

**ALABAMA/GULF SOUTH BORDER TERRIER
CLUB
CONSTITUTION AND BY-LAWS
April 19, 2008**

Preamble

The Alabama/Gulf South Border Terrier Club has been formed to promote interest, ownership and appreciation of purebred Border Terriers.

The Club shall cooperate with and recognize the authority of the American Kennel Club and The Border Terrier Club of America in all matters pertaining to registrations, standards, conformation shows, obedience trials, earthdog tests, agility tests, and any other activities in which the Border Terrier may participate.

CONSTITUTION

Article I – Name and Objectives

Section 1. Name: The name of the Club shall be Alabama/Gulf South Border Terrier Club and may also be designated in the records as AGSBTC (hereafter referred to as “Club”).

Section 2. Objectives: The objectives of the Club shall be:

- A. To promote purebred Border Terriers.
- B. To disseminate information about the Border Terrier breed.
- C. To hold events, especially earthdog tests, for Border Terriers and their owners.
- D. To promote and encourage good sportsmanship in all facets of training and exhibition of Border Terriers.

Section 3. Not For Profit: The Club shall not be conducted or operated for profit nor shall any part of any profits or remainder or residue from dues or donations to the Club be used for 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 objectives.

BY-LAWS

Article II – Membership

Section 1. There shall be two (2) 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 purpose of this Club:

- A. Single membership will consist of one (1) vote.
- B. Couple membership will consist of two (2) individual votes.

In addition, a junior membership shall be open to those under 18 years of age, but this membership shall not carry a voting privilege. Input shall be encouraged and welcomed from junior members however.

Membership shall be open to all persons having filled out an application and paid the specified amount of dues as listed in Section 2 of this Article.

Section 2. Dues: Membership dues shall be \$20 single, \$30 couple, and \$1 junior, per year payable on or before the first day of January each year. Half-year dues will be permitted if membership is instituted during the latter months of the year, effective after June 30. If dues are paid after October 1, they shall be considered payment for the ensuing year, and full dues will be required. A single dues notice will be sent to all members on November 1st for each upcoming year. A written notice shall be sent by the Membership Chair to each member whose dues are not paid by April 1 of the current year. If member does not renew within 30 days, member shall be dropped from the membership list.

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 by-laws, the rules of the American Kennel Club and The Border Terrier Club of America. The application shall state the name, address, and occupation of the applicant. Accompanying the application, the prospective member shall submit dues payment for the current year. Endorsement by a member of the club who is in good standing is required for new memberships.

All applications and dues are to be processed through the Membership Chair of the Club and each application is to be read by the Membership Chair at the first meeting of the Club following its receipt or it may be publicized by electronic means. It shall be voted upon and affirmative votes by 75 percent of the members voting shall be required to elect the applicant.

Section 4. Termination of Membership: Memberships may be terminated.

- A. By Resignation: Any member in good standing may resign 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 January each year.
- B. By Lapsing: A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid ninety (90) days after January 1 of the current year. In no case may a member 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 in Article VII, Section 4 of these constitution and by-laws.

Article III – Meetings and Voting

Section 1. Regular meetings shall be held not less than once each year on dates to correspond with a AGSBTC sponsored event. The actual regular meeting dates for each year will be determined by July 1 and notice of such meetings shall be sent to all members, published in the Club Newsletter, or by electronic means and shall reach the members not less than five (5) days before the date of the meeting. The quorum for such meetings shall be those members in good standing in attendance.

Section 2. Special 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 (5) 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. Written notice of such meetings shall be sent by surface mail or electronic means by the Secretary at least five (5) days and not more than fifteen (15) days before 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 those members in good standing in attendance.

Section 2. a.) Board Meetings: The first Board meeting shall take place in the first month following the Board's assuming office. Other meetings of the Board of Directors shall be held immediately before general membership meetings. The quorum for such meetings shall be a majority of the members of the Board in attendance.

b.) Special Board Meetings may be called by the President or by the Secretary upon receipt of a written request by at least three (3) members of the Board. Such special meeting shall be held at the time and place designated by the person authorized herein to call such meeting. Written notice of such meeting shall be sent by surface mail or electronic means by the Secretary at least five (5) days and not more than ten (10) days before the date of the meeting, or notification by such other means as are available to each of the members of the Board. The notice shall state the purpose of the meeting and no other business shall be transacted thereat. A quorum for such meeting shall be a majority of the Board in attendance.

Section 3. The Board of Directors may conduct its business by mail, fax, email, through the secretary, or by telephone conference call and shall be followed up in writing by the Secretary no later than seven (7) days from said call.

Article IV – Directors, Officers

Section 1. Board of Directors: The Board shall be comprised of the President, Vice President, Secretary, Treasurer, and three (3) other persons all of whom shall be elected for a two (2) year term of office in the Club's fourth quarter, held before the end of the Club's fiscal year, 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'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 of the Board, and shall have the duties and powers normally appurtenant to the office of President in addition to those specified in these constitution and by-laws.
- B. The Vice President shall have the powers and exercise the duties 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, notify members of meetings and all matters of which the Club shall order a record. In addition he/she shall have charge of the correspondence, notify new members of their election to membership, notify officers and directors of their election to office, and carry out such other duties as are prescribed in these constitution and by-laws. Secretary will also perform AKC Liaison duties.
- D. The Treasurer shall collect and receive all monies due or belonging to the Club and receipt therefor. He/She shall deposit it in a bank satisfactory to the Board. His/Her books shall at all times be open to inspection of the Board and he/she shall report to them at every meeting the condition of the Club's finances and every item or receipt or payment not previously reported; at the end of the fiscal year he/she shall render an account of all monies received and expended during the previous fiscal year.

