

# **AMERICAN CHINESE CRESTED CLUB, INC.**

## **CONSTITUTION**

### Article 1

#### Name and Objects

Section 1. The name of the Club shall be AMERICAN CHINESE CRESTED CLUB, INC.

Section 2. The objects of the Club shall be:

(a) to encourage and promote the responsible breeding of pure-bred Chinese Cresteds and to do all possible to bring their natural qualities to perfection, in accordance with the standards for the breed;

(b) to encourage the organization of independent local Chinese Crested Specialty Clubs in those localities where there are sufficient fanciers of the breed to meet the requirements of The American Kennel Club;

(c) 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 Chinese Cresteds shall be judged;

(d) to do all in its power to protect and advance the interests of the breed and to encourage sportsmanlike competition at dog shows, obedience trials and other events;

(e) to conduct sanctioned matches, specialty shows, obedience trials and other events 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 remained 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 objects.

# AMERICAN CHINESE CRESTED CLUB, INC.

## BY-LAWS

### ARTICLE I

#### Membership

Section 1. ELIGIBILITY. There shall be six types of membership offered to all persons who are in good standing with the American Kennel Club and who subscribe to the purposes of this Club.

There shall be four types of membership offered to those who are interested in joining the American Chinese Crested Club by submitting a Membership Application:

(a) Individual Membership.

- United States residents,
- 18 years of age and older
- Full voting privileges
- Counted towards quorum
- May hold office
- Entitled to all club benefits

(b) Joint Membership.

- Two persons
- United States residents,
- 18 years of age and older
- Reside in the same household
- Both members entitled to voting privileges
- Both members may hold office

(c) Associate Membership

- United States resident or foreign (not United States resident or its territories and possessions)
- 18 years of age and older
- Not entitled to vote or hold office or be counted towards a quorum
- Dues less than the dues for an Individual membership

(d) Junior Membership

- Between 9 and 17 years of age
- Not entitled to vote
- May not hold office
- Not counted towards a quorum
- May apply to convert to the appropriate membership upon reaching his/her 18th birthday
- Eligible for committees involving Juniors
- No dues

There shall be two types of membership conferred on an ACCC member or Individual by way of nomination, in recognition of his/her lifetime contributions to the club. Nominees may be submitted by a member or members by a petition signed by 10% of the membership of the ACCC in good standing.

Nominees may be approved by the Board of Directors or by a vote of 2/3 of the members at an Annual Meeting.

(e) Lifetime Membership

- Must be a long-standing member of greater than 10 years
- Full voting privileges
- Counted towards quorum
- May hold office
- No dues

(f) Honorary Membership

- Any individual who has rendered meritorious service to the Club or to the Chinese Crested breed
- Not entitled to vote
- May not hold office
- Not counted towards a quorum
- No dues
- May choose to maintain active/voting status by the payment of dues.

Section 2. DUES. Membership dues shall be as determined by the Board of Directors, but not to exceed \$100.00 per year, 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, or is not in good standing with the Club per Section 4. During the month of November, the Treasurer shall send to each member a statement of dues for the ensuing year.

Section 3. ELECTION OF 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 this Constitution, and By-laws, the Code of Ethics of this Club, 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.

Applicants may be elected by secret ballot at any meeting of the Board of Directors or by written vote of the Directors by mail or email. Affirmative votes of 2/3 of the Directors present at a meeting of the Board or 2/3 of the entire Board voting by email shall be required to elect an applicant.

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 Corresponding 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 thirty (30) days after the first day of the fiscal year.
- The Board may grant an additional thirty (30) days of grace to such delinquent members in meritorious cases.

(c) BY EXPULSION.

- A membership may be terminated by expulsion as provided in ARTICLE VI of these by-laws.

Section 5. EMAIL TRANSMISSION

(a) Applicants and renewing members may authorize and approve to accept email for notification of Club business. The Club is released from any liability should the notification be received late or not received by the member or Board Members due to circumstances beyond the Club's control. These provisions conform to the AKC All Club Email Notification Policy.

(b) The Board of Directors may conduct its business by mail, or in accordance with the American Kennel Club's (AKC) procedure on Electronic Balloting for AKC Parent Clubs through the Secretary. When conducting its business by mail or by email, the American Kennel Club's (AKC) procedure on Electronic Balloting for AKC Parent Clubs, the Board shall apply the same standards for voting as it does when meeting in person. A quorum when conducting business by mail or by email, per the American Kennel Club's (AKC) procedure on Electronic Balloting for AKC Parent Clubs, shall be a majority of the Board. The ACCC follows the AKC Email Policy for Parent Clubs with regard to the definition of Meetings and doing club business via email.

