

SHIH TZU FANCIERS OF GREATER BALTIMORE

CONSTITUTION

NAME AND OBJECTIVES

SECTION 1:

The name of the Club shall be The Shih Tzu Fanciers of Greater Baltimore

SECTION 2:

The objectives of the Club shall be:

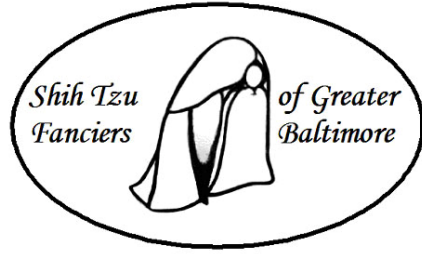
- a. To encourage and promote the breeding of purebred Shih Tzu and to do all possible to bring their natural qualities to perfection;
- b. To urge members and breeders to accept the standard of the breed approved by The American Kennel Club (AKC) and The American Shih Tzu Club as the only standard of excellence by which Shih Tzu shall be judged;
- c. To do all in its power to protect and advance the interests of the breed by encouraging sportsmanlike competition at dog shows and obedience trials;
- d. To conduct sanctioned and licensed specialty shows and obedience trials under the rules of The American Kennel Club.
- e. To do all in its power to prevent cruelty to animals, the Shih Tzu Breed of dog in particular.
- f. To do all in its power to educate the public about the breed to participate in health matters.

SECTION 3:

The Club shall not be conducted or operated for profit and no part of any profits or remainder or residue from dues or donations to the Club shall inure to the benefit of any member or individual.

SECTION 4:

The members of the club shall adopt and may from time to time revise such by-laws as may be required to carry out these objectives.



SHIH TZU FANCIERS OF GREATER BALTIMORE

BY-LAWS

ARTICLE I - MEMBERSHIP

SECTION 1: Eligibility

There shall be two types of memberships open to all persons eighteen years of age and older who are in good standing with The American Kennel Club and who subscribe to the purpose of this Club. The two types of membership shall be:

a. Regular Membership - One who has all privileges extended to him or her in line with the "By-Laws" contained herein which included the privilege of casting votes and holding an elected office of this Club.

b. Associate Membership - One who has all the privileges extended to him or her in line with the "By-Laws" contained herein but EXCLUDING the privilege of voting and of holding an elected office of this Club. Members in this category will have the open invitation to attend and assist at any and all Club functions they desire. Members in this category will also be included in all provided notices.

SECTION 2: Dues

a. Regular Membership - Dues shall be \$20.00 per year for individual membership and \$35 per year for family memberships, payable on or before January 1st of each year. New members who join on or after July 1st shall be assessed only one-half of the annual dues. 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 statement of his/her dues for the ensuing year.

b. Associate Membership. - Dues shall be \$20.00 per year. Each applicant, upon acceptance, will be so considered as a separate individual membership regardless of residence. Each person residing within the same household must apply on an individual basis. There shall be no "family" associate memberships. Dues shall be payable on or before January 1st of each year. During the month of November, the Treasurer shall send to each member a statement of his/her dues for the ensuing year. This status is limited to foreign members only.

SECTION 3: Election to Membership

Each applicant for membership shall attend two meetings/functions, then apply on a form as approved by the Board of Directors and provided to members sponsoring the applicant, which shall provide that the applicant agrees to abide by these constitution and By-Laws and the rules of The American Kennel Club. The application shall state the name, address, and occupation of the applicant and it shall include the endorsement of two members. Accompanying the application, the prospective member shall submit dues payment for the current year.

All applications are to be filed with the Membership Secretary and each application is to be read at the first meeting of the Club following its receipt. At the next Board meeting the application will be voted on by the affirmative vote of 3/4 of the Board members present.

Applicants for membership who have been rejected by the Club may not re-apply within six (6) months after such rejection.

SECTION 4: Termination of Membership

Members 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 calendar year.

b. By Lapsing - A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid for 90 days after the first day of the calendar year; however, the Board may grant an additional 90 days of grace to such delinquent members in meritorious cases. 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 By-Laws.

ARTICLE II - MEETINGS AND VOTING

SECTION 1: Club Meetings

Meetings of the Club shall be held in Maryland at such hour and place as may be designated by the Board of Directors. Notice of each such meeting shall be provided by the Corresponding Secretary at least ten (10) days prior to the date of the meeting. The quorum for such meetings shall be 20% of the members in good standing.

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 and voting at any regular or special meeting of the Board, or shall be called by the Corresponding Secretary upon receipt of a petition signed by five (5) members of the Club who are in good standing. Such special meetings shall be held in Maryland at such place, date and hour as may be designated by the person or persons authorized herein to call such meetings. Notice of such meeting shall be provided by the Corresponding Secretary at least five (5) days and not more than fifteen (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 thereat. The quorum for such a meeting shall be 20% of the members in good standing.

SECTION 3: Board Meetings

The meeting of the Board of Directors shall be held in Maryland at the call of the President or at the request of three (3) members of the Board at such hour and place as may be designated. Notice of each such meeting shall be provided by the Corresponding Secretary at least five (5) days prior to the date of the meeting. The quorum for such meeting shall be a majority of the Board.

