

**By-laws of
The German Shepherd Dog Club of Southern Arizona, Incorporated**

Article I

Section 1. The club colors shall be turquoise and silver.

Section 2. All profits accruing to the Corporation shall be used for the purposes and in the manner provided in the Article IV of Articles of Incorporation. All specific gifts to other organizations shall be approved by the membership at a general or special club meeting.

Article II

Membership

Section 1. There shall be Three (3) types of membership, open to persons who are in good standing with the American Kennel Club, in accordance with the following.

- (a) Junior Membership, ten (10) years old but not yet eighteen (18) years old (not entitled to vote or hold office)**
- (b) Senior Membership, which shall entitle the member to all the privileges of the club, and to one vote at any meeting of the membership at which he/she shall be present.**
- (c) Lifetime Membership, may be granted by a majority of board members present and voting at that meeting, to any member for extraordinary service to the GSDC of Southern Arizona. This membership shall carry full voting privileges. Dues will be suspended for the duration of this membership.**

Section 2. Dues. Dues shall accompany the application for new membership. Annual dues shall be payable on the first of January, for the following calendar year. Persons joining the club after the first of July of any year shall pay one half of the amount of the annual dues for that year. Notice shall be mailed before the first of December of each year to each member that annual dues are payable. The Board of Directors shall present a dues schedule for the coming year at the November meeting for approval by the general membership.

NO MEMBER MAY VOTE WHOSE DUES ARE NOT PAID BY MARCH 1 (SEE SECTION 4 (b) OF BYLAWS) FOR THE CURRENT YEAR.

Revised on 12/2007

Section 3. Election to Membership. Junior, Senior, and Lifetime membership may be by invitation or inquiry.

Names of the prospective members shall be presented to the membership for approval to join. The Membership Chairperson shall introduce prospective members during the two meetings they must attend as guest and shall state their interest in the breed as provided on their application form. Prospective members may not be present in the room during the discussion and voting on their new membership application. Approval to join shall be by a majority vote of the Senior members in good standing present at the meeting.

Applicants for membership who have been rejected by the club may not reapply before 180 days after such rejection.

Section 4. Termination of Membership. Junior, Senior, Honorary and Charter membership may be terminated:

- (a) **By resignation.** Any member may resign from the club at any time by providing notice. Upon receipt of such notice by any officer of the club, the resignation shall become effective immediately. This member by his/her request may be reinstated as a senior member provided that the lapse time does not exceed three (3) years.
- (b) **By lapsing.** A membership shall be considered as lapsed and automatically terminated if such member's dues remain unpaid ninety (90) days after the due date of the first of January; however, the Board of Directors may grant an additional thirty (30) days of grace to such delinquent members in meritorious cases. In no case shall 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 VII, Section 4, of these By-laws.

Article III

Meetings

Section 2. Club Meetings. Club meetings shall be held as follows:

- (a) **Annual Meetings.** The Annual meeting of the members shall be held in November.
- (b) **Regular Meetings.** Regular meetings of the members shall be held monthly in the County of Pima, State of Arizona. The time and place of meeting shall be determined by a majority vote of the Board of Directors. The Board of Directors, by majority vote, may suspend or change the date and/or place of

any regular meeting. Written notice or e-mail of a date change shall be sent to the members at least five (5) days in advance of the meeting. At least four (4) regular and/or special meetings shall be held during each calendar year. The quorum for a regular meeting shall be four (4) senior members in good standing.

Section 2. Special Meetings. The President shall call a special club meeting upon written request of four (4) senior members of the club, in good standing, or by a majority vote of the members of the Board of Directors present at any regular or special meeting of the Board of Directors. Written notice of such special meeting shall be mailed at least five (5) days prior to the date of such meeting, and shall state the hour, place, and purpose of the meeting. Such a meeting shall be held in the County of Pima, State of Arizona, and no business other than the stated in the notice shall be transacted thereat. The quorum for such a meeting shall be four (4) senior members in good standing.

Section 3. Meeting Action. A quorum at any regularly convened meeting of the members as provided in the Articles of Incorporation and By-Laws of the club shall have the power to review any action of the Board of Directors; the acts of the Committees or Officers done for or on behalf of the club, and affirm, rescind, or modify said act or acts; and further to require or recommend the doing of any act or acts by any of the aforesaid on behalf of the club. A majority ballot of such quorum under the provisions hereof shall be deemed the final act of the club on any act or actions reviewed.

Section 4. Board of Director's Meetings. The Board of Directors shall hold meetings at the discretion of the President, or at the written request of three (3) Board members. No less than two (2) meetings per calendar year shall be held. A quorum for such a meeting shall be one (1) more than half the current membership of the Board of Directors at the time of the meeting.

