

Adopted March 5, 1984
Revised: January 1, 2005

CONSTITUTION
and
BY-LAWS
of the
ST. CROIX VALLEY BRITTANY CLUB

CONSTITUTION

ARTICLE I

SECTION 1. The name of the Club shall be St. Croix Valley Brittany Club.

SECTION 2. The objects of the Club shall be:

- (a) to further the advancement of all breeds of pure-bred dogs.
- (b) to do all in its power to protect and advance the interests of all breeds of pure-bred dogs and, to encourage sportsman-like competition at field trials, and other sanctioned AKC events.
- (c) to conduct sanctioned matches, field trials, and other sanctioned AKC 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 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 objects.

BY-LAWS

ARTICLE I Membership

SECTION 1. Eligibility. Membership in the Club shall consist of the following classes: Active and Associate. An active member shall be the owner of a registered Brittany or any person interested in the improvement of the breed. An active member must be in good standing with the American Kennel Club. An associate member may be any person interested in the improvement of the breed. An associate member will not have the privilege of voting or holding office in The American Brittany Club, Inc. (the “parent club”); but will have the privilege of voting or holding office in the regional club. While membership is to be unrestricted as to residence, the Club’s primary purpose is to be representative of the breeders and exhibitors in its immediate area.

SECTION 2. Dues. Membership dues shall be \$30.00 per year. No member may vote whose dues are not paid in the current year. Associate members’ dues shall be \$15.00 per year. Additional family members’ dues shall be \$5.00 per year. The Club shall remit \$20.00 for each active member and \$1.00 for each associate and additional family member to the parent club. In return, each active member shall receive the American Brittany Magazine each month. Associate members do not receive the magazine.

SECTION 3. Election to membership. Each applicant for membership shall apply on a form as provided by the parent club and which shall provide that the applicant agrees to abide by this constitution and by-laws and the rules of the American Kennel Club. The application shall state the name and address of the applicant and shall be accompanied by dues payment for the current year. Each new member must be approved by a simple majority vote of the board. Voting may be at any board meeting.

SECTION 4. Termination of membership. (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. (b) By lapsing. A membership will be considered as lapsed and automatically terminated if such member’s dues remain unpaid. 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 By-Laws.

ARTICLE II
Meetings and Voting

SECTION 1. Club meetings. Meetings of the Club shall be held in or near the City of St. Croix Falls, WI. The Secretary shall mail written notice of such meetings at least 10 days prior to the date of the meeting. The quorum for such meetings shall be 20% of the members in good standing.

SECTION 2. Special Club Meetings. Special club meetings may be called (a) by the President, (b) by a majority vote of the Board who are present and voting at any meeting of the Board and (c) 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 or near the City of St. Croix Falls, WI at such time and place as may be designated by the person or persons authorized herein to call such meetings. Written notice of such a meeting shall be mailed by the Secretary at least 5 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 of such a meeting shall be 20% of the members in good standing.

SECTION 3. Board Meetings. Meetings of the Board may be called by the President, and shall be called by the Secretary upon receipt of a written request signed by at least three members of the Board. Meetings of the Board shall be held in or near the City of St. Croix Falls, WI. Written the Secretary shall mail notice of each such meeting at least 5 days prior to the date of the meeting, and the notice shall state the purpose of the meeting. The quorum of such a meeting shall be a majority of the Board.

SECTION 4. 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/she is present. Proxy voting will not be permitted at any Club meeting of election.

ARTICLE III
Directors and Officers

SECTION 1. Board of Directors. The Board shall be comprised of the President, 3 Vice Presidents, Secretary, Treasurer, and 4 other persons all whom shall be members in good standing and all of whom shall be elected for one-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.

