

BY-LAWS
of the
YORKSHIRE TERRIER CLUB OF THE NATION'S CAPITAL, INC.

ARTICLE 1 - MEMBERSHIP

Section 1 - ELIGIBILITY

Voting membership shall be open to all persons eighteen years of age and older who are in good standing with The American Kennel Club, and who own at least one Yorkshire Terrier at the time of application, who subscribe to the purposes of this Club and who agree not to exploit their membership in the Yorkshire Terrier Club of the Nation's Capital. 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, the Greater Washington, DC Metropolitan area, including the surrounding areas of Maryland and Virginia.

Associate membership shall be open to all persons eighteen years of age and older who subscribe to the purposes of this Club. Associate membership shall carry no voting privileges and they will not be eligible to receive annual awards or hold elected office. Members may select their status from voting membership and associate membership on a yearly basis.

Junior membership shall be open to all persons between the ages of eight and eighteen years of age and who subscribe to the purposes of this Club. Junior membership shall carry no voting privileges and they will not be eligible to hold elected office.

Honorary membership shall be open to club members who meet the following requirements:

Must be at least 65 years of age.

Must have been a member in good standing for 20 years.

Must have made a significant contribution to the operation of the YTCNC.

They must be nominated by two club members in good standing and voted in by at least 2/3 of the membership.

Honorary members shall be exempt from paying the yearly dues.

Section 2 - DUES

Annual membership dues shall be set by the Board on a yearly basis. Dues for the associate membership and the junior membership will be offered at a reduced rate compared to the dues for the voting membership.

These dues shall be payable on or before the first day of February of each year. No member may vote whose dues are not paid for the current fiscal year. During the month of November the treasurer shall send to each member a statement of his dues for the ensuing year.

Section 3 - ELECTION TO MEMBERSHIP

Each applicant for membership shall apply on a form as approved by the Board of Directors and which shall provide that the applicant agrees to abide by The Yorkshire Terrier Club of the Nation's Capital, Inc.'s Constitution, By-laws, Code of Ethics, and the Rules and Regulations of The American Kennel Club. The application shall state the name and address of the applicant and it shall carry the endorsement of two members. Accompanying the application, the prospective applicant shall submit dues payable for the current year. Sponsorship of new applicants by present members shall be limited to five (5) applicants in one year.

All applications are to be filed with the Membership Chairperson. The Membership Chairperson shall mail the completed Application, the two endorsements and dues check to the Secretary. The Secretary will forward the dues check to the Treasurer for deposit. The Secretary will prepare an email with contents of the application and the two endorsements and send to all club members within 10 days of receiving the application. Members must respond with any negative comments about the applicant within 10 days of receiving the proposed applicant's information from the Secretary. After the 10 day comment period, should no negative comments be presented, the Secretary will call for a vote by re-sending the Application and the two endorsements to all members eligible to vote. After 10 days from the call for vote the Secretary will tabulate the votes received and inform the Applicant and the membership of the results. An affirmative vote of 2/3 of the responding members shall be required to elect the applicant.

Applicants shall be notified by mail or email of the result of the voting. Applicants for membership who have been rejected by the Club may not re-apply 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 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 each year.
- B. By lapsing. A member will be considered as lapsed and automatically terminated if such member's dues remain unpaid 90 days after the first day of the year; however, the Board may grant an additional 90 days of grace to such delinquent members in meritorious cases. In no case may a member be entitled to vote on any Club matter whose dues are unpaid as of the date of such vote.
- C. By expulsion. A member may be terminated by expulsion as provided in Article 6 of these by-laws.

ARTICLE 2 - MEETINGS AND VOTING

Section 1 – Notifications

The Club Secretary may send meeting notifications and other Club notices by mail. Notifications may be sent by fax or email provided that the members have signed an authorization, set forth on each year's dues notice and new member application form, agreeing to this method of communication. Such authorization, which is revocable, shall also release the club from any liability should the notification be received late or not be received by the member due to circumstances beyond the Club's control. The quorum for such meetings shall be 10% of the voting members in good standing.

Section 2 –ANNUAL CLUB MEETING

The annual meeting of the Club shall be held in the month of December or January in the general Washington, D.C. area, including the surrounding areas of Maryland Virginia.

Additional General Membership Meeting. Each year the Board of Directors shall consider holding additional general membership meetings. The meetings shall take place at a time and place where a significant portion of the membership is anticipated to be in attendance. These meetings shall be held in the general Washington, D.C. area, including *the*

surrounding areas of Maryland or Virginia. These meetings shall be announced by the Secretary or other Board Member at least 10 days prior to the date of the meeting by mail or email. The quorum for such meetings shall be 10% of the voting members in good standing.

