

# BY-LAWS of the Pacific Coast Bulldog Club, Inc.

FINAL REVISION OF BY-LAWS, NOVEMBER 14, 2018

- I. This Club shall be named PACIFIC COAST BULLDOG CLUB.
- II. This Club is established for the following purposes:
  - A. To promote the breeding of pure-bred Bulldogs;
  - B. To adopt the standard of the Breed as authorized by the Bulldog club of America, together with any subsequent modifications adopted by the Parent Club; and to take such other steps as shall best protect and advance the interests of the Breed.
- III. The government of the Club shall be vested in the Board of Directors who shall have such powers and perform such duties as are herein provided.
  - A. The Board of Directors shall consist of the Officers and for the 2019 and 2020 calendar years, seven other members, and for 2021 and each calendar year thereafter, six other members.
    1. Subject to the transition referenced in the next paragraph, each Director shall serve for two years. The terms of office of Directors shall be so staggered that five shall take office at the January regular meeting of each year; provided that each Director in office on the date these Bylaws are adopted shall continue to serve through the end of the term for which he or she was elected (and any Director elected to replace any of these Directors shall also serve through the same date).
      - a. Upon acceptance of these By-Laws a general election shall be held at which one Director shall be elected for a term of two years; at the end of 2019, a general election shall be held at which two Directors shall be elected for a term of two years; at the end of 2020, a general election shall be held at which two Directors shall be elected for a term of two years and one Director shall be elected to a term of one year; and at the end of 2021 and each year thereafter, a general election shall be held at which five Directors shall be elected for a term of two years.
    2. Upon expiration of the term of office of any Director, a new Director shall be nominated; and elected in the manner herein provided.
    3. Should a vacancy in the Board of Directors occur it shall be filled by election of a new Director by the general membership at the meeting following that at which nominations of candidates for the vacant office were made. The election shall be conducted in the manner provided for the regular election of Directors. Such new Director shall take office immediately upon election and his term of office shall be for the remainder of the term of his predecessor.
    4. The Board of Directors shall interpret these By-Laws and shall have such other duties and powers as are herein provided, or are in its opinion necessary for the best interests of the Club.
    5. A quorum of the Board of directors shall consist of six Directors.
  - B. The following Officers shall be elected as herein provided from the members of the Board of Directors and shall have such duties and powers as are herein provided.
    1. President:
      - a. The President shall preside at all meetings both regular and special.
      - b. He shall be the general administrative officer of the Club and shall have the power to supervise the activities of the Club, and to appoint and

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- supervise the various committees, both standing and special, of which he shall be a member ex-officio.
- c. He shall have such further duties and powers as may be provided by these By-Laws.
- 2. Vice-President:
  - a. The Vice-President shall preside at all meetings and perform the duties and powers of the President whenever the President is absent or becomes unable to perform his duties or exercise his powers.
- 3. Secretary:
  - a. The Secretary shall keep the records of the Club, which shall include the minutes of all regular and special meetings and of all meetings of the Board of Directors.
  - b. He shall conduct all the correspondence of the Club and maintain the files thereon..
  - c. He shall keep a roll of the members, together with their addresses, email addresses and telephone numbers.
  - d. He shall act in the place of and with the duties and powers as the President and the Vice-President in the event of their absence, except as herein provided.
  - e. He shall have such other and further duties as shall be contained in these by-Laws.
- 4. Treasurer:
  - a. The Treasurer shall collect and have custody of the monies of the club, and shall maintain adequate books of account therefore.
  - b. He shall deposit the said monies in an account at a financial institution in which the deposits are insured by the Federal Deposit Insurance Corporation.
  - c. Disbursements of the Club funds may be made only for:
    - 1. Payment of bills necessarily incurred in carrying out the routine business of the Club, or
    - 2. Payment of bills necessarily incurred in carrying out activities specifically authorized by vote of the members or Board of Directors.
  - d. The Treasurer shall report to the Board of Directors at its request upon the condition of the Club's finances.
  - e. The Treasurer shall be bonded regardless of the amount of money in the Treasury. The said bond shall be by an accredited bonding company in an amount to be not less than twice the amount for which he is responsible. The premium for the said bond to be paid by the Club.
  - f. The Treasurer shall render such assistance to the Auditing Committee as may be necessary to assist the Committee in its annual audit of the accounts of the Club.
  - g. He shall have such other and further duties as shall be contained in these By-Laws.
- C. Duration of Office:
  - 1. Newly elected officers shall take office at the January regular meeting of the Club. Each officer shall hold office until succeeded in office by a newly

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elected officer at the January regular meeting next following unless he resigns from office or is incapacitated from holding his office before said date as herein provided.