ARTICLE II

Meetings

Section 1. ANNUAL MEETING.

The Annual Meeting of the Club shall be held in conjunction with one of the Club's Annual Events, if possible, at a place, date, and hour designated by the Board of Directors. Written notice of the Annual Meeting shall be mailed or emailed by the Corresponding Secretary to each member at least 30 days prior to the date of the meeting. The quorum for the Annual Meeting shall be 10% of the eligible members in good standing of the Club.

Section 2. GENERAL CLUB MEETINGS.

Additional membership meetings may be held in conjunction with each of the Club's specialty shows if this is practicable, at a place, date and hour designated by the Board of Directors. Written notice of such membership meetings shall be mailed or email by the Corresponding Secretary to each member at least 30 days prior to the date of the meeting. The quorum for such meetings shall be 10% of the members in good standing.

Section 3. 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 at a meeting of the Board or who vote by mail or email, and shall be called by the Corresponding Secretary upon receipt of a petition signed by 10% of the members of the Club who are in good standing. Such meetings shall be held at such place, date, and hour as may be designated by the President. Written notice of such meetings shall be mailed or emailed at least 14 days and not more than 30 days prior to the meeting. The quorum for such a meeting shall be 10% of the members in good standing.

#### Section 4. BOARD MEETINGS.

The first meeting of the Board shall be held within 30 days of election results. Other meetings of the Board of Directors shall be held at such times and places as are designated by the President or by a majority of the entire Board. Board Meetings shall be held no less than 6 times per year and can be held in person, via teleconference or videoconference. Written notice of each such meeting shall be sent by the Corresponding Secretary to each member of the Board at least seven (7) days prior to the date of the meeting. The quorum for a Board Meeting shall be a majority of the Board.

Section 5. The Board of Directors may conduct its business by mail, fax, email, or telephone conference calls through the Recording Secretary. Items voted upon by mail, fax, email or telephone conference call must be confirmed in writing within ten days.

### ARTICLE III

#### Directors and Officers

##### Section 1. BOARD OF DIRECTORS.

The Board shall be comprised of the President, Vice-President, Treasurer, Recording Secretary, Corresponding Secretary, and six (6) Directors, all of whom shall be members in good standing and residents of the United States. The Officers and Directors shall be elected for two-year terms. The President, Corresponding Secretary, and three (3) directors shall be elected for a two-year term in even numbered years, and the remaining Board Members, Vice-President, Recording Secretary, Treasurer, and three (3) Directors shall be elected for a two-year term in odd numbered years. All Officers and Directors shall be elected in accordance with provisions set forth in Article IV. They shall serve until their successors are elected. General management of the Club's affairs shall be entrusted to the Board of Directors. Each member of the Board shall have an unqualified right of access to the books, records and files of the Club.

##### Section 2. OFFICERS.

The Club's Officers, President, Vice-President, Treasurer, Recording Secretary, and Corresponding Secretary, shall serve in 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. The President shall be bonded in an amount determined by the Board of Directors.

(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. The Vice-President shall be bonded in an amount determined by the Board of Directors.

(c) The Treasurer shall collect and receive all money due or belonging to the Club; and shall deposit the same in a bank approved by the Board, in the name of the Club. The books shall at all times be open to inspection of the Board and a report shall be made to the Board of the Club's finances including receipts or payments not previously reported. At the Annual Meeting, he/she shall render an account of all money received and expended during the previous fiscal year. The Treasurer shall be bonded in an amount determined by the Board of Directors.

(d) The Recording Secretary shall keep a record of all meetings of the Club and of the Board and of all votes taken by mail, and of all matters of record.

(e) The Corresponding Secretary shall have charge of the correspondence, notify newly elected applicants of their membership and furnish them with a copy of the Club's Constitution, By-Laws and Standard of the Breed, notify Officers and Directors of their election to office, keep a roll of the members of the Club with their physical addresses and email addresses, and once a year furnish members with a list of the membership upon written request, issue notices of all meetings, and carry out such duties as are prescribed in these By-laws.

(f) An Ex Officio seat on the Board of Directors may be offered to the immediate past President of the board by invitation of the incoming President. The position shall be held until the election of a new President. The Ex Officio position shall be a purely advisory position and shall not be able to cast a vote, but shall be in all other ways a fully participating board member.

### Section 3. VACANCIES.

Any vacancies occurring on the Board or among the officers during the year shall be filled until the next annual election by a majority vote of all the then members of the Board; 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.

Section 4. Responsibilities of Service. The Officers and Directors are expected to perform the duties assigned to their position and attend meetings.

