

MASON DIXON FRENCH BULLDOG CLUB

CONSTITUTION AND BYLAWS



Submitted to and approved by the American Kennel Club on July 23, 2005

**CONSTITUTION AND BYLAWS
MASON DIXON FRENCH BULLDOG CLUB**

CONSTITUTION

ARTICLE 1

NAME AND OBJECTIVE

SECTION 1. The name of the club shall be the Mason Dixon French Bulldog Club hereinafter referred to as “the Club”.

SECTION 2. The objectives of the Club shall be:

a. To encourage and promote quality in the breeding of purebred French Bulldogs and to do all that is 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 and all subsequent amendments thereto as the only Standard of excellence by which the French Bulldog 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 all AKC events for which the club is eligible.

d. To conduct sanctioned and licensed specialty shows, obedience trials and all AKC events for which the club is eligible under the rules and regulations of the American Kennel Club.

SECTION 3. The club shall not be conducted or operated for profit. 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 who are in good standing with the American Kennel Club and who subscribe to the purposes of this Club. The club’s primary purpose is to be representative of the breeders and exhibitors in its immediate area.

a. Regular membership. Open to all persons eighteen years of age and older and unrestricted as to residence.

b. Honorary membership. The Board of Directors by a vote of three-fourths of its members present and voting may elect Honorary Members. Honorary Members have the right to attend meetings and to speak, but not to make motions or to vote.

c. Junior membership. Open to all persons under eighteen years of age and unrestricted as to residence. Junior Members have the right to attend meetings and to speak, but not to make motions or to vote.

d. Associate membership. Open to all person eighteen years of age and older, which are entitled to all club privileges except voting and holding office. Associate membership is offered to all inactive and non-local members.

SECTION 2. DUES. Membership dues shall be payable on or before the first 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.

Dues may be changed at the discretion of the Board of Directors, and approved by a two-thirds vote of the members present and voting at a regular meeting. This amount shall not exceed \$50.00.

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 these Constitution and Bylaws, the rules of the American Kennel Club and the rules of the French Bulldog Club of America. The applicant shall state the name, address and occupation of the applicant and it shall carry the endorsement of two active members who are in good standing. Accompanying the application the prospective member shall submit dues payment for the current year. The application shall be reviewed by a membership committee, that is appointed by the Board, to make recommendations on each applicant. After the applicant has attended and been read at two membership meetings, the names of these applicants shall be included in the notice of the following meeting where the application will be voted upon by secret ballot and the affirmative vote of not less than two-thirds of the members present and voting at that meeting. A copy of these Constitution and Bylaws shall be furnished to all new members upon election to membership. Applicants for membership who have been rejected by the Club may not re-apply within six months after such rejection.

SECTION 4. TERMINATION OF MEMBERSHIP. Membership may be terminated as follows:

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 calendar year.

b. by lapsing. A membership will be considered as lapsed and automatically terminated if such members' dues remain unpaid 60 days after the first day of the calendar year; however the Board may grant an additional 60 days of 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.

ARTICLE III

MEETINGS AND VOTING

SECTION 1. CLUB MEETINGS. Meetings of the Club shall be held on the fourth Thursday in the months of January, March, May, July and September, with a floating meeting date in December of each year, at such hour and place as may be designated by the Board of Directors. Meetings will be held within the greater Elkton, Maryland area. Written notice of each meeting shall be mailed by the Secretary at least 10 days prior to the date of the meeting. The quorum for such meeting shall be 20% of the members in good standing.

SECTION 2. SPECIAL CLUB MEETINGS. Special Club meetings may be called by the President, or by a majority vote of the members of the Board who are present and voting at any regular or special meeting of the Board, or by the Secretary upon receipt of a petition signed by five members of the Club who are in good standing. Such special meetings shall be held at such hour and place as may be designated by the person or persons authorized herein to call such meetings. Meetings will be held within the greater Elton, Maryland area. Written notice of such meeting shall be mailed by the Secretary at least 10 days prior to the date of the meeting. 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 MEETINGS. There shall be a minimum of six meetings of the Board of Directors in each year, at such hour and place as may be designated by the Board. Meetings will be held within the greater

Elton, Maryland area. Written notice of each such meeting shall be mailed by the Secretary at least seven days prior to the date of such meeting. A quorum for such a meeting shall be a majority of the Board.

SECTION 4. SPECIAL BOARD MEETINGS. Special meetings of the Board may be called by the President or by the Secretary upon receipt of a written request signed by at least three members of the Board. Such special meetings shall be held at such hour and place as may be designated by the person or persons authorized herein to call such a meeting. Meetings will be held within the greater Elton, Maryland area. Written notice of such meeting shall be mailed by the Secretary at least seven days and not more than ten days prior to the date of the meeting. Any such notice shall state the purpose of the meeting and no other 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 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 shall be comprised of the President, Vice President, Secretary and Treasurer and three other persons, all of whom shall be members in good standing and are residents of the United States. They shall be elected for two-year terms at the Club's annual meeting as provided in Article V, and shall serve until their successors are elected. Officers will be elected during the odd years and Board members will be elected during the even years. General management of the Club's affairs shall be entrusted to the Board of Directors.