Section 3 - 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 and voting at any regular or special meeting of the Board, and shall be called by the Secretary upon receipt of a petition signed by five members of the club who are in good standing. Written notice of such a meeting shall be mailed by the Secretary at least 5 days and not more than 15 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. Said meeting shall be held in the general Washington, D.C. area, including the surrounding areas of Maryland or Virginia, as may be designated by the Board of Directors. The quorum for such a meeting shall be 10% of the members in good standing.

Section 4 - BOARD MEETINGS

Meetings of the Board of Directors shall be held in the general Washington, D.C. area, including the surrounding areas of Maryland or Virginia or by email, teleconference or videoconference. Meetings of the Board of Directors shall be announced by the Secretary or other Board Member at least 10 days prior to the date of the meeting by mail or email. A quorum for such a meeting shall be a majority of the board.

Section 5 - SPECIAL BOARD MEETINGS

Special meetings of the Board may be called by the President, and shall be called by the Secretary upon receipt of a written request signed by at least three members of the Board. Written notice of such meetings shall be mailed or emailed by the Secretary at least 5 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. Said meeting shall be held in the general Washington, D.C. area, including the surrounding areas of Maryland or Virginia or by email, teleconference or videoconference. A quorum for such a meeting shall be a majority of the Board.

Section 6 - VOTING

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

Section 7 – Board Business (voting)

The Board of Directors may conduct its business at Board meetings by mail, fax, teleconference, videoconference or email through the Club Secretary.

Business (voting) conducted by email shall incorporate the following precautions:

1. every Board member must be provided with the means to participate;
2. a procedure must be in place to verify the identity of the individuals participating to ensure that they are eligible Board members;
3. a mechanism must be in place to verify that the eligible Board members are “listening”;
4. all Board members must agree to participate in this manner.

ARTICLE 3 - BOARD OF DIRECTORS AND OFFICERS

Section 1 - BOARD OF DIRECTORS

The Board shall be comprised of the President, First Vice-President, Second Vice-President, Secretary, Treasurer and two other persons, all of whom shall be members in good standing and all of whom shall be elected for a two year term at the Club's annual meeting as provided in Article 4 and shall serve until their successors are elected; however, no person may serve in the same capacity for more than 2 consecutive terms, unless no other member is willing to fill the position in which case the current office holder may, at their sole discretion, continue in that office

for another 2 year term. 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, First Vice-President, Second Vice-President, Secretary and Treasurer, shall serve in their respective capacities both with regard to the Club and its meetings and the Board and its meetings.

- A. The President shall preside at all meetings of the Club and 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 by-laws.
- B. The First 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 Second Vice-President shall have the duties and exercise the powers of the President in case of the President and First Vice-President's death, absence or incapacity.
- D. The Secretary shall keep a record of all meetings of the Club and of the Board and of all matters of which a record shall be ordered by the Club. The Secretary shall have charge of all correspondence, notify members of meetings, notify new members of their election to membership, notify officers and directors of their election to office and, in conjunction with the Treasurer, keep a roll of the members of the Club with their addresses, and carry out such other duties as are prescribed in these by-laws.
- E. The Treasurer shall collect and receive all monies due or belonging to the Club. He/she shall deposit the same in a bank designated by the Board in the name of the Club. The books shall at all times be open to inspection of the Board and he/she shall report to them at every meeting the condition of the Club's finances and every item of receipt or payment not before reported. At the annual meeting

he/she shall render an account of all monies received and expended during the previous fiscal year. The President and Treasurer shall be bonded in such amounts as the Board of Directors shall determine.

conclusion of the election and each retiring officer shall turn over to their successor in office all properties and records relating to that office within 30 days after the election.

Section 3 - ELECTIONS

The nominated candidate receiving the greatest number of votes for each office shall be declared elected. The two nominated candidates for 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 the club election who has not been nominated. Prior to the month of November, the Board shall select a Nominating Committee consisting of three members, not more than one of whom may be a member of the Board. The Secretary shall immediately notify the committeemen of their selection. The Board shall name a Chairman for the committee and it shall be his/her duty to call a committee meeting, which shall be held on or before November 1st.

A. The committee shall nominate one candidate for each office and two candidates for the other two positions on the Board, and, after securing the consent of each person so nominated, shall immediately report their nominations to the Secretary in writing.

B. Upon receipt of the Nominating Committee's report, the Secretary shall, before November 15th, notify each member of the candidates so nominated.

C. Additional nominations of eligible members for Officer or Director positions may be made by written petition addressed to the Secretary and received at his/her regular address on or before December 1st signed by not less than five (5) nor more than ten (10) members eligible to vote and accompanied by the written acceptance of each such additional nominee signifying his willingness to be a candidate. No person may be a candidate for more than one position, and the additional nominations which are provided for herein may be made only from among those members who have not accepted a nomination of the Nominating Committee.