SECTION 2. Officers. The Club's officers, consisting of the President, 3 Vice Presidents, Secretary, and Treasurer shall service 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 specifically noted in these By-Laws.
- (b) The 1st Vice President shall have the duties and exercise the powers of the President in case of the President's death, absence or incapacity. He/She shall also have charge of all matters pertaining to field trials.
- (c) The 2nd Vice President shall have charge of obtaining new membership.
- (d) The 3rd Vice President shall have charge of all matters pertaining to hunt tests.
- (e) The Secretary shall keep a record of all meetings of the Club and of the Board and of all matters of which the Club shall order a record. He/She 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 members of the Club with their addresses and carry out such other duties as are prescribed in these By-Laws.
- (f) The Treasurer shall collect and receive all monies due or belonging to the Club. He shall deposit same in a bank designated by the Board in the name of the Club. His books shall at all times be open to inspection of the Board and shall report to them at every meeting the condition of the Club's finances and every item of receipt or payment not before reported; and at the annual meeting he shall render an account of all monies received and expended during the previous fiscal year. The Treasurer shall be bonded in such amount, as the Board of Directors shall determine.
- (g) The offices of Secretary and Treasurer may be held by the same person in which case the Board shall be comprised of the officers and 4 other persons.

SECTION 3. Vacancies. Any vacancies occurring on the Board of among the officers during the year shall be filled for the unexpired term by a majority vote of all the then members of the Board at its first meeting following the creation of such vacancy, or at a Special Board Meeting called for that purpose.

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 31st day of December. The Club's official year shall begin immediately at the conclusion of the election at the annual meeting and shall continue through the election at the next annual meeting.

SECTION 2. Annual Meeting. The annual meeting shall be held in the month of January at which Officers, and Directors for the Ensuing year 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 candidate receiving the greatest number of votes for each office shall be declared elected. The 4 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 October the Board shall select the nominating committee consisting of three members and two alternates, not more than one of whom shall be a members of the Board. The Secretary shall immediately notify the committee and alternates of their selection. The Board shall name the Chairman for the Committee and it shall be his/her duty to call a committee meeting, which shall be held on or before December 1st.

- (a) The Committee shall nominated one candidate for each office and (4) candidates for the (4) other positions on the Board, and after securing the consent of each person so nominated, shall immediately report their nomination to the Secretary in writing.
- (b) Upon receipt of the Nominating Committee's report, the Secretary shall before December 15th notify each member in writing of the candidates so nominated.
- (c) Additional nominations may be made at the January 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 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, and the additional nominates which are provided for herein may be made only from among those members who have not accepted a nomination from the Nominating Committee.
- (d) Nominations cannot be made at the annual meeting or in any manner other than as provided in this section.

ARTICLE V
Committees

SECTION 1. The President may appoint standing committees to be in charge of field trials, hunt tests, or other activities. Such committees shall always be subject to the final authority of the Board. Special committees may also be appointed for particular projects.

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 successors may be appointed.

ARTICLE VI
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 interest of the Club or the breed. Written charges with specifications must be filed in duplicate with the Secretary together with a deposit of \$10.00, 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 consider whether the actions alleged in the charges, if proved, might constitute conduct prejudicial to the best interest of the Club or the breed. If the Board considers that the charges do not allege conduct, which would be prejudicial to the best interest of the Club or 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 not less than 3 weeks or more than 6 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 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 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 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 recommendations. 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 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 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/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 own behalf if he wishes. The meeting shall then vote by secret written ballot on the proposed expulsion. A 2/3 vote of the present and voting at the meeting shall be necessary for expulsion. If expulsion is not voted the Board's suspension shall stand.

ARTICLE VII
Amendments

SECTION 1. Amendments to the Articles and By-Laws may be proposed by the Board of Directors or by written petition addressed to the Secretary signed by 20% of the membership in good standing. Amendments proposed by such petition must be promptly considered by the Board of Directors and must be submitted to the members' recommendation of the Board by the Secretary for a vote within 3 months of the date when the Secretary received the petition.

SECTION 2. The Articles and By-Laws may be amended by a 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 and mailed to each member at least two weeks prior to the date of the meeting.

Article VIII
Dissolution

SECTION 1. 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 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
Approval of Expenses

SECTION 1. Approval of Expenses. All expenditures of Club funds shall be approved either by majority vote of the Board or by majority vote of members present at a general meeting. The Board may authorize guidelines for the Treasurer to disburse funds for emergency expenditures between meetings. Such expenditures shall be submitted for formal approval at the next meeting of the Board.

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
- Minutes of the last meeting
- Report of the President
- Report of the Secretary
- Report of the Treasurer
- Reports of the Vice President and 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 the present shall be as follows:

- Reading of the minutes of the last meeting
- Report of the Secretary
- Report of the Treasurer
- Reports of the Committees
- Unfinished Business
- New Business
- Adjournment

Article XI
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.