

CONSTITUTION AND BY-LAWS  
OF  
TWIN CITIES LHASA APSO CLUB

ARTICLE I

NAME AND OBJECTIVES

Section 1. The name of the club shall be Twin Cities Lhasa Apso Club.

Section 2. The objectives of the Club shall be;

- a) To encourage and promote quality in the breeding of purebred Lhasa Apsos 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 as the only standard of excellence by which Lhasa Apsos 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, obedience trials, matches and all AKC recognized activities.
- d) To conduct sanctioned and licensed specialty shows, obedience trials, matches and any other AKC recognized activities 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 profit 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 objectives.

Section 5. The club shall operate under, and be subject to the laws of the State of Minnesota.

Section 6. All written notices shall be sent to members via US Postal Service, unless the member submits in writing to the club secretary that he/she opts to receive all notices and correspondence via electronic mail.

## ARTICLE II

### MEMBERSHIP

Section 1. Eligibility. There shall be three types of membership open to all persons eighteen (18) years of age and older who are in good standing with The American Kennel Club and who subscribe to the purposes of this club.

**Single Membership** - enjoys all the privileges of the Club including voting and holding office.

**Family Membership** - each family member 18 years of age and older enjoys all the privileges of the Club including holding office and a separate vote.

**Associate Membership** - will be allowed to attend all club functions and meetings, except Board meeting. As a member they are welcome to receive a newsletter. An Associate member can NOT hold office or vote. Their membership or attendance to a meeting does not count towards a quorum.

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

Section 2. Dues. Membership dues shall not exceed \$30.00 per year for single membership, \$40.00 per year for family membership and \$20.00 per year for an associate membership. Dues to be determined by the Board of Directors, payable on or before the first (1<sup>st</sup>) day of January of each year. No member may vote whose dues are not paid for the current fiscal year. During the month of October 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 these constitution and by-laws and 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 (2) members in good standing. Accompanying the application, the prospective member shall submit dues payment for the current year. Dues paid during the last three (3) months of the fiscal year will apply the ensuing year.

All applications are to be filed with the secretary and each application is to be read and the first (1<sup>st</sup>) meeting of the Club following its receipt. At the next Club meeting the application will be

voted upon and affirmative votes of two-thirds 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 reapply within six (6) months after such rejection.

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 or financial obligations are considered a debt to the Club and they become incurred on the first (1<sup>st</sup>) day of the fiscal year.
  
- b) By lapsing. A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid ninety (90) days after the first (1<sup>st</sup>) day of the fiscal year, however, the Board may grant an additional ninety (90) days of grace to such delinquent members in meritorious cases. 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 Articles VII of these by-laws.

### ARTICLE III

#### MEETINGS AND VOTING

Section 1. Club Meetings. Meetings of the Club shall be held in the greater Minneapolis/St. Paul area each month at such date, hour and place as may be designated by the Board of Directors. A quorum shall be 20% of members in good standing. A roster must be taken at all meetings. Written notice of each such meeting shall be mailed by the Secretary at least ten (10) 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 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 (5) members of the Club who are in good standing. Such special meetings shall be held in the greater Minneapolis/St. Paul area at such place, date and

hour as may be designated by the person or persons authorized herein to call such meetings. Written notice of such a meeting shall be mailed by the Secretary at least five (5) days and not more than fifteen (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. A quorum shall be 20% of the members in good standing. A roster must be taken at such a meeting.

Section 3. Board Meetings. Meetings of the Board of Directors shall be held in the greater Minneapolis/St. Paul area. The meetings shall be held bi-monthly on the following months: February, April, June, August, October and December at such date, hour and place as may be designated by the Board. Notice of each meeting shall be given by the Secretary at least five (5) days prior to the date of the meeting. The quorum for such a meeting shall be a majority of the Board. A roster must be taken at all meetings.

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 written request by at least three (3) members of the Board. Such special meetings shall be held in the greater Minneapolis/St. Paul area at such place, date and hour as may be designated by the person authorized herein to call such a meeting. Notice of such meeting shall be given by the Secretary at least five (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 thereat. A quorum for such a meeting shall be majority of the Board. A roster must be taken at such a meeting.

