



**CONSTITUTION
AND
BY-LAWS**

TAMPA BAY BOXER CLUB, INC.

CONSTITUTION

ARTICLE I

NAME AND OBJECTIVES

SECTION 1. The name of the club shall be the Tampa Bay Boxer Club, Inc.

SECTION 2. The objectives of the club shall be:

- a. To encourage and promote quality in the breeding of purebred Boxers 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 and the parent breed club, the American Boxer Club, as the only standard of excellence by which the Boxer shall be judged;
- c. To support shows and obedience trials and to maintain a program of awards which will encourage sportsmanlike competition, protect and advance the interest of the breed;
- d. To conduct sanctioned and licensed specialty shows and obedience trials under the rules of the American Kennel Club;
- e. To initiate educational programs and promotional activities which will stimulate and extend public interest in the Boxer;
- f. For members of the Tampa Bay Boxer Club, Inc. to abide by those portions of the American Boxer Club by-laws and Code of Ethics which are applicable to members of member clubs.

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 of 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.

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**BY-LAWS
ARTICLE I
MEMBERSHIP**

SECTION 1. Eligibility. There shall be two types of membership, Full and Associate, open to all persons eighteen (18) years of age and older who are in good standing with the American Kennel Club and who subscribe to the purposes of this Club. 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.

SECTION 2. Dues. Membership dues shall be a maximum of \$50 per year for each member, payable (incurred) on or before the first day of May each year. New members joining after December 15th shall pay one-half (1/2) the annual dues for the balance of the year. No member may vote whose dues are not paid for the current year. During the month of March, the Treasurer shall send to each member a statement of his dues for the ensuing year.

Application fees shall be the equivalent of one-half (1/2) of a year's dues. Dues will be recommended by the Board of Directors and approved by the majority vote of members at a regular meeting.

SECTION 3. Election of 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 Club's 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 carry the endorsement of two members in good standing. Accompanying the application, the prospective member shall submit application fee and dues payment for the current year.

All applications are to be filed with the Secretary and each application is to be read at the first meeting of the Club following its receipt. Each applicant applying for Full Membership Status shall attend this meeting and one subsequent meeting prior to a vote on the application by the club members. At the next club meeting the application will be voted upon and affirmative votes of $\frac{3}{4}$ of the members present and voting by secret ballot at that meeting shall be required to elect the applicant.

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

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 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 fiscal year.
- b. By lapsing. A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid 60 days after the first day of May of each year; however, the Board may grant an additional 60 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.

SECTION 6. Associate Members. At its discretion, and by a simple majority vote of its members, the Board of Directors may confer Associate membership upon individual in good standing with the American Kennel Club and deemed worthy of such membership. Associate members may not vote or be elected to the Board of Directors. They will be assessed the same annual dues as individual members and will enjoy all the privileges accorded such members. Individual accepting Associate membership expressly agree to be governed by all applicable Articles of these by-laws and by the Code of Ethics of the Club, as approved by the Board of Directors and adopted by the membership. Associate members will not be counted in requirements for a quorum.

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ARTICLE II

MEETINGS AND VOTING

SECTION 1. Club Meetings. Meetings of the Club shall be held in the Tampa Bay area, on the second Tuesday of each month, or at such hour and place as may be designated by the Board of Directors. Written notice of each such meeting shall be mailed by the secretary at least 10 (10) days prior to the date of the meeting. The quorum for such meeting shall be 10% of the Full members in good standing in attendance at the meeting.

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; and shall be called by the 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 the Tampa Bay area, at such date, place, and hour as may be designated by the person or persons authorized herein to call such meetings. Written notice of such meetings shall be mailed by the 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 meeting shall be 10% of the Full members in good standing in attendance at the meeting.

SECTION 3. Board Meetings. Meetings of the Board of Directors shall be held in the greater Tampa Bay area, at least six (6) times per year, at such hour and place as may be designated by the Board. Written notice of each meeting shall be mailed by the 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 in attendance at the meeting. If more frequent regular Board meetings are to be called, a majority vote of the Board members is required to call such meetings.

SECTION 4. 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 (3) members of the Board. Such special meetings shall be held in the greater Tampa Bay area, at such date, place, and hour as may be designated by the person authorized herein to call such meeting. Written notice of such meeting shall be mailed by the Secretary at least five (5) days and not more than ten (10) days prior to the date of the meeting or telegraphic / fax notice shall be filed at least three (3) days and not more than five (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. A quorum for such meeting shall be a majority of the Board.

SECTION 5. Voting. Each Full 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 not be permitted at any meeting or election.

ARTICLE III

DIRECTORS AND OFFICERS

SECTION 1. Board of Directors. The Board shall consist of seven (7) voting members who shall be the Outgoing President, President, Vice President, Secretary, Treasurer, and two (2) elective members, all of whom shall be members in good standing and all of whom (except the outgoing President) 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. The outgoing President shall have voting rights. General management of the Club's affairs shall be entrusted to the Board of Directors, except in no one case may it spend more than \$100 at one time, and no more than \$250 in any one fiscal year without specific authorization of the Club.

SECTION 2. Officers. The officers of the Club shall be President, Vice President, Secretary, and Treasurer. They shall be elected at the annual meeting in April and their term shall be for one (1) year, beginning at the conclusion of the April meeting.

- 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.

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- 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 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. He/she shall have charge of the correspondence, notify members of meetings, notify new members of their election to membership, notify officers and directors of their election to office, keep a roll of the members of the Club, addresses, and carry out such other duties as are prescribed in these by-laws.
- d. The Treasurer shall collect and receive all moneys 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. His/her books shall at all times be open to inspection of the Board and he/she shall report to them in writing at every meeting the condition of the club's finances and every item of receipt of payment not before reported; and at the April Board meeting he/she shall render an account in writing 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.
- e. The offices of Corresponding Secretary, Recording Secretary may be held by two people in which case the Board would be comprised of the officers and (3) elective members as specified in Article III, Section 1 of these by-laws. The offices of Secretary and Treasurer may be held by the same person in which case the Board shall be comprised of the officers and three (3) other persons.

SECTION 3. Delegate To the American Boxer Club is a position which is a candidate is elected to, by the membership. The person so elected shall represent the club, as its Delegate at the membership meetings of the American Boxer Club. He/she is authorized to act on the club's behalf and to cast its vote at these membership meetings. The Secretary shall furnish to the American Boxer Club satisfactory evidence of such delegate's authority.

SECTION 4. Vacancies Any vacancies occurring on the Board or among the officers or delegate to the ABC 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 at a special Board meeting called for that purpose; 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.

**ARTICLE IV
THE CLUB YEAR, ANNUAL MEETING, ELECTIONS**

SECTION 1. Club Year. The Club's fiscal year shall begin on the 1st day of May and end on the last day of April. 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 April 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. Each retiring officer shall turn over to his/her successor in office all properties and records relating to that office at the April Board meeting, to be held jointly with old and new Board members. The new officers shall take office at the conclusion of the April meeting.

SECTION 3. Elections. The nominated candidate receiving the greatest number of votes for each office shall be declared elected. The nominated candidates for other positions of 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 December, the Board shall select a Nominating Committee consisting of three (3) members and two (2) alternates, not more than one of whom may be a member of the Board. The Secretary shall immediately notify the committee persons and alternates of their election. The Board shall name a Chairperson for the Committee and it shall be his/her duty to call a committee meeting which shall be held on or before February first.

- a. The committee shall nominate one (1) candidate for each office and two (2) candidates for the two positions of the Board, and after securing the consent of each person so nominated, shall immediately report their nominations to the Secretary in writing.

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- b. Upon receipt of the Nominating Committee's report, the Secretary shall, before the March meeting, notify each member in writing of the candidates so nominated.
- c. Additional nominations may be made at the March 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 proposer shall present to the Secretary his/her willingness to be a candidate. No person may be a candidate for more than one position, except that the offices of Corresponding Secretary, Recording Secretary and Treasurer may be held by more than one person (see Article 3, Section 2).
- d. Nominations cannot be made at the annual meeting 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 specialty shows, obedience trials, trophies, annual prizes, membership and other fields which may 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 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 the privileges of The American Kennel Club automatically shall be suspended from the privileges of this Club for a like period.

SECTION 2. Charges. Any member may prefer charges against a member for alleged misconduct prejudicial to the best interests of the Club of Breed. Written charges with specifications must be filed in duplicate with the Secretary, together with a deposit of \$10.00 which shall be forfeited if such charges are not sustained by the Board following 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 which would be prejudicial to the best interests of the Club of 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 (3) weeks nor more than six (6) weeks thereafter. The Secretary shall promptly send one copy of the charges to the accused member by certified mail together with 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 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 (6) 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/her fellow members at the ensuing Club meeting which considers the Board's recommendation. Immediately after the Board has reached a decision, its findings shall be put in written form and filed with the Secretary. The Secretary, in turn, shall notify each of the parties of the Board's decision and penalty, if any.

SECTION 4. Expulsion. Expulsion of a member from the Club may be accomplished only at a meeting of the Club following a Board hearing and upon the Board's recommendation as provided in Section 3 of this Article. Such proceeding 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

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in his/her own behalf if he/she wishes. The members shall then vote by secret ballot on the proposed expulsion. A 2/3 vote of those present and voting at the meeting shall be necessary for expulsion. If expulsion is not so voted, the Board's suspension shall stand.

ARTICLE VII 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 ten (10) 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 members with recommendations of the Board by the Secretary for a vote within three (3) 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 voting at any regular or special meeting called for the purpose, provided the proposed amendment(s) have been included in the notice of the meeting and mailed to each member at least two (2) weeks prior to the date of the meetings.

ARTICLE VIII DISSOLUTION

SECTION 1. Dissolution. The Club may be dissolved at any time by 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 part 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 the 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
- Reading of Last Meeting Minutes
- Report of President
- Report of Secretary
- Report of Treasurer
- Report 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 votes of those present, shall be as follows:

- Reading of Last Meeting Minutes
- Report of Secretary
- Report of Treasurer
- Report of Committees
- Unfinished Business
- New Business
- Adjournment

TAMPA BAY BOXER CLUB, INC.

**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 by-laws and any special rules of order the Club may adopt.