2. Should a vacancy occur in the list of officers, the vacancy shall be filled for the remainder of the terms by election by the Board of Directors.
3. Any Director may be removed from office as herein provided:
  - a. Any Director who ceases to be in good standing with the American Kennel Club is automatically suspended from office for the period of his suspension by the American Kennel Club exceed three months the Director is automatically removed from office for the balance of his term of office.
  - b. Any Director may be removed from office by the means hereinafter provided for the expulsion of a member under Article V Paragraph F.
  - c. Any Director shall cease to hold office if for any reason he ceases to be a member of the Club.
  - d. Any Officer or Director absenting himself from three consecutive Directors' Meetings and/or regular meetings is automatically removed from office unless such absence is deemed justifiable in the judgment of the Board of Directors.
  - e. Any Officer shall cease to hold office if for any reason he ceases to be a Director.

## IV. NOMINATION AND ELECTION

### A. Directors:

1. Nomination of Directors: At the October regular meeting each year the members shall nominate candidates for Directors to take office at the January Regular meeting next following. Any member in good standing may nominate any other member in good standing.
2. Election of Directors: The election of Directors shall be held in the manner provided for the election of Officers except that Directors shall be elected at the November regular meeting of the Club.

### B. Officers:

1. Nomination of Officers: Within the ten days following the November regular meeting, the President shall call a meeting of the Board of Directors and the newly elected Directors. This combined meeting shall nominate from the members who will be Directors after the January regular meeting next following, one or more candidates for each of the following offices: President, Vice-President, Secretary and Treasurer.
2. Election of Officers:
  - a. The Secretary shall, at least ten days prior to the December regular meeting of each year, mail to each member in good standing a ballot upon which is either written, typewritten, or printed, the names of all candidates nominated for each office. The ballot shall also have sufficient space for the writing in of the name of any Director who is not a candidate for any other office, for any office regardless of the number of candidates already appearing therefore.

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- b. Voting at the general election of officers, which shall be held at the December regular meeting, or at such special meetings as may be required as herein provided shall be by ballot.
- c. Members Eligible to Vote:
  - 1. Every member present (except Junior and Honorary Members) in good standing at said time may cast one vote for one candidate for each elective office.
  - 2. A member, who is eligible to vote and who is unable to attend the meeting at which the election is held, may vote by mail by the following procedure outlined herein:
    - a. He shall mark his ballot, place the marked ballot in an envelope, which shall be sealed and upon the outside of which shall be written his name and address, and the words "Marked Ballot", and mail said ballot by first class mail to the Secretary of the Club.
    - b. The Secretary and the President shall endorse upon the unopened envelope whether or not the member so desiring to vote is in good standing at the time of the election.
    - c. The Secretary shall then deliver, at the time of the election, the endorsed, unopened, mail ballot to the election tellers, as hereinafter provided, who shall open said ballot and count the vote the same as though it had been cast in person at the meeting. Should there be no endorsement or should the endorsement on the mailed ballot state that the member is not in good standing, the election tellers shall refuse to accept the said ballot.
  - d. Conduct of Election of Officers:
    - 1. The election shall be conducted by two election tellers, appointed prior to the election, neither of whom shall be a candidate for any office.
    - 2. The election tellers shall:
      - a. Furnish blank ballots to members requesting them.
      - b. Collect ballots after they are marked.
      - c. Accept from the Secretary endorsed mail ballots.
      - d. Determine that the number of ballots cast in person does not exceed the number of members present eligible to vote.
      - e. Determine that none of the mail ballots are from members present.
      - f. Count all ballots cast.
      - g. Report the results of the election to the President.
    - 3. All mail ballots must exactly conform to the requirement of Paragraph B, Subparagraph 2c 2a of this article or the election tellers must refuse to accept them.
    - 4. The President shall announce the result of the election to the members and declare those candidates elected who have received a plurality of the votes cast.
    - 5. Contest of the Election Returns:

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- a. Any candidate who is defeated by less than one-fifth of the total vote cast for the office may, within twenty minutes of the announcement of the result of the election, advise the Secretary that he contests the result of the election.
- b. Thereupon the President shall declare a recess and the contestants shall meet with the Board of Directors and state to it the grounds of his contest.
- c. The Board of Directors shall determine the merit of the contest and its decision, reached by a vote of two-thirds, shall be final.
- d. When the Board of Directors announces to the President that it is ready to report, the meeting shall be reconvened and the report of the Board of Directors shall be given.
- e. If it is found that the contest be well taken, a new election for the office contested shall be held at the next regular meeting and in the same manner as the regular election.
- f. If it is found that the contest has no merit, the matter shall be permanently closed.

## **V. Membership**

A. Membership in the PACIFIC COAST BULLDOG CLUB shall be unlimited in number.

### **B. APPLICATION FOR MEMBERSHIP:**

1. Any person who desires to become a member of the Club shall make written application therefore upon an application blank provided for that purpose, and shall be sponsored by at least one member in good standing as of the date of application.
  - a. Junior Membership is open to any person under eighteen years of age, without voting privileges.
2. Any person who shall have unpaid obligations due to the Club shall not be eligible for election to membership in the Club until such indebtedness is fully discharged.
3. Any person not in good standing with the American Kennel Club is not eligible to membership until such time as he may be reinstated by the American Kennel Club.

### **C. ELECTION TO MEMBERSHIP:**

1. Every application for membership shall be presented and read in open meeting or Directors' Meeting after which the name and address of applicant together with name of sponsor shall appear in club bulletin preceding the next regular meeting at which application will be presented for action by members of the Club.
2. The Board of Directors, at its discretion, may hold over any application for a reasonable period, not to exceed ninety days, for investigation or other determination.
3. Should the Board of Directors reject an application for membership in the Club, this action shall be final for a stipulated period of one year before application can be presented again.

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4. Two-thirds of the votes cast by the members present, who are in good standing, shall be required for acceptance of application.
5. Vote shall be by secret ballot.
6. Upon acceptance, the applicant shall be notified in writing thereof by the Secretary. He shall attain full membership rights and privileges when he has paid the dues, as hereinafter provided, and signed the Roll of Members.
7. Every newly accepted applicant shall, within thirty days after notification by the Secretary of his acceptance, pay to the Treasurer his annual dues, and in event the said dues are not paid, the Board of Directors, upon notification to this effect, may declare the election null and void.

## **D. PRIVILEGES OF MEMBERS:**

1. A member shall have a right:
  - a. To participate in all functions and benefits of the Club.
  - b. To be present at all meetings.
  - c. To be heard on each and every matter which is presented to the general membership.
  - d. To vote thereon, and
  - e. To inspect the report of the election tellers at each vote or election, except that, at such time as his membership shall cease, for any reason, he shall lose all of his membership rights and privileges, and any indebtedness then due the Club by the member shall become payable.
2. Any dog listed or registered in the American Kennel Club Stud Book in the name of more than one person is eligible to compete for Club trophies, plaques, or other special prizes so long as at least one person registered as an owner is a member of the Club, in good standing with paid up dues, at the time of the show at which special prizes are offered.
3. Any member not in good standing with the American Kennel Club is automatically suspended from the rights and privileges of membership for the duration of the period of suspension by the American Kennel Club. At the end of the period of said suspension, he is eligible for reinstatement to the rights and privileges of a member of the Club, such reinstatement to be by a majority vote of the Board of Directors at a meeting of the Board of Directors.

## **E. RESIGNATIONS:**

1. Any Director who desires to resign from the Board of Directors or from the Club, or any member who desires to resign from the Club shall tender his resignation in writing to the Secretary. The resignation shall be acted upon by the Board of Directors which shall report to the President at the next regular or special meeting of the Club as to its disposition of the matter. The decision of the Board of Directors shall be final.
2. Upon acceptance of the resignation of a member from the Club, the member relinquishes all rights and privileges of the membership as of the date of the acceptance of the resignation.
3. A member who shall have financial obligations due the Club shall not have the right to resign.

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4. Upon acceptance of the resignation of a Director from the Board of Directors the Director relinquishes all duties and powers of a member of the Board of Directors as of the date of the acceptance of his resignation, but he remains a member of the Club with all the rights and privileges therefore unless he also resigns from the Club.

## **F. EXPULSION FROM MEMBERSHIP:**

1. Any member may file with the Board of Directors a written complaint regarding the conduct of any other member, either at the Club, at any Club function, or at any place where the fancy may meet, which is detrimental to the best interests of the Club or of the Breed; or any act which is committed at any time or place which would bring shame, disgrace, reproach, or derision upon the Club or Breed.
2. The Board of directors shall investigate each complaint.
  - a. The Board of Directors shall notify the defendant, by registered mail at his last known address, of the charge against him, setting a date, within a reasonable time, for a hearing at which he may present such oral or documentary evidence he can answer to the charges.
  - b. The Board of Directors shall report, in writing, its findings with its recommendations at the next regular meeting thereafter, due notice having been given.
  - c. The board of Directors shall notify the defendant, by registered mail, at his last known address, of its decision, and the time and place of the meeting at which any recommendation for expulsion is to be voted upon.
3. Should the defendant wish to appeal from the decision of the Board of Directors, he may appear at said meeting and present his defense before the general membership.
4. After the defense rests, the motion for expulsion of the member shall be voted upon by secret ballot. Two-thirds of the votes cast by the members present eligible to vote shall be necessary for the expulsion of the member upon the charges preferred.
5. Should the motion for expulsion be carried, the defendant shall be notified by registered mail by the Secretary, and all his interests and privileges in the Club shall cease as of the date of the vote of expulsion.

