

# BYLAWS OF THE PUGET SOUND PUG DOG CLUB, INC

## Article I Name & Purposes

Section 1. The name of the Club shall be PUGET SOUND PUG DOG CLUB, INC.

Section 2. The purposes of the Puget Sound Pug Dog Club Inc. (hereinafter called the Club) shall be:

- a. To encourage and promote the breeding of representative pure-bred Pug dogs and to do all possible to bring their natural qualities to perfection;
- b. To urge members and breeders to accept the standards of the breed, as designated by the Pug Dog Club of America, Inc and approved by the American Kennel Club Inc as the only standard of excellence by which Pugs 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, performance events and public activities;
- d. To conduct sanctioned matches and/or specialty shows under the rules and regulations of the American Kennel Club Inc; and
- e. To cooperate with the Pug Dog Club of America Inc in all efforts toward advancement of the breed.

Section 3. The Club shall not be conducted nor 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. (See Article X)

Section 4. The members of the Club shall adopt and may from time to time revise such Bylaws as may be required to carry out the objectives of the Club. (See Article VIII Section 1)

## Article II Membership

Section 1. Eligibility. There shall be two (2) types of membership open to all persons who are in good standing with the American Kennel Club Inc and the Pug Dog Club of America Inc and who subscribe to the Purposes, Bylaws and Code of Ethics of the Puget Sound Pug Dog Club Inc.

- a. Regular: Someone 18 years of age or above who is entitled to vote, hold office, receive all Club published literature and to participate in all Club activities and who shall be counted for purposes of a quorum.
- b. Out-of-Area: Someone who is entitled to receive all Club published literature and to participate in all Club activities but who because of distance away from the center of the Club is not part of the percentage needed for a quorum. *An Out of the Area member may not be an Officer of the Club.* Also, anyone may purchase a Subscription Only to the newsletter "Pug Knows".

Section 2. Residency. While membership is unrestricted as to place of residence, the Club's primary purpose is to be representative of the owners, exhibitors and breeders in the greater Puget Sound area.

Section 3. Dues. The amount of membership dues shall be determined by vote of the membership with recommendation of the Board. The membership fee may be amended by a three-fourths (3/4) vote of the members present and voting at any regular or special meeting, provided the proposed dues fees have been included in the notice of the meeting and mailed to each member at least ten (10) days prior to the date of the meeting. Membership dues shall be payable on or before the first day of September of each year. During the month of August, the Corresponding Secretary shall notify each member in writing of same. If dues are not paid before the first of December of each year, the Corresponding Secretary shall then notify such members in writing that they are declared to be delinquent and that membership in this Club is automatically terminated. Such delinquent members may rejoin this Club only by following the new member application procedure and then shall be considered as a new member. No member may vote whose dues are not paid for the current year. New members who have paid their dues during the last quarter of the fiscal year shall be credited for a paid membership for that quarter and the next year.

Section 4. Election to Membership. Application for membership shall be submitted to the Corresponding Secretary on a form as approved by the Board and shall stipulate that the applicant agrees to abide by Club Bylaws, Club Code of Ethics and the rules and regulations of the American Kennel Club Inc. The application shall state the name; address, telephone number, email and occupation of the applicant and it shall carry the endorsement of any two (2) members who are in good standing. Annual dues shall accompany all applications.

Each application is to be read at the first meeting of the Club following its receipt and the names printed in the newsletter. At the following meeting, applicants shall be voted upon by written secret ballot of the membership. Affirmative votes of three-fourths (3/4) of the members present and voting at that meeting shall be required to elect the applicant. A newly elected member shall be notified by the Corresponding Secretary within ten (10) days after acceptance. In the event of rejection of the membership, dues shall be refunded to the applicant. An applicant rejected may reapply only after six (6) months of such rejection.

Section 5. Termination of Membership. Memberships may be terminated by:

- a. Resignation. Any member in good standing may resign from the Club upon written notice to the Corresponding Secretary, but no member may resign when in debt to the Club. No resignation shall be accepted until said member has surrendered all property or money of the Club, which he or she may have in his or her temporary possession.
- b. Lapsing. A membership shall be considered lapsed and automatically terminated upon non-payment of dues as set forth in Article II Section 3.
- c. Expulsion. A person may be expelled from the Club pursuant to discipline as outlined in Article VII Section 6 of these Bylaws.