### Section 5. REMOVAL.

(a) Any Officer or Board Member may be removed from office for cause at a special meeting of the membership called for that purpose at which not less than twenty (20%) percent of the membership is present and voting. The vote at such a meeting shall be by written secret ballot.

(b) Any member of the Board who is absent from three consecutive meetings without just cause, as determined by the Board, will be deemed to have vacated the position.

(c) Any member of the Board who does not perform their duties as prescribed in Section 2 of this Article can be removed by a 2/3 vote of the entire Board of Directors upon notice of dereliction of duties. Dereliction of duties includes, but is not limited to: not voting or participating in discussion of business, not responding to communication concerning club business, not responding to correspondence or fails

to fulfill the duties of their office. After written notice, if no improvement has been made within 60 days, the Officer or Board member will be deemed to have vacated the position.

Section 6. Delegate to The American Kennel Club. The Delegate to The American Kennel Club shall be appointed by the Board for a two-year (2) term in even years. The Delegate may be an Officer or a Director of the Club.

(a) Duties of Delegate. The Delegate to the American Kennel Club, when appointed in accordance with these By-Laws and approved by the American Kennel Club, shall represent the Club at meeting of the Delegates to the American Kennel Club, voting his/her conscience unless otherwise instructed by the Board or by the membership. A report will be furnished to the Board after each Delegates meeting.

#### ARTICLE IV

##### The Club Year, Voting, Nominations, 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 June 1st, and shall continue through May 31st of the subsequent year. The elected officers and directors shall take office June 1st, and each retiring officer shall turn over to his/her successor all properties and records relating to that office within 30 days or by June 30th.

Section 2. VOTING. At any meeting of the Club, voting shall be limited to those members in good standing who attend the meeting. Voting by proxy shall not be permitted. The Board of Directors may decide to submit other specific questions for decision of the members by written ballot cast by mail or email. Members may authorize and approve to accept electronic balloting for voting on Club business in accordance with AKC policy. The Club is released from any liability should the electronic ballot be received late or not received by the member or Board Members due to circumstances beyond the Club's control.

Section 3. ANNUAL ELECTION. The vote for the election of officers and directors shall be conducted by secret ballot only when more than one person is nominated for a particular office or when more than three directors are nominated providing the provisions set forth in ARTICLE IV, Section 4, have been executed in proper form. To be valid, ballots must be postmarked by April 15th. The Corresponding Secretary will announce the election results by mail on May 15th. Ballots shall be counted by an independent professional firm. The person receiving the largest number of votes for each position shall be declared elected. If any nominee is unable to serve for any reason, such nominee shall not be elected and the vacancy so created shall be filled by the new Board of Directors in the manner provided by in ARTICLE III, Section 3.

Section 4. NOMINATIONS AND BALLOTS. No person may be a candidate in a Club election who has not been nominated in accordance with these by-laws. A Nominating Committee shall be chosen by the Board of Directors no later than November 15th. The Committee shall consist of three members from different areas of the USA, and two alternates, all members in good standing, no more than one of whom shall be a member of the current Board of Directors. The Board shall name a chairman for the Committee. The Nominating Committee may conduct its business by mail or email.

(a) The Nominating Committee shall nominate from among the eligible members of the Club, one candidate for each office and for each other position on the Board of Directors and shall procure the acceptance of each nominee so chosen. The Committee should consider geographical representation of the membership on the Board to the extent that it is practicable to do so. The Committee shall then submit its slate of candidates to the Recording Secretary who shall mail or email the list, including the full name of each candidate and the name of the State in which he/she resides, to each member of the Club on or before February 1st, so that additional nominations may be made by the members if they so desire.

(b) Additional nominations of eligible members may be made by written petition addressed to the Recording Secretary and received at his/her regular address on or before March 1st, signed by ten percent (10%) of the membership and accompanied by the written acceptance of each such additional nominee signifying his willingness to be a candidate. No person shall be a candidate for more than one position and the additional nominations which are provided for herein may be made only from among those members who have not accepted a nomination of the Nominating Committee.

(c) If no valid additional nominations are received by the Recording Secretary on or before March 1st, the Nominating Committee's slate shall be declared elected on May 15<sup>th</sup> and will take office on June 1st, and no balloting will be required.