Article IV

Directors and Officers

Section 1. Board of Directors. The Government and Management of the club shall be vested in a Board of Directors as defined and set forth in the Articles of Incorporation. The election of the Board of Directors shall be held at the Annual meeting of the club. The Board shall be composed of all of the officers, finance chairperson and show chair, as allowed by Article VII of the Articles of Incorporation.

- (a) The Board of Directors shall, from time to time, make regulations with the powers given herein, or on matters not herein provided.
- (b) The Board of Directors shall order preparation annually of a detailed statement of the financial condition of the club showing its receipts and expenditures for

the current year, by 1 April, the number of members, and other matters of interest to the club.

- (c) Minutes of the Board of Directors meetings shall be kept by the Recording Secretary and read at the next regular meeting of the club.
- (d) Any vacancy in the Board of Directors with the exception of the President, who shall be succeeded by the Vice-President, shall be filled by the Directors by a majority vote of those present at any meeting. Such Directors shall hold office until the next annual meeting of the club.

Section 2. Officers. The club's officers, as set forth in the Articles of Incorporation, 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 Board of Directors and the club meetings. He/she shall act as Executive Head of the club and shall perform all duties incident and customary to the Office of President in addition to those particularly specified in the Article of Incorporation and the By-Laws. He/she shall also be Ex-Officio member of all committees.
- (b) The Vice-President shall in the absence, disability or death of the President, perform all duties of the President.
- (c) The Recording Secretary shall keep the records and roll of the membership of the club. He/she shall keep the minutes of the proceedings of the meeting of the General membership and the Board of Directors. He/she shall perform all duties incident and customary to the office in addition to those particularly specified in the Articles of Incorporation and the By-Laws.
- (d) The Corresponding Secretary shall have charge of the general correspondence necessary for the operation of the club. He/she shall perform such other duties usual and customary to the office in addition to those particularly specified in the Articles of Incorporation and the By-Laws.
- (e) The Treasurer shall collect and receive all monies due or belonging to the club. He/she shall deposit the same in a bank or trust company satisfactory to the Board of Directors. He/she shall make such disbursements as are necessary to meet the just and due obligations of the club. Any single disbursement greater than fifty dollars (\$50.00) shall have been approved by the General membership or Board of Directors prior to its payment. All disbursements in the name of club shall be by check bearing the signature of the Treasurer and any one of three (3) club officers or board members. He/she shall maintain records of the club's finances and shall report their condition at the Regular club meetings, perform all duties incident and customary to the office in addition to those particularly specified in the Articles of Incorporation and the By-Laws. He/she shall notify members as to their delinquency in payment of dues. He/she shall

render a statement at the next Board of Directors meeting after the first ninety (90) day period specified in Article II, Section 4 (b) of the By-Laws, giving the names of all members delinquent in the payment of dues.

- (f) The Chairman of the Finance Committee shall work with the Board of Directors and/or other committees in setting up budgets for, and ways and means of raising money by, various club functions. His/her committee shall function as set forth in Article IV, Section 1 (c).
- (g) The Training Director is responsible for conducting training courses for handlers and exhibitors in obedience and breed shows. He/she shall upon request of the Board of Directors, conduct training courses for ring stewards for obedience and breed shows and matches. He/she shall normally be Obedience Chairman of any obedience matches or trails held by the club. He/she shall be a member of the show committee.
- (h) The Show Chairperson shall establish dates of conformation and/or obedience shows, conduct all correspondence concerning such shows, secure trophies and be responsible for the actual operation of such show, under the direction, and with the approval of the Board of Directors. The Show Chairperson shall be responsible for the preparation of the premium lists, and the selection of the Show Secretary.

Article V

Club Year, Annual Meeting, Elections

Section 1. The club's fiscal year shall begin on the first day of January and end on the thirty-first day of December.

Section 2. Annual Meetings. A quorum shall be four (4) Senior club members in good standing. At this meeting, the Directors and Officers shall be elected for the ensuing year. They shall take office on the first of January, and each retiring officer shall turn over to his/her successor in office all properties and records relating to that office by the thirty-first of December. The club's official year shall be the same as the club's fiscal year, and begin January 1, and end on the 31st day of December.

Section 3. Judge Selection. Voting for selection of judges shall occur no later than March for the following year. This applies to futurities. In the case of the club hosting a futurity, the voting will take place ASAP.

Section 4. Elections. The nominated candidate receiving the greatest number of votes shall be declared elected.

Section 5. Nominations. No person may be a candidate in a club election who has not been nominated. All candidates shall be Senior club members in good standing. During the

month of September, the Board shall select a Nominating committee of not less than three (3) nor more than five (5) members. No more than two members of the committee shall be a member of the board. The Board shall name one of the committee as Chairman, and it shall be his/her duty to call a committee meeting to select candidates for the offices and board to be presented to the club at a meeting held in the month of October. No member shall be eligible to be nominated who has not attended at least four meetings in the previous 12 months.

