

Staffordshire Terrier Club of America, Inc.

Constitution & Bylaws
(Revised October 2009)
(Accepted by the Club April 2010)

Constitution

Article I NAME AND OBJECT

Sec. 1 The name of the Club shall be Staffordshire Terrier Club of America, Inc.

Sec. 2 The objectives of the Club shall be to:

- a. Foster and maintain among ourselves a warm friendship, and the highest standards of sportsmanship.
- b. Encourage and promote quality in the breeding of pure-bred American Staffordshire Terriers for sound, healthy dogs of excellent temperament, and to do all possible to bring their natural qualities to perfection.
- c. Encourage the organization of independent local American Staffordshire Terrier Specialty Clubs in those localities where there are sufficient fanciers of the breed to meet the requirements of the American Kennel Club.
- d. Do all in its power to protect and advance the interests of the breed and to encourage sportsman-like competition at dog shows, obedience trial, agility trials, rally trials, tracking tests, and any other competitions or activities that demonstrate the qualities of the breed in a favorable light.
- e. Conduct sanctioned activities including but not limited to: specialty shows, obedience trials, rally trials and agility trials under the rules of the American Kennel Club.
- f. Provide educational programs and a forum for the exchange of information among fanciers regarding the American Staffordshire Terrier.
- g. 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 the American Staffordshire Terrier shall be judged.

Sec. 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.

Sec. 4 The members of the Club shall adopt and may from time to time revise such Constitution and Bylaws as may be required to carry out these objectives.

Bylaws

Article I Membership

Sec. 1 Eligibility. There shall be six types of membership open to persons who are in good standing with the American Kennel Club and who subscribe to the purposes of this Club.

- a. Regular membership. Open to persons 18 years of age and older who are residents of the United States. These members enjoy all the privileges of the Club, including the right to vote and hold office.
- b. Family membership. Open to two adults 18 years of age and older who reside in the same household and are married or domestic partners. The adults must be residents of the United States. These members enjoy all the privileges of the Club, and both have the right to vote and hold office, but only one newsletter will be sent to each household.
- c. Honorary membership. Open to persons 18 years of age and older who have rendered exceptional service to the Club or to the breed and are regular members of the Club. Honorary members do not pay dues and can not vote or hold office. However, such members can also maintain full, regular membership status upon payment of dues. Honorary members may be proposed by a member of the Board of Directors at its annual meeting. Election shall be by an affirmative 2/3 vote of the entire Board.
- d. Lifetime membership. Open to persons 45 years of age or older who have rendered outstanding service to the Club and has been a regular or family member of the Club for 25 consecutive years. Any individual so proposed by a member of the Board for election to life membership will be voted upon at the Annual meeting of the Club. Election shall be by an affirmative 2/3 vote of the members present and voting, provided a quorum is present. Lifetime members do not pay dues, but may vote or hold office.
- e. Junior membership. Open to persons 10-17 years of age. Junior members can not vote or hold office. However, a junior member can convert to regular membership upon reaching their 18th birthday.
- f. Subscription or International membership. Open to persons 18 years of age and older who reside outside of the United States as well as those persons who reside in the United States who just wish to receive the Club newsletter. Subscription or International members can not vote or hold office and do not count in the determination of a quorum. Fees for this category of membership are set to cover the cost of printing and postal expenses.

Sec. 2 Dues.

a. Membership dues shall not exceed: Regular \$70.00, Family of two \$100.00, International or Magazine Subscription \$80.00, and Junior \$30.00. The amount of dues for the following year shall be determined by the Board at its annual meeting. There shall be a \$10 initiation fee in the first year of membership, which shall accompany the application for membership and the annual dues for the first year. Dues are payable on or before the first day of January of each year. No member may vote whose dues are not paid for the current year. Any member whose dues are not postmarked on or before the last day of March, shall not be considered a member in good standing, may not vote, is terminated and must reapply for membership.

b. During the month of November, the Corresponding Secretary shall send to each member a statement of his dues for the ensuing year.