(d) If one or more valid additional nominations are received by the Recording Secretary on or before March 1st, he/she shall, on or before March 15th, mail a ballot or send an electronic ballot to each member in good standing, listing all of the nominees for each position in alphabetical order, with the names of the States in which they reside. If by mail, it shall include a blank envelope and a return envelope addressed to the Recording Secretary (or designated professional firm) marked "Ballot" and bearing the name of the member to whom it was sent. If by electronic ballot, it shall include instructions for returning a printed ballot in a sealed envelope to the Recording Secretary (or designated professional firm). So that the ballots may remain secret, each voter, after marking his ballot, shall seal it in the blank envelope which in turn shall be placed in a second envelope addressed to the Recording Secretary (or designated professional firm). The inspectors of election (or designated professional firm) shall check the returns against the list of members whose dues are paid for the current year prior to opening the outer envelopes and removing the blank envelopes, and shall certify the eligibility of the voters as well as the results of the voting. The Election Results will be sent to the Recording Secretary who will record the results into the Club's records. The Recording Secretary will send the verified election results to the Corresponding Secretary who shall announce the results of the Election by mail or email by May 15th.

(e) Nominations cannot be made at the annual meeting or in any manner other than as provided above.

## ARTICLE V Committees

Section 1. The Board may each year appoint standing committees to advance the work of the Club in such matters as dog shows, obedience trials, trophies, annual awards, membership and other functions 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. Notification of appointment to a standing committee shall be by mail or email from the Corresponding Secretary and acceptance received as soon as practicable following the appointment. Any person failing to accept the appointment or perform the required duties may be terminated and a successor appointed by the Board of Directors.

Section 3. 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 VI

### Discipline

Section 1. AMERICAN KENNEL CLUB SUSPENSION. Any member who is suspended from any of 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 or the breed. Written charges with specifications must be filed in duplicate with the Recording Secretary together with a deposit of fifty dollars (\$50.00), which shall be forfeited if such charges are not sustained by the Board or Committee following a hearing. The Recording Secretary shall promptly send a copy of the charges to each member of the Board by Registered mail 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 or of the breed, 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 or a Committee of not less than three members of the Board, not less than 3 weeks nor more than 6 weeks thereafter. The Recording 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 wishes.

Section 3. BOARD HEARING. The Board or Committee 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 the complainant and defendant, the Board or Committee 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, or until the next annual meeting if that will occur after six months. 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 fellow members at the ensuing Club meeting which considers the recommendation of the Board or Committee. Immediately after the Board or Committee has reached a decision, its findings shall be put in written form and filed with the Recording Secretary. The Recording Secretary, in turn, shall notify by Registered Mail each of the parties of the decision and penalty, if any.

Section 4. EXPULSION. Expulsion of a member from the Club may be accomplished only at the annual meeting of the Club following a hearing and upon the recommendation of the Board or Committee as provided in Section 3 of this ARTICLE. 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 findings and recommendations, and shall invite the defendant, if present, to speak in his/her own behalf. The meeting shall then vote by secret written ballot on the proposed expulsion. A 2/3 vote of those present and voting at the annual meeting shall be necessary for expulsion. If expulsion is not so voted the suspension shall stand.

## ARTICLE VII

### Amendments

Section 1. Amendments to the Constitution and By-laws and the Standard for the Breed may be proposed by the Board of Directors or by written petition addressed to the Recording Secretary signed by twenty (20%) percent of the membership in good standing. Amendments proposed by such petition shall be placed on the agenda and presented to the Board at their next Board Meeting for their consideration and must be submitted to the members with recommendations of the Board by the Recording Secretary for a vote within three months of the date when the petition was received by the Recording Secretary.

Section 2. The Constitution and By-laws, the Standard for the Breed may be amended at any time provided a copy of the proposed amendment(s) has/have been sent by mail or email by the Recording Secretary to each member in good standing accompanied by a ballot on which he may indicate his choice for or against the action to be taken. Dual-envelope procedures described in Article IV, Section 4(d) shall be followed in handling such ballots, to assure secrecy of the vote. The notice shall specify a date not less than 30 days after the date of mailing or emailing by which date the ballots must be returned to the Recording Secretary or professional ballot counting firm to be counted. The favorable vote of 2/3 of the members in good standing who return valid ballots within the time limit shall be required to affect any such amendment.

Section 3. No amendment to the Constitution and By-laws or to the Standard for the Breed that is adopted by the Club shall become effective until it has been approved by the Board of Directors and The American Kennel Club.

## ARTICLE VIII

### 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 whether voluntary or involuntary or by operation of law, none of the property 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 IX

### 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 the President
- Report of the Recording Secretary
- Report of the Corresponding Secretary
- Report of the 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 majority vote of those present, shall be as follows:

- Reading of minutes of last meeting
- Report of the Recording Secretary
- Report of the Corresponding Secretary
- Report of Treasurer
- Report of Committees
- Unfinished business
- Election of new members
- New business
- Recess or adjournment

Section 3. In the absence of any by-law, the rules of order described in the latest edition of Robert's Rules of Order shall apply.

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