

**WATCHUNG MOUNTAINS YORKSHIRE TERRIER CLUB**

**CONSTITUTION AND BY-LAWS**

**MAY 1985**

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# CONSTITUTION

## **ARTICLE I**

### ***Name, Objectives, Revision***

#### **SECTION 1: Name.**

The name of the Club shall be Watchung Mountains Yorkshire Terrier Club.

#### **SECTION 2: Objectives.**

The objectives of the Club shall be:

(a) to encourage and promote quality in the breeding of purebred Yorkshire Terriers and to do all 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 Yorkshire Terriers shall be judged;

(c) to conduct educational programs pertinent to the welfare of the breed;

(d) to do all in its power to protect and advance the interests of the breed by encouraging sportsmanlike competition at dog shows and obedience trials;

(e) to conduct sanctioned matches or 4-6 Month Beginner Puppy Competitions, licensed specialty shows and obedience trials under the rules of The American Kennel Club, and

(f) to sponsor or support legislation relative to the betterment of dog welfare.

#### **SECTION 3: Not-For-Profit Organization.**

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: Revisions of 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.

# BY-LAWS

## ARTICLE I

### Membership

#### SECTION 1: Eligibility.

There shall be five types of membership:

(a) Regular membership shall be open to all persons eighteen years of age and older who are in good standing with the American Kennel Club and who own or co-own at least one Yorkshire Terrier at the time of application and who subscribe to the purposes of the Club.

(b) Junior membership shall be open to all persons between ten and eighteen years of age who are in good standing with the American Kennel Club. Junior memberships shall have no voting privilege and may hold no offices.

(c) Associate membership shall be open to all persons eighteen years of age and older who are in good standing with the American Kennel Club and who subscribe to the purposes of the Club. Associate memberships shall have no voting privilege and may hold no offices.

(d) Emeritus membership shall be awarded to a member who has actively served the club and the fancy for many years and who has retired. Honoree will receive a free lifetime membership to the club, and will retain voting privileges providing he/she attended at least 4 meetings that year.

(e) Honorary membership shall be awarded to any person who has actively supported the club and the fancy for many years. Honoree will receive a free lifetime membership to the club, but shall have no voting privilege and may hold no offices.

While membership is to be unrestricted as to residence, the Club's primary purpose is to be representative of the breeders and exhibitors in the upper-two-thirds of the state of New Jersey.

#### SECTION 2: Dues.

(a) Annual membership dues shall be payable on or before the May election meeting of each year:

Regular membership:	
Individual	\$25.00
Married Individuals of same household each entitled to one vote	\$35.00
Junior membership	\$10.00
Associate membership	\$20.00

The Treasurer shall send each member a statement of dues for the ensuing year. No member may vote whose dues are not paid for the current year.

(b) On their eighteenth birthday, Junior members shall automatically become regular members. If the birthday occurs during the period June through November, an additional \$15.00 becomes payable as a regular member.

(c) The appropriate amount of dues shall accompany an application for membership in the Club. The fee shall not be refunded if the applicant is subsequently elected to membership as herein after provided. In the event of disapproval of an applicant for membership, the fee shall be promptly refunded.

### **SECTION 3: Election to Membership.**

(a) Each applicant for Regular and Junior membership shall attend two (2) regular meetings. All applicants shall apply on a form as approved by the Board of Directors that shall provide that the applicant agrees to abide by these Constitution and By-Laws and the rules of the American Kennel Club. The application shall state the name, address and occupation of the applicant.

(b) The application shall be submitted to the Chairperson of the Membership Committee and shall carry the endorsement of two Club members in good standing. The application shall be accompanied by the applicable dues payment for the current year. If the application is received on or after December 1 and approved, the dues shall be applied to the following annual year.

(c) After due deliberation, the Membership Committee will file such application with the Secretary and each application is to be read at the first meeting of the Club following its receipt by the Membership Committee. Before the next regular Club meeting, the Board shall act independently on all pending applications and make the decision to recommend:

- (i) acceptance into membership.
- (ii) rejection of application.
- (iii) or, holding for further consideration until the next regular meeting of the Board when a final decision should be made to recommend election or rejection.

(d) At the next regular meeting, following the Board's deliberations, the Board will notify the Membership of its recommendation and shall state the reason for its recommendation.

(e) The Membership shall act on the Board of Directors' recommendation by written ballot. A three-quarter vote of the members present and voting shall be required to elect into membership.

(f) For all such applications acted upon by the Membership at a regular meeting, the Secretary shall, within two weeks, notify the applicant of the membership decision, whether electing the applicant to membership or rejecting the application.

(g) An applicant for membership who has been rejected by the Club may not re-apply until six months have elapsed from the time the application was rejected by the membership.