SECTION 2. OFFICERS. 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.

a. The President shall preside at all meetings of the Club and the Board, shall have the duties and powers normally appurtenant to the office of President, in addition to those particularly specified in these Bylaws.

b. The Vice President shall have the duties and exercise the powers of the President in case of the President's death, absence or incapacity.

c. The Secretary shall keep a record of all meetings of the Club and of the Board and of all matters of which a record shall be ordered by the Club. The Secretary shall 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 by these Bylaws,

d. The Treasurer shall collect and receive all moneys due or belonging to the Club. The Treasurer shall deposit the same in a bank satisfactory to the Board, in the name of the Club. The books shall at all times be open to inspection of the Board with a report at every meeting of the condition of the club's finances and every item of receipt or payment not before reported. At the annual meeting, the Treasurer shall render an account of all moneys received and expended during the previous year. The Treasurer may be bonded in such amount as the Board of Directors shall determine.

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 resulting vacancy in the office of Vice President shall be filled by the Board.

ARTICLE V

THE CLUB YEAR, ANNUAL MEETING & ELECTIONS

SECTION 1. CLUB YEAR. The Club's fiscal year shall begin on the First day of January and end on the 31st day of December. The Club's official year shall begin immediately at the conclusion of the elections at the annual meeting and shall continue through the elections of the next annual meeting.

SECTION 2. ANNUAL MEETING. The annual meeting shall be held at the December meeting, at which the Officers or Directors shall be elected by secret written 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 in office all properties and records relating to that office within 30 days after the election.

SECTION 3. ELECTIONS. The nominated candidates receiving the greatest number of votes for each office shall be declared elected. The three nominated candidates for 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. No person shall be eligible for elective office who has not been a member for one year prior to the date of elections. During the month of July, the Board shall elect a nominating committee consisting of three members, not more than one of whom may be a member of the Board. The Board shall name a Chairman and it shall be his duty to call a committee meeting which shall be held on or before August 1st. The Secretary shall immediately notify the members of their appointment to this committee.

a. The committee shall nominate, in the odd years, one candidate for each office position and in the even years, three candidates for the three positions on the Board, and after securing the consent of each person so nominated, shall immediately report their nominations to the Secretary.

b. Upon receipt of the Nominating Committee's report, the Secretary shall mail written notice of the nominated candidates to each member at least 2 weeks prior to the September meeting and include the Nominating Committee's report with the call for the September meeting.

c. Additional nominations may be made at the September meeting by any member in attendance provided that the person so nominated does not decline when his name is proposed, and provided further that if the proposed candidate is not in attendance at this meeting, his proposer shall present to the Secretary a written statement from the proposed candidate signifying his 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. STANDING AND SPECIAL COMMITTEES. 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 prizes, membership, rescue and other fields which may well be served by committees. Such committees shall always be subject to final authority of the Board. Special committees may also be appointed by the Board to aid in particular projects.

SECTION 2. TERMINATION. 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 service has been terminated.

ARTICLE VII

DISCIPLINE

SECTION 1. AMERICAN KENNEL CLUB SUSPENSION. Any member who is suspended from the privileges of the American Kennel Club automatically shall be suspended from the privileges of 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 breed. Written charges with specifications must be filed in duplicate with the Secretary together with a deposit of \$10 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. 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 which would be prejudicial to the best interests 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 by the Board 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 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 reprimand or 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 fellow members at the ensuing Club meeting which considers the Board's 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 sixty days but not earlier than thirty 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 the meeting. The President shall read the charges and the Board's findings and recommendations, and shall invite the defendant, if present, to speak in his own behalf if he/she wishes. The membership shall then vote by secret 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 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 members 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 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 secret vote of two-thirds 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. DISSOLUTION. The Club may be dissolved at any time by the written consent of not less than two-thirds of the members. 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 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 X

ORDER OF BUSINESS

SECTION 1. CLUB MEETINGS. 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:

- Minutes of Last Meeting
- Reports of Officers
- Reports of Committees
- Election of Officers and Board (at annual meeting)
- Election of New Members
- Unfinished Business
- New Business
- Adjournment

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

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

ARTICLE XI

PARLIAMENTARY AUTHORITY

SECTION 1. RULES. Rules contained in "Robert's Rules of Order, Revised", shall assist the Club in all cases to which they are applicable and in which they are not inconsistent with these Bylaws.