Sec. 3 Election to Membership. All applications for membership (including dues and initiation fee) shall be made to the Corresponding Secretary. Application must be made on a form approved by the Board of Directors, which shall provide that the applicant agrees to abide by these constitution and bylaws 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 at least one member in good standing. Accompanying the application, the prospective member shall submit dues payment for the current year.

Applicants may be elected by secret ballot at any meeting of the Board of Directors or by secret vote of the Directors by mail. Affirmative votes of 2/3 of the Directors present at a meeting of the Board or of 2/3 of the entire Board voting by mail, shall be required to elect an applicant.

Sec. 4. Member in Good Standing: A member in good standing is one whose dues are paid for the current year, and is not under suspension by the AKC or the Club.

Sec. 5. 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 Corresponding 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 January of each year.

b. by lapsing. A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid 90 days after the first day of the fiscal year. However, the Board may grant an additional 60 days of grace to such delinquent members in meritorious cases. In no case may a person be entitled to vote in any club matter whose dues are not postmarked as of March 31 of that year. Members who resign forfeit all dues previously paid.

c. by expulsion. A membership may be terminated by expulsion as provided in Article VI of these bylaws.

d. monetary obligations, other than dues, incurred by a member and owed to the Club must be paid by March 31 or membership will not be renewed and the member will be terminated. These obligations will be communicated to the member prior to termination.

ARTICLE II

Meetings

Sec. 1 Annual Meeting. The annual meeting of the Club shall be held in the month of October in conjunction with the Club's National Specialty show, if possible, at a place, date and hour designated by the Board of Directors. Written notice of the annual meeting shall be mailed by the Corresponding Secretary to each member at least 30 days prior to the date of the meeting. The quorum for the annual meeting shall be 10% of the members in good standing.

Sec. 2 Special Club Meeting. Special Club meetings may be called by the President or by a majority vote of the members of the Board who are present at a meeting of the Board or who vote by mail; and shall be called by the Corresponding secretary upon receipt of a petition signed by 10% of the members of the Club who are in good standing. Such meeting shall be held at such place, date and hour as may be designated by the Board. Written notice of such meeting shall be mailed by the Corresponding Secretary at least 14 days and not more than 30 days prior to 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 10% of the members in good standing.

Sec. 3 Board Meetings. Meetings of the Board are defined as gatherings where attendees see and/or hear each other. This will include meeting in person, in the same room, or conducting a meeting by video conference or teleconference. The first meeting of the incoming Board shall be held following the annual election and in the month of October. Other meetings of the Board of Directors shall be held at such times and places as are designed by the President. or by a majority vote of the entire Board, but no fewer than four times per year. Written notice of each such other, regular meeting shall be mailed or transmitted electronically by the Corresponding Secretary to each member of the Board at least 14 days prior to the date of the meeting. The quorum for a Board meeting shall be a majority of the Board (five members) voting in person, by mail, FAX, telephone conference call, videoconference, and e-mail.

Sec. 4 The Board of Directors may conduct its business by mail, FAX, e-mail or telephone conference call through the Recording Secretary. Items voted upon by telephone conference call, videoconference, mail, fax, or electronic mail must be confirmed in writing by the secretary within 7 days. A procedure will be in place to verify the identity of individuals participating in a conference call to ensure they are eligible board members, as well as verify the fact that eligible board members are listening. Should business be conducted electronically, a Board member must have the means to participate electronically, and all Board members must agree to participate via electronic mail.

Sec. 5 The Board of Directors shall *hold* special or emergency meetings, or conduct a mail ballot, at the discretion of the President or at the written request to the Corresponding Secretary by three of its members.

ARTICLE III DIRECTORS AND OFFICERS

Sec. 1 Board of Directors. The Board shall be comprised of nine persons who have been members of the Club in good standing for at least five consecutive years, prior to the election year, and who are residents and citizens of the United States. They shall be elected for two year terms as provided in Article IV, and shall serve until their successors are elected and take office. Five of the persons shall be elected in even numbered years, and four in odd numbered years. General management of the Club's affairs shall be entrusted to the Board of Directors.

