

DACHSHUND CLUB OF AMERICA, INC.
BYLAWS

Effective: Nov. 1, 1987
Revisions 1995, 1998, 2004, 2007

ARTICLE I
Name and Purpose

Section 1. The name of the club shall be "Dachshund Club of America, Inc."

Section 2. The purposes of the Club shall be:

- A. to do everything possible to bring the natural qualities of purebred Dachshunds to perfection;
- B. to encourage the organization of independent Regional Dachshund Clubs in those localities where there are sufficient fanciers of the Breed to meet the requirements of The American Kennel Club;
- C. to encourage members, breeders and exhibitors to accept the standard of the Breed as approved by The American Kennel Club as the only standard of excellence by which Dachshunds shall be judged;
- D. to do everything in its power to protect and advance the interests of the Breed and to encourage sportsmanlike competition at dog shows, including field and obedience trials; and,
- E. to conduct sanctioned matches and specialty shows, including field trials, obedience trials, Earthdog tests, tracking tests and agility trials pursuant to the rules of the American Kennel Club.

Section 3. The Club shall not be conducted or operated for profit; and no part of any profits or remainder of 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 these Bylaws as may be required to carry out these purposes.

ARTICLE II
Membership

Section 1. Eligibility:

There shall be five types of membership open to persons who are in good standing with The American Kennel Club and who subscribe to the purposes of this Club:

- A. **Single Membership:** open to persons eighteen (18) years of age and older who will enjoy all the privileges of the Club including the right to vote and hold office.
- B. **Household Membership:** open to two persons eighteen (18) years of age and older who reside in the same household. They enjoy all the privileges of the Club, including the right to vote and hold office. Each Household Member is entitled to one vote.
- C. **Junior Membership:** open to persons 10-17 years of age. Junior members cannot vote or hold office and do not count in the determination of a quorum. Upon reaching the 18th birthday, a

junior member may apply to convert to the appropriate membership. Junior members do not pay dues.

- D. **Newsletter Membership:** open to persons eighteen (18) years of age and older. Newsletter members enjoy all the privileges of the Club except they cannot vote, or hold office, and they do not count in the determination of a quorum.
- E. **Foreign Membership:** open to persons eighteen (18) years of age and older who reside outside of the United States. Foreign members cannot vote or hold office and do not count in the determination of a quorum. Dues are set to cover the cost of printing and postal expenses.

Section 2. Dues:

Membership dues shall be in such amount per year as shall be determined by a majority vote at an annual meeting of the membership or by written ballot cast by mail, such amount to be paid on or before the first day of January of each year. No member may vote whose dues are in arrears for the current year. Prior to the last day of October, the Treasurer shall send to each member a dues statement for the ensuing year.

- A. **Reinstatement:** A former member who has allowed membership to lapse for a duration of not more than eleven months may be reinstated up on payment of dues plus a reinstatement fee. The reinstatement fee shall be set by the board.

Section 3. Election to Membership:

- A. Each applicant for membership shall apply on a form approved by the Board of Directors, which shall provide that the applicant agrees to abide by the Bylaws of the Club and the rules of The American Kennel Club. The application shall state the name and address of the applicant and shall bear the endorsement of two members in good standing. The prospective member shall submit to the Secretary the application with the dues payable for the current year.
- B. Applicants may be elected at any meeting of the Board of Directors or by mailed written vote of the Board. Affirmative votes by two-thirds (2/3) of the Board present at a meeting of the Board, or by two-thirds (2/3) of the entire Board voting by mail shall be required to elect an applicant. When voting by mail, the application of any person proposed for membership shall be held for a vote until the next meeting of the Board at the written request of any member of the Board, provided, however, that no application may be held for more than two consecutive meetings of the Board. The aforementioned written request shall be made in a timely manner as the Board in its discretion may proscribe and the privilege may be limited or otherwise revoked by a majority vote of the Board.
- C. An application which has received a negative vote by the Board may be presented by the applicant's endorser at the next annual meeting of the Club and such applicant may be elected by favorable vote of seventy-five percent {75%} of the members present.

Section 4. Termination of Membership:

Membership shall 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 are obligations which are considered an indebtedness to the Club and they become incurred on the first day of January of each fiscal year.

- B. by lapsing. A membership will be considered as lapsed and terminated if such member's dues remain unpaid on the thirty-first (31st) day of January of each year, unless the Board has granted an additional sixty (60) days of grace to delinquent members in meritorious cases. In no event may a person be entitled to vote at any Club meeting whose dues are unpaid thirty (30) days prior to the date of the meeting.
- C. by expulsion. A membership may be terminated by expulsion as provided in Article VII, Section 4 of these Bylaws.

Section 5. Member in Good Standing:

A member in good standing is one whose dues are current, is not monetarily indebted to the Club, and is not under current disciplinary action.

**ARTICLE III
Meetings**

Section 1. Annual Meeting:

The annual meeting of the Club shall be held in conjunction with the Club's Specialty Show and at a place, date and hour designated by the Board of Directors. In no event shall less than 210 days elapse between successive years' annual meetings. Written notice of the annual meeting shall be mailed by the Secretary to each member at least thirty (30) days prior to the date of the said meeting. The quorum for the annual meeting shall be ten percent (10%) of the members in good standing, including one (1) executive officer.

Section 2. Special Club Meetings:

Special Club meetings may be called by the President or by a majority of the Directors who are present at a meeting of the Board or who voted by mail or shall be called by the Secretary upon receipt of a petition signed by no less than twenty-five (25) members of the Club who are in good standing. Such meetings shall be held at such place, date and hour as may be designated by the Board of Directors. Written notice of such meetings shall be mailed by the Secretary to each member at least fourteen (14) but not more than thirty (30) days prior to the meetings. The notice of the meeting shall state the purpose for same and no other Club business may be transacted. The quorum for such meetings shall be ten percent (10%) of the members in good standing, including one (1) executive officer.

Section 3. Board Meetings:

One meeting of the Board shall be held within one week of the Annual Meeting unless otherwise ordered by the Board. No fewer than two other meetings of the Board of Directors per operating year shall be held at such times and places as are designated by a majority of the Board. Written notice of each meeting shall be mailed by the Secretary to each member of the Board at least fourteen (14) days prior to the date of the meeting. The quorum for a Board meeting shall be a majority of the Board voting in person, by mail, fax, or telephone conference.

Section 4. Business by Mail and/or Telephone:

The Board of Directors may hold meetings or otherwise conduct its business by mail through the Secretary and/or by telephone conference call. Affirmative action by mail or telephone shall require the support of the majority of the entire Board. Written minutes shall be prepared of all business

conducted by telephone and be subject to conformation by mail or at the next meeting of the Board of Directors held in person.

ARTICLE IV

Directors and Officers

Section 1. Management:

General management of the Club's affairs shall be entrusted to the Board of Directors and Officers of the Club.

Section 2. Directors:

There shall be twelve (12) positions designated as Directors on the Board of Directors. As provided in Article V hereof, four (4) directors shall be elected each year for a three (3) year term and shall serve until their successors are elected. The remaining directors shall be those directors whose term has not yet expired.

Section 3. Officers:

The Club's officers, consisting of the President, First Vice President, Second Vice President, Secretary, Treasurer and Delegate to The American Kennel Club, 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 Bylaws.
- 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 the case of the President's 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 votes taken by mail and of all matters of which a record shall be ordered by the Club. This officer 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 with their address and carry out such other duties normally appurtenant to this office and as are prescribed in these Bylaws.
- E. The Treasurer shall collect and receive all monies due or belonging to the Club and deposit the same in the name of the Club in a bank approved by the Board. The Treasurer's books shall at all times be open to inspection by the Board and the Treasurer shall promptly provide information and/or records requested by either the Board of Directors or the President of DCA. The Treasurer shall report in writing at every meeting of the Board the condition of the Club's finances and shall provide an Annual Report which shall be a comprehensive report in writing of all activities of the Club for the prior fiscal year. The Annual Report of the Treasurer shall be submitted to the members of the Board of Directors on or before March 1 of each year and shall be distributed to the membership by such means as the Board in its discretion may select. The Treasurer shall be bonded in such amount as the Board of Directors shall determine.
- F. The President, First Vice President, Second Vice President, Secretary, Treasurer and Delegate to The American Kennel Club shall be elected for a one (1) year term or until their successors are elected as provided in Article V hereof.

- G. The Officers, Directors and Delegate to The American Kennel Club shall comprise the Board of Directors, shall be members in good standing, and must be citizens and residents of the United States.

