

SCOTTISH TERRIER CLUB OF TAMPA BAY

CONSTITUTION

ARTICLE I Names and Objects

Revised:
3/1/2022

SECTION 1.

The name of the Club shall be Scottish Terrier Club of Tampa Bay.

SECTION 2.

The objectives of the Club shall be:

- a. to encourage and promote quality in the breeding of purebred Scottish 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 Scottish Terriers shall be judged;
- c. to do all in its power to protect and advance the interests of the breed by encouraging sportsmanlike competition at dog shows;
- d. to conduct sanctioned matches, specialty shows, and all other events for which the Club is eligible to participate in under the rules and regulations of the American Kennel Club.

SECTION 3.

The Club shall not be conducted or operated for profit and no part of any profits, remainder or residue from dues or donations or income to the Club shall be used 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 objectives.

SCOTTISH TERRIER CLUB OF TAMPA BAY

BYLAWS

ARTICLE I Membership

SECTION 1. Eligibility.

There shall be five types of membership four of which are open to all persons 18 years of age and older who are in good standing with The American Kennel Club and one of which is open to all persons 10 through 17 years of age. 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.

1. Individual Membership – Enjoys all the privileges of the Club including voting and holding office. An Individual membership shall entitle the member to one vote in Club affairs and to hold office.
2. Household Membership - Enjoys all the privileges of the Club including voting and holding office. Household memberships shall include two adults living in the same household regardless of whether they are legally related; each such adult person is entitled to one vote in Club affairs and to hold office.
3. Associate Membership – Enjoys all the privileges of the Club except voting and holding office.
4. Honorary – Open to a person who has instituted, performed or accomplished some outstanding service to the dog fancy at large, or to this Club in particular. Has all the privileges of a regular member but without voting rights; shall not be counted as part of a quorum, and does not pay dues. An Honorary member may maintain voting and office privileges if he/she pays dues. Qualifications for Honorary Membership shall be presented in writing to the Board and then submitted to the regular membership for processing like any other applicant.
5. Junior Membership - Open to all persons 10 through 17 years of age. Junior members shall not have the right to vote nor hold office. They shall have the right to automatically convert to a Regular or Associate membership upon reaching their 18th birthday. The converted status shall be effective the new Club Year following their 18th birthday, and upon paying the appropriate dues in a timely manner.

SECTION 2. Dues.

Dues are payable on or before July 1st.

During the March meeting the Board of Directors shall set the amount of annual dues.

During the month of May the Treasurer shall send to each member a statement of dues for the ensuing year.

No member may vote whose dues have not been paid for the current year.

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 Constitution and Bylaws and the rules of The American Kennel Club.

The application shall state the name, address and occupation of the applicant, and shall be sponsored by one voting member who is in good standing. Applicant will sign the Club's Code of Ethics statement. Accompany-

ing the application, the prospective member shall submit dues payment for the current year. Dues will be prorated for applications received in the second half of the club year.

All applications are to be filed with the Secretary and each application is to be read at the first meeting of the Board of Directors following its receipt, and published in the next newsletter or by electronic notice.

At the next Board meeting following publication in the newsletter or electronic notice, the application will be voted upon by secret ballot, and affirmative votes of the majority of the Board members present shall be required to elect the applicant. Any applicant that is rejected by the Board will be voted on by secret ballot at the next General Meeting. Affirmative votes of three-fourths (3/4's) of the members present shall be required to elect the applicant.

Applicants for membership who have been rejected by the Club may not reapply within six months after such rejection.

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. Obligations other than dues are considered a debt to the Club and must be paid in full prior to resignation. Dues are considered a debt to the Club and they become incurred on the first day of July each year.
- b. by lapsing. A membership will be considered lapsed and automatically terminated if such member's dues remain unpaid 90 days after July 1st. However, the Board of Directors may grant up to an *additional 30 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.
- c. by expulsion. A membership may be terminated by expulsion as provided in Article VI of these Bylaws.

SECTION 5. Change in Membership Status.

Any regular or associate member may change their membership status once a year upon dues renewal by paying the appropriate dues. The changed membership status shall be effective upon the beginning of the new Club year.

ARTICLE II Meetings and Voting

SECTION 1. Club Meetings. (Regular membership)

Meetings of the Club shall be held a minimum of 6 times a year within the greater Tampa area, at such date, hour and place as may be designated by the Board of Directors. The Board also has the option to call the general club meetings as a virtual, electronic videoconference or teleconference. Written and/or electronic notice of each Regular meeting shall be sent out by the Secretary at least 10 days prior to the date of the meeting. Members without a current email address will receive their notice through the U.S. mail at least 10 days prior to the date. The quorum for such meetings shall be twenty percent (20%) of the voting members in good standing.

SECTION 2. Special Club Meetings. (Regular membership)

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 by the Secretary upon receipt of a petition signed by 5 voting members of the Club who are in good standing. Such special meetings shall be held

within the Club meeting area, at such date, hour and place as may be designated by the person or persons authorized herein to call such meetings.

Written and/or electronic notice of such a meeting shall be sent by the Secretary at least 5 days and not more than 15 days prior to the date of the meeting. The notice of the meeting shall state the purpose of the meeting, and no other Club business may be transacted. The quorum for such a meeting shall be twenty percent (20%) of the voting members in good standing.

SECTION 3. Board Meetings.

Meetings of the Board of Directors *shall be held within the Club meeting area or as a virtual electronic videoconference or teleconference*, at such date, hour and place as may be designated by the Board. The Secretary shall send written or electronic notice of each such meeting at least 5 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.

