

CONSTITUTION AND BYLAWS

THE POODLE CLUB OF SAN ANTONIO

ARTICLE I

Name and Objectives

SECTION 1. The name of the club shall be The Poodle Club of San Antonio.

SECTION 2. The objectives of The Poodle Club of San Antonio shall be:

- (a) To encourage and promote the breeding of purebred Poodles 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 poodles shall be judged.
- (c) To do all in its power to protect and advance the interest of the breed by encouraging sportsmanlike competition at dog shows, obedience and agility trials.
- (d) To conduct sanctioned and licensed specialty shows, obedience and agility trials under the rules of The American Kennel Club.

SECTION 3. The Poodle Club of San Antonio shall not be conducted or operated for profit and no part of any profits or remainder or residue for dues or donations to The Poodle Club of San Antonio shall inure to the benefit of any member or individual.

ARTICLE II

SECTION 1. **ELIGIBILITY** There shall be one type of membership open to all persons eighteen years of age and older and who are in good standing with The American Kennel Club and who subscribe to the purposes of this club. While membership is to be unrestricted as to residence, The Poodle Club of San Antonio's primary purpose is to be representative of the breeders and exhibitors in its immediate area.

SECTION 2. DUES Membership dues shall be as prescribed by the membership and payable on or before 1st day of May of each year. No member may vote whose dues are not paid for the current year. During the month of March, the Secretary 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 shall provide that the applicant agrees to abide by this Constitution and Bylaws 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.

All applications are to be filed with the Secretary and each application is to be read at the first meeting of The Poodle Club of San Antonio following its receipt. At the next Poodle Club of San Antonio meeting, the application will be voted upon and affirmative votes from three-fourths 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 Poodle Club of San Antonio may not re-apply within six months after such rejection.

SECTION 4. TERMINATION OF MEMBERSHIP

Memberships may be terminated:

- (a) By resignation. Any member in good standing may resign from The Poodle Club of San Antonio upon written notice to the secretary, but no member may resign when in debt to the Poodle Club of San Antonio. Dues obligations are considered a debt and they become incurred on the first day of each fiscal year, May 1st.
- (b) By lapsing. A membership will be considered as lapsed and Will automatically terminate if such member's dues remain unpaid 90 days after the first day of the fiscal year (May). 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 vote at any of The Poodle Club of San

Antonio meetings whose dues are unpaid as of the date of that meeting.

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

ARTICLE III

Meeting and Voting

SECTION 1. CLUB MEETINGS The Poodle Club of San Antonio's meetings shall be held in the metropolitan area of San Antonio, Texas, on the second Thursday of each month. The Board of Directors may designate the hour and place. Written notice of each such meeting shall be mailed by the secretary at least five days prior to the date of the meeting. The quorum for such meeting shall be 20% 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 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 Poodle Club of San Antonio who are in good standing. Such special meetings shall be held in the metropolitan area of San Antonio and at such hour and place as may be designated by the person or persons authorized herein to call such meetings. The secretary, at least five days and not more than fifteen days prior to the date of the meeting, shall mail written notice of such meetings. Said notice shall state the purpose of the meeting and no other club business may be transacted. The quorum for such a meeting shall be 20% of the members in good standing.

SECTION 3. BOARD MEETINGS The meetings of the Board of Directors shall be held in the metropolitan area of San Antonio, Texas, on the first Monday of each month. The Board may designate the hour and place. The secretary shall mail written notice of each meeting at least five days prior to the date of the meeting. 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 in the metropolitan area of San Antonio,

Texas, and at such hour and place as may be designated by the person authorized herein to call such meeting. The Secretary shall mail written notice of such meetings at least five days and not more than ten days prior to the date of the meeting. This notice shall state the purpose of the meeting and no other business shall be transacted. A quorum for such a meeting shall be a majority of the Board.

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 Poodle Club of San Antonio. He/she must be present to cast his/her vote. Proxy voting will not be permitted at any club meeting or election.

ARTICLE IV Directors and Officers

SECTION 1. BOARD OF DIRECTORS The Board of Directors shall be comprised of the President, Vice President, Secretary, Treasurer, and three other persons all of whom shall be members in good standing. They shall be elected for a one-year term at The Poodle Club of San Antonio's annual meeting as provided in Article V and shall serve until their successors are elected. General management of The Poodle Club of San Antonio's affairs shall be entrusted to the Board of Directors.

SECTION 2. OFFICERS The Poodle Club of San Antonio's officers, consisting of the President, Vice President, Secretary, and Treasurer shall serve in their respective capacities both with regard to The Poodle Club of San Antonio and its meetings and the Board of Directors and its meetings.

- (a) The President shall preside at all meetings of The Poodle Club of San Antonio and of the Board. He/she shall have the duties and powers normally extended to the office of President in addition to those particularly specified in this Constitution and Bylaws.
- (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 Poodle Club of San Antonio, the Board, and any other records ordered by the club. He/she shall have charge of the correspondence, notify members of meetings, notify new members of their

election to membership, and notify officers and directors of their election to office. He/she shall also keep a roll of members of the club with their addresses and carry out such other duties as are prescribed in these Bylaws.