- (a) The committee shall nominate one candidate for each office, and one candidate for each elective board position, and immediately report their nominations to the Recording Secretary in writing.
- (b) Upon receipt of the Nominating committee's report, the Recording Secretary shall notify each nominee in writing of his/her nomination. Any person so nominated who refuses to be a candidate for that position must so notify the Secretary within ten (10) days. The committee shall then select another candidate.
- (c) When the slate is complete, the Corresponding Secretary shall notify the general club membership of the proposed slate of candidates.
- (d) Additional nominations may be made at the Annual meeting by any Senior member in attendance, providing the person so nominated does not decline when his/her name is proposed; or if the proposed candidate is not in attendance his/her proposer shall present to the Secretary a written statement from the proposed candidate signifying his/her willingness to be a candidate.

Article VI **Committees**

Section 1. At the first meeting of each official year, the Board shall appoint the following standing committees from the club members in good standing:

- (a) **Show Committee.** Headed by the Show Chairperson. Members of said committee not to exceed fifteen (15) or less than five (5), appointed by the Show Chairperson. The committee shall consist of Training Director, Hospitality, Trophy, Advertising and any additional persons deemed necessary.
- (b) **Membership Committee.** Consisting of not less than two (2) members. The Chairperson of this committee shall function with respect to prospective members as set forth in Article II, Section 3 of these By-Laws.
- (c) **Finance Committee.** Consisting of not less than three (3) members. This committee shall examine the books of the Treasurer during or immediately after

the close of the last month of the fiscal year, and shall report its findings to the club after such audit.

(d) Such other committees as are considered desirable at any time during the year.

Section 2. Any committee appointment may be terminated by a majority vote of the Board at a board meeting upon written noticed to the Appointee, and the board may appoint successors to those persons whose services has been terminated.

Article VII

Discipline

Section 1. American Kennel Club Discipline. Any member who is suspended from the privileges of the American Kennel Club automatically shall be suspended from the privileges of this club during that period of time. During this time, the club shall not accept pledges, advertising or show/match entries from the suspended member.

Section 2. Charges of Misconduct. Any member may prefer charges against a member for alleged misconduct prejudicial to the interest of the German Shepherd Dog, or to another member or to the club. Written charges with specifications must be preferred in duplicate, sworn to before a Notary Public, and forwarded to the Recording Secretary of the club within three (3) months after the occurrence of the conduct complained of, together with a deposit of Fifty Dollars (\$50.00), which shall be forfeited if said charges are not sustained.

Section 3. Dog Bite Procedures. All dog bites must be handled in accordance with the AKC guidelines and Pima County Rules and Regs

Section 4. Board Meeting. All charges shall be heard before the Board of Directors; such Board shall make a report of its findings to any regular meeting of the club, or to a special meeting of the members of the club called for that purpose, together with its recommendations to fine, suspend, or expel such member from the club, or to take such other actions as it may deem advisable.

Final action on such recommendation shall be taken by the members. Pending such final action, any member against whom charges have been filed may, at the discretion of the Board of Directors, be suspended from the privileges of the club of a period not exceeding three (3) months.

No penalty, except temporary suspension as provided for in the preceding paragraph, may be imposed against any member until such member has had ample opportunity of defending himself/herself; and he/she shall be furnished a copy of the

charges against him/her at least two (2) weeks before the meeting at which they are to be considered.

Section 5. 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 the 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/her own behalf. The President shall read the charges and the Board's findings and invite the defendant, if present, to speak in his/her own behalf if he/she wishes. The members shall then vote by secret written ballot on the proposed expulsion. A two-thirds (2/3) vote of the Senior members in good standing present at the meeting shall be necessary for expulsion.

Article VIII **Amendments**

Section 1. These By-Laws may be amended, altered, or repealed by a two-thirds (2/3) vote the Senior members in good standing present at a club meeting, provided, however, that such proposed changes shall be filed with the Recording Secretary at least thirty (30) days in advance of the meeting at which said changes shall be considered; and a copy of same, together with a notice of the meeting, shall be mailed to each member at his/her last known address at least twenty (20) days in advance of said meeting..

Article IX **Order of Business**

Section 1. At meetings of the club, the order of business so far as the character and tare of the meetings may admit, shall be as follows:

1. Call to order and taking of roll.
2. Election of new members.
3. Reading of minutes of last club meeting.
4. Reading of minutes of last board meeting.
5. Report of the Secretary.
6. Report of the Treasurer.
7. Report of the various committees.
8. Election of Officers and Directors. (at Annual meetings only)
9. Old business

- 10. New business**
- 11. Announcements**
- 12. Brags and Bitches**
- 13. Adjournment**

Article X
Corporate Seal

This corporation shall have a seal which shall be circular in form, and upon which shall appear the name of the corporation and the words “Incorporated Arizona 1962”.