC-Sanctioned Show or Obedience Trial shall be mailed by the Secretary to all members not less than 10 days prior to such meetings. If a Regular or Annual Meeting is held in conjunction with an AKC-Sanctioned Show or Obedience Trial then the Secretary shall mail notice of such conjunction not less than 10 days prior to the closing of entries of the show, with notification of time and place for the meeting to be mailed not less than 5 days prior to the meeting.

The quorum for Club Meetings shall be at least 20% of the members in good standing.

The President may call for a postponement of any monthly meeting with sufficient reason and with the approval of a majority of the Board, providing written notice of such postponement is mailed by the Secretary at least ten days prior to the date of the meeting.

Section 2. Special Club Meetings - Special club meetings may be called by the President or by a majority of the members of the Board who are present and voting at any regular or special meeting of the Board, or 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 at such hour and place as may be designated by the person or persons authorized herein to call such meetings. These meetings shall be held within New York State and within a 100 mile radius of the Club most recent AKC Sanctioned and Licensed Specialty Show or Obedience Trial.

Section 3. Board Meetings - Five meetings of the Board of Directors shall be held annually. Such meetings shall be held immediately prior to and in the same place as a Regular or Annual Club Meeting, with at least one meeting held in any three consecutive calendar months.

Written notice of each such meeting shall be mailed together with notice of Regular or Annual Club Meetings.

The quorum for such a meeting shall be a majority of the Board.

Section 4. Special Board Meetings - Special meetings of the Board may be called by the President or 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 such

hour and place as may be designated by the person authorized herein to call such meetings.

These meetings shall be held within New York State and within a 100 mile radius of the Club's most recent AKC Sanctioned and Licensed Specialty Show or Obedience Trial.

Written notice of such meetings shall be mailed by the Secretary at least five days and not more than ten days prior to the date of the meeting, or telegraphic notice shall be filed at least three days and not more than five 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 thereat. A quorum for such a meeting shall be a majority of the Board.

ARTICLE III

Directors and Officers

Section 1. Board of Direct - The Board of Directors shall be comprised of the President, First Vice President, Corresponding Secretary, Recording Secretary, Treasurer, and four other persons, all of whom shall be members in good standing and residents of the United States. They shall be elected for one year terms all 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, First Vice President, Corresponding Secretary, Recording 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 this constitution and by-laws.
- b) The Vice President in order of seniority shall have the duties and exercise the powers of the President in case of the President's death, absence or incapacity.
- c) The Corresponding Secretary 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 this constitution and by-laws.

- d) The Recording 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.
- e) The Treasurer shall collect and receive all monies due or belonging to the Club. He/She shall deposit the same in a bank, satisfactory to the Board, in the name of the Club. His/Her books shall at all times be open to inspection by the Board and he/she shall report to them at every meeting the condition of the Club's finances and every item of receipt or payment not before reported. At all the annual meetings, he shall render an account of monies received and expended during the previous fiscal year. The Treasurer shall be bonded in such amount as the Board of Directors shall determine.

Section 3. Vacancies - Any vacancies occurring on the Board, including officers, during the year shall be filled for the unexpired term of office by a majority vote of all the members of the Board at its first regular meeting following the creation of such a vacancy. A vacancy may be deemed to have occurred if an Officer or Board Member has missed two or more consecutive meeting without submitting reason in writing to the Secretary prior to the next scheduled Board meeting. If notice is not received or the reason is not deemed sufficient by a 2/3 vote of all Board members present at its next regular meeting, the vacancy may be filled.

ARTICLE IV

The Club Year, Annual Meeting, Elections

Section 1. Club Year - The Club's fiscal year shall begin on July 1 and end on June 30.

Section 2. Annual Meeting - The Annual Meeting shall be held in the month of June 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 4 of this article. They shall take office immediately upon the conclusion of the election and each retiring officer shall turn over to his/her successor in office all properties and records relating to that office within thirty days after the election.

Section 3. Election - The nominated candidate receiving the greatest number of votes for each office shall be declared elected. The four nominated candidates for other positions on the Board who receive the greatest number of votes for each position shall be declared elected. All members in good standing are eligible to vote at the Annual Meeting for election of Officers and Board Members.

Section 4. Nominations - No person may be a candidate in a club election who has not been nominated. No person shall be eligible for election to an office who has not been a member for twelve months prior to the date of election unless nominations cannot be completely filled by members with twelve months or more membership. During the month of March, the Board shall elect a nominating committee consisting of three members and two alternates, not more than one of whom shall be a member of the Board. The Secretary shall immediately notify the committeemen and alternates of their election. The Board shall name a Chairman and it shall be his duty to call a Committee meeting which shall be held on before April 15.

- a) The committee shall nominate one candidate for each office and four candidates for the remaining positions on the Board. After securing the consent of each person so nominated, the committee shall immediately report their nominations to the Secretary in writing.
- b) Upon written receipt of the Nominating Committee's report, the corresponding secretary shall notify each member in writing of the candidates nominated before May 1.
- c) Additional nominations may be made at the May meeting by any member in attendance provided that the person so nominated does not decline when his/her name is proposed, and provided that if the proposed is not at this meeting, his proposer shall present to the Secretary a written statement from the proposed candidate signifying his willingness to be a candidate. No person may 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.
- 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 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 to aid it in 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. The Board may appoint successors to those persons who service has been terminated.

ARTICLE VI

Discipline

Section 1. American Kennel Club Suspensions - 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 present them at a Board Meeting. 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 interest 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 the 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 his own 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 the complainant and defendant shall be treated uniformly in this 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, suspend the defendant from all privileges of the Club for not: more than six months from the date of the hearing. If it deems that the punishment is insufficient, it may also recommend to the membership that the penalty be expulsion. In such cases, 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. Such proceedings may occur at a regular or special meeting of the Club to be held within sixty days but not earlier than thirty days after the date of the Board's recommendation of expulsion. 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 Board's findings and recommendation, and shall invite the defendant, if present, to speak in his own behalf if he wishes. The membership 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 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 20% of the membership in good standing. Amendments proposed by such petition shall be promptly considered by the Board and must be submitted to the membership 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 may be amended by a 2/3 vote of the members present and voting at any regular or special meeting called for the purpose, providing 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. Dissolution - The Club may be dissolved at any time by the written consent of not less than 2/3 of the membership. 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 nor any proceeds thereof nor any assets of the Club shall be distributed to any member 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
- Reports of Officers
- Reports of Committees
- Election of Officers and Board (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:

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

ARTICLE X

Copies of Constitution and By-Laws

Section 1. Copies of the constitution and by-laws, together with all amendments that may hereafter be made and approved, shall be furnished to each new member upon his election to membership in the club.

ARTICLE XI

Parliamentary Authority

Section 1. "Robert's Rules of Order, Revised" shall govern the society in all cases to which they are applicable and in which they are not inconsistent with the by-laws or the special rules of order of this society.