Sec. 2 Officers. The Club's officers, consisting of the President, Vice-President, Recording Secretary, Corresponding Secretary and Treasurer shall serve in their respective capacities both with regard to the Club and its meetings and the Board and its meetings.

The Officers shall be elected by the Board from its membership at the first Board meeting following the election. The newly elected Officers shall take office immediately upon the conclusion of this meeting, and each retiring Officer or Director shall turn over to his or her successor in office all properties and records relating to that office within 30 days after the annual Board meeting. Each shall serve for a one year term.

An Officer or Board member may request an emergency leave of absence for up to one month per year. The dates of the absence must be given and the absence must be approved by the Board. During the absence, another Board member shall be assigned to perform the missing Officer's duties, if applicable.

Any Officer or Board member who fails to attend three consecutive Board meetings or who does not perform their duties as prescribed in the Bylaws and guidelines for the office can be removed by a 2/3 vote of the entire Board of Directors upon notice of dereliction of duties. Dereliction of duties, includes, but is not limited to: not voting or participating in discussion of business, not responding to phone calls concerning STCA business, not responding to correspondence or fails to fulfill the duties of their office. After written notice, if no improvement has been made within 60 days, the Officer or Board member will be replaced as specified in Article III, Section 3.

- 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 particularly specified in these Bylaws.

The President shall prepare a proposed agenda for each Board meeting and assure that background information on pending actions is in the hands of each Board member at least one week prior to each meeting.

The President shall contact ALL Committees two weeks prior to the Board meetings in order to arrange for written reports to the Board, and/or appearance by the Committee chair at the Board meeting.

Pertaining to appropriate expression of sympathy to the families of deceased members, the President has the discretion to send cards or flowers as expressions of sympathy.

- b. The Vice-President shall have the duties and exercise the powers of the President in case of the President's death, absence or incapacity.

The Vice-President shall be responsible to act as the Board's liaison to the National Specialty Show Committee, including ensuring that the Committee and/or Show Chairman are following the Club's budget for such event, approve trophies and ribbons, and assist in the scheduling for the annual event ensuring open and active communication between the Board and its Committee. In addition, the Vice-President will represent the President as chairperson or liaison for any other committees as designated by the President.

- c. The Recording Secretary shall keep a record of all meetings of the Club and the Board, of all votes taken by mail, and of all matters of which a record shall be ordered by the Club; keep a roll of the members of the Club with their addresses, and carry out such other duties as are prescribed by these Bylaws.

The Recording Secretary shall record the Minutes according to the Constitution and Bylaws of the STCA, as well as Robert's Rules of Order, Newly Revised.

A rough draft of the Minutes is to be sent to each Board member for their correction and/or approval within 14 days following the meeting, and make necessary corrections based upon the Board's input and re-submit to the Board for approval one week prior to its next scheduled meeting.

It shall also be the responsibility of the Recording Secretary to ensure all Minutes approved by the Board be published for Club members in a manner prescribed by the Board. All records of Minutes, except for Disciplinary actions which are to be conducted in executive session and not published or provided to members, shall be maintained and made available by the Recording Secretary. A list of Club members, without addresses or contact information, shall be maintained and made available by the Recording Secretary to any STCA member upon written request.

Additionally, the Recording Secretary shall keep the files current and send approved Minutes to the Archives for storage at fiscal year end.

- d. The Corresponding 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, and carry out such other duties as requested by the Board. The address of the club for mailing, correspondence and the like shall be that of the Corresponding Secretary.

The Secretary shall promptly respond to all correspondence from the public and STCA members. Correspondence requesting certain information may be forwarded to the appropriate committee chairperson for their response.

The Corresponding Secretary shall direct the AKC Events Records Department to send the AKC Titles Report to the Secretary.

The Corresponding Secretary shall receive applications for membership and prepare a monthly list of applicants and their endorsers for action by the Board. (S)he shall coordinate with the Treasurer and send all dues from new members to the Treasurer promptly.

- e. The Treasurer shall collect and receive all moneys due or belonging to the Club. Moneys shall be deposited in a bank approved by the Board, in the name of the Club. The signature of the President, Corresponding Secretary, and Treasurer must be on record at the bank. The books shall at all times be open to inspection by the Board, and a report shall be given 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 an accounting shall be rendered of all moneys received and expended during the previous fiscal year. The Treasurer shall be bonded in such amount as the Board of Directors shall determine.

Budgeted funds shall be disbursed as directed by the Board, President or the membership, at the annual meeting. An annual operating budget shall be prepared by the Treasurer two months before the beginning of each fiscal year to be approved by the Board. Additionally, a quarterly operating statement is to be prepared for the Board.

Within 60 days of the end of the fiscal year, the Treasurer shall ensure that all accounts of the Club are audited at the Club's expense by a Certified Public Accountant who shall be retained by the Board. The auditor's report may serve as the Treasurer's annual report to the membership and the Board.

The Treasurer shall direct an accountant to prepare and submit income tax returns as required by State or Federal regulations. We are a 501-4c Corporation.

The Treasurer shall ensure that all insurance policies are maintained in force for the Club's general liability, directors and officers' liability, and fidelity bond.

The Treasurer shall ensure that Corporate registration is maintained and up-to-date. The Corporation is currently registered in the State of Illinois.

The Treasurer shall receive the annual dues from individual members due January 1 of each year.

- f. The AKC Delegate, who may but need not be a Director or Officer of the Club, shall be appointed by the Board to represent the Club at AKC meetings and to report back to the Board on his activities on behalf of the Club.

The Delegate, if not already an elected Board member, shall be an ex-officio, non-voting member of the Board of Directors. The Delegate shall attend AKC Delegate meetings either at their own expense or within the budget given by the Board for that year. The Delegate shall attend a minimum of two AKC Delegate meetings per year. Expenses will be submitted to the Treasurer within 30 days following the meeting. The Delegate will be responsive to the wishes of the Club, as instructed by the Board. The Delegate shall prepare a report, either written or oral, to the Board within 10 days following each Delegate Meeting. The Delegate shall also submit regular reports for the general membership through the Club Newsletter. The Delegate shall receive copies of all relevant correspondence between AKC and the STCA. Appointment to this position will be reviewed annually by the Board.

Sec. 3 Vacancies. Any vacancies occurring on the Board or among the officers during the year shall be filled for the remainder of that vacant member's term by a majority vote of all the then members of the Board; except that a vacancy in 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

THE CLUB YEAR, VOTING, NOMINATIONS, ELECTIONS

Sec. 1 Club Year. The Club's fiscal year shall begin on the first day of January and end on the last day of December.

The Club's official year shall begin immediately at the conclusion of the election and shall continue through the next election. The elected officers and directors shall take office at the Board meeting following their election. Such meeting shall take place within a month of the election or not later than the annual Club meeting.

Sec. 2 Voting. At the Annual Meeting or at a special meeting of the Club voting shall be limited to those eligible members in good standing who are present at the meeting, except for the annual election of Directors and amendments to the constitution and bylaws and the official standard for the breed which shall be decided by written ballot cast by mail. To be eligible to vote by any written ballot cast by mail, a renewing or new applicant for membership must have an application postmarked by March 31 of the current year, but need not be approved for membership until prior to the selection by the Board of the current year's nominating committee, or May 15. In no event may a member whose dues are in arrears as of the date of a special meeting or of a mailed ballot be entitled to vote. Voting by proxy shall not be permitted. The Board of Directors may decide to submit other specific questions for decision of the members by written ballot cast by mail.

In The Event of a Tie Vote: If there is a tie vote among the candidates for a Board position that would affect the outcome of an election, no vacancy in the position shall be deemed to have occurred. However, a run off election shall be held with the membership to vote to break the tie. The run off election shall consist of only those candidates involved in the tie. The incumbent shall remain in office until replaced through the run-off process. The Board of Directors shall set a date for that run-off election, and the date of the election shall not be more than 30 days after the annual meeting. Not less than 30 days prior to the run-off election, the Secretary shall send a ballot to each member in good standing who was eligible to vote in the previous election. The ballot shall list the named candidates in alphabetical order and contain an instruction that a member shall vote for one of the candidates. The provisions of Article IV, Section 4 that are not inconsistent with this Section shall apply. The candidate receiving the greatest number of votes shall be declared elected and shall take office immediately. The annual election of officers will take place after the full board is seated.

Sec. 3 Annual Election. The election of Directors shall be conducted by secret ballot. Ballots to be valid must be received by the independent professional firm designated by the Board by September 1. The nominated candidate receiving the greatest number of votes for each position shall be declared elected. If any nominee, at the time of the annual meeting is unable to serve for any reason, such nominee shall not be elected, and the vacancy so created shall be filled by the new Board of Directors in the manner provided by Article III Section 3.

Sec. 4 Nominations and Ballots. No person may be a candidate in a club election who has not been nominated in accordance with these bylaws. Only Regular, Family or Lifetime members, in good standing, who have been members of the Club for a least five consecutive years, prior to the election year, may hold office or be candidates for office.

The Nominating Committee shall be chosen by the Board of Directors by May 15. The Committee shall consist of three eligible members in good standing of the Club and two alternates, whose duty it shall be to nominate candidates for the Board of Directors, from the

eligible members of the club, to be voted on by direct mail ballot. No member of the Nominating Committee may have their own name put on the Nominating Committee's slate. No more than one member of the Nominating Committee will be a member of the Board. The Board shall name a chairman for the Committee. The Nominating Committee may conduct its business either electronically, U.S. postal service, or a telephone conference.

The Nominating Committee Procedure shall be to nominate from among the eligible members of the Club, one candidate for each position open on the Board of Directors and shall procure the written acceptance of each nominee so chosen. The Committee shall then submit its slate of candidates to the Corresponding Secretary who shall mail the list, including the full name of each candidate to each member of the Club on or before June 15, so that additional nominations may be made by the members if they so choose.

If no valid additional nominations are postmarked on or before July 15 the Nominating Committee's slate shall be declared elected and no balloting will be required.

Additional Nominations

Additional nominations of eligible members may be made by written petition addressed to the Corresponding Secretary and postmarked on or before July 15, signed by five members in good standing and accompanied by the written acceptance of each such additional nominee signifying his willingness to be a candidate. These nominations should be sent to the Corresponding Secretary by certified mail, with return receipt requested.

Corresponding Secretary Procedures

If one or more valid additional nominations are postmarked on or before July 15, the Corresponding Secretary shall, on or before August 1, mail to each member in good standing a ballot listing all of the nominees for each position in alphabetical order, together with a blank envelope and a return envelope addressed to a designated professional firm marked "Ballot" and bearing the name of the member to whom it was sent. So that the ballots may remain secret, each voter, after marking their ballot, shall seal it in the blank envelope which in turn shall be placed in the second envelope addressed to the professional firm. The firm shall check the returns against the list of eligible voting members, provided by the Recording Secretary, prior to opening the outer envelopes and removing the blank envelopes and shall certify the eligibility of the voters as well as the results of the voting.

The Corresponding Secretary shall notify candidates of the results following receipt of the professional firm's report. The results will be announced to the membership no later than at the annual meeting.

Nominations cannot be made at the Annual Meeting or in any manner other than as provided in this Section.

ARTICLE V

COMMITTEES

Sec. 1 The Board may each year appoint standing committees to advance the work of the Club in such matters as dog shows, obedience trials, agility trials, trophies, annual prizes, membership, education, 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. All committees will be renewed or terminated annually at the annual board meeting.

