**DACHSHUND CLUB OF GREATER BUFFALO, Inc.**

**CONSTITUTION AND BY-LAWS**

**CONSTITUTION**

**ARTICLE I NAME AND OBJECTS**

Section 1. The name of the Corporation shall be Dachshund Club of Greater Buffalo***,*** Inc., hereinafter “the Club”.

1. The Club shall serve the territory from the Western Frontier of New York to Rochester with Bowmansville, New York, as its focal point.

Section 2. The objects of the Club shall be:

1. To encourage, promote and advance the interests and breeding of pure-bred Dachshunds through education, and to encourage adherence to a code of ethics, sportsmanlike competition at dog shows and obedience and field trials under the rules of the American Kennel Club;
2. To encourage and promote the breeding of pure-bred Dachshunds and to do all possible to bring their natural qualities to perfection;
3. To urge members to accept the standard of the breed as approved by the American Kennel Club as the only standard of excellence by which Dachshunds shall be judged;
4. To do all in its power to protect and advance the interests of the breed through education and to encourage adherence to a code of ethics, sportsmanlike competition at dog shows, obedience trials and field trials; and
5. To conduct sanctioned and licensed specialty shows, obedience trials and field 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.

*This Constitution and Bylaws were revised March 2016*

**BY-LAWS**

**ARTICLE I MEMBERSHIP**

Section 1. Eligibility

There shall be three types of membership: regular membership, junior membership, and associate membership.

1. Regular membership shall be 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 purposes and ethical standards of this Club. Regular members are voting members of the Club and may hold office.
2. Junior membership shall be open to all persons between the ages of eight and eighteen years of age who are in good standing with the American Kennel Club and who subscribe to the purposes and ethical standards of this Club. Junior members are not voting members of the Club and may not hold office.
3. Associate membership shall be open to all persons eighteen years of age and older who are in good standing with the American Kennel Club and a licensed club; and who subscribe to the purposes and ethical standards of this Club. Associate members are not voting members of the Club and may not hold office, while enjoying all other privileges of the Club, including being able to serve in the full capacity of a committee member on any committee so appointed by the club or club president.
4. 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.

Section 2. Election to Membership

1. 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 Club’s Constitution, these By-laws, the Club’s Code of Ethics 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. Accompanying the application, the prospective member shall submit dues payment for the current year.
2. In order to be considered for regular or junior membership, each applicant must attend a minimum of two meetings. An associate member is not required to attend any meetings.
3. 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. A majority vote of the members present shall be required to elect the applicant.
4. Applicants for membership who have been rejected by the Club may not re-apply within six months after such rejection.

Section 3. Dues

1. There shall be three categories of dues: single memberships, family or kennel memberships—for two regular members with the same mailing address—and junior memberships.
2. No dues are required for an associate membership.
3. Dues shall be recommended by the Board of Directors and approved by vote of the membership.
4. Dues shall be payable on or before the first day of January of each year. During the months of October or November the Secretary shall send to each member a statement of dues for the ensuing year.
5. No member whose dues are not paid for the current year may vote.

Section 4. Termination of Membership

Memberships may be terminated:

1. 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 are incurred on the first day of each fiscal year.
2. By lapsing. A 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; however, the Board may grant an extension of the grace period, not to exceed an additional 90 days to such delinquent members in meritorious cases. In no case may a person whose dues are unpaid as of the date of that meeting be entitled to vote at any Club meeting.
3. By expulsion. A membership may be terminated by expulsion as provided in Article VI of these By-laws.

Section 5. Reinstatement of Membership

Any member whose membership has been terminated by resignation or by lapsing may apply to the Board for reinstatement of membership. Such person shall write a letter of request to the Board addressed to the Secretary and shall include any debts or back dues owed the Club as well as any current dues. The Board shall consider such request and make its recommendation to the Membership for its vote at the next regularly scheduled meeting.

**ARTICLE II MEETINGS AND VOTING**

Section 1. Club Meetings

Meetings of the Club shall be held in or within 60 miles of the Village of Bowmansville, New York, at a minimum of six times per year at such date, hour and place as may be designated by the Board of Directors. Written notice of each such meeting shall be given by the Secretary at least 10 days prior to the date of the meeting. The quorum for such meetings shall be 20 percent of the regular members in good standing.

Section 2. Special Club Meetings

1. 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 regular members of the Club who are in good standing.
2. Such special meetings shall be held in or within 60 miles of the Village of Bowmansville, New York, at such place, date and hour as may be designated by the person or persons authorized herein to call such meetings.
3. Notice of such a meeting shall be given 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 thereat.
4. The quorum for such a meeting shall be 20 percent of the regular members in good standing.

Section 3. Board Meetings

a. Meetings of the Board of Directors shall be held in or within 60 miles of the Village of Bowmansville, New York, at such date, hour and place as may be designated by the Board.

b. Notice of each such meeting shall be given by the Secretary at least 5 days prior to the date of the meeting.

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

Section 4. Special Board Meetings

a. 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.

b. Such special meetings shall be held in or within 60 miles of the Village of Bowmansville, New York, at such place, date and hour as may be designated by the person authorized herein to call such meetings.

c. Notice of such meetings shall be given by the Secretary at least 5 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 thereat.

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

Section 5. Voting

a. Each regular member in good standing (whose dues and all other financial obligations to the Club are paid for the current year) shall be entitled to one vote at any meeting of the Club at which he/she is present.

b. Proxy voting will not be permitted at any Club meeting or election.

c. Unless stated specifically elsewhere in these By-laws, a simple majority of those regular members present and voting shall be required to pass any motion or take any official action.