Section 3. Vacancies: The Vice President shall automatically fill a vacancy in the office of President and the Board shall fill the resulting vacancy in the office of Vice President. Any other vacancies occurring on the Board during the year shall be filled for the balance of the current term of office by a majority vote of all the remaining members of the Board at its first regular meeting following the creation of such vacancy.

Section 4. Tenure: Officers shall not hold the same office for more than two (2) consecutive terms of office or a total of four (4) consecutive years (each term equaling two (2) consecutive years). Officers may be re-elected to the same position after serving

the Board in a different capacity for one term of office (two (2) years). Example: The person serving as Club President has served two terms of office (or a total of four consecutive years). That person must serve in a different position for the next term of office (or a total of two consecutive years). After serving in a different position for one term of office, that person is then eligible to serve as Club President again. Officers are elected for a two (2) year term of office as noted in Article IV, Section 1. above and the bi-annual election is held at the meeting preceding the end of the fiscal year. Officers take office as of January 1 each year. The retiring officer shall turn over all properties and records to the designated successor as soon as possible, but no later than thirty (30) days.

Article V – Club Year, Elections, Voting, Nominations

Section 1. Club Year: The Club's fiscal year shall be based on a fiscal year, beginning January 1 and ending December 31.

Section 2. Voting: Each member in good standing whose dues are paid for the current year shall be entitled to one vote per single membership and two individual votes per couple

Section 3. Elections: The nominated candidate receiving the greatest number of votes for each office shall be declared elected. The three (3) nominated candidates for other positions on the Board who receive the greatest number of votes for such positions shall be declared elected by acclamation. If there are no opposing candidates for the slate, the Secretary may cast the vote for election of the slate as presented. The bi-annual election of Officers and Directors shall be by ballot cast by surface mail or electronic means. Ballots must be sent by the Secretary no later than October fifteenth (15) and must be received back no later than November thirty-first (31). Results to be announced and winners notified by December fifteenth (15) and published in the newsletter or electronically.

Section 4. Nominations and Ballots: No person may be a candidate in a Club election who has not been nominated or who is not a Club member in good standing. The President, with the Board's approval, shall appoint a nominating committee consisting of three (3) members and two (2) alternates, not more than one (1) of whom shall be a member of the Board (it is not mandatory that the nominating committee contain a Board Member) by or before June 1 of each year. The Secretary shall immediately notify committee members and alternates of their appointments if they are not in attendance when appointed.

A. The Committee shall nominate one (1) candidate for each office and three (3) candidates for the three (3) other 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 notify each member of the candidates so nominated on or before September first (1) so that additional nominations may be made by the members, if they so desire. No person may be a candidate for more than one position.

C. Additional nominations of eligible members may be made in writing addressed to the Secretary and received on or before October first (1).

Section 4. No person shall hold more than one office position or committee position.

Article VI – Committees

Section 1. The Board may appoint standing committees each year to advance the work of the Club. These Committees may include the following: Membership, Communications, Events (including Earthdog, Supported Entry Shows and other Performance Events), Rescue, Education, and other ad hoc committees as needed.

A. Special committees may also be appointed by the Board to aid on particular projects.

B. All standing and special committees shall always be subject to the final authority of the Board.

Section 2. 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. If a committee chairperson resigns, the Board shall appoint a successor.

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 of time.

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 \$25.00, which shall be forfeited if the Board following a hearing does not sustain such charges. 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 interests of the Club, it may refuse to entertain jurisdiction. If the Board entertains jurisdiction of the charges, it shall fix a date of 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/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 (6) 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 recommendation. Immediately after the Board has reached a decision, its finding 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 proceeding may occur at a regular or special meeting of the Club to be held within sixty (60) days but not earlier than thirty (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 findings and recommendations and shall invite the defendant, if present, to speak in his/her own behalf if he/she wishes. The members shall then vote by secret written ballot on the proposed expulsion. A two-thirds (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 by-laws may be proposed by the Board of Directors or by written petition addressed to the Secretary signed by twenty percent (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 by the Secretary for a vote within three (3) months of the date when the Secretary received the petition.

Section 2. The constitution and by-laws may be amended by a two-thirds (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 sent to each member by surface mail or

electronic means at least two (2) 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 two-thirds (2/3) 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. After payment of the debts of the Club, its property and assets shall be given to a charitable organization for the benefits of dogs, which shall be 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 (or sign-in)
- Minutes of last meeting
- Report of the President
- Report of the Secretary (correspondence received)
- Report of the Treasurer
- Reports of Committees
- Election of new members
- Unfinished Business
- New Business
- Comments by members for the good of the Club
- 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:

- Roll call
- Reading of minutes of last meeting
- Report of the President
- Report of Secretary
- Report of Treasurer
- Reports of Committees
- Election of members
- Unfinished Business
- New Business
- Adjournment

End of Constitution and By-Laws