SECTION 4: 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/she is present. Proxy voting will be permitted at any Club meeting or election on the approved proxy or election form authorized by the Board of Directors.

ARTICLE III - DIRECTORS AND OFFICERS

SECTION 1: Board of Directors

The Board shall be comprised of the President, First Vice-President, Second Vice President, Recording Secretary, Membership Secretary, Corresponding Secretary, Treasurer, and three (3) other persons (preferably one being the out-going President) all of whom shall be members in good standing, and all of whom shall be elected for one-year terms at the Club's Annual Meeting as provided in Article IV and shall serve until their successors are elected. 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, Recording Secretary, Membership Secretary, Corresponding Secretary, 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. The Vice President will be responsible for administering Club Awards. The Second Vice President will serve as the legal advisor to the Club.

c. The Second Vice President will serve as the legal advisor to the Club.

d. The Recording Secretary shall keep a complete set of minutes of every meeting of the Club or of the Board of Directors and a record of all matters which shall be so ordered.

e. The Membership Secretary shall keep a roll of the members and from time to time provide a current list for use by the Board of Directors.

f. The Corresponding Secretary shall attend to all club correspondence, issue all meeting notices and announcements and have custody of the files and documents of the Club.

g. 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. Separate accountings shall be maintained for special funds, e.g., Rescue, Trophy, Gene-Mapping, etc. At the annual meeting he/she shall render an account of all monies received and expended during the previous fiscal year. The Treasurer may be bonded in such amount as the board of directors shall determine. NOTE: Two signatures must appear on any checks issued from Club funds by the Treasurer.

SECTION 3: Vacancies

Any vacancies occurring on the Board or among the offices during the year shall be filled until the next Annual Meeting and Election by a majority vote of all the said members of the board at

its first meeting following the creation of such vacancy except that the vacancy in the office of the President shall be filled automatically by the Vice-President, and the resulting vacancy in the office of Vice-President shall be filled by the Board.

ARTICLE IV - 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 thirty-first 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 shall be held in the month of May, at which Officers and Directors for the ensuing year shall be elected by secret, written ballot (including electronic) from among those nominated in accordance with Section 4 of this Article. They shall take office immediately upon conclusion of the election and each retiring officer shall turn over to his/her 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 nominated candidate for the other position on the Board, i.e., Director, who receives the greatest number of votes for such position, shall be declared elected.

SECTION 4: Nominations

No person may be candidate in a Club election who has not been nominated. During the month of December, the board shall select a Nominating Committee consisting of three (3) members, not more than one of who shall be a member of the Board. The Corresponding Secretary shall immediately notify the Committee 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 March 1st.

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

b. Upon receipt of the Nominating Committee's report, the Secretary shall thirty (30) days prior to the April Meeting notify each member of the candidates so nominated.

c. Additional nominations may be made at the April meeting by any member in attendance provided that the person so nominated does not decline when his/her name is proposed, and provided further that if the proposed candidate is not in attendance at this meeting, his/her nominator shall present to the Secretary a written statement from the proposed candidate signifying his/her willingness to be a candidate. No person may be a candidate for more than one (1) position, and the additional nominations 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.

ARTICLE V - COMMITTEES

SECTION 1: Appointing Committees

The board may each year appoint standing committees to advance the work of the Club in such matters as specialty shows, obedience trials, trophies, annual prizes, 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: Terminating Committees

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 and/or The American Shih Tzu Club Suspension

Any member who is suspended from the privileges of The American Kennel Club and/or The American Shih Tzu Club automatically shall be suspended from the privileges of this club for a like period.

SECTION 2: Expulsion

Expulsion of a member from the Club may be accomplished only at a meeting of the club following a Board of directors hearing and upon the Board's recommendation. Such proceedings may occur at a regular or special meeting of the Club to be held within sixty (60) days but not earlier than thirty (30) days after the date of the board's recommendation of expulsion. The defendant shall have the privilege of appearing in his/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/her own behalf if he/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.

ARTICLE VII - AMENDMENTS

SECTION 1: Proposing New Amendments

Amendments to the Constitution and By-Laws may be proposed by the Board of directors or by written or electronic petition addressed to the Recording Secretary signed or forwarded 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 (3) months of the date when the petition was received by the Recording Secretary.

SECTION 2: Voting on Amendments

The Constitution and By-Laws may be amended by a 2/3 vote of the members present and voting at any regular or special meeting called for the purpose, provided the proposed amendments have been included in the notice of the meeting and provided to each member at least two (2) weeks prior to the date of the meeting.

ARTICLE VIII - 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 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 or The American Shih Tzu Club Health Fund.

ARTICLE IX - ORDER OF BUSINESS

SECTION 1: Order of Business at Club Meetings

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

- Minutes of the last meeting
- Report of the President
- Report of the secretaries
- Report of the Treasurer
- Report of the Committees
- Election of Officers and Board (Annual Meeting)
- Unfinished business
- New Business
- Adjournment

SECTION 2: Order of Business at Board Meetings

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

- Reading of minutes of last meeting
- Report of Secretaries
- Report of Treasurer
- Report of Committees
- Unfinished business
- New business
- Adjournment