### **Article III Directors & Officers**

Section 1. Officers. The Club's offices, consisting of President, Vice-President, Recording Secretary, Treasurer and Corresponding Secretary shall serve in their respective capacities both with regard to the Club's affairs and meetings, and the Board and its meetings. The officers shall be members in good standing and shall be elected *by the membership* at the annual meeting for one-year terms.

- a. President. The President shall preside at all meetings of the Club and the Board, and shall have the duties and powers normally appurtenant to the office of President, in addition to those particularly specified in these Bylaws. A vote by the President is always in order but is normally cast in the event of a tie.
- b. Vice-President. The Vice President shall discharge all duties of the office and will stand by to preside in the event that the President is absent or unable to preside.
- c. Recording Secretary. The Recording Secretary shall write, report and maintain the Minutes of the Club, including preparation of an agenda for the meetings, and of all matters of which a record is necessary for the History of the Club and proper accreditation to Washington State, the American Kennel Club Inc and the Pug Dog Club of America Inc.
- d. Corresponding Secretary. The Corresponding Secretary shall discharge all other duties relating to the office of Secretary, including handling all correspondence, mailing lists and rosters. This will involve the receipt of all dues and custody of the Club correspondence and records. The Corresponding Secretary shall notify board members of board meetings, notify new members of their election to membership, keep a roll of the members of the Club with their addresses, and carry out such other duties as are prescribed by these Bylaws. The Corresponding Secretary shall be in charge of all ballots. Written secret ballots must be opened and counted during the course of a regular meeting by the Corresponding Secretary and one other Club member appointed by the President. Offices of Recording and Corresponding Secretary may be held by one person.
- e. Treasurer. The Treasurer shall be given all monies due or belonging to the Club and shall dispense such funds as authorized by the Board. He or she shall deposit the same in a bank satisfactory to the Board, in the name of the Club. Two (2) signatures shall be necessary to dispense funds and no two (2) members of the same household may sign the same check. The books at all times shall be open to the Board for inspection of the Club's finances; and at the annual meeting he or she shall render an account of all monies received and expended during the previous fiscal year. The Treasurer shall be custodian of all Club Property and shall maintain a record of the location and disposition of same. The Treasurer's books and property records shall be audited annually by a committee appointed by the President and the report made available to each Club member. The Treasurer shall be bonded at Club expense in such amount, as the Board shall determine.
- f. Delegate to the Pug Dog Club of America Inc. Said Delegate shall make every effort to attend meetings of the Parent Club and report back to our Club anything significant.

Section 2. Board. The Board shall be comprised of the President, Vice President, Recording Secretary, Corresponding Secretary, Treasurer and other persons deemed necessary by the officers to a total of seven (7) members *if office of Secretary is held by one person or eight (8) members, if the position of Secretary is held by two people*. The Board shall constitute the Governing Body of this Club and shall be responsible for the general management of the affairs of the Club. The President shall serve as Chairman of the Board. A Board member absent from either two (2) consecutive regularly scheduled board or general membership meetings or a total of any three (3) meetings during the Club year, without first being excused for just cause by the President, or two (2) other Board members, may be deemed to have resigned his or her position and may result in a recommendation for dismissal.

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 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; 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 a vote of the Board.

#### **Article IV Club Year, Annual Meeting, Elections**

Section 1. Club Year. The Club's fiscal year shall begin on the first (1<sup>st</sup>) day of September and end on the thirty-first (31<sup>st</sup>) day of August. 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 September at which officers and the Board for the ensuing year shall be elected. They shall take office immediately upon the conclusion of the election and each retiring officer shall turn over to his or her successor in office all properties and records relating to that office within thirty (30) days after the election.

Section 3. Elections. The nominated candidate receiving the greatest number of votes for each office shall be declared elected for a term of one (1) year.

Section 4. Nominations. Nominations shall take place at the meeting prior to the September Annual Meeting of the Club. No person may be a candidate in a Club election who has not been nominated. A nomination committee shall be appointed annually during the meeting two (2) meetings prior to the Annual Meeting, of which one person shall be appointed by the President, one by the Board, and one by the general membership, and not more than one of who may be a member of the Board. This committee shall be instructed to provide the Club with nominations at the meeting immediately prior to the Annual Meeting for the offices of President, Vice President, Recording Secretary, Corresponding Secretary, Treasurer and others deemed necessary as board members. Floor nominations shall be accepted for these offices at the meeting prior to the Annual Meeting only with the voice approval of the proposed candidate if present or written statement of willingness to serve if elected if the nominee is not present.

No person may be a candidate for more than one position except the delegate to the Pug Dog Club of America Inc. The nomination committee shall then report the candidates in writing to the Secretary, who shall notify each Club member at least two (2) weeks prior to the Annual Meeting in September.

If uncontested at the Annual Meeting, the slate may be voted on in its entirety by secret ballot. If a contest exists, each office of the Club shall be voted on separately by written secret ballot in the order of nominations, and noting to continue until all offices have been filled.

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 President, with Board approval, may appoint such Standing or Special Committees as may be required to meet any Club concern that may arise: such as Breeder Referral, Education, Historian, Hospitality, Legislation, Membership, Newsletter "Pug Knows", Property, Publicity, Rescue, Shows, Trophies, Ways & Means, Website, etc. All such committees are to be considered in force until the specific purpose for such appointment has been fully discharged. Such committees shall always be subject to the final authority of the Board. Committee chairpersons are required to provide at least an Annual Report to the Board.

Section 2. Any Board committee appointment may be terminated by a majority vote of the regular 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 Meetings**

Section 1. Regular Meetings. Regular meetings of the Club shall be held at such time and place in the greater Puget Sound area as decided by the Board during the preceding meeting. No fewer than six (6) regular meetings shall be held annually. All members shall be notified by the Corresponding Secretary as to time and place at least ten (10) days in advance. *Email announcement* or publication in the official newsletter "Pug Knows" shall be deemed official notification.

Section 2. Special Meetings. All members shall be notified by the Corresponding Secretary of any Special meetings called by the President, or a majority of the Board, or by petition of five (5) members in good standing. Such notice shall state the purpose of the meeting and no other Club business may be transacted thereat.

Section 3. Quorum. The quorum of all such regular or special meetings shall be fifteen percent (15%) twenty percent (20%) of the Regular Members in good standing. A quorum for Board meetings shall be a majority of the Board.

Section 4. Board Meetings. Board meetings shall be held at such time and place within the greater Puget Sound area as deemed necessary by the President. *The Board shall meet at least six (6) times each year. Board meetings may be held either prior to or immediately following a general membership meeting, but not concurrently.*

Section 5. Special Board Meetings. The President or the Recording Secretary, upon receipt of a written request signed by at least two (2) members of the Board, must call a Special meeting of the Board as requested. Written notice of such a meeting shall be sent by the Corresponding Secretary at least ten (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. The quorum for such a Special Board meeting shall be a majority of the Board.

Section 6. Voting. Each Regular 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 is not permitted.

Section 7. Club Business. Any and all Club business is open to ALL members. However certain portions of any Board meeting, such as matters of discipline, may be conducted in executive session with a majority vote of the Board members present at the meeting.

## **Article VII Discipline**

Procedures for discipline should be followed closely for the protection of all concerned. Under the presumption of innocence, a member with charges pending continues to be in good standing.

Section 1. American Kennel Club Inc Suspension. Any member who is suspended from privileges to the American Kennel Club Inc automatically shall be suspended from the privileges to this Club for a like period.

Section 2. Pug Dog Club of America Inc Suspension. Any member who is suspended from privileges to the Pug Dog Club of America Inc automatically shall be suspended from the privileges of this Club for a like period.

Section 3. Charges. Any member may prefer charges against a member within the restrictions specified in Article VII Section 4 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 Corresponding Secretary together with a deposit of \$25.00, which shall be forfeited if such charges are not sustained by the Board following a hearing. The Corresponding Secretary shall promptly send a copy of the charges to each Board member 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.

If the Board considers 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 of a hearing by the Board as soon as practicable.

No less than ten (10) days prior to the hearing, the Corresponding Secretary shall promptly send one copy of the charges to the accused member by Certified Mail-Return Receipt Requested together with a notice of the hearing and assurance that the defendant may personally appear in his/her own defense and bring witnesses if he/she wishes.

Section 4. Restrictions and Notices.

- a. Once a charge has been heard, it may not be refiled by the same or any other member.
- b. The Club will not entertain jurisdiction in any matter, which has a regular court case pending, or in process.
- c. Any member may prefer charges against a member for alleged misconduct prejudicial to the best interests of the Club within one year of the alleged misconduct.
- d. Both parties must have been members at the time the alleged misconduct took place.
- e. If the Board finds that the charges are unfounded, the person pressing the charges will be responsible for the monies directly spent to hold the hearing.

Section 5. Board Discipline Hearing. The Board shall have the complete authority to decide whether counsel may attend the hearing, but both complainant and defendant shall be treated uniformly in this regard.

Should the charges be sustained, after hearing all evidence and testimony presented by complainant and defendant, the Board, by a majority vote of those present, may:

- a. impose no punishment
- b. issue a reprimand or fine
- c. recommend to suspend the defendant from all privileges of the Club for not more than six (6) months.
- d. By a 2/3 vote of those present, recommend to the membership that the penalty be expulsion.

Immediately after the Board has reached a decision, it shall advise the Corresponding Secretary, who shall send written notice to the complainant, defendant and Board of the Board's decision and penalty, if any.

In no case, may the membership impose a more severe punishment than was recommended by the Board. The Board's decision may not be appealed.

Suspension shall not restrict the defendant's right to appear before fellow members at the ensuing Club meeting which considers the Board's recommendation.

Section 6. Expulsion of a member from the Club may be accomplished only at a General Membership Meeting of the Club following a Board Discipline Hearing and upon the Board's recommendation as provided in Article VII Section 5. The defendant shall have the privilege of appearing in his/her own behalf if so desired.

The President shall announce the charges and the Board's findings and recommendation, and shall invite the defendant, if present, to speak in his/her own behalf if so desired.

The members shall then vote by secret ballot on the proposed expulsion.

A two-thirds (2/3) vote of members present shall be necessary for the expulsion.

*If expulsion is not so voted, suspension shall stand.*

## **Article VIII** **Amendments & Standing Rules**

Section 1. Amendments. The Articles of Incorporation and/or Bylaws of the Club may be amended, repealed, or supplemented by a two-thirds (2/3) majority secret ballot vote of the members present and voting at any regular business meeting of the Club.

Amendments may be proposed by the Board of Directors or by written petition addressed to the Corresponding Secretary signed by twenty percent (20%) of the regular members in good standing.

Notification of proposed changes shall be forwarded to all members by the Corresponding Secretary at least ten (10) days prior to the next regular meeting. Action on any proposed changes shall be taken at the next regular meeting following notification.

As Puget Sound Pug Dog Club Inc is a licensed, not member, club of the American Kennel Club, amendments shall become effective immediately upon a vote of acceptance but must be reviewed by the Board of Directors of the American Kennel Club Inc.

Section 2. Standing Rules. The Club may enact Standing Rules by a majority vote of members present at any regular or special meeting. Standing Rules take effect as soon as they are passed.



**Article IX  
Parliamentary Authority**

Reference to the current "Roberts Rules of Order, Newly Revised" shall be made to cover any and all provisions not fully outlined in these bylaws. Such text shall be present at all meetings.

**Article X  
Dissolution**

The Club may be dissolved at any time upon receiving at least two-thirds (2/3) of the written secret vote of the members present at a meeting called for such a purpose. In the event of 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. After payment of the debts of the Club, its property and assets shall be given to a charitable benevolent organization for the benefit of dogs as selected by the Board.



**Article XI**  
**Order of Business**

Section 1. General Meetings. At general meetings of the Club, the order of business, so far as the character and nature of the meeting may permit or unless otherwise directed by majority vote of those present, shall be as follows:

Call to Order  
Attendance & Guests  
Minutes of Previous Meeting  
    Motion to accept the Minutes  
Report of the President  
Report of the Vice President  
Report of the Corresponding Secretary  
    Correspondence  
Report of the Treasurer  
    Motion to pay the bills  
Report of Committees  
Election of Officers and Board at the Annual Meeting  
Election of New Members  
Unfinished Business  
New business  
Good of the Order & Brags  
Next meeting time & place  
Adjournment

Section 2. Board Meetings. As our Board Meetings and General Meetings are frequently conjoined the Order of Business shall be the same as above. *At meetings of the Board, the order of business, unless otherwise directed by the majority vote of those present, shall be as follows:*

*Minutes of Previous Meeting*  
*Report of Corresponding Secretary*  
*Report of the Treasurer*  
*Report of the Committees*  
*Unfinished Business*  
*New Business*  
*Adjournment*