#### **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 become incurred on the first day of June each year.

(b) By lapsing. A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid 30 days after the due date as provided at Article I, Section 2(a) hereof. A delinquent member may apply for reinstatement of membership status on a form approved by the Board of Directors. The reinstatement process does not require sponsor signatures, letters, or Board approval. If reinstatement is met within an additional 30 day reinstatement period, the membership is considered to have been continuous without lapse, otherwise the membership is deemed to have lapsed and a new membership application must be submitted for Board approval. All delinquent members upon reinstatement or reapplication must submit the required dues for the year plus a fee which will be an additional and equal amount to the dues. 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**

### ***Meeting and Voting***

#### **SECTION 1: Regular Meetings.**

(a) Regular meetings of the Club shall be held in the Somerset County, New Jersey area.

(b) Such meetings will be held on the fourth Wednesday or Sunday of each month (excluding July, August, November and December) at such hour as may be designated by the Board of Directors. Written notice of each such meeting shall be communicated by the Secretary at least 10 days prior to the date of the meeting. The quorum for each meeting shall be 20% of the members in good standing.

#### **SECTION 2: Special Club Meeting.**

(a) Special meetings of the Club 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 members of the Club who are in good standing.

(b) Such special meetings shall be held in the Somerset County, New Jersey area at such date and hour as may be designated by the person or persons authorized herein to call such meetings. Written notice of such a meeting shall be communicated by the Secretary at least 5 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% of the members in good standing.

#### **SECTION 3: Board Meetings.**

(a) Regular meetings of the Board of Directors shall be held in the Somerset County, New Jersey area on or before the fourth Wednesday or Sunday of the months of January, May and 4 other months of each year.

(b) Such regular meetings shall be held at such hour as may be designated by the Board. Written notice of each such meeting shall be communicated by the Secretary at least 10 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.**

(a) Special meetings of the Board of Directors may be called by the President and shall be communicated by the Secretary at least 5 days prior to the date of the meeting and electronic notice shall be filed at least three 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 thereat.



(c) A quorum for such a meeting shall be a majority of the Board.

**SECTION 5:        Voting.**

Each regular member in good standing whose dues are paid for the current year, with the exception of the President, 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 or election.

Only in case of a tie vote at either a regular or special meeting of the Club, the President, by virtue of the office, shall have one vote to break the tie, thus deciding the outcome.

## **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.

(b) The Board shall be comprised of the President, {First} Vice-President, {Second Vice-President as needed,} Secretary, and Treasurer together with five (5) other persons all of whom shall be members in good standing. All Board members shall be elected for terms specified in this ARTICLE at the Club's annual meeting as provided in Article IV and shall serve until their successor's are elected and installed.

(c) Officers shall be elected annually for one-year terms; the remaining five (5) positions on the Board shall be elected for terms as follows:

- (i) For the first election in 1985, three (3) positions shall be for three-year terms and two (2) positions shall be for two-year terms.
- (ii) In subsequent elections as the original terms expire, all positions on the Board, other than officers, shall be elected for three-year terms so as to provide continuity.

#### **SECTION 2: Officers.**

The Club officers, consisting of the President, Vice-president(s), Secretary and Treasurer shall serve their respective capacities for one-year terms both with regards 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 normally appurtenant to the office of the President in addition to those particularly specified in these By-Laws.

(b) The Vice-President(s) 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 the Club shall order a record. He/she shall have charge of the correspondence, notify members of meetings of the Club and of the Board, notify new members of their election to membership, notify officers and directors of their election to office, keep roll of the members of the Club with their addresses and carry out such other duties as are prescribed by these by-laws. In the absence of the Secretary, the Board may appoint a temporary substitute.

(f) The Treasurer shall collect and receive all monies due or belonging to the Club. He/she shall promptly deposit the same in a bank designated by the Board, in the name of the Club. His/her books shall at all times be open to inspection of the Board and he/she shall report to them 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, he/she 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. In the absence of the Treasurer, the Board may appoint a temporary substitute.

### **SECTION 3: Vacancies.**

Any vacancies occurring on the Board or among the officers during the year shall be filled until the next election by a majority vote of all the then 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, the resulting vacancy in the office of the Vice-President shall be filled by the Board.

### **SECTION 4: Eligibility.**

Subsequent to the first year's election, only persons who have been members in good standing for one year and who have attended at least 50% of the membership meetings held during the current Club year shall be eligible to be nominated or to stand for election.

## **ARTICLE IV**

### **Club Year, Annual Meetings and Election**

#### **SECTION 1: Club year.**

The Club's fiscal year shall begin on the first day of June and end on the 31st day of May.

The Club's official year shall begin immediately at the conclusion of the election at the next annual meeting.

#### **SECTION 2: Annual Meeting.**

The annual meeting shall be held in the month of May at which time 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 his successor in office all property and records relating to that office within 30 days of his election.

#### **SECTION 3: Elections.**

The nominated candidate receiving the greatest number of votes for each office shall be declared elected. The 5 nominated candidates for the 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 January, the Board shall select a Nomination 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 Chairperson for the Committee and it shall be the Chairperson's duty to call a committee meeting that shall be held on or before the February Club meeting.

(a) The Committee shall nominate one candidate for each office and 5 candidates for the 5 other positions on the Board and after securing the consent of each person so nominated, shall immediately report their nominations to the Secretary in writing.

(b) Upon receipt of the Nomination Committee's report, the Secretary shall promptly notify each member in writing of the candidates so nominated.