## **VI. MEETINGS**

### **A. REGULAR MEETINGS:**

1. Regular meetings shall be held once monthly at such time and place as shall be decided by a vote of the Board of Directors.
2. Notice of all regular meetings shall be given by the Secretary in writing or by email to the last known address/email address of each member in good standing at least five days before the said meeting.

### **B. SPECIAL MEETINGS:**

1. Special meetings may be called by the President, either of his own volition, or at the request in writing by five members, for any cause of general interest to the membership at large.
2. The Secretary shall give written notice of said special meeting to the last known address or email address of each member in good standing at least

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five days before such meetings; said notice shall specify the purpose of calling the special meeting.

## **C. QUORUM:**

1. Quorum for any meeting of the members shall be deemed to have been satisfied if a quorum for a meeting of the Board of Directors shall have been satisfied.

## **D. ORDER OF BUSINESS:**

1. The Order of Business at all regular and special meetings shall be that prescribed in Robert's RULES OF ORDER, which shall be the parliamentary rule of this Club.

## **VII. COMMITTEES**

### **A. STANDING COMMITTEES:**

1. The President shall appoint the Bench Show Committee at the January regular meeting of each and every year.
  - a. It shall serve from that date until the report on the specialty Show by the Auditing Committee is approved by the membership.
  - b. The Bench Show Committee shall be in charge of all matters pertaining to the Specialty Show and the preparation thereof with the exception of the cash receipts and disbursements incidental to the conduct of the Show, which shall be handled by the treasurer of the Club who shall maintain adequate accounts separate and distinct from the records of the general funds of the Club.
  - c. The Committee shall have the power to do whatever in its opinion seems proper for the satisfactory conduct of the exhibition. The Committee shall have added power to bring before the membership any question upon which it desires the voice of the Club.

### **2. AUDITING COMMITTEE:**

- a. The President shall appoint at the January regular meeting an Auditing Committee which shall consist of not less than two members, to serve for the ensuing year.
- b. The duties of the Auditing committee are to make an adequate verification of the accounts of the specialty Show, and any other functions which the members may designate. The Committee is also to verify the accounts of the Treasurer for the year and report it at a regular meeting in the first quarter of the year as part of its audit of the Club's accounts for the preceding year.
- c. As soon as possible after the Specialty Show has been held, the Auditing Committee shall report to the Club upon its audit of the financial accounts of the Show.

### **3. OTHER COMMITTEES:**

- a. The President shall have the power of appointing such other committees as, in his discretion, he may deem necessary for the best interests of the Club.



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## **VIII. DUES**

- A. The annual dues of the Pacific Coast bulldog Club, Inc. shall be as established each year by the Board of Directors for the following year; provided such dues shall be no less than \$15.00 per adult person.
  - 1. Annual dues of Junior Members shall be \$1.00 per person.
- B. Dues are payable on January first of each year and become delinquent if unpaid at the close of the March regular meeting. Any member who shall fail to pay his dues on or before the close of the March regular meeting, shall forfeit his rights of membership, except that, at the discretion of the Board of Directors, he may be restored to good standing upon payment, within the calendar year, of the amount due.
- C. The dues paid by a member who is elected at the October regular meeting, or later in the year, shall be considered full payment of the dues for the entire subsequent calendar year.

## **IX. AMENDMENTS TO BY-LAWS**

- A. These By-Laws may be amended only in the following manner, a proposed amendment shall be presented:
  - 1. In writing to the Secretary who shall read it to the membership as part of the correspondence;
  - 2. It shall be stated to the membership at any regular meeting, or a special meeting if the said special meeting has been called for that particular purpose. The proposed amendment, if oral shall be reduced to writing by the secretary and shall be read to the general membership at the meeting at which it is presented.
- B. The motion for acceptance of the proposed amendment shall automatically be laid over to be voted upon at the next regular meeting.
- C. Each member shall be given written notice of the motion to amend prior to the meeting at which it is to be voted upon.
- D. Two-thirds of the votes cast by the members present and eligible to vote shall be necessary to pass the motion to amend.
- E. The vote shall be by means of secret ballot.

## **X. DISSOLUTION OF THE CLUB**

- A. The Club may be dissolved at any time upon written consent of two-thirds of the members filed at a regular meeting, due notice of such intent having been given. After the payment of all debts and liabilities of the Club, its assets and properties shall be given, by the Board of Directors, to charity, the charitable organizations to be designated by vote of the members.

The End