

Central Florida Yorkshire Terrier Club, Inc. Constitution

ARTICLE I - NAME AND OBJECTIVES

Section 1 – Name

The name of the Club shall be the Central Florida Yorkshire Terrier Club, Inc.

Section 2 - Objectives

The objectives of the Club shall be:

- 1) To further the advancement of the Yorkshire Terrier.
- 2) To do all in its power to protect and advance the interests of the Yorkshire Terrier and encourage sportsmanlike competition at shows, obedience trials, and **all other canine related activities.**
- 3) To conduct matches, and with approval of AKC, Sanctioned Matches, Dog Shows, Obedience Trials and **other canine related activities.**

Section 3 - Not for Profit

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 - By-Laws

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.

ARTICLE I - MEMBERSHIP

Section 1- Types of Membership

There shall be two (2) types of membership open to all persons who are in good standing with the American Kennel Club and who subscribe to the objectives of the Club.

- (1) General Membership open to all persons eighteen (18) years of age or older, residing in the Central Florida area and representing the breeders and exhibitors of Central Florida.
- (2) Associate Membership open to all persons eighteen (18) years of age or older, unrestricted

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as to residence, and having all the privileges of the Club except to vote, hold office, or serve as a member of nominating committee.

Section 2 - Dues

(1) Membership dues should be made payable by the first week in July in an amount determined by the Board of Directors, and the Treasurer shall send to each member a statement of dues for the ensuing year.

(2) Dues should be made payable to the Central Florida Yorkshire Terrier Club Inc.

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 By-Laws and Constitution, the Code of Ethics/Conduct, and the Rules of the American Kennel Club Inc. The application shall carry the endorsement of two members in good standing who have known the applicant for at least two years, and both of whom have visited the applicant's home/kennel.

All applications are to be filed with the Secretary, and each applicant's request for membership will be read at club meetings at which the applicant must be present, and announced in the club's communication organ, in accordance with the Membership Policy and Procedure.

Sufficient time will elapse for membership to submit a written objection to the Secretary on the proposed member should they wish to. A secret written ballot will take place at a membership meeting to vote on the proposed member and the applicant will be notified in writing in accordance with the Club's policy and procedure on membership.

Section 4 - Termination of Membership

(1) Membership may be terminated 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 should be paid up to date of resignation.

(2) Membership may be terminated by lapsing. A membership will be considered as lapsed

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and automatically terminated if such member's dues remain unpaid ninety (90) days after the first day of July of each year. The Board may grant an additional ninety (90) 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.

(3) Membership may be terminated by Expulsion. A membership may be terminated by expulsion as provided in Article VI of the By-Laws.

ARTICLE II - MEETINGS

Section 1 - Club Meetings

Meetings of the Club shall be held every other month, unless otherwise notified, at 1:00 pm in Kissimmee, Florida. Notice of such meetings shall be sent out by the Secretary at least ten (10) days prior to the date of the meeting. The quorum for such meetings shall be members in good standing in attendance. Meetings will be conducted under *Roberts Rules of Order, Revised, Simplified & Applied*.

Section 2 - Board Meetings

Meetings of the Board of Directors shall be held one (1) hour prior to the regular meeting. Notice of such meetings shall be sent out at least ten (10) days prior to the scheduled meeting. The quorum for a Board Meeting shall be a majority of the members of the Board in attendance.

Section 3 - Special Meetings

Special meetings may be called by the President, or by a majority of the members of the Board who are present at a meeting of the board, and shall also be called by the Secretary upon receipt of a petition signed by ten (10) members of the club who are in good standing. Such meetings shall be held at a place, date and hour as to be designated by the Board of Directors. Notice of the meeting shall be sent out by the Secretary at least fourteen (14) days prior to the meeting and no other club business may be transacted other than that for which the meeting is called. The quorum for such meetings shall be members in good standing and attendance.

Section 4 - Immediate Decisions

Decisions will not have to be delayed until meetings take place in cases of emergency. Matters that

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require an immediate decision by the Board of Directors, or General Membership, can be conducted electronically if followed up in writing. The item shall be presented in complete detail with an attached ballot to vote for 0 against the item being decided upon.

ARTICLE III – DIRECTORS AND OFFICERS

Section 1 - The Board

The Board shall comprise of the President, Vice President, Secretary, Treasurer, three Directors, and two alternate Directors, all of whom shall be members in good standing. They shall be elected for one year terms at the Club's annual elections as provided in Article V, 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.

(1) The President shall preside at all meetings of the Club and of the Board attended, and shall have the duties, and powers normally appurtenant to the office of the President, in addition to those duties particularly specified in the By-Laws.

(2) The Vice President shall have the duties and exercise the powers of the President in the case of the President's absence or incapacity.

(3) 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. In addition, he/she will be in 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 duties as prescribed by these By-Laws.

(4) The Treasurer shall collect and receive all money due or belonging to the Club, and shall deposit it in a bank approved by the Board, in the name of the Club. The Club's books and

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the Treasurer's records shall at all times be open for inspection by the Board and the Treasurer shall report to them at every meeting the condition of the Club's finances, as well as every item of receipt or payment not before reported. At the annual meeting, the Treasurer shall render an account of all monies received and expended during the previous fiscal year. An annual audit will be conducted by another club member appointed by the Board.

Section 3 - Vacancies

Any vacancies occurring on the Board or among the Officers during the year shall be filled for the unexpired term of office by a majority vote of all the then members of the Board.

ARTICLE IV - THE CLUB YEAR VOTING NOMINATIONS & ELECTIONS

Section 1 - The Club Year

The Club's year shall begin the first day of January and end on the 31st day of December. Each retiring Officer shall turn over to his successor in office all properties and records relating to that office by February 1. The Club' fiscal year shall begin on July 1, and end on June 30, of each year.