(c) Additional nominations may be made at the April club 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

nominator shall present 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 and the additional nominations, which are provided for herein, may be made only from among those members who have not accepted a nomination of 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: Appointment of Committees.**

The Board may each year appoint standing or ad hoc committees to advance the work of the Club in such matters as specialty shows, obedience trials, trophies, annual prizes, membership and other fields which may well be served by committees. Such committees shall always be subject to final authority by the Board.

#### **SECTION 2: Standing Committee.**

At the May Board of Directors meeting, the Board will appoint at a minimum the following standing committees that may include members of the Board:

- (i) Membership Committee
- (ii) Material and Property Committee
- (iii) Hospitality Committee
- (iv) Program Committee
- (v) Show Committee(s)

#### **SECTION 3: Committee Appointments Announcements.**

Announcement of committee appointments by the Board of Directors shall be announced at the May general membership meeting.

#### **SECTION 4: Termination of Appointee.**

Any committee appointee may be terminated by a majority vote of the full membership of the Board upon written notice to the appointee. 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 shall be suspended from the privileges of the Club for the 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 provided to the Secretary together with a deposit of \$10.00 that 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 interest of the Club or the breed. If the Board considers that the best interests of the Club are not prejudiced by the alleged conduct it may refuse to entertain jurisdiction. If the Board entertains jurisdiction of the charges it shall fix a date to hold 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 registered 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 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 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 reaches 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 meeting and hearing and upon the Board's recommendations 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 own behalf, though no evidence shall be taken at this meeting. The President shall read the charges and the Board findings and recommendations and shall invite the defendant, if present, to speak in their own behalf if he wishes. The meeting shall then vote by secret ballot on the proposed expulsion. A two-third 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.

## **SECTION 5: Parliamentary Procedures.**

Robert's Rules of Order shall govern all questions of parliamentary procedures not specifically answered in these by-laws.



## **ARTICLE VII**

### **Amendments**

#### **SECTION 1: Amendments Proposal.**

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 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 two months of the date when the Secretary received the petition.

#### **SECTION 2: Amendments Notice.**

The Constitution and By-Laws may be amended by a two-thirds 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 communicated to each member at least two weeks prior to the date of the meeting.

## ***ARTICLE VIII***

### ***Dissolution***

#### **SECTION 1: Club Dissolution Process.**

The Club may be dissolved at any time by the written consent of not less than two-thirds 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, 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: Regular 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 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: Board Meetings.**

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

- Minutes of last meeting
- Report of Secretary
- Report of Treasurer
- Report of Committees
- Unfinished business
- New business
- Adjournment

# HISTORY OF AMENDMENTS

<u>Date Approved:</u>	<u>Article, Section:</u>	<u>Amendment:</u>
October 28, 1987		
February 21, 1994	Article I, Section 1	Addition of Emeritus Membership
May 22, 1996	Article I, Section 1	Addition of Honorary Membership
December 13, 1997	Article II, Section 1 (b)	Modifications to regular meeting months: Excluding July, August, November, December
December 13, 1997	Article II, Section 3 (a)	Modifications to Board meeting months: Months of January, May and 4 other months
February 27, 2005	Article II, Section 1 (b)	Addition of Sunday meetings
February 27, 2005	Article III, Section 1 (b), Various	Removal of 2 <sup>nd</sup> Vice President. Combine Corresponding and Recording Secretary positions into one Secretary position.
February 28, 2007	Article I, Section 2	Modification to annual membership dues to be payable prior to May election meeting. (changed from June 1)
March 25, 2007	Article I, Section 2	Modification to annual membership dues.
April 3, 2011	Article I, Section 2	Modification to annual membership dues.
May 22, 2011	Article III, Section 1 (b)	Reinstatement of Second Vice President on an 'as needed' basis for additional assistance to the President or as a courtesy for outgoing officers.
February 24, 2019	Constitution, Article I, Section 2 (e)	Allow choice of conducting sanctioned matches or 4-6 Month Beginner Puppy Competitions.
February 24, 2019	Article I, Section 2 (a)	Married Individuals of same household will be inclusive regardless of gender.
February 24, 2019	Article I, Section 4 (a)	Correction to dues incurred from 'January' to 'June'.
February 24, 2019	Article I, Section 4 (b)	Modification to grace period for dues payments (from 90) to 30 days. Addition of a reinstatement or reapplication process which includes a fee.
February 24, 2019	Article II, Section 1 (a), 2 (b), 3 (a), 4 (a) Article VII, Section 2:	From 'greater Madison' to Somerset County
February 24, 2019	Where 'mailed'	Change to 'communicated' to include postal mail, email, text messaging, phone call or teleconference.
January 23, 2022	Article I, Section 1 (c)	Add Associate Membership.
January 23, 2022	Article I, Section 2 (a)	Associate Membership dues

January 23, 2022	Article I, Section 3 (a and b)	Only Regular and Junior membership applicants need to attend 2 meetings.
January 23, 2022	Article I, Section 3 (b)	Application dues received on or after December 1 will be applied to the following year.