

Bernese Mountain Dog Club of Northeastern Illinois, Inc.
Constitution and Bylaws

Article I - Name and Objectives

Section 1. The name of the club shall be Bernese Mountain Dog Club of Northeastern Illinois, Inc.

Section 2. The objectives of the club shall be:

- (a) to encourage and promote quality in the breeding of purebred Bernese Mountain Dogs 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 as the only standard of excellence by which the Bernese Mountain Dog 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/rally trials
 - tracking tests
 - agility trials
 - draft tests
 - herding trials
 - Canine Good Citizen
 - Any other tests/trials that the Board deems appropriate
- (d) to conduct
 - sanctioned matches
 - dog shows
 - obedience/rally trials
 - agility trials
 - tracking tests
 - draft tests
 - herding trials
 - Canine Good Citizen
 - Any other tests/trials that the Board deems appropriate under the rules and regulations of The American Kennel Club.
- (e) to maintain the integrity of the Bernese Mountain Dog stud book as maintained by the AKC

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 ~~object~~ objectives.

Bylaws

Article I - Membership

Section 1. Eligibility. There shall be six (6) types of memberships 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 this club. In addition, there shall be a seventh type for junior members under the age 18.

Regular (Individual) voting: Is open to Bernese Mountain Dog breeders and/or exhibitors that have exhibited in AKC events during the prior 12 months or associate members who have been members in good standing for one year. Regular membership enjoys all club privileges including the right to vote and hold office.

Regular (Household) voting: Is open to two adult Bernese Mountain Dog breeders and/or exhibitors that have exhibited in AKC events during the prior 12 months or associate members who have been members in good standing for one year. Household membership consists of two adult members residing in the same household, each eligible to vote and hold office.

Associate/Newsletter: Is open to a Bernese Mountain Dog owner and other interested individuals. Associate members do not vote nor hold office. They are not counted in the quorum. After a period of one year, the person may apply for Regular (voting) membership following the procedure specified in Section 3 of these bylaws.

Associate/Newsletter, Household: Is open to Bernese Mountain Dog owners and other interested individuals. Associate household membership consists of two adult individuals residing in the same household. Associate household members do not vote nor hold office. They are not counted in the quorum. After a period of one year, the adults may apply for regular membership following the procedure specified in Section 3 of these bylaws.

Honorary: Pay no dues, and are not eligible to vote. However, such members can maintain regular (household) membership if they pay dues.

Lifetime: For those individuals who have been members for a long period of time. Lifetime members pay no dues but are eligible to vote and hold office.

Junior: Is open to persons 10 to 17 years of age who exhibit a Bernese Mountain Dog. Junior members cannot vote nor hold office. Their membership may automatically convert to regular membership upon their 18th birthday.

While membership is to be unrestricted as to residence, the club's primary purpose is to be representative of the breeders, exhibitors and Bernese Mountain Dog enthusiasts in its immediate area.

Section 2. Dues. Regular Individual Voting Membership \$20.00; Regular Voting Household Membership \$25.00; Associate Single (non-voting) \$15.00, Associate Household Member (non-voting) \$20.00; Junior Membership \$15.00.

Membership 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 notification will be sent to each member of his/her dues for the ensuing year. From time to time the Board of Directors shall review the dues charged for membership and have the power to change the dues as needed to operate the club.

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 the BMDCA 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 unrelated members in good standing. Accompanying the application, the prospective member shall submit dues payment for the current year.

All applications for voting membership are to be filled with the Membership Chair and each application is to be read at the first meeting of the club following its receipt with the applicant being present and also at a second meeting with the applicant present. At the next club meeting with the applicant ~~present~~ attending the application will be voted upon and affirmative votes of 2/3 of the Regular members ~~present~~ attending and voting by secret ballot at that meeting ~~or by written ballot by mail or in accordance with AKC's procedures on Electronic Balloting for AKC Parent Clubs,~~ shall be required to elect the applicant.

Associate members applications should be filed with the Membership Chair but do not require sponsors nor approval process applicable to Regular voting members. Associate members are not computed in determining a quorum. If the Associate members are in good standing and have attended 3 general membership meetings during a 1 year period they may apply for Regular voting or Regular Household voting membership and be voted upon at the next club meeting with the applicant attending. The application will be voted upon and affirmative votes of 2/3 of the Regular members attending and voting by secret ballot at that meeting 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.

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 Secretary; but no member may resign when in debt to the club. Dues obligations are considered a debt to the club and they are incurred on the first day of each fiscal year.
- (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; 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.
- (c) by expulsion. A membership may be terminated by expulsion as provided in Article VI of these bylaws.