Special 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. Such special meetings shall be held *within the Club meeting area or as a virtual electronic videoconference or teleconference*, at such date, hour and place as may be designated by the person authorized herein to call such a meeting. The *Secretary shall send written and/or electronic notice* of such meeting at least 5 days and not more than 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 thereat. A quorum for such a meeting shall be a majority of the Board.

SECTION 5. Voting.

Each member in good standing whose dues are paid for the current year shall be entitled to one vote at the meeting of the Club at which he or she is present. Proxy voting will not be permitted at any Club meeting or election.

ARTICLE III Directors and Officers

SECTION 1. Board of Directors.

The Board shall be comprised of the President, Vice-President, Secretary, Treasurer and four additional persons all of whom shall be voting members in good standing. The Officers and Directors of the Club 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, 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.

- a. The President shall preside at all meetings of the Club and the Board, and shall have the duties and powers normally appurtenant to the office of the President in addition to those particularly specified in the Constitution and Bylaws.

- b. The Vice President shall have the duties and exercise the powers of the President in case of the President's death, absence, incapacity or resignation.
- c. The Secretary shall have charge of the general correspondence of the Club, notify members of meetings, notify new members of their election to membership, and notify Officers and Directors of their elections to office. In addition, the Secretary shall keep a written record of all meetings, both Regular and Board. Secretary will keep a roll of members of the Club with their addresses and contact numbers, and carry out such other duties as are prescribed in the Constitution and Bylaws.
- d. The Treasurer shall collect and receive all moneys due or belonging to the Club. The Treasurer shall deposit the same in a bank satisfactory to the Board, in the name of the Club. The books shall at all times be open to inspection of the Board, and Treasurer shall report to them at every meeting the condition of the Club's finances and every item of receipt or payment not previously reported. At the Annual Meeting the Treasurer shall render an account of all monies received and expended during the previous fiscal year. If requested by the Board, the Treasurer shall be bonded in such amount as the Board of Directors shall determine.

SECTION 3. Vacancies.

Any vacancy 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 such vacancy, or at a Special Board Meeting called for that purpose; except that a vacancy in the office of the 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
The Club Year, Annual Meeting, Elections

SECTION 1. Club Year.

The Club's fiscal year shall begin on the first day of July and end on the last day of June. 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 June at which time the Officers and Directors for the ensuing year shall be elected by secret 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 at the June meeting or within the next 30 days.

SECTION 3. Elections.

The nominated candidate receiving the greatest number of votes for each office 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 February the Board shall appoint a Nominating Committee consisting of three members and two alternates, not more than one of who shall be a member of the Board. The Board shall designate a

nominating committee member as Chairperson. It shall be their duty to call a committee meeting, which shall be held on or before the last day of February.

- a. The Committee shall nominate one candidate for each office and four candidates for the four 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 Nominating Committee's report, the Secretary shall, on or before March 15, notify each club member in writing of the candidates so nominated.
- c. Additional nominations of eligible members may be made in writing addressed to the Secretary at his/her regular address on or before April 15. No person shall be a candidate for more than one position. 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. Their proposer shall present to the Secretary a written statement from the proposed candidate signifying their willingness to be a candidate.
- d. If the Secretary receives one or more valid nominations on or before April 15, he/she shall mail to each voting member in good standing a voting ballot with all the nominees for each position in alphabetical order. Ballots must be returned to the Secretary by May 31.
- e. If the Secretary receives no additional nominations, the Nominating Committee's slate shall be declared elected *at the time of the Annual Meeting*. No balloting will be required.
- f. 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 Board shall each year approve standing committees to advance the work of the Club in such matters as Specialty Shows, trophies, membership and other fields which may well be served by committees. Such committees shall always be subject to the final authority of the Board. Special committees may also be appointed by the Board to aid it on 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 the Board may appoint successors to those persons whose service has 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 the breed. Written charges with specifications must be filed in duplicate with the Secretary together with a deposit of \$50.00, 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 action alleged in the charges, if proven, might constitute conduct prejudicial to the best interests of the Club or the breed. If the Board considers that the charges do not allege conduct which would be prejudicial to the best interests 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 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 defense and bring witnesses if they wish.

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 all the 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 cases the suspension shall not restrict the defendant's right to appear before his fellow members at the ensuing Club meeting which will consider 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 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 sixty days but not earlier than thirty days after the date of the Board's recommendation of expulsion. The defendant shall have the privilege of appearing in his or her own behalf, though no evidence shall be taken at this meeting. The President shall invite the defendant, if present, to speak in their own behalf if he wishes. The members shall then vote by secret written ballot on the proposed expulsion. A two-thirds (2/3's) vote of those present and voting at the meetings shall be necessary for expulsion. If expulsion is not so voted, the Board's suspension shall stand.

ARTICLE VII Amendments

SECTION 1. Method of Proposal

Amendments to the Constitution and Bylaws may be proposed by the Board of Directors or by written petition addressed to the Secretary signed by twenty percent (20%) *of the voting 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 three months of the date when the petition was received by the Secretary.

SECTION 2. Adoption

The Constitution and Bylaws may be amended by a two-thirds (2/3's) 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.

The Club may be dissolved at any time by the written consent of not less than two-thirds (2/3's) of the voting 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 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.

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 President
- Report of Secretary
- Report of Treasurer
- Report of Committees
- (Election of Officers and Board at Annual Meeting)
- Election of New Members
- Unfinished Business
- New Business
- Adjournment

SECTION 2.

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

- Roll Call
- Reading of minutes of last meeting
- Report of Secretary
- Report of Treasurer
- Report of Committees
- Unfinished Business
- New Business
- Adjournment

ARTICLE X
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 other special rules of order the Club may adopt.

Passed by the membership and adopted _____
(Date)

President: _____

(Signature) _____

Secretary: _____

(Signature) _____