

**NORTHEASTERN ILLINOIS BOUVIER DES FLANDRES
CLUB**

CONSTITUTION AND BY-LAWS

REVISED
JULY 2002

NORTHEASTERN ILLINOIS BOUVIER DES FLANDRES CLUB CONSTITUTION

ARTICLE I – NAME AND OBJECTIVES

SECTION 1: The Name of the Club shall be the Northeastern Illinois Bouvier des Flandres Club.

SECTION 2: The Objectives of the Club shall be:

- (a) to encourage and promote quality in the breeding of pure-bred Bouviers des Flandres 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 Bouviers des Flandres 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 and tracking tests.
- (d) to conduct sanctioned and licensed specialty shows, obedience trials and tracking tests 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 bylaws as may be required to carry out these objectives.

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ARTICLE I – MEMBERSHIP

SECTION 1: ELIGIBILITY

- (a) A voting membership shall be available to:
 - (1) a person eighteen years of age or older who either owns or co-owns a Bouvier des Flandres at the time of application, and
 - (2) who is in good standing with the American Kennel Club, and
 - (3) who subscribes to the objectives and Code of Ethics of this Club.

- (b) A nonvoting membership shall be available to:
 - (1) a person under the age of eighteen who either owns or co-owns a registered Bouvier des Flandres. Said person will automatically become a voting member upon reaching 18 years of age.
 - (2) a person who does not own or co-own a Bouvier des Flandres but who has an interest in learning about the breed.

- (c) 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: DUES

- (a) Membership dues shall not exceed \$40 per year. Amount revisions shall be proposed by the Board of Directors and approved by the general membership no later than the first yearly meeting in January.

- (b) Payable on or before the first day of June each year.

- (c) Members will be notified each year by:
 - (1) notification in March newsletter
 - (2) or by written notice from the treasurer no later than one month prior (first of May).

SECTION 3: ELECTION TO MEMBERSHIP

- (a) Each applicant for membership shall apply on a form approved by the Board of Directors and which shall provide that the applicant agrees to abide by the constitution and by-laws of the Club and by the rules of the American Kennel Club.

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- (b) The applicant shall carry the endorsement of two members in good standing with the Club. If an application is received without sponsoring signatures, the application will be referred to the Board of Directors for further consideration.
- (c) The prospective member shall submit dues payment for the present year along with the application. The dues payment shall be pro-rated for the first year of membership in accordance with procedures approved by the Board.
- (d) Each application is to be filed with the Secretary and read at the first meeting of the Club following its receipt. The name of the applicant will then be published in the Club newsletter and the application will be voted upon at the second meeting following its receipt. Affirmative votes, by secret ballot, of three-fourths of the members present and voting shall be required to elect the applicant.
- (e) Applicants for membership who have been rejected by the Club may not reapply 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 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 become incurred on the first day of each fiscal year.
- (b) by lapsing. A membership shall 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 of Directors may grant an additional ninety days 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 by Article VI of these by-laws.

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ARTICLE II – MEETINGS AND VOTING

SECTION 1: CLUB MEETINGS

- (a) Meetings of the Club shall be held in or around the greater Chicago area, semi-annually, at such date, place and hour as may be designated by the Board of Directors. One of these meetings will be the May meeting.
- (b) Written notice, including U. S. Mail, e-mail, telegraph, of each such meeting shall be mailed by the Secretary at least ten days prior to the date of the meeting.
- (c) The quorum for such meetings shall be twenty percent of the voting members in good standing.

SECTION 2: SPECIAL CLUB MEETINGS

- (a) Special Club meetings may be called:
 - (1) by the President
 - (2) by a majority vote of the members of the Board of Directors who are present and voting at any regular or special meeting of the Board
 - (3) by the Secretary upon receipt of a petition signed by five members of the Club who are in good standing.
- (b) Such special meetings shall be held in or around the greater Chicago area at such date, place and hour as may be designated by the person or persons authorized herein to call such meetings.
- (c) Written notice, by U. S. mail, e-mail, or telegraph, of such a meeting shall be mailed by the Secretary at least five days and not more than fifteen days prior to the date of the meeting, and no other Club business may be transacted thereat.

- (d) The quorum for such a meeting shall be twenty percent of the members in good standing.

SECTION 3: BOARD MEETINGS

- (a) Meetings of the Board of Directors shall be held in or around the greater Chicago area bi-monthly, at such place and hour as may be designated by the Board.

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- (b) Written notice, by U. S. mail, e-mail or telegraph, of each such meeting shall be mailed by the Secretary at least five days prior to the date of the meeting.
- (c) The quorum for such a meeting shall be a majority of the Board.
- (d) Any member may attend a Board meeting and may have input as allowed by the Board or as allowed for in other sections of these by-laws.

SECTION 4: SPECIAL BOARD MEETINGS

- (a) Special Board Meetings may be called:
 - (1) by the President
 - (2) by a majority vote of the members of the Board of Directors who are present and voting at any regular or special meeting of the Board
 - (3) 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 around the greater Chicago area at such date, place and hour as may be designated by the person or persons authorized herein to call such meetings.
- (c) Board members shall be notified of such a meeting:
 - (1) by written notice, by U. S. Mail, e-mail or telegraph, mailed by the Secretary at least five days and not more than ten days prior to the date of the meeting, or
 - (2) Any such notice shall state the purpose of the meeting and no other Board business may be transacted thereat.

- (d) The quorum for such a meeting shall be a majority of the Board.

SECTION 5: VOTING

- (a) Each voting 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/she is present.
- (b) Proxy voting will not be permitted at any Club meeting or election.

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ARTICLE III – DIRECTORS AND OFFICERS

SECTION 1: BOARD OF DIRECTORS

- (a) The number of Directors shall be five (5) and shall be comprised of the President, Vice-President, Secretary, Treasurer and one other person.
- (b) All members shall be voting members in good standing.
- (c) All members shall be elected for one year terms at the Club's annual meeting as provided in Article IV of these by-laws and shall serve until their successors are elected.
- (d) General management of the Club's affairs shall be entrusted to the Board of Directors.

SECTION 2: OFFICERS

- (a) 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.
- (b) The President shall:
 - (1) preside at all meetings of the Club and of the Board

- (2) perform such duties as are usually incidental to the office of the president
 - (3) be ex officio member of all committees except the Nominating Committee.
- (c) The Vice-President shall:
- (1) have the duties and exercise the powers of the President in case of the President's death, absence or incapacity
 - (2) serve as program chairman.
- (d) The Secretary shall:
- (1) 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. All records kept by the Secretary shall be open to inspection by the Board.
 - (2) have charge of the correspondence
 - (3) notify members of meetings
 - (4) notify new members of their election to membership
 - (5) notify officers and directors of their election to office
 - (6) keep a roll of the members of the Club and their addresses
 - (7) carry out such other duties as are prescribed in these by-laws.

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- (e) The Treasurer shall:
- (1) collect all fees, dues and other monies that may become due or owing the Club
 - (2) keep suitable books for that purpose and a correct account of the same. Such books shall be open at all times for inspection and there shall be an audit by the Board of Directors at least thirty days prior to the annual installation of Officers.
 - (3) Send out annual dues notices thirty days in advance of the due date
 - (4) Immediately deposit all monies of the Club in the name of the Club in such bank or trust company as the Board of Directors may designate
 - (5) Submit a written report at each bi-monthly meeting stating the receipts and disbursements during the preceding month, and the amount of monies and properties on the date of said report. The Secretary will include a copy of the report in the minutes of the meetings.
- (f) The monies of the Club may not be drawn out except upon a check signed by the Treasurer and at least one of these officers:
- (1) President

- (2) Vice-President
- (3) Secretary

- (g) In the event of illness, absence or inability of the Treasurer to execute his/her duties, said duties may be performed by such person or persons as the Board of Directors may appoint for that purpose.

SECTION 3: BONDING

- (a) The Board of Directors, at the Club's expense may require a bond from an officer, agent or representative of the Club whose duty it shall be to handle the finances of the Club.

SECTION 4: VACANCIES

- (a) Any vacancies occurring on the Board or among the offices during the year with the exception of the office of President, shall be filled until the next annual election by a majority vote of all the then 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.
- (b) 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.

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SECTION 5: ELIGIBILITY OF BOARD MEMBERS

- (a) No person may be a candidate for the Board of Directors who has not been either a voting member in good standing for a minimum of one year or a founding member.

ARTICLE IV- CLUB YEAR, ANNUAL MEETING, ELECTIONS

SECTION 1: CLUB YEAR

- (a) The Club's fiscal year shall begin on the first day of June and end on the last day of May.

SECTION 2: ANNUAL MEETINGS

- (a) The annual meeting shall be held in the month of May at which Officers and Directors for the ensuing year shall be elected by secret written ballot from among those nominated in accordance with Section 3 of this Article. They should take office immediately upon election and each retiring officer shall, within thirty days after the election, turn over to his/her successor in office all property and records relating to that office.