- (d) The Treasurer shall collect and receive all moneys due or belonging to The Poodle Club of San Antonio. He/she shall deposit it in a bank satisfactory to the Board of Directors in the name of The Poodle Club of San Antonio. His/her books shall at all times be open to inspection of 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 the annual meeting, he/she shall render an account of all monies received and expended during the previous fiscal year. The Treasurer shall be bonded and the Board of Directors shall determine the amount.

SECTION 3. VACANCIES Any vacancies occurring on the Board 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 vacancy.

ARTICLE V

The Club Year, Annual Meeting, Elections

SECTION 1. CLUB YEAR The Poodle Club of San Antonio's fiscal year shall begin on the 1st day of May and end on the 30th of April. The Poodle Club of San Antonio's official year shall begin immediately at the conclusion of the election at the next annual meeting.

SECTION 2. ANNUAL MEETING The annual meeting shall be held in the month of May at which time officers and directors for the ensuing year will be elected by secret written ballot in accordance with Section 4 of this article. The newly elected officers and directors shall take office immediately upon the conclusion of the election. Each retiring officer will turn over to his successor all properties and records relating to that office within 30 days after the election.

SECTION 3. ELECTIONS The nominated candidate receiving the greatest number of votes for each office shall be declared elected. The three

nominated candidates who receive the greatest number of votes shall be declared elected to the Board of Directors.

SECTION 4. NOMINATIONS No person may be a candidate in The Poodle Club of San Antonio election who has not been nominated. During the month of February, the Board shall select a nominating committee consisting of three members and two alternates (not more than one shall be a member of the Board). The Secretary shall immediately notify the committee and alternates of their selection. The Board shall name a chairman for the committee and it shall be his/her duty to call a committee meeting, which shall be held on or before March 15th.

- (a) The committee shall nominate one candidate for each office and three candidates for the three positions on the Board after securing the consent of each person so nominated. The committee chairman shall immediately report their nominations to the Secretary in writing.
- (b) Upon receipt of the nominating committee's report, the Secretary shall, on or before March 30th, notify each club member in writing of the candidates so nominated.
- (c) Additional nominations may be made at the April meeting by any member in attendance provided that the person so nominated does not decline when his name is proposed. If the proposed candidate is not in attendance at this meeting, his/her nominator shall present to the Secretary, a written, signed statement from the proposed candidate signifying his/her willingness to be a candidate. No person may be a candidate for more than one position.
- (d) The Secretary shall, on or before April 30th, notify each member in writing of any additional nominees.
- (e) 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 Poodle Club of San Antonio in such matters as dog shows, obedience and agility trials. Such committees shall always be subject to the final authority of the Board. The Board may also appoint special committees to aid 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 then appoint a successor 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 The Poodle Club of San Antonio for a like period.

SECTION 2. **CHARGES** Any member may prefer charges against a member for alleged misconduct prejudicial to the best interest of The Poodle Club of San Antonio or the breed. Written charges with specifications must be filed in duplicate with the Secretary together with a deposit of \$10.00, which will be forfeited if such charges are not sustained. The Secretary shall promptly notify the Board which shall meet and fix a date for the Board hearing not less than 3 weeks nor more than 6 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 any witnesses.

SECTION 3. **BOARD HEARING** The Board shall have complete authority to decide whether counsel may attend the hearing, but the 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 majority vote of those present, suspend the defendant from all privileges of The Poodle Club of San Antonio for not more than six months from the date of the hearing. If the Board deems that suspension of privileges from The Poodle Club of San Antonio is 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 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 Poodle Club of San Antonio may be accomplished only at a meeting of The Poodle Club of San Antonio 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 Poodle Club of San Antonio. Such meeting should be held within 60 days but not earlier than 30 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 recommendations. He/she shall invite the defendant, if present, to speak in his/her behalf if he/she wishes. The membership 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, the Board's suspension shall stand.

ARTICLE VIII Amendments

SECTION 1. Amendments to the Constitution and Bylaws 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. The Board of Directors shall promptly consider amendments proposed by such petition 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 Secretary received the petition.

SECTION 2. The Constitution and Bylaws may be amended by a 2/3 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. The Secretary must mail such notice at least ten days prior to the date of the meeting.

ARTICLE IX Dissolution

SECTION 1. DISSOLUTION The Poodle Club of San Antonio may be dissolved at any time by the written consent of not less than 2/3 of the members in good standing. In the event of the dissolution of The Poodle

Club of San Antonio, whether voluntary or involuntary, none of the Club's property or any proceeds thereof, nor any assets of the Club, shall be distributed to any members. After payments of the debts of The Poodle Club of San Antonio, 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 Poodle Club of San Antonio, the order of business shall be as follows:

Roll Call

Minutes of last meeting

Report of the President

Report of the Secretary

Report of the Treasurer

Report of Committees

Election of Officers and Board
(Annual meeting in April only)

Election of new members

Unfinished business

New business

Announcements

Adjournment

SECTION 2. At meetings of the Board of Directors, the order of business shall be as follows:

Reading of minutes of last Board meeting

Report of the Secretary

Report of the Committees

Unfinished Business

New Business

Adjournment

ARTICLE XI

ROBERTS' RULES OF ORDER shall prevail on anything not covered by the Constitution and Bylaws.

Adopted at special meeting called for consideration and adoption of the Constitution and Bylaws on July 17, 1968.

Amended: Jan. 1999