Section 6. Conduct of Meetings

All meetings of the Club and the Board of Directors shall be conducted in accord with Robert’s Rules of Order.

**ARTICLE III DIRECTORS AND OFFICERS**

Section 1. Board of Directors

The Board shall be comprised of the President, Vice-President, Secretary, Treasurer and five other persons all of whom shall be regular members in good standing and all of whom shall be elected for one-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. 6

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 By-laws.

1. 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. The 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 these By-laws.

d. The Treasurer shall receive and collect all moneys belonging to or due to the Club. He/she shall deposit the same in a bank designated by 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 payment not before reported. At the annual meeting he/she shall render an account of all moneys 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 or among the officers during the year shall be filled for the unexpired term of office by a majority vote of all the remaining 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.

**ARTICLE IV THE CLUB YEAR, ANNUAL MEETING, ELECTIONS**

Section 1. Club Year

a. The Club’s fiscal year shall begin on the first day of January and end on the 31st day of December.

b. 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 the first regular meeting of the Club’s fiscal year at which Officers and Directors for the ensuing year shall be elected 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 a majority of those members present and voting for each office shall be declared elected. The five 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 including at least one Board member and at least one regular member not on the Board. The Secretary shall immediately notify the committee of their selection. The Board shall name a Chair for the Committee and it shall be his/her duty to call a committee meeting which shall be held on or before November first. Prior to said meeting, the Secretary shall certify to the chair a list of regular members who are eligible to hold office.

1. The Committee shall nominate one candidate for each office and one candidate for each of the five other positions on the Board, and, after securing the consent of each person so nominated, shall report their nominations to the Secretary in writing before November 7.

b. Upon receipt of the Nominating Committee’s report, the Secretary shall, before the November meeting, notify each member in writing of the candidates so nominated.

c. Additional nominations may be made at the November meeting by any regular member in attendance provided that the person so nominated does not decline when his/her 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 a 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 regular 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 specialty shows, obedience trials, field trials, trophies, annual prizes, membership and other fields which may be well served by committees. These committees can be either regular, junior or associated members and all members are able to serve in the full capacity of a committee member on any committee. All committee members shall have the same voice and voting responsibilities as they apply to said 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 appointment 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 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

a. Any regular member may prefer charges against a member for alleged misconduct or conduct 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 which shall be forfeited if such charges are not sustained by the Board following a hearing.

1. The Secretary shall send a copy of the charges to each member of the Board or present them at a Board meeting within ten days of receipt.
2. 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 interests of the Club or the breed, it may refuse to entertain jurisdiction.
3. If the Board entertains jurisdiction of the charges, it shall fix a date of a hearing by the Board to be held expeditiously, but not later than six weeks thereafter.
4. 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/her own defense and bring witnesses if desired. 9
5. In the case that a Board member stands charged, he/she shall be excluded from the deliberations, which shall be carried out by the remaining members of the Board.

Section 3. Board Hearing

a. 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.

1. After hearing all the evidence and testimony presented by complainant and defendant, should the charges be sustained, the Board may by a majority vote of those present fine or suspend the defendant from all privileges of the Club for not more than six months from the date of the hearing. The Board may also recommend to the membership that the penalty be expulsion.
2. 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

1. Expulsion of a member from the Club may be accomplished only at a meeting of the club following a Board haring and upon the Board’s recommendation as provided in Section 3 of this Article.
2. Such proceedings may occur at a regular or special meeting of the Club to be held within 60 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.
3. The President shall read the charges and the Board’s findings and recommendations and shall invite the defendant, if present, to speak in his/her own behalf, if so desired.
4. The regular members shall then vote by secret written 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, and if the Board concomitantly voted to suspend the defendant, the suspension shall stand.

Section 5. Appeal

1. If a punishment other than expulsion is voted by the Board, the defendant has the right to appeal the punishment to the general membership.
2. To exercise the right to appeal, the defendant must notify the Secretary in writing within ten days of the date of the letter of notification of the Board’s action. The letter of appeal should contain the grounds for the appeal and the remediation sought.
3. Upon receipt of a request for appeal, the Secretary shall notify the membership of the appeal. Such proceedings may occur at a regular or 10 special meeting of the club to be held within 30 days of the request for appeal. The defendant shall have the privilege of appearing in his/ her own behalf.
4. The President shall read the charges and the Board’s findings and recommendations, as well as the defendant’s letter of appeal and shall invite the defendant, if present, to speak in his/her own behalf.
5. The regular members shall then vote by secret written ballot on the appeal. A majority vote of those members present and voting shall be required to uphold the appeal. Should the appeal fail, the Board’s action 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 regular membership in good standing. Amendments proposed by such petition shall be considered promptly 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 may be amended by a 2/3 vote of the regular members present and voting at any regular or special meeting called for the purpose, provided the proposed amendments have been provided to the membership in writing and read and discussed at at least one meeting prior to the meeting at which they are voted upon.

**ARTICLE VIII DISSOLUTION**

Section 1.

The Club may be dissolved at any time by the written consent of not less than 2/3 of the regular members. 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 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. 11

**ARTICLE IX ORDER OF BUSINESS**

Section 1. Regular Meetings

At regular meetings of the Club, the order of business, so far as the character and nature of the meeting shall permit, shall be as follows:

Roll Call

Minutes of the last meeting

Minutes of previous Board meeting

Report of the President

Report of the Secretary

Report of the Treasurer

Reports of Committees

Election of Officers and Board

Election of new members

Unfinished business

New business

Adjournment

Section 2. Meetings of the Board

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 the President

Report of the Secretary

Report of the Treasurer

Report of Committees

Unfinished business

New business

Adjournment