Article II - Meetings and Voting

Section 1. Club Meetings. Meetings of the club shall be held five times a year in or near St. Charles, Illinois, ~~or~~ within the greater Chicagoland metropolitan area, ~~or via telephone or video conference call,~~ at such ~~date and~~ hour ~~and place~~ as may be designated by the Board of Directors. Notice of each such meeting shall be sent at least 10 days prior to the date of the meeting. The quorum for such meetings shall be 20 percent of the regular voting 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~~ attending 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 within the greater Chicagoland metropolitan area ~~or via telephone or video conference call~~ at such date and ~~place, date, and~~ hour as may be designated by the person or persons authorized herein to call such meetings. Notice of such a meeting shall be sent 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 percent of the regular members in good standing.

Section 3. Board Meetings. Meetings of the Board of Directors shall be held six times a year in the greater Chicagoland metropolitan area or via telephone conference call or via video conference at such hour and place as may be designated by the Board. Notice of each such meeting shall be sent 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; or shall be called by the Secretary upon receipt of a request by at least three members of the Board. Such special meetings can be held in the greater Chicagoland metropolitan area at such place, date, and hour as may be designated by the person authorized herein to call such meeting or otherwise via conference call or email as needed. Notice of such meeting shall be sent by the Secretary to the board with enough lead time to assure a quorum of the majority of board members 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. The quorum for such a meeting shall be a majority of the Board.

Section 5. *Voting.* Each voting 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 that voting member is attending or by written ballot by mail or in accordance with AKC's procedures on Electronic Balloting for AKC Parent Clubs. Proxy voting will not be permitted at any club meeting or election.

Article III - Directors and Officers

Section 1. *Board of Directors.* The Board shall be comprised of the officers and 3 other persons, all of whom shall be members in good standing and all of whom shall be elected for two-year terms at the club's annual meeting as provided in Article IV and shall serve until their successors are elected. General management of the club's affairs shall be entrusted to the Board of Directors. To ensure consistency and the smooth operation of the club year over year a minimum of one Director and 2 officers must remain as part of the board during each annual transition.

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 particularly specified in these bylaws. In no case shall a person serve more than two consecutive years as president.

(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; shall have charge of the correspondence, notify members of meetings, 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) The Treasurer shall receive all moneys due or belonging to the club. Moneys shall be deposited in a bank designated by the Board, in the name of the club. The books shall at all times be open to inspection by the Board and a report shall be given at every meeting of the condition of the club's finances and every item of receipt or payment not before reported; and at the annual meeting an accounting shall be rendered of all moneys received and expended during the previous fiscal year. The Treasurer shall 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 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 IV - The Club Year, Annual Meeting, Elections

Section 1. Club Year. The club's fiscal year shall begin on the 1st day of January and end on the last day of December.

The club's official year shall begin the first day of January and continue through December 31.

Section 2. Annual Meeting. The annual meeting shall be held in the month of November or December, at which officers and directors 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 in January of the forth coming year. 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 candidate receiving the greatest number of votes for each office shall be declared elected. The 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 August, the Board shall select a Nominating Committee consisting of three members and two alternates, not more than one of whom may be a member of the Board. The Secretary shall immediately notify the committeemen and alternates of their selection. The Board shall name a chairman for the committee and it shall be such person's duty to call a committee meeting, which shall be held on or before September 15.

(a) The committee shall nominate one candidate for each office and position on the Board that is expiring and, after securing the consent of each person so nominated, shall immediately send their nominations to the Secretary.

(b) Upon receipt of the Nominating Committee's report, the Secretary shall send each club member a copy of the Nominating Committee's slate at least two weeks prior to the October meeting.

(c) Additional nominations may be made at the October meeting by any member in attendance, provided that the person so nominated does not decline when their name is proposed, and provided further that if the proposed candidate is not in attendance at this meeting, the proposer shall submit 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 nor in any manner other than as provided in this Section.

Article V - Committees

Section 1. The Board may each year appoint standing committees to advance the work of the club in such matters as specialty shows, obedience trials, trophies, annual prizes, membership, rescue, newsletter, ethics, breeder referral, programs, constitution and by-laws, agility, carting, website, education, ways and means, fund raising, 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 appointment may be terminated by a majority vote of the full membership of the Board upon 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 Secretary together with a deposit of \$100.00, 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 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 for 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 certified, return receipt 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 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 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 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 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 own behalf if he 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 VII - 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 percent 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 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 secret vote of the voting members ~~attending present~~ and voting at any regular or special meeting called for the purpose, **or by written ballot by mail or in accordance with AKC's procedures on Electronic Balloting for AKC Parent Clubs**, provided the proposed amendments have been included in the notice of the meeting and sent to each member at least two weeks prior to the date of the meeting.

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 voting members in good standing. 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 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 President
- Report of Secretary
- 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 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 X - 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 the club may adopt.