SECTION 3: NOMINATIONS

- (a) No person may be a candidate in a Club election who has not been nominated.
- (b) No person may be a candidate for more than one position.
- (c) During the month of January, the Board shall select a Nominating Committee consisting of three members and two alternates, not more than one of whom may be a member of the Board. The Secretary shall immediately notify the committeemen 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 in the first two weeks of February.

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- (d) The Committee shall nominate one candidate for each office and one candidate for each of the other positions on the Board. After securing consent of each person so nominated, shall immediately report their nominations to the Secretary in writing. Nominations shall be made with the following limitations:
 - (1) No elected Officer should be nominated for the same office for a third consecutive term.
 - (2) No two or more members from the same household should be nominated to positions to serve concurrently.
 - (3) If it is deemed necessary and in the best interest of the Club by the Nominating Committee to violate either of (d)(1) or (d)(2) of this

Section, the Nominating Committee must get the consent of the Board before proceeding with the nomination.

- (e) Upon Receipt of the Nominating Committee's report, the Secretary shall, at least two weeks prior to the March Board meeting, notify each member in writing of the candidates so nominated.
- (f) Additional nominations may be made at the March Board meeting by any voting 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, his/her proposer shall present to the Secretary a written statement from the proposed candidate signifying his/her willingness to be a candidate.
- (g) Nominations cannot be made at the annual meeting or in any manner other than is provided in this section.

SECTION 4: ELECTIONS

- (a) The nominated candidate receiving the greatest number of votes for each office shall be declared elected. The nominated candidates for other positions on the Board who receive the greatest number of votes for such positions shall be declared elected.

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ARTICLE V – COMMITTEES

SECTION 1: APPOINTMENT

- (a) The Board of Directors may each year appoint standing committees to advance the work of the Club in such matters as dog shows, obedience trials, membership and other fields which may well be served by committees.

- (b) Such committees shall always be subject to the final authority of the Board.
- (c) Special committees may also be appointed by the Board to aid it on particular projects.
- (d) Any committee appointment may be terminated by a majority vote of the full membership of the Board upon written notice of the appointees and the Board may appoint successors to those persons whose services have been terminated.

ARTICLE VI – DISCIPLINE

SECTION 1: AKC SUSPENSION

- (a) Any member who is suspended from the privileges of the American Kennel Club automatically shall be suspended from privileges of the Club for a like period.

SECTION 2: BOARD HEARINGS

- (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.
- (b) 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.
- (c) If the Board deems that suspension is insufficient, it may also recommend to the membership that the penalty be expulsion.

- (d) If expulsion is recommended, the suspension shall not restrict the defendant's right to appear before his/her fellow members of the ensuing Club meeting which considers the Board's recommendations.
- (e) Immediately after the Board as 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 3: EXPULSION

- (a) 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 2 of this Article.
- (b) 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.
- (c) The defendant shall have the privilege of appearing in his/her own behalf though no evidence shall be taken at this meeting.
- (d) 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 he/she wishes.
- (e) The members 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 VII – AMENDMENTS

SECTION 1: PROPOSAL

- (a) Amendments to the constitution and by-laws may be proposed by the Board of Directors or by a written petition addressed to the Secretary signed by twenty percent of the voting membership in good standing. Amendments proposed by such petition shall be promptly considered by the Board of Directors and must be submitted, with the recommendations of the Board, to the members by the Secretary for a vote within three months of the date when the petition was received by the Secretary.

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SECTION 2: VOTING REQUIREMENTS

- (a) 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 that purpose provided 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

- (a) The Club may be dissolved at any time by the written consent of not less than two-thirds of the members.
- (b) In the event of the 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.
- (c) 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 and recognized by the Internal Revenue Service.

ARTICLE IX – ORDER OF BUSINESS

SECTION 1: CLUB MEETINGS

- (a) 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
- Report of President
- Report of Secretary
- Report of Treasurer
- Reports of committees
- Election of Officers and Board members (Annual Meeting)
- Election of new members
- Unfinished business
- New business

Adjournment

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SECTION 2: BOARD MEETINGS

- (a) At meetings of the Board the order of business, unless otherwise directed by majority vote of those present, shall be as follows:

Roll Call
Minutes of last meeting
Report of Secretary
Report of Treasurer
Reports of committees
Unfinished business
New business
Adjournment

ARTICLE X – PARLIMENTARY PROCEDURE

SECTION 1: PARLEMENTARY AUTHORITY

- (a) The rules contained in 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 and any other special rules of order the Club may adopt.

