

# CONSTITUTION

## CAROLINA AUSTRALIAN SHEPHERD CLUB

### ARTICLE I

#### Name and Objectives

**Section 1.** In event of a conflict between this addendum and any other provision of these bylaws, this addendum shall prevail.

**Section 2.** This Affiliate Club is referred to as “the Club” and the Australian Shepherd Club of America, Inc. is referred to as “ASCA” in this addendum.

2.1 The name of the Club shall be Carolina Australian Shepherd Club.

2.2 The club is an official Affiliated Club of the ASCA and shall not affiliate with any other dog club or registry.

**Section 3.** The primary objectives of the Club is to protect and advance the Australian Shepherd breed. In service of this goal, the Club will:

- a. encourage and promote the breeding of pure-bred Australian Shepherds in such a manner as to bring their natural qualities to the highest degree attainable;
- b. it shall strive to promote, educate and assist all owners of the breed to improve their knowledge of the breed and it’s history;
- c. protect and advance the interest of the Australian Shepherd breed and to encourage ethical breeding practices and sportsmanlike competition at all dog shows and trials;
- d. conduct conformation Shows, Obedience Trials, Stockdog Trials and other events in conformity with ASCA rules and regulations;
- e. encourage all breeders to accept the ASCA breed standard as the only standard of excellence by which the breed shall be judged;
- f. urge members and breeders to abide by the code of ethics established by the ASCA;
- g. establish a set of standing rules to govern the internal policy of the club.

**Section 4.** The Club shall not be operated for profit. No profit or part thereof or any remainder or residue from dues or donations for the Club’s use shall inure to the benefit of any member.

**Section 5.** 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.

### ARTICLE II

#### Order of Business and Procedure

**Section 1.** “Roberts Rules of Order” shall govern any matter of procedure not specifically addressed by these Bylaws, unless another order of procedure is established by the Board of Directors.

## **ARTICLE III**

### **Membership**

**Section 1. Membership** shall be open to all persons who are in good standing with ASCA and the Club and who shall subscribe and adhere to the principles and objectives of this Club. Persons who are currently suspended or expelled from ASCA may not join this Club until they are reinstated in ASCA. For those 18 years of age and older there shall be voting privilege membership by either single membership or family membership (family membership shall be those persons living in one household with voting privileges for persons 18 or older). For those persons under the age of 18 years, there shall be junior membership which shall not carry any voting privileges.

- 1.1 Each applicant for membership shall apply on a form approved by the Club. The form shall provide that the applicant agrees to abide by the Constitution, Bylaws, Registry Rules, Regulations, all Program Rules, Code of Ethics and Dispute Resolution Rules of both ASCA and the Club.
- 1.2 Any person who renews membership is deemed to have consented to all current terms of the Constitution, Bylaws, Rules, Policies, Procedures, and Dispute Resolution Rules of both ASCA and the Club.
- 1.3 Any member who is disciplined by ASCA is deemed disciplined to the same extent by the Club.

### **Section 2. Dues**

Membership dues shall be set by the Board of Directors and will be subject to change upon reasonable notification to the members. Dues are payable January 1 each year.

### **Section 3. Membership**

Membership is open to any reputable person, family, or kennel interested in owning, breeding, promoting, or showing Australian Shepherds upon acceptance by the Carolina Australian Shepherd Club Board.

### **Section 4. Termination of Membership**

- a. Written resignation to the club secretary
- b. Lapsing of dues past the grace period (90 days)
- c. Expulsion (a member may be terminated in this fashion only by the full Board of Directors).

## **ARTICLE IV**

### **Meetings**

#### **Section 1. Club Meetings**

Meetings shall be held quarterly at a time set at the previous meeting. Announcements of the meeting will be sent by the Secretary at least three weeks in advance. A quorum of 10% of the membership is necessary for any business requiring a vote.

#### **Section 2. Board Meetings**

Board meetings shall be held quarterly directly before the regular club meeting.

### **Section 3. Special Board Meetings**

Special Board Meetings shall be called by written request to the Secretary from the President and at least three other Board members. All other Board members will be notified at least seven days in advance of the meeting. The meeting shall be held for the expressed reason and no other business shall be transacted therein. All board members are required to attend except in extreme hardship cases.

### **Section 4. Voting**

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

### **Section 5. Board of Directors Business**

The Board of Directors may conduct its business by mail through the Secretary, or by any other acceptable mode of communication as deemed necessary.

## **ARTICLE V**

### **Directors and Officers**

#### **Section 1. The Board of Directors**

The Board of Directors shall include the President, Vice President, Secretary, Treasurer, and three other club members in good standing and whose dues are paid for the current year. Each Board member shall serve for one year until they are re-elected or replaced by their successors at the annual election meeting. General management of the Club's affairs shall be entrusted to the Board of Directors.

#### **Section 2. Officers**

All officers must be members in good standing of ASCA. Persons who are currently suspended or expelled from ASCA may not hold or run for office in this club until they are reinstated in ASCA. Officers shall be a President, Vice President, Secretary, and Treasurer. The position of Secretary and Treasurer may be held by one person. In that case, four other members instead of three shall be elected to the Board.

- a. President will preside at all meeting of the Club and Board, and shall have the duties and powers of the office in addition to those particularly specified by these by-laws.
- b. Vice President shall exercise the duties and powers of the President in case of the Presidents death, absence, or incapacity.
- c. Secretary shall keep a written record of all the Club and Board meetings and all matters of which a record shall be ordered by the Club. The Secretary shall have charge of correspondence, notify members of meetings, notify new members of their membership, notify officers and directors of their election to office, keep a roll of all members with addresses and any other duties prescribed to that office by these by-laws.
- d. Treasurer shall collect and receive all monies due or belonging to the club. These shall be deposited in a convenient bank under the Club's name. Adequate records shall be kept and be open to the Board's inspection at all times. Financial reports shall be given at each meeting.

**2.1 Affiliate Representative:** Who is an Officer in the Club and shall be the Club liaison representative to ASCA and be empowered to represent the Club in all

business and correspondence with the Parent Club and its affiliates. He/She shall give report of all activities of and communications with the Parent Club at each meeting; and he/she shall communicate all impending matters with the Board and/or the President as they arise. The Affiliate Representative is responsible for distributing all ASCA business to the Club.

**2.2 Show Coordinators:** Shall be appointed by the Board of Directors. The Show Coordinators are the liaison between the Club and the ASCA show office. Show Coordinators sign and are responsible for all paperwork pertaining to all ASCA show/trial programs.

**2.3 Absences:** Any member of the Board or Officer of the Club who is absent for more than half of the Club meetings shall have resigned by reason of absence.

### **Section 3. Vacancies**

Vacancies in the Board or among officers shall be filled until the next annual meeting by a majority vote of the Board at the meeting following the creation of the vacancy. The vacancy of President shall be filled by the Board.

## **ARTICLE VI**

### **Club Year, Annual Meeting, Elections, and Nominations**

#### **Section 1. Club Year**

The Club's fiscal year shall begin on January 1<sup>st</sup> and end on December 31<sup>st</sup> each year.

#### **Section 2. Annual Meeting**

The Club's annual meeting shall be held between January 1 and March 1 of each year. All new officers and Board members will be elected and inducted at this meeting. All retiring officers shall turn over to their successors all properties and records relating to that office at this meeting.

#### **Section 3. Elections**

Each candidate for office and the Board receiving the majority vote shall be declared elected.

#### **Section 4. Nominations and Elections**

Any member in good standing and whose dues are paid for the current year may nominate or be nominated for any office or Board position. No person may be a candidate for more than one position (the position of Secretary and Treasurer may be held by one person. Article V, Section 2).

**4.1** Nominations and elections will be scheduled so the slate of officers are installed before the Affiliate renewals are back to ASCA Business Office on January 1 (Note: With the new officers on the renewal form, the listing of all Affiliate Clubs at the Business Office and in the Aussie Times will be correct as of January 1.) Any change of officers during the year must be sent to the ASCA Business Office within 30 days of the change.

## **ARTICLE VII**

### **Committees**

The Board may each year appoint standing committees to advance the work of the club. Such committees shall be subject to the final authority of the Board.

## **ARTICLE VIII**

### **Consent to Rules**

Members of the Club and non-member participants in Club activities must agree to abide by all rules and procedures adopted by ASCA and those adopted by the Club. Forms for application for membership and for participation in the Club activities shall so state. Such rules and procedures include, but are not limited to, these By-laws, ASCA's By-laws, Registry rules, the ASCA Show, Obedience and Stockdog rules and Regulations and ASCA's Dispute Resolution Rules.

## **ARTICLE IX**

### **Discipline**

#### **Section 1. Disputes**

Disputes between Club members, between a member and the Club or involving non-members and pertaining to Club affairs or a sanctioned event, shall be decided in accordance with the Dispute Resolution Rules as adopted by ASCA. Any discipline or sanctions issued or administered by the Club shall be in conformity with such rules.

- 1.1 Any member who is suspended from the privileges of the Australian Shepherd Club of America shall automatically 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 of the Breed. Written charges with specification must be filed in duplicate with the Secretary together with a deposit of \$10.00 which shall be forfeited if such charges are not sustained by the Board following the hearing. The Secretary shall promptly send a copy of the charges to each member of the Board or present them at a Board meeting, and the Board shall first consider whether the actions alleged in the charges, if proven, might constitute conduct prejudicial to the best interests of the Club of the Breed. If the Board entertains jurisdiction of the charges it shall fix a date of hearing by the Board not less than 3 weeks nor more than 6 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/she wishes.

### **Section 3. Board Hearing**

The Board shall have complete authority to decide whether counsel may attend the hearing, but both complainant and defendant shall be treated uniformly in that regard. Should the charges be sustained, after hearing all the evidence and testimony presented by complainant and defendant, the Board may by a majority vote of those present 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 or her fellow members at the ensuing Club meeting which considers the Board's recommendation. Immediately after the Board has reached a decision, its findings shall be put 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 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 60 days but not earlier than 30 days after the date of the Board's recommendation. 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 read the charges and the Board's findings and recommendations, and shall invite the defendant, if present, to speak in his or her own behalf if he or she wishes. The meeting shall then vote by secret ballot on the proposed expulsion. A 2/3 vote of those present and voting at the meeting shall be necessary for expulsion. If expulsion is not so voted, the Board's suspension shall stand.

## **ARTICLE X**

### **Amendments**

Amendments to the Constitution and by-laws may be proposed by the Board of Directors or by written petition addressed to the Secretary signed by twenty percent of the membership in good standing. Proposed Amendments to these by-laws must be approved by ASCA before a final Club vote, on these amendments, is initiated. 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.

## **ARTICLE XI**

### **Dissolution**

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, whether voluntary or involuntary, or by the 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. Upon dissolution of the Club, any assets remaining after discharge of the obligations of the Club must be donated to a tax-exempt, benevolent animal

organization (such as, but not limited to Aussie Rescue and Placement or to the host Club of the next National Specialty). Written notification of the dissolution must be given to ASCA before the effective date.

- a.** The Club may not engage in any form of discrimination which adversely affects ASCA's tax-exempt status under the Internal Revenue Code Section 501(c) (3).

## **ARTICLE XII**

### **ASCA Trademarks and the Like**

The names, logos, trademarks and service marks of ASCA may not be used by the Club or its members unless authorized by ASCA.