Section 2 - Voting

The annual election of Officers and Directors, and amendments to the By-Laws, shall be by written ballot. The Board of Directors may decide to submit other specific questions for decisions of the members by written ballot. All ballots submitted to the membership must employ the double envelope system as outlined in Article IV, Section 4. Voting on any general subject at meetings of the Club shall be limited to those members in good standing.

Section 3 - Nominations

A nominating committee shall be chosen by the Board of Directors in September of each year, and no person may be a candidate in a Club election who has not been nominated in accordance with these By-Laws. The nominating committee shall consist of three general members and two alternates, all members in good standing, not more than one of whom shall be a member of the current Board of Directors. The Board shall name a Chairman for the Committee.

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Section 4 - Elections to Office

(1) The Nominating Committee shall nominate from among the eligible General Members of the Club, a candidate for each office and for each position on the Board of Directors, and shall procure acceptance of each member so chosen. The slate shall be reported to members by mail after which additional nominations can be submitted in writing to the Nominating Committee Chairman by the date designated.

(2) 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 those members who have not accepted a nomination of the Nominating Committee.

(3) If no valid additional nominations are received by the designated date, the Nominating Committee's slate will be considered elected unanimously, and no Balloting will be necessary.

(4) If one or more additional valid nominations are received, the Nominating Chairman shall mail to each member in good standing a ballot listing the nominees for each position, in alphabetical order, together with a blank envelope and a return envelope addressed to the Nominating Committee Chairman, marked "BALLOT" and bearing the name, address and a line for a signature of the member to whom it was sent. Ballots will be mailed out by November 1, and must be returned to the Nominating Chairman by December 1. So that ballots may remain in secret, each voter, after marking the ballot shall seal it in a blank envelope, which in turn shall be placed in the second envelope addressed and mailed to the Nominating Chairman. The Nominating Chairman shall check the unopened outer envelope against the list of members whose dues are paid for the current year, and then remove the blank envelope and place it in a receptacle. After voting closing date, the blank envelopes are opened, and the votes counted. The membership and the elected Officers and Directors shall be notified of election results by December 15.

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ARTICLE V - COMMITTEES

Section 1 - Appointment of Committees

The Board may each year may appoint standing committees to advance the work of the Club in such matters as dog shows, trophies, annual prizes, memberships, 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 - Terminations

Any committee chairmanship may be terminated by a majority vote of the Board upon written notice to the appointee; and the Board may appoint a successor to the person whose services have been terminated.

ARTICLE VI-DISCIPLINE

Section 1 - Preferring Charges

Any member may prefer charges against another member for alleged misconduct prejudicial to the best interests of the Club, the Club members, or the Yorkshire Terrier Breed. A member shall not defame another member nor seek to impair a member's reputation, provided however, a member shall report any serious situation, created by another member that is detrimental to the breed or is inconsistent with these principles. This report should be in writing and sent to the Club Secretary. Written charges with specifics must be filed in duplicate with the Recording Secretary together with a deposit of \$25 that will be forfeited if such charges are not sustained by the Board or a committee following a hearing.

The Secretary shall 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 or of the Yorkshire Terrier Breed.

If the Board considers that the charges do not allege conduct that would be prejudicial to the best interests of the Club or of the Yorkshire Terrier Breed, it may refuse to entertain jurisdiction. If the Board entertains jurisdiction of the charges it shall set a date of hearing by the Board or a Committee

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of not less than three members of 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 their own behalf and bring witnesses if so desired.

Section 2 - The 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 the 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 is 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 considered the Board's recommendation Immediately after the Board has reached a 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 3 - 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 2 of this Article. Such proceedings 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 own behalf, though no evidence shall be taken at this meeting. The President shall read the charges and the Board's finding and recommendations, and shall invite the defendant, if present, to speak in her/his own behalf, if they so wish. The meeting shall then vote by secret ballot of the proposed expulsion. A 2/3 vote of those present and voting at the meeting shall be necessary or expulsion. If expulsion is not so voted, the Board's suspension shall stand.

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ARTICLE VII - AMENDMENTS

Section 1 - Proposed Amendments

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 of the membership in good standing. Amendments proposed by such petition shall be submitted to the members with recommendations of the Board by the petition as received by the Secretary for a vote within three months of the date when the petition was received by the Secretary.

Section 2 - Amendments

The Constitution and By-Laws may be amended at any time provided a copy of the proposed amendments has been mailed by the Secretary to each member accompanied by a ballot on which he may indicate his choice for or against the action to be taken. The notice shall specify a date not less than thirty (30) days after the date of mailing by which date the ballots must be returned to the Secretary to be counted. The favorable vote of 2/3 of the members in good standing whose ballots are returned within the time limit shall be required to effect any such amendment.

ARTICLE VIII - DISSOLUTION

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 the 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 - Club Meeting

At the general membership meeting 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

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Minutes of previous general membership meeting

Report of President

Report of the Secretary

Report of the Treasurer

Reports of the Committees

Election of Officers and Board (at the Annual Meeting)

Election of new members

Unfinished Business

New Business

Adjournment

Section 2 - Board Meetings

At the Board Meetings, the order of business, unless otherwise directed by majority vote of those present, shall be as follows:

Reading of the Minutes of the last Board meeting

Report of the Secretary

Report of the Treasurer

Report of Committee Chairmen (where appropriate)

Unfinished Business

New Business

Adjournment

Section 3 - Rules of Order

Club business will be conducted under *Roberts Rules of Order, Simplified and Applied*.