

DELAWARE VALLEY YORKSHIRE TERRIER CLUB, INC.

CONSTITUTION AND BY-LAWS

1969

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CONSTITUTION

ARTICLE I

Name, Objectives, Revision

SECTION 1: Name.

The name of the Club shall be Delaware Valley Yorkshire Terrier Club.

SECTION 2: Objectives.

The objectives of the Club shall be:

- (a) to encourage and promote quality in the breeding of purebred Yorkshire Terriers 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 as the only standard of excellence by which Yorkshire Terriers shall be judged;
- (c) to do all in its power to protect and advance the interests of the breed and to encourage sportsmanlike competition and conduct at dog shows, obedience trials, companion or other events for which the Club may be eligible under the Rules and Regulations of The American Kennel Club, and any other Delaware Valley Yorkshire Terrier, Inc. sponsored activity or function;
- (d) to conduct sanctioned matches, licensed specialty shows, obedience trials, companion or other events for which the club may be eligible under the Rules and Regulations of The American Kennel Club, and
- (e) to disseminate to its members information about genetics, proper grooming and care of the breed, and the preparation and exhibition techniques for showing.

SECTION 3: Not-For-Profit Organization.

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: Revisions of By-Laws.

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.

BY-LAWS

ARTICLE I

Membership

SECTION 1: Eligibility.

There shall be three types of membership: Regular, Associate and Junior.

Regular membership shall be open to all persons eighteen years of age and older who are in good standing with the American Kennel Club who subscribe to the objects of this Club and who agree not to exploit their membership in the Delaware Valley Yorkshire Terrier Club, Inc. A Member in good standing is a member who is not suspended by The American Kennel Club or the Delaware Valley Yorkshire Terrier Club, Inc. and whose dues for the year are already paid. Regular membership shall enjoy all the privileges of this club including the right to vote and hold office.

Associate membership shall be open to all persons eighteen years of age and older who are in good standing with The American Kennel Club, who subscribe to the objects of this Club and who agree not to exploit their membership in the Delaware Valley Yorkshire Terrier Club, Inc. Associate membership shall enjoy all the privileges of this club except the right to vote, receive annual awards or hold office. Members may select their status from Regular membership and Associate membership on a yearly basis.

Junior membership shall be open to children between nine (9) years and seventeen (17) years of age and who subscribe to the objects of this Club and who agree not to exploit their membership in the Delaware Valley Yorkshire Terrier Club, Inc. Junior membership shall enjoy all the privileges of this club except the right to vote, receive annual awards or hold office. This membership may automatically convert to regular membership upon their eighteenth (18th) birthday and a full payment of membership dues.

SECTION 2: Dues and Application Fee.

- (a) The Board shall set annual membership dues on a yearly basis for all members. Dues for the Associate membership and the Junior membership shall be offered at a lesser rate than the dues for the Regular membership. These dues shall be payable on or before the first day of January of each year. The Club's fiscal year begins the 1st day of January. No member may vote whose dues are not paid for the current fiscal year. During the month of October the treasurer shall send to each member a statement of his dues for the ensuing year.
- (b) A one time non-refundable application fee not to exceed thirty (\$30) dollars shall be set by the Board on a yearly basis to accompany each membership application
- (c) The Secretary shall notify the membership each year when the dues are set by the Board. Notifications may be sent by mail, fax or electronic.

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 Delaware Valley Yorkshire Terrier Club, Inc.'s Constitution, By-laws, 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 sponsors in good standing from separate households who are not related to or reside in the same residence as the applicant. The applicant's sponsors must have been members for at least one (1) immediately preceding year before being eligible to sponsor a new member. Accompanying the application, the prospective applicant shall submit the non-refundable application fee and the dues payment for the current year. Sponsorship of new applicants by present members shall be limited to two (2) applicants in one (1) club year. All applications are to be filed with the Club secretary, and each applicant's name will be published with notice of the next meeting. Each application is to be read at the first meeting of the Club following its receipt. At the next Club meeting the application shall be voted on by a secret ballot vote of the members present and eligible to vote. An affirmative vote of 2/3 of the members present and eligible to vote at that meeting shall be required to approve the applicant for membership. Applicants for membership whose application has been denied by the club may reapply after a six (6) month period and shall require the endorsement of two (2) new sponsors.

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 the Club's fiscal year and must be paid in full prior to resignation.
- (b) By lapsing. A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid thirty (30) days after the first day of the Club's fiscal year, however, the Board may grant an additional thirty (30) day 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 Section 4 of these by-laws.

ARTICLE II

Meeting and Voting

SECTION 1: Notifications. Meetings/Club Notices.

The Club secretary may send meeting notifications and other Club notices by mail. Notifications may be sent by fax or electronic communication 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.

SECTION 2: Regular Club Meetings.

Meetings of the Club shall be held four (4) times a year, one (1) in each calendar quarter within the greater Delaware Valley West Chester, PA area at such hour and place as may be designated by the Board of Directors or by teleconference, videoconference or electronic communication. The secretary shall announce these Meetings at least ten (10) days prior to the date of the meeting by following the meeting notification procedure as described in Article II Section 1 above. The quorum for such meeting shall be twenty percent (20%) of the members who are in good standing and eligible to vote.

SECTION 3: Special Club Meeting.

Special Club meetings may be called by the President or by a majority vote of the members of the entire Board who are present at any regular or special meeting of the Board or who vote by mail, fax, teleconference, videoconference or electronic communication. Such meeting shall also be called by the Club secretary upon receipt of a petition signed by five (5) members of the Club who are in good standing and eligible to vote. Special meetings shall be held within the greater Delaware Valley West Chester, PA area at such place, date and hour as may be designated by the member or members authorized herein to call such meetings or by teleconference, videoconference or electronic communication. Notice of such meetings shall be sent following the meeting notification procedure as described in Article II Section 1 above by the Club secretary to each member at least five (5) days and not more than fifteen (15) days prior to the date of the meeting. The notice of the meeting shall state the purpose of the meeting and no other Club business may be transacted. The quorum for the Special Club Meeting shall be twenty percent (20%) of the members present, in good standing and eligible to vote.

SECTION 4: Voting.

Voting at the annual meeting, general membership meeting, or at a special meeting of the club shall be limited to those members present at the meeting, in good standing and eligible to vote. Voting by proxy will not be permitted at any club meeting or election.

SECTION 5: Board Meetings.

- (a) The meetings for the Board of Directors are defined as gatherings where attendees see and/or hear each other. This includes meeting (in person) “physically” in the same room or conducting a meeting by videoconference or teleconference.
- (b) Meetings of the Board of Directors shall be held monthly in each year; this includes meeting in person within the greater Delaware Valley West Chester, PA area or via teleconference or via videoconference or at such hour and place as may be designated by the board or by teleconference, videoconference or electronic communication. Written notice of each such meeting shall be sent to each member of the Board following the meeting notification procedure as described in Article II Section 1 above by the Club secretary at least five (5) days prior to the date of the meeting. The quorum for such meetings shall be a majority of the board whether it is in person, teleconference or videoconference. A quorum of the majority of the Board is required for voting on any question.

SECTION 6: Special Board Meetings.

Special meeting 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 by meeting in person within the greater Delaware Valley West Chester, PA area or conducting a meeting via teleconference or via videoconference at such hour and place as may be designated by the person authorized herein to call such meeting. Written notice of such a meeting shall be sent following the meeting notification procedure as described in Article II Section 1 above by the Club secretary at least five (5) days and not more than ten (10) 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. The quorum for such meetings shall be a majority of the Board whether it is in person, teleconference or videoconference. A quorum of the majority of the Board is required for voting on any question.

SECTION 7: Board Business (Voting).

The Board of Directors may conduct its business at meetings or by mail, fax, teleconference, videoconference or email through the Club secretary provided it does not conflict with any other provision of the Bylaws. A quorum of the majority of the Board is required for voting on any question, whether it is in person, by mail, fax, teleconference, videoconference or electronic communication (email). Items voted on by teleconference, videoconference or electronic communication (email) must be confirmed by the secretary in writing within ten (10) days.

Business (VOTING) conducted by electronic communication (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 the 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 III

Directors and Officers

SECTION 1: Board of Directors.

The Board shall be comprised of the President, Vice-President, Secretary, Treasurer and three (3) members who shall serve as Directors, all of whom shall be members in good standing and eligible to vote. They shall be elected for two (2) year terms at the Club's election each odd numbered year as provided for in ARTICLE IV and shall serve until their successors are elected. An Ex-Officio Board member may be appointed by a majority vote of the then board; said Ex-officio Board member has all the privileges of Board membership including the right to make motions and to vote. An appointment of this position would follow the club election of new officers and Directors. 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, 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 duties particularly specified in these Bylaws.
- (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 votes 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, in conjunction with the Treasurer keep a roll of the members of the Club with their addresses and information changes throughout each year, and carry out such other duties as are prescribed in these Bylaws.
- (d) The Treasurer shall collect and receive all money due or belonging to the Club. He/she shall deposit it in a bank approved by the Board, in the name of the Club. His/her books shall at all times be open to inspection by 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. On or before the month of October the financial books of the Club shall be reviewed by a committee of three (3) members, not more than one of whom shall be a member of the current Board. The President shall appoint the chairman and committee members, which shall be subject to the approval by the Board of Directors. This committee will review the books and present their report in the month of January to the Board for its approval.

SECTION 3: Vacancies.

A vacancy in the office of President shall be filled automatically by the Vice-President. Vacancies in any other Officer positions or Board positions during their term shall be filled to complete the balance of that term until the next election by a majority vote of 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.

ARTICLE IV

Club Year, Annual Meetings, Nominations and Elections

SECTION 1: Club year.

The Club's fiscal year shall begin on the 1st day of January and end on the 31st day of December.

SECTION 2: Election Annual Meeting.

The annual meeting of the Club shall be held in the month of January which will be within the first calendar quarter at the beginning of the fiscal year. Officers and Directors shall be elected by secret ballot from among those so nominated in accordance with Section 3 of this ARTICLE providing this is the odd numbered election year coinciding with the two-year term. They shall take office immediately upon the conclusion of the election and each retiring Officer shall turn over to the successor in office all properties and records relating to that office within thirty (30) days after the election. The Secretary shall notify the membership of the election results by publication in the next available issue of the official club newsletter and by any other means the Board deems appropriate.

SECTION 3: Nominations.

No member may be a candidate in a Club election who has not been nominated in accordance with these Bylaws. On or before October 15th of the scheduled election year (ARTICLE III, Section 1), the Board shall appoint a Nominating Committee consisting of three (3) members and two alternates, not more than one (1) of who may be a member of the board. The secretary shall immediately notify the committee and alternates of their appointment. The Board shall name a chairman for the committee and it shall be such person's duty to call a committee meeting that shall be held on or before November 1st.

- (a) The Nominating Committee shall nominate from among the eligible members of the Club a candidate for each office and three (3) candidates for the three (3) positions for the Board. On or before November 15th after securing the written acceptance of each person so nominated the committee chairperson shall immediately report their proposed slate to the Club secretary in writing which will include the written acceptance of each nominee if nominated.
- (b) On or before December 1st, the Club secretary shall notify each club member in writing of the Nominating committee's proposed slate.
- (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 15th signed by not less than five (5) nor more than ten (10) members eligible to vote who have been members for one (1) year, accompanied by the written acceptance of each such additional nominee signifying his/her willingness to be a candidate. No member shall be a candidate for more than one (1) position. 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 Additional nominations will be added to the Nominating

committees proposed slate and mailed to each member at least two (2) weeks prior to the date of the Annual Meeting.

- (d) If no additional valid nominations are received by the Club Secretary on or before December 15th, the Nominating Committee's proposed slate shall be deemed elected unanimously and no balloting will be necessary.
- (e) Nominations cannot be made at the annual meeting or in any manner other than as provided in this Section.3. Once the eligibility of the voters is determined at the annual meeting, Article IV, Section 2, the ballots will be counted and the election certified. The Board of Directors shall notify the membership of the election results by publication in the next available issue of the official club newsletter and/or by any other means the Board deems appropriate.

