

**CONSTITUTION AND BYLAWS
OF
THE BLUE RIDGE BERNESE MOUNTAIN DOG CLUB**

CONSTITUTION

**ARTICLE I
Name & Objectives**

SECTION 1. The name of the club shall be The Blue Ridge Bernese Mountain Dog Club. (Hereinafter, “ BRBMDC” or “the Club.”)

SECTION 2. The Objectives of this Club shall be:

- (a) To encourage and promote quality in the breeding of purebred Bernese Mountain Dogs (Berner Sennenhund) 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 (AKC) as the only standard of excellence by which Bernese Mountain Dogs shall be judged;
- (c) To do all in its power to protect and advance the interests of the breed by encouraging sportsmanlike competition and conduct at:
 - Dog shows
 - Working/performance events such as draft and agility tests
 - All other club-sponsored activities and club functions
- (d) To conduct:
 - Sanctioned matches
 - Dog shows
 - Draft tests under the rules of The Bernese Mountain Dog Club of America
 - Any other event for which the club is eligible under the Rules and Regulations of the American Kennel Club;
- (e) To promote events and activities which reflect the breed’s history and heritage;
- (f) To do all possible to improve the health of the breed;
- (g) To provide education appropriate to the needs of owners, breeders, judges, potential owners and all others with an interest in the breed;
- (h) To advocate honesty and integrity in all matters concerning Bernese Mountain Dogs;
- (i) To promote fellowship and provide a support system for the unique needs of Bernese Mountain Dog owners.

SECTION 3. This Club shall not be conducted or operated for profit. No part of any profits, remainders, or residues from dues or donations to the club shall inure 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 necessary to carry out these objectives.

BYLAWS

ARTICLE I Membership

SECTION 1. *Eligibility.* There shall be five types of membership open to all adults who are in good standing with The American Kennel Club and who subscribe to the purposes of this Club. A Junior Membership will also be available. 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.

Regular (Individual) Membership: Member enjoys all club privileges, including the right to vote and hold office.

Household Membership: Two Regular members residing in the same household, each eligible to vote and hold office. One membership application will be completed for each household.

Types of Associate Individual and Associate Household Memberships:

- All **new applications** are approved as Associate Individual or Associate Household memberships. They automatically convert to Regular memberships upon renewal for the next calendar year.
- **Members who are not active and are not able to attend regular club meetings** are encouraged to retain associate memberships to facilitate the Club's ability to meet quorum requirements for voting at meetings. Associate Members are not counted in fulfilling quorum requirements.

Associate Members are entitled to all Club privileges except voting and holding office. Associate Members shall be informed of all club meetings and activities; shall receive the newsletter; may serve on committees; and may participate in all club activities, but may not vote, hold office, sponsor, nominate or second. An Associate Member may transfer to Regular Membership at the time of yearly membership renewal and dues payment.

Junior Membership: Open to persons ten to seventeen years of age with parental consent. Junior members cannot vote or hold office. They may serve on committees other than the Nominating Committee. A Junior Member may convert to Regular Membership upon reaching his/her eighteenth birthday.

Honorary Membership: An individual who has made significant contributions to the Club. Honorary members pay no dues and are not eligible to vote; however, they may maintain Regular or Household membership if they pay dues.

SECTION 2. *Dues.* Membership dues shall not exceed \$30 per year, payable on or before January 1 of each year and no later than March 31 of that year. No member may vote whose dues are not paid for the current year. In accordance with Article I, Section 1, during the month of November each member shall receive (by mail or e-mail) a statement of dues for the ensuing year.

Applicants applying for membership on or after September 1 shall have their dues apply for the current year and the duration of the ensuing year. Dues may be assessed annually and changed as necessary by the Board of Directors.

SECTION 3. *Election to Membership.* Each applicant for membership shall apply on a form as approved by the Board of Directors. This form shall provide that the applicant agrees to abide by the Constitution and Bylaws and the Rules of The American Kennel Club. The application shall state the name, address, and occupation of the applicant, as well as information on Bernese Mountain Dogs currently owned. It shall carry the endorsement of two members in good standing. The prospective member shall submit dues payment for the current year with his/her application.

All applications are to be filed with the Membership Chairman, and each application is to be presented to Club members via the club e-mail list. Discussion or objections may be made within ten days. If no discussions or objections are e-mailed to the Membership Chairman during the ten-day vetting period, the application will be submitted for approval at the next Board meeting. If objections are made, discussions will be open for ten additional days. The application will then be presented for approval at the next Board meeting. The Membership Chairman shall notify the applicant (by mail or e-mail) of the Board's approval or rejection of the application. Applicants for membership who have been rejected by the Club may not reapply within six months after such rejection.

SECTION 4. *Termination of Membership.* Membership may be terminated:

(a) *By resignation.* Any member in good standing may resign from the club upon written notice to the Membership Chairman; 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.

(b) *By lapsing.* A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid ninety days after the first day of the fiscal year; however, the Board may, upon written request from the applicant, grant an additional ninety days of grace to such delinquent members in meritorious cases.

Reinstatement of a lapsed membership without an extension by the Board will require that the individual/household submit a Request for Reinstatement (with dues payment) to the Board. If approved, such reinstatement will be valid for the remainder of the current calendar year. The Membership Chairman shall notify the member (by mail or e-mail) of the Board's approval or rejection of the Request for Reinstatement.

If the membership lapses a second time, the individual/household must reapply with a new application for Associate Membership per Section 3. If a membership has been lapsed for more than one calendar year, the member must submit a new application for Associate Membership per Section 3.

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.

ARTICLE II

Meetings and Voting

SECTION 1. *Club Meetings.* Meetings of the club shall be held at least four times per year within the State of North Carolina at such hour and place as may be designated by the Board of Directors. Written notice of each such meeting shall be sent by the Secretary at least ten days prior to the date of the meeting. The quorum for such meetings shall be twenty percent of the members in good standing. Non-voting Associate and Junior Members shall not be counted to determine a quorum.

- Notification of Club meetings, dues notices, minutes, and newsletters shall be sent to each member by e-mail unless a member has submitted a written rejection of this method of communication. Each Board member shall receive notification of Board meetings via e-mail unless he/she has submitted a written rejection of this method of communication. Such authorization may be revoked upon written request sent to the Secretary.
- Notification of nominations, the annual meeting, matters of discipline, and amendments to the Constitution and Bylaws shall be sent through the U.S. Mail

SECTION 2. *Special Club Meetings.* Special club meetings may be called by the President; 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 five members of the club who are in good standing. Such special meetings shall be held at such place, date and hour as may be designated by the person or persons authorized herein to call such meetings. The Secretary shall send notice (by mail or e-mail) of such meeting at least five days and not more than fifteen 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 twenty percent of the members in good standing. Non-voting Associate and Junior Members shall not be counted to determine a quorum.

SECTION 3. *Board Meetings.* Meetings of the Board of Directors shall be held each month at such hour and place as may be designated by the Board. Board meetings may also be held via telephone conference call or videoconference. Written notice of each such meeting shall be sent at least five 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 Board Meetings may be called by the President or by a written request signed by at least three board members submitted to the Secretary. Special board meetings shall be at such place, date, and hour as may be designated by the person authorized herein to call such meeting. Special board meetings may be held via telephone conference call or videoconference. Upon receipt of the request, the Secretary shall send notice (by mail or e-mail) of such meeting at least five days and not more than ten 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. The 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 shall be entitled to one vote on any issue. Household Memberships are entitled to one vote for each member. Associate Members and Junior Members cannot vote. Proxy voting will not be permitted at any Club meeting or election. Non-voting Associate and Junior Members shall not be counted to determine a quorum.

ARTICLE III

Directors and Officers

SECTION 1. *Board of Directors.* The Board shall be comprised of President, Vice President, Secretary, Treasurer, and four Directors--all of whom shall be members in good standing. Each board member shall be elected for one term of two years at the Club's annual meeting as provided in Article IV, and each shall serve until a successor is elected for that position. Associate and Junior Members cannot hold office. The election of the President and Secretary shall take place in alternate years from the election of the Vice President and Treasurer. 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 the Board and their respective meetings.

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 President in addition to those particularly specified in these bylaws.

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 Secretary shall keep a record of all meetings of the Club and of the Board and all matters for which a record shall be ordered by the club; have charge of the correspondence, notify members of meetings, notify officers and directors of their election to office, keep a roll of the members of the club with their addresses, and carry out such other duties as are prescribed in these bylaws.

The Treasurer shall collect and receive all moneys due or belonging to the Club. Moneys shall be deposited in a bank designated by the Board in the name of the Club. 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 or receipt or payment not before reported. At the annual meeting an accounting shall be rendered of all moneys received and expended during the previous fiscal year.

SECTION 3. *Vacancies.* Any vacancies occurring on the board or among the offices 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 a special board meeting called for that purpose. If a vacancy occurs in the office of President, however, the Vice President shall fill it automatically, and the Board shall fill the resulting vacancy in the office of Vice President.

ARTICLE IV

The Club Year, Annual Meeting, Elections

SECTION 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 at the annual Meeting and shall continue through the election at the next annual meeting.

SECTION 2. *Annual Meeting.* The annual meeting to be held in the month of December, at which 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 within thirty days after the election.

SECTION 3. *Elections.* The nominated candidate receiving the greatest number of votes for each office shall be declared elected. The 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 August, the Board shall select a Nominating Committee consisting of three members and two alternates. Only one committee member or alternate may be a member of the Board. All members of the Nominating Committee and alternates must be Regular members. The Secretary shall immediately notify the committee members and alternates of their selection. The Board shall name a chairman for the committee, and it shall be such person's duty to call a committee meeting, which shall be held on or before September 1.

(a) The committee shall nominate one candidate for each office and position on the Board in which the term is ending at the upcoming Annual Meeting.

(b) The Committee will secure the consent of each person so nominated, and they will immediately report their nominations to the Secretary in writing.

(c) Upon receipt of the Nominating Committee's report, the Secretary shall, at least two weeks before the October Membership Meeting, notify each member in writing of the candidates so nominated.

(d) Any Regular member in good standing may make additional nominations at the October meeting, provided that the person so nominated does not decline when their name is proposed. Another Regular member in good standing must second each nomination. A member may not nominate himself/herself. If the proposed candidate is not in attendance, the proposer 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.

(e) If no nominations are submitted from the floor, the slate is considered final and stands elected at the next meeting, and is recorded as such in those meeting minutes. If additional names are added, only those offices that have more than one nominee must be voted on at the annual meeting. The remainder stand as elected.

(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 may each year appoint standing committees to advance the work of the Club in such matters as dog shows, obedience trials, draft tests, trophies, annual prizes, membership, rescue 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 services have been terminated.

ARTICLE VI

Discipline

SECTION 1. *American Kennel Club Suspension.* Any member who is suspended from any privileges of The American Kennel Club automatically shall be suspended from the privileges of this club for a like period.

SECTION 2. *Charges.* Any individual member may prefer charges against another individual member for alleged misconduct prejudicial to the best interests of the Club or the breed. A deposit of \$50 should accompany written charges with specifications, which must be filed in duplicate with the Secretary. If the charges are not sustained at the board hearing, the deposit of \$50 will be forfeited.

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. If the Board considers that the charges do not allege conduct that would be prejudicial to the best interests of the Club, it may refuse to entertain jurisdiction. If the Board entertains jurisdiction of the charges, it shall fix a date for a hearing by the Board not less than three weeks nor more than six weeks thereafter. The Secretary shall promptly send to the accused member by Registered mail: one copy of the charges and the specifications, a notice of the hearing, and an assurance that the defendant may personally appear in his/her 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 evidence and testimony presented by complainant and defendant, the Board may, by a majority vote of those present, reprimand or 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. The Board's decision shall be immediately submitted 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 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/her behalf, though no evidence shall be taken at this meeting. The President shall read the charges and the Board's finding and recommendation. The President shall then invite the defendant, if present, to speak in his/her behalf if he/she wishes. The members shall then vote by

secret ballot on the proposed expulsion. An affirmative vote of two-thirds of the eligible voters present at the meeting shall be necessary for expulsion. If expulsion is not so voted, the Board's suspension shall stand.

ARTICLE VII Amendments

SECTION 1. 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 of the Regular members in good standing. The Board of Directors shall promptly consider amendments proposed by such petition. Within three months of the date when the Secretary received the petition, the Secretary must submit the amendments and recommendations by the Board to the members for a vote.

SECTION 2. The constitution and bylaws may be amended by an affirmative vote of two-thirds of the Regular members present and voting by secret ballot 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 of the members in good standing. In the event of the dissolution of the Club other than for the purpose 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. After payment of the debts of the Club, the Board of Directors shall select a charitable organization for the benefit of Bernese Mountain Dogs to receive its property and assets.

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

- Reading of minutes of last meeting
- Report of Secretary
- Report of Treasurer
- Reports 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 any other special rules of order the club may adopt.

GLOSSARY

Adult: An individual eighteen years old or older.

Eligible Voter: Any Regular Member in good standing.

Member in Good Standing: An individual who is not suspended by The American Kennel Club, the Bernese Mountain Dog Club of America, or the Blue Ridge Bernese Mountain Dog Club and whose dues for the year are already paid.

Quorum for all Board Meetings: A majority of the Board.

Quorum for all Membership Meetings: Twenty percent of Regular members in good standing.

Reprimand: A written warning to a member after charges have been filed in accordance with the bylaws and it has been determined that the member's conduct was not severe enough to warrant a suspension or a recommendation for expulsion.

Written Notice: Per current AKC policy, use of e-mail for written notification is authorized except in notification of nominations, annual meetings, matters of discipline, and bylaws amendments. These exceptions must be sent through the U.S. Mail.

Originator: Tom Brown

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Revisions: Judy Parsons, Carolyn Paige, Janet Byrd, Kim Perry, and Suzanne Deering

Approved by BRBMDC Membership: