



**SHIBA CLUB OF SOUTHERN CALIFORNIA
CONSTITUTION AND BYLAWS
EFFECTIVE AS OF 2016**

ARTICLE I **NAME AND OBJECTIVES**

SECTION 1. The name of the club shall be: Shiba Club of Southern California (hereinafter referred to as "SCSC," or "Club.")

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.
- e. To encourage and support Shiba Inu owners and Shiba rescue organizations.

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 three types of membership open to all persons as identified below who are in good standing with the American Kennel Club and who subscribe to the purposes of the Club.

- a. **Individual Membership**: Enjoys all privileges of the Club, including voting and office holding.
- b. **Family Membership**: 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.
- c. **Junior Membership**: Enjoys all privileges of the Club except for voting and office holding. Younger than 18 years old. Membership is gratis.

While membership is to be unrestricted as to residence, the Club's primary purpose is to be representative of the breeders, exhibitors, and dog owners in its immediate areas, which are Los Angeles County, Orange County, San Bernardino County, Riverside County, and Ventura County.



SECTION 2. Dues: The annual dues for an Individual Membership shall be \$25.00. The annual dues for a Family Membership shall be \$30.00. There are no dues for a Junior Membership. 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 Vice President 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 and Code of Ethics 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 Vice President 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. Acceptance requires: (1) the applicant to attend a minimum of one meeting; and (2) an affirmative vote of 2/3 of the members present to elect the applicant. A secret ballot is available upon request.

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 – A membership 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 60 days after the first day of the fiscal year. 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 one Saturday each month at such hour and place designated by the Board of Directors with the exception of April and August. However, for due cause the Board in its discretion may change such meeting dates and



location provided written notice is provided 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. 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 a meeting. Written notice of such a meeting shall be provided by the Secretary at least 5 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 at an hour and place, or electronically, as designated by the Board. Written notice of each meeting shall be provided 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 two 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 provided by the Secretary at least 5 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 in accordance with Article II, Section 2. 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 Club 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 and communications shall be entrusted to the Board of Directors. Dissemination of information shall be at the discretion of 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. Vice President will also have the duties as the Membership Chairperson, which will include the annual membership drive starting November 1st. Vice President will also notify new members of their election to membership, send notices of need to attend a meeting for membership approval, and keep a roster of the members of the club with their contact information, which must include a city and state. Once the applicant is accepted into the club, the Vice President will notify the Secretary of the new member's contact information to be added to the club mailing list.
 - 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. The Secretary shall also keep an updated roster of all members to include name, city, state, and contact information. The Secretary shall also have charge of the correspondence, notifying members of meetings, notifying officers and directors of their election to office, and carrying 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 be 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 by the Board of Directors and a report shall be given at every meeting on the condition of the Club's finances and every item of receipt or payment not before reported and at every Annual Meeting an accounting shall be rendered of all monies received and expended during the previous fiscal year. No person shall serve more than two consecutive terms as Treasurer.

- SECTION 3. Vacancies: Any vacancies occurring on the Board or among the Club Officers during the year shall be filled until the next annual election by a majority vote of all of the then-members of the Board at the Club's 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's recommended candidates.

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 the Club Officers for the ensuing year shall be elected from among those nominated in accordance with Section 4 of this Article. Club Officers shall take office immediately upon the conclusion of the election and each retiring Officer shall turn over to the successor Officer all relevant 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 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 by any member by April 30th 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 statement from the proposed candidate signifying willingness to be a candidate. No person may be a candidate for more than one position.
- 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. Club Suspensions: Any member who is suspended from the privileges of the American Kennel Club, the National Shiba Club of America, or any other all-breed or breed club automatically shall be suspended from the privileges of this Club for a like period.

SECTION 2. Charges:

- a. Formal Charges: Any member may file formal charges against another member for alleged misconduct prejudicial to the best interests of the Club, or in violation of the Club Constitution and Bylaws or Code of Ethics. Formal charges must be filed via a compatible Word or PDF document, which should be emailed to the Secretary. A duplicate, printed copy must be mailed to the Secretary along with a deposit of \$20.00, payable via cash or check. The \$20.00 deposit shall be forfeited if such charges are not sustained by the Board. Once the Secretary is in receipt of the mailed duplicate copy and \$20.00 deposit, the Secretary shall promptly send a copy of the charges to each member of the Board via email. Within 30 days, the Board must determine by a majority vote whether the actions alleged in the formal charges, if proven, might constitute conduct prejudicial to the best interests of the Club, or a violation of the Club Constitution and Bylaws or Code of Ethics. If the Board considers that the charges do not allege conduct that would be prejudicial to the best interest of the Club, or a violation of the Club Constitution and Bylaws or Code of Ethics, the Board may, by a majority vote, refuse to entertain jurisdiction. On the other hand, if the Board determines by a majority vote to entertain 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 together with a notice of the hearing and an assurance that the accused may personally appear in his/her own defense and bring witnesses if he/she wishes.
- b. Informal Charges: The Board of Directors may, by a majority Board vote, take action on informal charges and hold a Board Hearing. The Board may then investigate alleged accusations and take action if deemed necessary and if such action is approved by a majority vote of the Board.