D. Nominations cannot be made at the annual meeting or in any manner other than as provided in this Section.

Section 3 – REVIEW OF THE CLUB’S BOOKS

The books of the Club shall be reviewed once a year by a committee appointed by the President subject to approval by the Board of Directors.

Section 4 - VACANCIES

Any vacancies occurring on the Board or among the offices during the year shall be filled for the unexpired term of office by a majority vote of all the then members of the Board at its first regular meeting following the creation of such vacancy, or at a Special Board Meeting called for that purpose except that a vacancy in the office of the President shall be filled automatically by the First Vice-President and the resulting vacancy in the office of the First Vice-President shall be filled by the Second Vice-President. The vacancy for the Second Vice-President shall be filled by the Board.

ARTICLE 4 - THE CLUB YEAR, ANNUAL MEETING, ELECTIONS

Section 1 - CLUB YEAR

The Club's fiscal year shall begin on the first day of February and end on the 31st day of January. The Club's official year shall begin immediately at the conclusion of the election at the annual meeting and shall continue through the election at the next annual meeting.

Section 2 - ANNUAL MEETING

The annual meeting shall be held in the month of December or January at which Officers and Directors for the ensuing year shall be elected by secret written ballot from among those nominated in accordance with Section 4 of this Article. They shall take office immediately upon the

ARTICLE 5 - COMMITTEES

Section 1 - APPOINTMENT

The Board may each year appoint standing committees to advance the work of the Club in such matters as matches, specialty shows, obedience trials, trophies, annual prizes, membership and other fields which may well be served by committees. Such committees shall always be subject to the final authority of the Board. Special committees may also be appointed by the Board to aid it on particular projects.

Section 2 - TERMINATION

Any committee appointed 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 6 - DISCIPLINE

Section 1 - AMERICAN KENNEL CLUB AND/OR THE YORKSHIRE TERRIER CLUB OF AMERICA SUSPENSION

Any member who is suspended from the privileges of the American Kennel Club and/or the Yorkshire Terrier Club of America automatically shall be suspended from the privileges of this Club for a like period.

Section 2 - CHARGES

Any member may prefer charges against another member for alleged misconduct prejudicial to the best interests of the Club or the Breed. Written charges with specifications must be filed in duplicate with the Secretary together with a deposit of \$50.00, which shall be forfeited if such charges are not sustained by the Board following a hearing. The Secretary shall promptly send a copy of the charges to each member of the Board or present them at a Board meeting, and the Board shall first consider whether the actions alleged in the charges, if proven, might constitute conduct prejudicial to the best interests of the Club or the Breed. If the Board considers that the charges do not allege conduct that

would be prejudicial to the best interests of the Club or the Breed, it may refuse to entertain jurisdiction. If the Board entertains jurisdiction of the charges it shall fix a date of a hearing by the Board not less than three weeks or more than six weeks thereafter. Any Board member who is either directly involved in the case as a complainant, defendant, or witness, or who feels that they cannot be fair and impartial must inform the Board immediately and recuse themselves from any participation and voting in the matter. The Secretary shall promptly send one copy of the charges to the accused member by registered mail together with a notice of the hearing and an assurance that the defendant may personally appear in their own defense and bring witnesses if he 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 cases, the suspension shall not restrict the defendant's right to appear before their 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 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 of expulsion. The defendant shall have the privilege of appearing in their 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 their own behalf if he wishes. The meeting shall then vote by secret written 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. In the event of expulsion or suspension, notification will then be made to the Yorkshire Terrier Club of America, Inc. and the American Kennel Club.

ARTICLE 7 - AMENDMENTS

Section 1

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 20 percent 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 membership with recommendations of the Board by the Secretary for a vote within three months of the date when the petition was received by the Secretary.

Section 2

The Constitution and By-Laws may be amended by a 2/3 vote of the members present and eligible to vote 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 or emailed to each member at least two weeks prior to the date of the meeting.

ARTICLE 8 - DISSOLUTION

Section 1 - 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 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 for the benefit of dogs to a charitable organization selected by the Board of Directors.

ARTICLE 9 - ORDER OF BUSINESS

Section 1

At meetings of the Club, the order of business, so far as the character and nature of the meeting may permit, shall be as follows:

Roll Call
Minutes of the last meeting
President's Report
Secretary's Report
Treasurer's Report
Committee Reports
Election of Officers and Board (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:

Minutes of the last meeting
Report of the Secretary
Report of the Treasurer
Report of the Committees
Unfinished business
New business
Adjournment

Section 3

All matters of the parliamentary procedure shall be governed by Robert's Rules of Order unless otherwise specified in these By-Laws.

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