

**SHIBA CLUB OF SOUTHERN CALIFORNIA
CONSTITUTION AND BYLAWS
EFFECTIVE , 2003**

ARTICLE I NAME AND OBJECTIVES

SECTION 1. The name of the club shall be Shiba Club of Southern California.

SECTION 2. The objectives of the Club shall be:

- a. To encourage and promote quality in the breeding of purebred Shiba Inus and do all possible to bring the 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 Shiba Inus 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, tracking tests and agility trials.
- d. To conduct sanctioned and licensed specialty shows, obedience trials, tracking tests and agility 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 Bylaws as may be required to carry out these objectives.

ARTICLE II MEMBERSHIP

SECTION 1. Eligibility: There shall be two types of membership open to all persons 18 years of age and older who are in good standing with the American Kennel Club and who subscribe to the purposes of the Club.

- a. Individual: Enjoys all privileges of the Club, including voting and office holding.
- b. Family: Enjoys all the privileges of the Club, including voting and office holding. A Family membership shall consist of two adults who are 18 years or older residing at the same address. Each adult member is entitled to one vote with no more than two votes per Family membership.

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: The annual dues for an Individual membership shall be \$20.00. The annual dues for a Family membership shall be \$25.00. Annual dues are payable on or before the 1st day of January of each year. No member may vote whose dues are not paid for the current year. During the month of November, the Treasurer shall send to each member a statement of 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 the Constitution and Bylaws of this Club 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 members in good standing. 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 Club following its receipt. At the next Club meeting, following a second reading of the applications, the applications will be voted upon by secret ballot and affirmative votes of 2/3 of the members present shall be required to elect the applicant.

Applicants for membership who have been rejected by the Club may not reapply within six months after such rejection.

A person or family elected to membership after September 30 shall pay the full amount of dues, which will be considered as payment through the following calendar year.

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. Obligations other than dues are considered a debt to the Club and must be paid in full prior to resignation.
- b. 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 of Directors may elect an additional 90 days of grace to such delinquent member 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 the meeting.
- c. By expulsion - A membership may be terminated by expulsion as provided in Article VII of these Bylaws.

ARTICLE III

MEETINGS AND VOTING

SECTION 1. Club Meetings: Meetings of the Club shall be held each month in one of the following counties: Los Angeles, Orange, San Bernardino, Riverside or Ventura on the second Saturday of each month at such hour and place designated by the Board of Directors. However, for due cause the Board in its discretion may change such meeting date provided written notice is mailed by the Secretary at least 10 days prior to the date of the meeting. The quorum for such meetings 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; and shall be called by the Secretary upon receipt of a petition signed by five members of the Club who are in good standing. Such special meetings shall be held in one of the following counties: Los Angeles, Orange, San Bernardino, Riverside or Ventura at such place, date and hour as may be designated by the person or persons authorized herein to call such meeting. Written notice of such a meeting shall be mailed by the Secretary at least five 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. The quorum for such a meeting shall be 20% of the members in good standing.

- SECTION 3. Board of Directors Meetings: Meetings of the Board of Directors shall be held in one of the following counties: Los Angeles, Orange, San Bernardino, Riverside or Ventura prior to the monthly membership meeting, at an hour and place designated by the Board. Written notice of each meeting shall be mailed by the Secretary 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 and shall be called by the Secretary upon receipt of a written request by at least three members of the Board. Such special meetings shall be held in _ one of the following counties: Los Angeles, Orange, San Bernardino, Riverside or Ventura at such place, date and hour as may be designated by the person authorized herein to call such a meeting. Written notice of such a meeting shall be mailed by the Secretary at least five days and not more than 10 days prior to the date of the meeting or telegraphic notice shall be filed at least three days and not more than five days prior to the date of the meeting. Any such notice shall state the purpose of the meeting and no other Club business shall be transacted thereat. 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 Club at which he/she 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 of Directors shall be comprised of the officers and three other persons, all of whom shall be 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 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 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. President - 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 Bylaws.
 - b. Vice President - The Vice President shall have the duties and exercise the powers of the President in case of the President's death, absence, or incapacity. He or she will also have the duties of the Membership Chairperson.
 - c. Secretary - 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; 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 Bylaws.
 - d. Treasurer - The Treasurer shall collect and receive all monies due or belonging to the Club. Monies shall deposited in a bank or banks designated by the Board of Directors, in the name of the Club. The books shall be open at all times to inspection

SECTION 3. Vacancies: Any vacancies occurring on the Board or among the offices during the year 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; except that a vacancy in the office of President shall be filled automatically by the Vice President and the 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 1st day of January and end on the 31st day of December.

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 is to be held in the month of May, at which officers for the ensuing year shall be elected by secret ballot 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 the successor officer 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 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 January the Board shall elect a Nominating Committee consisting of three members and two alternates, not more than one of who may be a member of the Board. The Secretary shall immediately notify the Committee and the alternates of their selection. The Board shall name a Chairperson for the Committee and it shall be such person's duty to call a Committee meeting, which shall be held on or before March 1st.

- a. The Committee shall nominate one candidate for each office and position on the Board and secure the consent of each person so nominated. The Committee shall immediately report their nominations to the Secretary in writing.
- b. Upon receipt of the Nominating Committee's report, the Secretary shall, at least two weeks before the March meeting, notify each 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/her name is proposed, and provided further that if the proposed candidate is not in attendance at this meeting, the proposed shall present to the Secretary a written

- 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 a dog shows, obedience trials, matches, trophies, annual awards, 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 also be appointed by the Board to aid it on particular projects.
- SECTION 2. Any committee appointed 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 terminated.

ARTICLES 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 a member for alleged misconduct prejudicial to the best interests of the Club. 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. If the Board considers that the charges do not allege conduct that would be prejudicial to the best interest 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 not less than three weeks nor more than six 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/her own defense and bring witnesses if he/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 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/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 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 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 3 of this Article. Such proceedings may occur at a regular or Special Meeting of the Club to 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/her own behalf, though no evidence shall be taken at this meeting. The President shall read the charges and the Board's finding and recommendation and shall invite the defendant, if present, to speak in his/her own behalf if he/she so wishes. The members shall then vote by secret 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. 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 of Directors 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 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 and mailed to each member at least two weeks prior to the date of the meeting.

ARTICLE IX **DISSOLUTION**

SECTION 1. The Club may be dissolved at any time by the written consent of not less than 2/3 of the members. In the event of the dissolution of the Club other than for the purposes of reorganization whether voluntary, involuntary, or by operation of law, none of the property of neither 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 organization for the benefit of dogs selected by the Board of Directors. If the Club is dissolved, the rights to the Club logo will revert back to Mitze Reid.

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
Minutes of Last Meeting
Report of President
Report of Secretary
Report of Vice President
Report of Treasurer
Reports of Committees

Election of Officers and Board (at Annual Meeting)
Election of New Members
Unfinished Business
New Business
Adjournment

SECTION 2. At meetings of the Board, the order of business, unless otherwise directed by a majority vote of those present, shall be as follows:

Reading of Minutes of Last Meeting
Report of Secretary
Report of Treasurer
Reports of Committees
Unfinished Business
New Business
Adjournment

ARTICLE XI

PARLIAMENTARY AUTHORITY

SECTION 1. 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 Bylaws and any other special rules of order of the Club may adopt.

Voted on for acceptance by the general membership _____, 2003

Susanne Ozasa
President, Shiba Club of Southern California

Date: _____