Section 4. Vacancies:

Any vacancies occurring among the Directors or among the Officers aforesaid during the year shall be filled until the next annual election by a majority vote of all the then members of the Board, except that a vacancy in the office of President shall be filled automatically by the First Vice President and the resulting vacancy in the office of First Vice President shall be filled by the Second Vice President. Where the Board has filled an aforesaid vacancy for the position of Director and the remainder of the original three (3) year term does not expire at the next annual election, the balance of the term shall be filled in the manner provided in Article V hereof at the next annual election as a separate position from the other Director positions differing in length of term.

ARTICLE V
The Club Year, Voting, Nominations, Elections

Section 1. Club Year:

The Club's fiscal and operating year shall begin on the first day of January and end on the thirty-first day of December. The elected Officers, Directors and Delegate to The American Kennel Club shall take office on the first day of January as of which date each retiring officer shall turn over to his or her successor in the office all properties and records relating to that office.

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; provided, however, that the annual election of the Officers, Directors and delegate to The American Kennel Club and amendments to the Bylaws and the Standard for the Breed shall be decided by written ballot cast by mail. To be eligible to vote in the annual election a member must have been accepted into membership and be in good standing as of October 1; and in no event may a member whose dues are in arrears as of the date of a special meeting or of a mailing by written ballot be entitled to vote. Voting by proxy shall not be permitted. The Board of Directors may submit specific questions for decision by the members by written ballot cast by mail.

Section 3. Nominations and Ballots:

No person may be a candidate in a Club election who has not been nominated in accordance with these Bylaws. A Nominating Committee shall be chosen by the Board of Directors between and including January 15 and March 15, the members of which shall not be the same in any consecutive year. The Committee shall consist of five (5) members from different areas of the United States, all members in good standing, no more than one (1) of whom may be an Officer or member of the current Board of Directors. The Board shall name a chairman for the Committee. The Nominating Committee may conduct its business by mail and telephone conference call.

- A. The Nominating Committee shall nominate from among the eligible members of the Club one (1) candidate for each office and each vacant position on the Board of Directors and the candidate for the Delegate to The American Kennel Club and shall procure the acceptance of each nominee so chosen in writing. The Committee should consider geographical representation of

the membership on the Board to the extent that it is practicable to do so. The Committee shall then submit its slate of candidates to the Secretary who shall mail the list, including the full name of each candidate and the address at which he or she resides to each member of the Club between August 1 and September 1 of the election year.

- B. Additional nominations of eligible members may be made by written petition addressed to the Secretary and received no later than October 1 signed by no less than ten (10) members in good standing and accompanied by the written acceptance of each additional nominee signifying his or her willingness to be a candidate. The additional nominations, which are provided for herein, may be made only from among those members who have not accepted a nomination from the Nominating Committee.
- C. If no valid additional nominations are received by the Secretary by October 1, the Nominating Committee's slate shall be declared elected and no balloting will be required. The Secretary shall so inform the members of the Club by mail posted no later than October 15 of the election year. In the case of any individual office or position on the Board which no valid additional nominations are received by the Secretary, the Nominating Committee's slated candidate or candidates shall be declared elected and the members of the Club informed with the ballots for the remaining contested positions.
- D. If one or more additional nominations are received by the Secretary by October 1 of the election year, he or she shall, by October 15, mail to each member in good standing a ballot listing all of the nominees for each contested position in alphabetical order, with the address at which they reside, together with a blank envelope and a return envelope addressed to the Secretary, marked "Ballot" and bearing the name of the member to whom it was sent. So that the ballots may remain secret, each voter, after marking his ballot shall seal it in the blank envelope which in turn shall be placed in the second envelope addressed to the Secretary or other address designated by the Board of Directors. The Inspectors of Election shall, prior to tabulating the results, check the returns against the list of members in good standing as of October 1 and shall certify the eligibility of the voters as well as the results of the voting. The results of the voting shall be mailed by the Secretary to the Members of the Club no later than December 15 of the election year. Alternatively, the Board may direct that the results be published in an issue of the Club newsletter mailed to all members in December of the election year.
- E. Nominations cannot be made at the annual meeting or in any manner other than as provided as above.