Sec. 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

Sec. 1 American Kennel Club Suspension. Any member who is suspended from all the privileges of the American Kennel Club automatically shall be suspended from the privileges of this Club for a like period.

Sec. 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 Corresponding Secretary together with a deposit of \$50.00 which shall be forfeited if such charges are not sustained by the Board or a Committee following a hearing. The Corresponding 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 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 or a Committee of not less than three (3) members of the Board, not less than three (3) weeks nor more than six (6) weeks thereafter. **The Corresponding Secretary shall promptly send one copy of the charges to the accused member by certified 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 desired.**

Sec. 3 Board Hearing. The Board or Committee 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 the evidence and testimony presented by complainant and defendant, the Board or Committee may by a majority vote of those present suspend the defendant from all privileges of the Club for not more than six

(6) months from the date of the hearing, or until the next Annual Meeting if that will occur after six (6) months. 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 fellow members at the ensuing Club meeting which considers the recommendation of the Board or Committee. Immediately after the Board or Committee has reached a decision, its findings shall be put in written form and filed with the Recording Secretary. The Recording Secretary, in turn, shall notify each of the parties of the decision and penalty, if any.

Sec. 4 Expulsion. Expulsion of a member from the Club may be accomplished only at the Annual Meeting of the Club following a hearing and upon the recommendation of the Board or Committee as provided in Section 3 of this Article. The defendant shall have the privilege of appearing in his/her behalf though no evidence shall be taken at this meeting. The President shall read the charges, the findings and recommendations, and shall invite the defendant, if present, to speak on his/her own behalf. The members in good standing shall then vote by secret ballot at the meeting on the proposed expulsion. A 2/3rd vote of those present and eligible to vote at the annual meeting shall be necessary for expulsion. A Committee of three (3) with one (1) being a Board member, will be appointed by the Board to tally the secret ballot immediately upon completion of the voting. If expulsion is not so voted, the suspension shall stand.

ARTICLE VII

AMENDMENTS

Sec. 1 Amendments to the constitution and bylaws and to the Standard for the breed may be proposed by the Board of Directors or by written petition addressed to the Corresponding Secretary signed by twenty percent (20%) of the eligible 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 Corresponding Secretary for a vote within three (3) months of the date when the petition was received by the Corresponding Secretary.

Sec. 2 The constitution and bylaws (or the Standard for the breed) may be amended at any time provided a copy of the proposed amendment has been mailed by the Corresponding Secretary to each eligible member in good standing on the date of mailing, accompanied by a ballot on which a choice for or against the action to be taken shall be indicated. Receiving and counting of such ballots shall be handled by a professional firm designated by the Board, under the procedures described in Article IV, Section 4. Notice with such ballot shall specify a date not less than 30 days after the date postmarked by which date the ballots must be returned to the professional firm designed on the ballot. The favorable vote of 2/3 of the eligible members in good standing who return valid ballots within the time limit shall be required to effect any such amendment

No amendment to the constitution and bylaws-or to the Standard for the breed that is adopted by the Club shall become effective until it has been approved by the Board of Directors of the American Kennel Club.

ARTICLE VIII

DISSOLUTION

Sec. 1 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 the dissolution of the Club, other than for the purposed 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 selected by the: Board of Directors for the benefit of dogs.

ARTICLE IX

ORDER OF BUSINESS

Sec. 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 Committees
- Election of Officers and Board (at annual meeting)
- Election of new members
- Unfinished Business
- Adjournment

Sec. 2 At meetings of the Board, the order of business, unless otherwise directed by majority vote of those present, shall be as follows:

- Minutes of the last meeting
- Report of the President
- Report of the Secretary
- Report of the Treasurer
- Reports of Committees
- Unfinished Business
- Election of new members
- New Business
- Adjournment

ARTICLE X

PARLIAMENTARY AUTHORITY

Sec. 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.