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

## ARTICLE IV

### DIRECTORS AND OFFICERS

Section 1. Board of Directors. The board shall be comprised of the President, Vice-President, Secretary, Treasurer and *two (2)* Board members at large, all of whom shall be members in good standing, all of whom shall be elected for a *two (2)* year term at the Club's annual meeting *biennially* as provided in Article V 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, Vice-President, Secretary and Treasurer shall serve 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.
- 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 matters of which a record shall be ordered by the Club. He or she 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 roll of the members of the Club with their addresses and carry out such other duties as are prescribed in these by-laws. The Secretary may appoint a Correspondence Secretary to aid and assist with the Secretary's duties.
- d) The Treasurer shall collect and receive all monies due or belonging to the Club. He or she shall deposit the same in a bank designated by the Board in the name of the Club. His or her books shall be at all times open to inspection of the Board and he or she shall report them at every meeting the condition of the Club's finances and every item or receipt or payment not before reported; 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 bonded in such amounts 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 until the next *biennial* election by a majority vote of all the then members of the Board at its first regular meeting following 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 the Board.

## ARTICLE V

### THE CLUB YEAR, ANNUAL MEETING AND ELECTIONS

Section 1. Club Year. The Club's fiscal year shall begin on the first (1<sup>st</sup>) day of January and end on the thirty-first (31<sup>st</sup>) day of December.

The club's office year shall begin immediately at the conclusion of the election at the annual meeting and shall continue through the next election at the following annual meeting.

The club's officers term shall begin immediately at the conclusion of the election at the *annual* meeting and shall continue through the next *biennial* election.

Section 2. Annual Meeting. The annual meeting shall be held in the month of January at which Officers and Directors for the ensuing *two years* shall be elected by secret, written ballot from among those nominated in accordance with Section four (4) of this Article. They shall take office immediately upon the conclusion of 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 election.

Section 3. Elections. The nominated candidate receiving the greatest number of votes for each office shall be declared elected. The nominated candidates for the 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 the Club election who has not been nominated. During the month of July, *biennially*, the Board shall select a Nominating Committee consisting of *two (2)* members, not more than one of whom shall be a member of the Board. The Secretary shall immediately notify the committeemen of their selection. The Board shall name a Chairman for the Committee and it shall be his or her duty to call a committee meeting, which shall be held on or before October first (1<sup>st</sup>).

a)The committee shall nominate one (1) candidate for each office and *two (2)* candidates for the *two (2)* other positions on the Board, and after securing the consent of each person so nominated, shall immediately report their nominations to the Secretary in writing.

d) Nominations cannot be made at the annual meeting or in any manner other than as provided in this Section.

## ARTICLE VI

### COMMITTEES

Section 1. The board may each year appoint standing committees to advance the work of the Club in such matters as 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 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; and the Board may appoint successors to those persons whose services have been terminated.

## ARTICLE VII

### 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. Any member may prefer charges against another member for misconduct prejudicial to the best interest of the Club or 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, 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 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, 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 not less than three (3) weeks nor more than six (6) weeks thereafter. The Secretary shall promptly send one (1) 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 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 suspend the defendant from all privileges of the Club for not more than six (6) 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 or her 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 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 three (3) of this article. Such proceedings may occur at a regular



or special meeting of the Club to be held within sixty (60) days but not earlier than thirty (30) days after the date of the Board's recommendation. 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 findings and recommendations, and shall invite the defendant, if present, to speak in his or her own behalf if he or she wishes. The meeting shall then vote by secret, written ballot on the proposed expulsion. A two-thirds 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 VIII

### 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 of Directors and must be submitted to the members with recommendations of the Board by the Secretary for a vote within three (3) months of the date when the petition was received by the Secretary.

Section 2. The constitution and by-laws may be amended by a two-thirds 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 (2) weeks prior to the date of the meeting.

## SECTION IX

### DISSOLUTION

Section 1. Dissolution. The Club may be dissolved at any time by the written consent of not less than two-thirds of the member. Other than for purposes of reorganization, 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 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 X

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	Election of Officers and Board
Minutes of last meeting	(at annual meeting)
Report of President	Election of new members
Report of Secretary	Unfinished Business
Report of Treasurer	New Business
Report of Committees	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	Unfinished Business
Report of Secretary	New Business
Report of Treasurer	Adjournment
Reports of Committees	

ARTICLE XI

PARLIAMENTARY AUTHORITY

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 by-laws or any special rules of order the Club may provide.

Amended: November 2012