Section 4. Annual Election:

In the annual election of Officers, Directors and the Delegate to The American Kennel Club, the vote shall be conducted by written ballot. Ballots to be valid must be received by the Secretary no later than November 20 of the election year. Ballots shall be counted by December 1 by three (3) Inspectors of Election who are members in good standing and who are not members of the current Board of Directors, or at the discretion of the Board of Directors, by an organization unrelated to the Club and qualified to count ballots in elections. The persons receiving the largest number of votes for each position shall be declared elected. If any nominee as of December 1 of the election year, is unable to serve for any reason, such nominee shall not be elected and the vacancy so created shall be filled by the Board of Directors in the manner provided in Article IV, Section 4, hereof.

ARTICLE VI Committees

The Board may each year appoint standing committees to advance the work of the Club. 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. 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 service has been terminated.

ARTICLE VII 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 or the Breed. Written charges with specifications must be filed in duplicate with the Secretary together with a deposit of Ten Dollars (\$10.00) which shall be forfeited if such charges are not sustained by the Board or a committee 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 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 (3) members of the Board, not less than three (3) weeks nor more than six (6) weeks thereafter. The Secretary shall promptly send one (1) copy of the charges to the accused member by certified mail (return receipt requested) together with a notice of the hearing and an assurance that the defendant may personally appear in his or her own defense and bring witnesses if wished.

Section 3. Board Hearing:

Counsel may attend the hearing if either complainant and/or defendant so requests. Should the charges be sustained after hearing all the evidence and testimony presented by complainant and defendant, the Board or committee 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, or until the next annual meeting if that will occur after six (6) months. 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 right of the defendant or his or her representative to appear before his or her fellow members at the ensuing Club meeting which considers the recommendation of the Board or committee. Immediately after the Board or committee 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 decision and penalty, if any.

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 committee, as provided in Section 3 of this Article. The defendant shall have the privilege of appearing in his or her 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, or his or her representative, if present, to speak in his or her own behalf. The members shall then vote by secret ballot on the proposed expulsion. A two-thirds (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 VIII

Corresponding and Assistant Secretaries

A Corresponding Secretary and an Assistant Secretary or Secretaries may be appointed and assigned such of the Secretary's duties as are authorized by the Board of Directors. They shall be entitled to attend such meetings and to receive such compensation as may be determined by the Board, but shall have no right to vote or otherwise participate in the business transacted.

ARTICLE IX

Order of Business and Procedure

Section 1. At meetings of the Club the order of business, so far as the character and nature of the meetings may permit, shall be as follows:

- Roll Call
- Minutes of Last Meeting
- Report of the President
- Report of the Secretary
- Report of the Treasurer
- Report of the Delegate
- Report of Committees
- Unfinished Business
- Election of New Members
- New Business
- Declaration of Elections (at annual meeting)
- 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:

- Reading of Minutes of Last Meeting
- Report of the Secretary
- Report of the Treasurer
- Report of the Delegate
- Reports of Committees
- Unfinished Business
- Election of New Members
- New Business
- Adjournment.

Section 3. All meetings shall be conducted in conformity with Robert's Rules of Order.

ARTICLE X Amendments

Section 1. Amendments to the Bylaws and to the standard for the Breed may be proposed by the Board of Directors or by written petition addressed to the Secretary signed by twenty percent (20%) of the membership in good standing. All proposed amendments shall be submitted to the members by mail no less than sixty (60) days prior to the annual or special meeting at which they are to be discussed. The Board of Directors must submit to the members said proposed amendment with their recommendation for a vote within four months following said annual or special meeting of the Club.

Section 2. The Bylaws and the standard for the Breed may be amended at any time provided a copy of the proposed amendment has been mailed by the Secretary to each member in good standing on the date of the mailing, accompanied by a ballot on which he or she may indicate his or here choice for or against the action to be taken. The notice shall specify a date not less than thirty (30) days after the mailing by which date the ballots must be returned to the Secretary to be counted. The favorable vote of two-thirds (2/3) of the members in good standing who return valid ballots within the time limit shall be required to effect any such amendments. The ballots shall be mailed in the form prescribed in Article V, Section 3 above and shall be counted by three (3) tellers who are members in good standing but not members of the current Board and who shall be chose by the Board of Directors or, at the discretion of the Board of Directors, by an organization unrelated to the Club and qualified to count ballots.

Section 3. No amendment to the Bylaws or to the standard for 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 XI Dissolution

The Club may be dissolved at any time by the written consent of not less than two-thirds (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 to a charitable organization for the benefit of dogs selected by the Board of Directors.