SECTION 3. Board Hearing: If either the Complainant bringing the formal charges or the Accused requests Counsel be present at the Board Hearing, such notice must be provided to the Secretary for dissemination to the Board no later than 15 days prior to the Board Hearing. A minimum of the majority of Board Members must attend the hearing. The Complainant will be given a maximum of thirty minutes to present their case, including questioning or comments from any accompanying witnesses, unless the Board determines additional time should be allotted. The Accused will have the same amount of time to respond and present their case or defense, including questioning or comments from any accompanying witnesses. The Complainant will be given a five minute closing, to be followed by a five minute closing from the Accused. The Board must then come to a minimum of a majority decision by the Board Members present. The discussion regarding and leading up to the Board's final decision must be confidential and held away from the



Complainant and Accused. No sooner than 24 hours after the Board's decision, the 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. Should the Board sustain any of the charges against the Accused after hearing all of the evidence and testimony presented, the Complainant's \$20.00 deposit shall be returned in full, and the Board may by a majority vote of those present suspend the Accused from all privileges of the Club for not more than six months from the date of the hearing. Further, if the Accused held an Officer, Board, or Committee position and charges were sustained, the Accused shall be removed from any held position and the position will be filled in accordance with the Club's Constitution and Bylaws. If the Board deems suspension, and where applicable removal from office, insufficient, it may also recommend to the membership at the next general Club meeting that the Accused's penalty be expulsion. In such a case, the suspension shall not restrict the Accused's right to appear before his/her fellow members at the ensuing Club meeting which considers the Board's recommendation for expulsion. Should the Board overrule all of the charges against the Accused, the Complainant will forfeit the \$20.00 deposit and the Accused will remain in good standing.

- SECTION 4. Expulsion: Expulsion of a member from the Club may be accomplished only after a complaint has been filed and a Board Hearing has been conducted, which resulted in the Board sustaining charges and recommending expulsion, as provided in Section 3 of this Article. Such proceedings may occur at a regular Club meeting or at a 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 Accused shall have the privilege of appearing in his/her own behalf, though no additional evidence other than what was presented at the Board Hearing shall be taken at this meeting. The President shall read the charges and the Board's finding and recommendation and shall invite the Accused, if present, to speak in his/her own behalf if he/she so wishes. The members in good standing present shall then vote by secret ballot on the proposed expulsion. A majority vote of those present and in good standing 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 and Code of Ethics may be proposed by the Board of Directors, or by written petition addressed to the Secretary signed by a majority 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 and Code of Ethics may be amended by a majority vote of the members in good standing present and voting at any general Club Meeting or Special Meeting called for the purpose, provided the



proposed amendments have been included in the notice of the meeting and provided 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 good standing. If after 60 days, 2/3 of the members in good standing have not voted affirmatively or in opposition, the vote will revert back to a majority of the Board of Directors. 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 Shiba Inus 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

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/Old 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/Old 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 the Club Constitution and Bylaws and Code of Ethics and any other special rules of order that the Club may adopt.

SIGNED FOR AND APPROVED BY THE BOARD AS FOLLOWS:

Kim Earl
President, Shiba Club of Southern California

Date: _____

Lauri Turek
Vice President, Shiba Club of Southern California

Date: _____

Marisa Hofflander
Secretary, Shiba Club of Southern California

Date: _____

Ken Earl
Treasurer, Shiba Club of Southern California

Date: _____

Lindsay Burton
Board Member, Shiba Club of Southern California

Date: _____



Mary Holt
Board Member, Shiba Club of Southern California

Date: _____

Bill Mumbleau
Board Member, Shiba Club of Southern California

Date: _____

**Voted on for acceptance by a majority of members in good standing
present at a Club General Meeting on (DATE):**

Witnessed By:

SIG: _____ **DATE:** _____
NAME:

SIG: _____ **DATE:** _____
NAME: