

# IRISH RED AND WHITE SETTER ASSOCIATION OF AMERICA, INC.

## BYLAWS

### ARTICLE I MEMBERSHIP

**SECTION 1. *Eligibility.*** There shall be 6 types of membership, open to all persons who are in good standing with The American Kennel Club and who subscribe to the purposes of this club and satisfy the applicable requirements set forth below:

(a) ***Regular*** (Individual) – Open to individuals that are 18 years of age or older and reside in the United States. Each such member shall enjoy all privileges available to members of the club, including the right to vote on all matters on which members shall vote and the right to be elected or selected as an Officer or a Director in accordance with these Bylaws.

(b) ***Household*** (Two adult members residing in the same household) – Open to each of two individuals that are 18 years of age or older and reside in the same household in the United States. Each such member shall enjoy all privileges available to members of the Club, including the right to vote on all matters on which members shall vote and the right to be elected or selected as an Officer or a Director in accordance with these Bylaws.

(c) ***Junior*** – Open to individuals that are less than 18 years of age and reside in the United States. Each such Junior Member shall enjoy all privileges available to members of the Club, other than the right to vote on matters on which members shall vote and the right to be elected or selected as an Officer or a Director. Junior members shall at the age of 18 be granted regular member status.

(d) ***Honorary*** – Open to individuals nominated for and elected as Honorary Members pursuant to these Bylaws. Each such Honorary Member shall not be required to pay dues (except in respect of other memberships maintained by such member) and shall enjoy all privileges available to members of the Club, other than the right to vote on matters on which members shall vote and the right to be elected or selected as an Officer or a Director. Honorary Members shall have the right to maintain other memberships as provided herein, subject to the requirements thereof (including the payment of dues).

(e) ***Foreign*** – Open to individuals that are 18 years of age or older and reside outside the United States. Foreign Members shall enjoy all privileges available to members of the Club, other than the right to vote on matters on which members shall vote and the right to be elected or selected as an Officer or a Director. Foreign Members that shall have been a member in good standing during the calendar year prior to 2010 shall be entitled to vote on matters on which members shall vote for so long as such members shall remain members in good standing.

(f) ***Life*** – Open to individuals who have been regular / household members in good standing for 20 consecutive years. After 20 years the member shall automatically be granted life membership. Each Life Member shall not be required to pay dues and shall enjoy all privileges available to members of the Club, including the right to vote on matters on which members shall vote and the right to be elected or selected as an Officer or a Director.

**SECTION 2. *Dues.*** Annual membership dues shall not exceed \$75.00 for Individual and Foreign Members, \$100.00 for Households, and \$30.00 for Junior Members, and shall be payable on or before the 1st day of January of each year. No member may vote whose dues are not paid for the current year. During the month of November, the Treasurer shall send to each member a membership renewal form approved by the Board. The membership renewal form shall be completed and signed by each

member and returned together with applicable dues for the ensuing year. The Board may, in its discretion, impose a mailing fee on Foreign Members, which fee shall be paid together with the applicable members due's.

### **SECTION 3. *Election to Membership***

**(a) *Individual, Household, Foreign and Junior.*** Each applicant for membership shall apply on a form as approved by the Board of Directors, which form shall provide that the applicant agrees to abide by the Constitution and these Bylaws, the Standing Rules and Code of Ethics of the Club and the rules of The American Kennel Club. The application shall state the name, address, telephone number, and occupation of the applicant and any other information required by the Board of Directors and it shall carry the endorsement of two members who have been members in good standing for at least one year and shall be duly signed by the applicant. 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, or any other allowable electronic communications. 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, or any other allowable electronic communications, shall be required to elect an applicant. An application which has received a negative vote by the Board may be presented by one of the applicant's endorsers at the next annual meeting of the Club and the members may elect such applicant by secret ballot and a favorable vote of 75% of the members present and voting. Applicants for membership who have been rejected by the Club may not reapply within 12 months after such rejection. An applicant that shall be rejected for membership three times shall not be eligible to reapply. **(b)**

***Honorary Members.*** Nominations for Honorary Members shall be endorsed by two members in good standing and shall be submitted to the Board for a vote. Upon the affirmative vote of the majority of the Board, the proposed Honorary Member shall be presented to the membership for a vote. Upon the affirmative vote of a majority of the members that shall vote on the matter, the nominee shall be invited by the Board to become an Honorary Member. Upon acceptance by the nominee, the nominee shall become an Honorary Member.

### **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 Corresponding 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.

**(b) *by lapsing.*** A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid for thirty days after the first day of the fiscal year; however, the Board may grant an additional thirty days of grace to such delinquent members in meritorious cases. In no case may a person be entitled to vote whose dues are unpaid.

**(c) *by expulsion.*** A membership may be terminated by expulsion as provided in Article VII, of these Bylaws.

## **ARTICLE II MEETINGS**

**SECTION 1. *Annual Meeting.*** The annual meeting of the Club shall be held at such place, date and hour designated by the Board of Directors, and in conjunction with the Club's National Specialty show, if possible. 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 voting members in good standing, including at least two officers of the Board of Directors.

**SECTION 2. *Special Club Meetings.*** 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 of Directors. 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 at such meeting. The quorum for such a meeting shall be 10% of the members in good standing.

**SECTION 3. *Board Meetings.***

(a) The first meeting of the Board shall be held July 1<sup>st</sup>, of the applicable year. Other meetings of the Board of Directors shall be held at such times and places as are designated by the President or by a majority vote of the entire Board. Written notice of each such other meeting shall be mailed by the Corresponding Secretary to each member of the board at least 14 days prior to the date of the meeting, or shall be given to him/her personally fax or email, not later than eight days before the day on which the meeting is to be held. The quorum for a board meeting shall be a majority of the Board.

(b) A meeting of the Board shall be held in conjunction with the annual Specialty Show and prior to the Annual Meeting of the Membership.

(c) ***Board business.*** The Board of Directors may also conduct business by mail through the Corresponding Secretary, fax, or through any other allowable electronic communication as per the current AKC policy and by conference call, provided a quorum takes part. Business conducted outside any meeting, shall be published along with meeting minutes in the Forum.

(d) ***Meetings*** - Members of the Board may participate in a meeting through use of telephone conference calls or electronic video screen communications. Participation in a meeting through use of conference telephone or electronic video screen communications pursuant to this subdivision constitute presence in person at that meeting as long as all members participating in the meeting are able to hear one another. Items voted upon by telephone conference calls must be confirmed in writing within seven days.

**ARTICLE III  
DIRECTORS AND OFFICERS**

**SECTION 1. *Board of Directors.*** General management of the club's affairs shall be entrusted to the Board of Directors.

(a) **Number and Term of Office.** The Board shall be comprised of 9 persons, all of whom shall be members in good standing, who are residents of the United States. They shall be elected for a two-year term as provided in Article IV, and shall serve until their successors are elected. No person may serve as a Director for more than three consecutive terms. The terms of the Directors shall be staggered, with 5 Directors elected in one year and 4 Directors elected in the next succeeding year. The most recent past President shall be permitted to attend and participate in board meetings, for one year, provided that such past President shall not be entitled to vote thereat. The terms of newly elected directors shall commence on July 1 and expire on June 30 of the following year.

(b) ***Eligibility.*** To serve as a Director, a member must:

1. be 18 years of age or older;
2. reside in the United States;

3. have been a member in good standing for at least each of the immediately preceding three years prior to the date on which nominations are required to be submitted;
4. be current in the payment of dues.
5. no more than one member of any household may serve as a director at any one time.
6. after an interval of one year following the completion of the third successive term, a former Director, if otherwise eligible, shall be eligible for election as though they had not previously served.

**SECTION 2. *Officers.*** The Club's officers, consisting of the President, Vice President, Corresponding Secretary, Recording 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 be the chief executive officer to the Club and, subject to the instructions of the Board and shall be responsible for the day to day operations of the Club. The President, when present, 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 and specified by the Board. The President shall execute all instruments and documents on behalf of the Club and, with the approval of the Board, shall appoint all committees unless otherwise provided in these Bylaws.

**(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.

**(c) *The Recording Secretary*** shall keep a record of all meetings of the Club and of the Board. The Recording Secretary shall prepare and forward to all Board members minutes of all Board and members meetings within 10 days. Upon approval by the Board, the Recording Secretary shall forward to the Clubs Forum editor copies of all minutes of Board and members meetings for publication in the next succeeding Forum. The Recording Secretary shall maintain an updated record of the members of the Club and shall perform such other duties as shall be prescribed by the By Laws and by the Board.

**(d) *The Corresponding Secretary*** shall have charge of the correspondence of the Club, shall notify Officers and Directors of any correspondence received and shall be responsible for sending correspondence on behalf of the Club. The Corresponding Secretary shall notify members of meetings, notify new members of their election to membership, notify Officers and Directors of their election to office. The Corresponding Secretary shall keep a record of all votes taken by mail. The Corresponding Secretary shall maintain an updated record of the members of the Club and shall perform such duties as prescribed by the By Laws and by the Board.

**(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 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.

**SECTION 3. *Officers; Election and Term of Office.*** The Board of Directors, at its first meeting on July 1st, shall elect the Officers of the Club. Each officer shall hold office for a term of one (1) year, commencing on July 1 of the applicable year, or until such person's successor shall have been appointed.

**SECTION 4. AKC® Delegate.** The Club, when AKC Member Club status is granted shall have a Delegate to The American Kennel Club. Such Delegate shall be elected by majority vote of the Board of Directors at its July 1<sup>st</sup> meeting. The Delegates term shall be for one year, or until a successor shall have been duly elected and qualified. The Delegate shall be expected to attend the AKC Delegate meetings, shall inform the Club of the proceedings of The American Kennel Club. A Delegate may, but need not be a member of the Board, and if they are not a member of the Board, they may be invited to attend meetings of the Board, but shall not have the right to vote thereat. Among other duties, the Delegate shall report to the Club all actions and matters discussed at the AKC's Quarterly meetings and prepare a written report for the Forum. The Delegate shall always be subject to the final authority of the Board.

**SECTION 5. Geographic Areas & Area Coordinators.** There shall be at least three geographic areas. Such Area Coordinators shall be elected by majority vote of the Board of Directors at its first meeting following the election of Directors and shall hold term for one year, or until his/her successor shall have been duly elected and qualified. The states to be included in each area shall be specified in the Standing Rules. Member's residence shall determine each member's jurisdictional representation. An Area Coordinator shall represent each geographic area. Area Coordinators may, but need not be, members of the Board, and if not members of Board, Area Coordinators may be invited to attend meetings of the Board, but shall not have the right to vote thereat. The Area Coordinator shall maintain contact with those members in his/her Area to encourage Club participation, disseminate information regarding Club activities, encourage participation in AKC activities and events in which the Irish Red and White Setter is eligible to participate and to assist in any other matters as requested by members regarding Irish Red and White Setters. The Area Coordinator must reside in the geographic area. The Board every five years shall review the geographic areas, they should be approximately equal with respect to membership.

**SECTION 6. Officers; Removal from Office.** Any officer, area coordinator or AKC Delegate may be removed from that elected office at any time by the Board of Directors by a majority vote of the Directors then in office. The removal of any Officer, area coordinator or AKC Delegate pursuant to this Section 6 shall not affect such persons term on the Board of Directors, if applicable.

**SECTION 7. Vacancies.** Any vacancies occurring on the Board or among the Officers during the year shall be filled until the next annual election by a majority vote of the 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 the Vice President shall be filled by the Board. Any vacancies filled shall follow Robert's Rules of Order in calculating time served as a Director.

#### **ARTICLE IV THE CLUB YEAR, VOTING, NOMINATIONS, ELECTIONS**

**SECTION 1. Club Year.** The Club's fiscal year shall begin on the 1st day of January and end on the last day of December. The Board of Directors year shall begin July 1st and shall continue through June 30th of the following year. The elected Directors shall take office on the first day of July. Each retiring officer shall turn over to his successor in office all properties and records relating to the office within 30 days after the election.

**SECTION 2. Voting.** At the annual meeting or at a special meeting of the Club, voting shall be limited to those members in good standing who are present at the meeting, except for the annual election of Directors and amendments to the Articles of Incorporation, Bylaws, and the Standard for the Breed, which shall be decided by written ballot cast by mail. 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.

### **SECTION 3. *Annual Election.***

- (a) The election of Directors shall be conducted by secret ballot.
- (b) Ballots to be valid must be received by the Corresponding Secretary or independent professional firm or Teller of Election designated by the Board, by June 1 (first) of the applicable year.
- (c) Ballots shall be counted by two inspectors of election who are members in good standing and neither members of the current Board or candidates on the ballot (Provided, however, that the Board may designate an independent professional firm to send, receive and count the ballots apart from the annual meeting).
- (d) The nominated candidates receiving the greatest number of votes shall be declared elected.
- (e) If any nominee, at the time of the 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.

### **SECTION 4. *Nominations and Ballots.***

- (a) No person may be a candidate in a club election who has not been nominated in accordance with these Bylaws.
- (b) A Nominating Committee shall be chosen by the Board of Directors before February 10th.
- (c) The Nominating Committee shall consist of one member from each region, and two alternates, all members in good standing, no more than one of whom may be a member of the current Board of Directors.
- (d) The Board shall name a chairman for the committee.
- (e) The Nominating Committee may conduct its business by mail, fax, email and telephone.
- (f) The Nominating Committee shall nominate from among the eligible members of the Club, one candidate for each open position on the Board of Directors and shall procure the acceptance of each nominee chosen. The committee should consider geographical representation of the membership on the Board to the extent that it is practicable to do so.
- (g) 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 and the name of the state in which he/she resides, to each member of the club on or before March 10th, so that additional nominations may be made by the members who are in good standing if they so desire.
- (h) Additional nominations of eligible members may be made by written petition addressed to the Corresponding Secretary and postmarked on or before April 10th.
- (i) Each petition for the nomination of an eligible member shall contain the printed name and signature of five members in good standing that have been members for not less than 1 year and shall be accompanied by the written acceptance of the additional nominee signifying his willingness to be a candidate. Each petition shall also be accompanied by a biography of the candidate of not more than 500 words.
- (j) Only one person per household may serve on the Board at the same time.
- (k) If no valid additional nominations are postmarked on or before April 10th, the Nominating Committee's slate shall be declared elected and no balloting will be required.
- (l) If one or more valid additional nominations are postmarked on or before April 10th, the Corresponding Secretary (or an independent professional firm designated by the board) shall, on or before May 1st, mail to each member in good standing a ballot, prepared by the nominating committee.
- (m) All ballots must be received no later than June 1<sup>st</sup>.

- (n) The Ballot shall list all of the nominees in alphabetical order with a \* indicating the nominating committee slate and a + indicating any additional nominations, for election to the board, with the names of the states in which they reside.
- (o) A voting packet containing: a return envelope addressed to the Corresponding Secretary (or designated professional firm) and an envelope marked "Ballot" and a signature slip for the printed name and signature of the member to whom it was sent. Each candidates biography of not more than 500 words shall be enclosed.
- (p) 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 Teller of the Election (or designated professional firm).
- (q) The inspectors of election (or designated professional firm) shall check the returns against the list of members whose dues are paid for the current year 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, which shall be announced by the Teller of the Election.
- (r) Within ten days after the deadline for receipt of ballots, the Teller shall prepare and issue a report of the results to the Corresponding Secretary and shall deliver the marked ballots.
- (s) The report prepared by the Teller shall state the number of valid votes cast and the number of valid votes cast for each candidate.
- (t) The Corresponding Secretary shall retain all ballots for one year and shall then destroy them.
- (u) Within five days after receipt of the report from the Teller of the Election, the Corresponding Secretary shall notify each candidate of the results by telephone, followed by written notification.
- (v) In addition, the Corresponding Secretary shall promptly mail the election results and the Teller report to the editor of the Club's newsletter, who shall publish the results in the next issue.
- (w) Upon the written request of any member in good standing to the Board of Directors, the Corresponding Secretary shall permit such member to have access to the ballots for inspection.
- (x) In the event of a tie vote, the Corresponding Secretary shall notify each Director thereof and each Director shall, within four days of notification by the Corresponding Secretary, submit in writing to the Corresponding Secretary such Director's selection to break the tie.
- (y) The votes of the Directors shall be retained by the Corresponding Secretary for 1 year.
- (z) Nominations cannot be made at the annual meeting or in any manner other than as provided above.

## **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, AKC performance events, trophies, annual awards, membership and other fields which may well be served by committees. Standing Committees shall be listed in Standing Rules. Standing Committee chairs shall be appointed by the President, subject to Board approval at the July meeting of the Board. Standing Committee Chairs shall submit the names of other club members, in good standing, to serve on said committee to the President for consideration. The committee shall be appointed by the Board at is August meeting and serve until June 30th of the following year. Such committees shall always be subject to the final authority of the Board.

**SECTION 2.** Special committees may also be appointed by the Board to aid it on particular projects. Special Committee Chairs shall be appointed by the President, subject to Board approval at the meeting of the Board, that established the special committee. The Special Committee Chair shall submit the name of other club members, who are in good standing, to the President for consideration

and the Board shall vote to approve the committee. Special Committee's shall serve until the project is completed. Special Committees shall always be subject to final authority of the Board.

**SECTION 3** 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 of privileges of The American Kennel Club 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 or the breed. Written charges with specifications must be filed in duplicate with the Corresponding Secretary together with a deposit of \$50.00 (fifty dollars), 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 interests of the Club or breed. If the Board determines 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 members of the Board, not less than three weeks or more than six weeks thereafter. The Corresponding Secretary shall promptly send one copy of the charges to the accused member by certified mail together with notice of the hearing and a statement that the defendant may personally appear in his own defense and call witnesses if he wishes.

**SECTION 3. Board Hearing.** The Board or Board 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 Board Committee may by a majority vote of those present reprimand (A written reprimand directed exclusively to the member may be somewhat detailed but an official (published) reprimand should only indicate that subsequent to a Board hearing "... member (X) was officially reprimanded as a result of charges filed by member (Y).") or suspend the defendant from all privileges of the club for not more than six months from the date of the hearing, or until the next annual meeting if that will occur after six 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 his fellow members at the ensuing club meeting, which considers the recommendation of the Board or Board Committee. Immediately after the Board or Board Committee has reached a decision, its findings shall be put in written form and filed with the Recording Secretary and a copy shall be provided to the Corresponding Secretary. The Corresponding Secretary, in turn, shall notify each of the parties of the decision and penalty, if any. Any member suspended shall be considered a member not in good standing.

**SECTION 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 Board Committee as provided in Section 3 of this Article. The defendant shall have the privilege of appearing

in his own behalf, though no evidence shall be taken at this meeting. The President shall read the charges and the findings and recommendations, and shall invite the defendant, if present, to speak in his own behalf. The members shall then vote by secret ballot on the proposed expulsion. A 2/3 vote of those present and voting at the annual meeting shall be necessary for expulsion. If expulsion is not so voted, the suspension shall stand.

## **ARTICLE VII AMENDMENTS**

**SECTION 1.** Amendments to the Articles of Incorporation and these Bylaws or the Standard for the Breed, may be proposed by the Board of Directors or by written petition addressed to the Corresponding Secretary signed by 20% of the 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 months of the date when the petition was received by the Corresponding Secretary.

**SECTION 2.** The Articles of Incorporation and these 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 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. Dual-envelope procedures described in Article IV, Section 4, (o,) (p,) (q,) (r,) shall be followed in handling such ballots, to assure secrecy of the vote. 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 Corresponding Secretary to be counted. The favorable vote of 2/3 of the members in good standing who return valid ballots within the time limit shall be required to effect any such amendment. The standard for the breed may be amended per current AKC policy and shall be subject to the same voting process as listed in Article IV. Section 4 (o) (p) (q) (r) .

**SECTION 3.** No amendment to the Articles of Incorporation or these Bylaws (or to the Standard of 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**

**SECTION 1.** The Club may be dissolved at any time by the written consent of not less than 2/3 of the members in good standing. 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 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 for the benefit of dogs selected by the Board of Directors.

## **ARTICLE IX ORDER OF BUSINESS**

**SECTION 1.** At meetings of the members 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  
Reports of committees  
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:

Roll call of officers and directors  
Reading of minutes of last meeting  
Report of Secretary  
Report of Treasurer  
Reports of committees  
Election of officers (July 1st meeting)  
Election of new members  
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.

( 06-18-11 )