

WEST COAST COCKER SPANIEL CLUB, INC.

CONSTITUTION

AND

BY-LAWS

Revised and Digitized 2005

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WEST COAST COCKER SPANIEL CLUB



WEST COAST COCKER SPANIEL CLUB, INC.

CONSTITUTION

ARTICLE I

NAME AND OPERATION

SECTION 1–NAME

The name of the Club shall be WEST COAST COCKER SPANIEL CLUB, INC.

SECTION 2–OPERATION

- A. The Club shall not be conducted or operated for profit and no part of any profits or remainder or residue from donations to the Club shall inure to the benefit of any member or individual.
- B. The members of the Club shall adopt and may from time to time revise such By-laws as may be required to carry out the Club's objectives.

ARTICLE II

OBJECTIVES

SECTION 1–OBJECTIVES

The objects of the club shall be to promote the breeding of and to protect and advance the interests of pure bred dogs and to encourage and hold dog shows, exhibitions and matches, and field trials and any other AMERICAN KENNEL CLUB events for which the club is eligible under the rules and regulations of THE AMERICAN KENNEL CLUB.

BY-LAWS

ARTICLE I

MEMBERSHIP

SECTION 1–ELIGIBILITY

- A. There shall be four (4) 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 purposes of this Club.
1. **Regular** members enjoy all Club privileges, including the right to vote and hold office.
 2. **Associate** members enjoy all Club privileges except the right to vote and hold office. Associate members are not computed in determining a quorum. Applications for membership must be filed with the Secretary, but requirements for sponsors and the approval process applicable to prospective Regular applicants do not apply. After one year, Associate members may apply for Regular membership as provided in these By-laws.
 3. **Honorary** members pay no dues and are not eligible to vote or hold office. However, such members may maintain Regular membership by paying dues.
 4. **Life** members pay no dues but enjoy all Club privileges, including the right to vote and hold office.
- B. **Junior** membership shall be open to all persons 10-17 years of age who subscribe to the purposes of the Club and who are accompanied to the meetings by a responsible member of this Club. Such members enjoy all club privileges except the right to vote and hold office, and may automatically convert to Regular membership upon reaching their 18th birthday.
- C. While membership is to be unrestricted as to residence and number, the Club's primary purpose is to represent breeders and exhibitors in its immediate area.

SECTION 2–DUES

- A. Dues shall be as follows: Regular members' dues shall not exceed \$30 per year. Where there are two (2) Regular members in the household, the dues for both shall not exceed \$50 per year. Where there are more than two (2) Regular members, dues for the family shall not exceed \$60 per year. Associate members' dues shall not exceed \$20 per year. Junior members' dues shall not exceed \$10 per year. There shall be no dues for Honorary or Life members.
- B. Dues shall be payable on or before the first day of January of each year.
- C. No member may vote whose dues are not paid in the current year.

- D. During the month of November, each member will be notified by the Treasurer in writing of his/her dues for the coming year.

SECTION 3—ELECTION TO MEMBERSHIP

- A. Each applicant for membership shall apply on a form which is approved by the Board of Directors and which provides that the applicant agrees to abide by this Constitution and By-laws and by the rules of the American Kennel Club. The application shall state the name and address of the applicant and it shall carry the endorsement of two (2) members in good standing.
- B. All applications are to be filed with the Secretary and the name of the applicant is to be published with the notice of the next regular meeting at which time the application will be voted upon. Applicants are to be excused from the meeting while their applications are voted upon, and voting shall be by secret ballot. Election shall require three-quarters (3/4) of the votes cast. Applicants who have been rejected by the Club may not reapply for six (6) months.
- C. Honorary membership may be conferred on persons of distinction by written proposal to the Board of Directors, together with a statement of reasons why such membership should be granted. Unless opposed by two (2) negative votes from the Board of Directors, announcement of approval of the candidate shall be presented at a regular meeting and voted upon at the next regular meeting of the Club in the manner provided in this article.
- D. Life membership, which shall include all voting rights and privileges of the Club, may be accorded to an individual or spouses by a majority vote of the Board of Directors upon completion of 25 consecutive years of good standing as a member of the West Coast Cocker Spaniel Club.

SECTION 4—TERMINATION OF MEMBERSHIP

Membership may be terminated in the following ways:

- A. 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. Obligations other than dues are considered a debt to the Club and must be paid in full prior to resignation.
- B. Lapsing. A membership shall be considered lapsed and automatically terminated if such member's dues remain unpaid sixty (60) days after the first day of the fiscal year. The Board may grant additional time 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. After "lapse" period of sixty (60) days, a member whose dues have not been paid may be reinstated by reapplying for membership as provided in Article I, Section 3.
- C. Expulsion. A membership may be terminated by expulsion as provided in Article VI of these By-laws.

ARTICLE II

MEETING AND VOTING

SECTION 1—CLUB MEETINGS

- A. Meetings of the Club shall be held in the greater Los Angeles area at least once every two (2) months, at a time and place to be determined by the membership.
- B. Written notice of such meetings shall be mailed by the Secretary at least five (5) days and not more than fifteen (15) days prior to the date of the meeting.
- C. The quorum of such meetings shall be 20% of the Regular and Life members in good standing.

SECTION 2—SPECIAL CLUB MEETINGS

- A. 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 shall be called by the Secretary upon receipt of a petition signed by five (5) members in good standing.
- B. Such special meeting shall be held in the greater Los Angeles area at any such place, date and hour as may be designated by the person or persons authorized herein to call such meeting.
- C. Written notice of such meeting shall be mailed by the Secretary at least five (5) days and not more than fifteen (15) days prior to the date of the meeting. Said notice shall state the purpose of the meeting and no other business may be transacted.
- D. The quorum for such a meeting shall be 20% of the Regular and Life members in good standing.

SECTION 3—BOARD MEETINGS

- A. Meetings of the Board of Directors shall be held at least once every two (2) months, at such hour and place as may be designated by the Board.
- B. Such meetings shall be held in the greater Los Angeles area.
- C. Written notice of each Board meeting shall be mailed by the Secretary at least five (5) days prior to the date of the meeting.
- D. The quorum for such a meeting shall be a majority of the Board.

SECTION 4—SPECIAL BOARD MEETINGS

- A. Special meetings of the Board may be called by the President or shall be called by the Secretary upon receipt of a written request signed by at least three (3) Board members.
- B. Such meetings shall be held at such place, date and hour as may be designated by the

- person authorized to call such meeting.
- C. Written notice of such meeting shall be mailed by the Secretary at least five (5) days and not more than ten (10) 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.
 - D. The quorum for such a meeting shall be a majority of the Board.

SECTION 5–VOTING

Each Regular and Life member in good standing shall be entitled to one (1) vote.

ARTICLE III

DIRECTORS AND OFFICERS

SECTION 1–BOARD OF DIRECTORS

- A. General management of the Club’s affairs shall be entrusted to the Board of Directors. The Board shall be comprised of the President, Vice-President, Secretary, Treasurer and five (5) Directors-at-Large, all of whom are in good standing.
- B. The President, Vice-President, Secretary and Treasurer shall be elected for one-year terms.
- C. Directors-at-Large shall be elected for two-year terms with no more than three (3) being elected each year.
- D. All officers will be elected at the Club’s annual meeting and will serve until their successors are elected.
- E. An out-going President shall remain on the Board for a one-year term as a nonvoting member.

SECTION 2–OFFICERS

- A. The Club’s officers shall serve in their respective capacities both with regard to the Club and its meetings and the Board and its meetings.
- B. 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 By-laws.
- C. The Vice-President shall have the duties and exercise the powers of the President in case of the President’s death, absence or incapacity.
- D. The Secretary shall keep a record of all meetings of the Club and of the Board and 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 with their addresses, and carry out such other duties as are prescribed by these By-laws.

- E. The Treasurer shall collect and receive all monies due or belonging to the Club. The Treasurer shall deposit the same in a bank designated by the Board in the name of the Club. A financial report shall be presented at each Club meeting including expenditures and receipts accrued since the last meeting. The books shall be open at all times for inspection by the Board. At the Annual Meeting the Treasurer shall present an account of all monies received and expended during the previous fiscal year.
- F. 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 six (6) other voting members.
- G. The office of Secretary may be divided to include the duties of recording and corresponding secretaries in which case the Board shall be comprised of the officers and four (4) other voting members.

SECTION 3–VACANCIES

Any vacancies occurring on the Board or among the officers 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 the vacancy, or at a special Board meeting called for this purpose, except that 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

CLUB YEAR, ANNUAL MEETING, ELECTIONS

SECTION 1–CLUB YEAR

- A. The Club’s fiscal year shall begin on the 1st day of January and end on the 31st day of December.
- B. The Club’s official year shall be the same as its fiscal year.

SECTION 2–ANNUAL MEETING

- A. The Annual Meeting shall be held in the month of November 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.
- B. Installation of Officers shall be at the December meeting and they shall take office immediately thereafter. Each retiring officer shall turn over to his/her successor all properties and records relating to that office at the December meeting.

SECTION 3–ELECTIONS

- A. The nominated candidate receiving the greatest number of votes for each office shall be declared elected.
- B. Those Board candidates receiving the greatest number of votes will fill the seats available on the Board.
- C. In cases of uncontested candidates, voting may be by acclamation.

SECTION 4–NOMINATIONS

- A. During the month of August, the Board shall select a Nominating Committee consisting of three (3) members and two (2) alternates, not more than one (1) of whom may be a member of the Board. The Secretary shall immediately notify the committee members and alternates of their selection.
- B. The board shall name a chairperson for the Committee and it shall be his/her duty to call a committee meeting which shall be held on or before September 15th.
- C. The Committee shall immediately report its nominations to the Secretary in writing.
- D. At least two weeks before the October meeting, the Secretary shall notify each member in writing of the candidates so nominated.
- E. Additional nominations may be made at the October meeting by any member in attendance, provided that the person so nominated does not decline when his/her name is proposed, and provided further that if the proposed candidate is not in attendance at the meeting, his/her proposer shall present to the Secretary a written statement from the proposed candidate signifying his/her willingness to be a candidate.
- F. No person may be a candidate for more than one (1) position and the additional nomination provided for in this section may be made only from among those members who have not accepted a nomination of the Nominating Committee.
- G. No person may be a candidate in a Club election who has not been nominated.
- H. Nominations cannot be made at the Annual Meeting or in any manner other than as provided in this Section.

ARTICLE V

COMMITTEES

SECTION 1–APPOINTMENTS

- A. The President may each year appoint Standing and Special committees to advance the work of the Club in such matters as Specialty Shows, Obedience Trials, Field Trials, Agility Trials, Trophies, Annual Prizes, Membership and other fields which may be well served by committee.
- B. Such committees shall always be subject to the final authority of the Board.
- C. The President shall be an ex officio member of all committees except those dealing with elections.

SECTION 2–TERMINATION

- A. Any committee appointment may be terminated by a majority vote of the full membership of the Board upon written notice to the appointee.
- B. 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 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 \$10.00 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 or breed. If the Board considers that the charges do not allege conduct which would be prejudicial to the best interests of the Club or 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 three (3) weeks or more than six (6) weeks thereafter. The Secretary shall promptly send one (1) 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 this 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 the defendant in writing or 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/her

fellow members at the ensuing Club meeting which considers the Board's recommendation. Immediately after the Board has reached a decision, its findings shall be put into 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) but not earlier than thirty (30) days after the date of the Board's recommendation for 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 recommendation and shall invite the defendant, if present, to speak in his/her own behalf as he/she wishes. The meeting 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 VII

AMENDMENTS

SECTION 1-PROPOSED AMENDMENTS

- A. 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 (20) percent of the membership in good standing.
- B. Amendments proposed by such petition shall be considered by the Board of Directors and brought to a vote within three (3) months of the date when the petition was received by the Secretary.
- C. All proposed amendments along with Board recommendations shall be mailed to each member at least one (1) week prior to the date of the meeting where the voting is to take place on the proposals.

SECTION 2-VOTING

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 this purpose. Voting shall be by secret ballot.

ARTICLE VIII

DISSOLUTION

SECTION 1–DISSOLUTION

The Club may be dissolved at any time by the written consent of not less than two-thirds (2/3) of the members in good standing. In the event of 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–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:

- Roll Call
- Minutes of the previous meeting
- Report of the President
- Report of the Secretary
- Report of the Treasurer
- 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 a majority vote of those present, shall be as follows:

- Minutes of the previous meeting
- Report of the Secretary
- Report of the Treasurer
- Reports of Committees
- Unfinished business
- New business
- Adjournment

ARTICLE X

ASSESSMENTS

SECTION 1–LEVY

- A. Assessments may be levied by a two-thirds (2/3) vote of the members present at any meeting.
- B. No assessment shall be levied for an amount in excess of \$5.00 per annum.
- C. No assessment shall be levied on any Junior, Associate, Honorary or Life members, however.
- D. All members may be assessed for an entertainment or special function for the Club which they attend.

SECTION 2–PAYMENT OF LEVY

- A. All assessments levied are to be paid to the Treasurer and shall become delinquent sixty (60) days after the levy.
- B. Assessments that become delinquent constitute grounds for disciplinary proceedings as provided for in Article VI.

ARTICLE XI

REPEALS

SECTION 1–REPEALS

All former Constitutions and By-laws are hereby repealed.

ARTICLE XII

PARLIAMENTARY AUTHORITY

SECTION 1–*ROBERT'S RULES OF ORDER*

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 By-laws and special rules of order the Club may adopt.

ARTICLE XIII

EMAIL NOTIFICATION

Members may be notified of Club meetings and proposed amendments, Board members may be notified of Board meetings, and other ordinary business of the Club except voting may be conducted via email provided that the member or Board member has authorized this method of communication in writing. Such authorization is revocable, and shall release the Club from any liability should the notification not be received or be received late by the member or Board member due to circumstances beyond the Club's control.