ARTICLE V

Committees

SECTION 1: Appointment of Committees.

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. The Board shall appoint the chairman for the standing and/or special committees as well as the committee members. The secretary shall immediately notify the chairman and members of the committee of their appointment. The chairman of each appointed committee shall forward a written progress report to the secretary to be read at each scheduled meeting of the Board. Such committees shall always be subject to the final authority of the Board. Special committees may also be appointed by the Board to aid on particular projects. The board appointed committees may conduct their business by mail, fax, teleconference, videoconference or email.

SECTION 2: Termination of Appointee.

Any committee appointee/committee appointment may be terminated by a majority vote of the full membership of the Board upon written notice to the committee appointee/committee appointment. The Board may appoint successors to those persons whose services have been terminated.

ARTICLE VI

Discipline

SECTION 1: American Kennel Club and/or 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 fifty dollars (\$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. 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, the Board, before entering into a formal hearing, will first attempt to resolve the charges to the mutual satisfaction of both parties. If that fails, the Board, shall fix a date for a formal Hearing by the Board not less than three (3) weeks nor more than six (6) weeks thereafter. Any Board member who is either directly involved in the case as a complainant, defendant, or witness, or who feels that he/she cannot be fair and impartial must inform the Board immediately and reclude himself/herself from any participation and voting in the matter.

The secretary shall promptly send one (1) copy of the charges to the accused member by certified and regular 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. A member who resigns while charges have been preferred against him/her or allows his/her membership to lapse during the fiscal year in which charges were sustained may not re-apply for membership for a minimum period of two (2) years. This begins from the time of resignation, membership lapse or the end of any suspension, whichever is later. He/she must re-apply in accordance with Article 1, Section 4 after the required time period mentioned above should they desire to be a member.

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. If a defendant fails to appear at the scheduled Hearing, the Board or shall in their sole discretion, proceed without him/her. If a complainant fails to appear at the scheduled Hearing, in their sole discretion, the charges against the defendant shall be dropped and the matter will be closed. In the event the documented evidence is overwhelming then an additional attempt shall be made by the Board to schedule a hearing within thirty (30) days. Should the charges be sustained, after hearing all the

evidence and testimony presented by complainant and defendant, the Board, by a majority vote of those present, issue a written reprimand and/or suspend the defendant from all privileges of the Club for not more than six (6) months from the date of the Hearing, If it deems that punishment is 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 shall notify each of the parties of the Board's decision and penalty, if any.

SECTION 4: Expulsion.

An Expulsion of a member from the Club may be accomplished only at the next 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 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 findings and recommendations, and shall invite the defendant, if present, to speak in his/her own behalf if he wishes. The meeting shall then vote by secret written ballot on the proposed expulsion. A 2/3 vote of those members present who are in good standing and eligible to vote 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 VII

Amendments

SECTION 1: Amendments Proposal.

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 twenty percent (20%) of the membership in good standing and eligible to vote. The Board of Directors shall promptly consider amendments proposed by such petition. Recommendations of the Board shall be submitted by the club secretary to the members for a vote within a reasonable period of time commensurate with the degree of changes proposed.

SECTION 2: Amendments Notice.

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 to each member at least two weeks prior to the date of the meeting.

ARTICLE VIII

Dissolution

SECTION 1: Club Dissolution Process.

The Club may be dissolved at any time by the written consent of not less than 2/3 of the members in good standing and eligible to vote. 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. However, 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 IX

Order of Business

SECTION 1: Regular Meetings.

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
- Report of the President
- Report of the Secretary
- Report of the Treasurer
- Reports of Committees
- Election of Officers and Board (at annual meeting)
- Election of new members (when applicable)
- Unfinished business
- New business
- Adjournment

SECTION 2: Board Meetings.

At meetings of the Board, the order of business, unless otherwise directed by a 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 Committees
- Unfinished business
- Election of new members
- New business
- Adjournment

ARTICLE X

Parliamentary Authority

SECTION 1: Robert's Rules of Order.

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 Bylaws and any other special rules of order the Club may adopt.

HISTORY OF AMENDMENTS

<u>Date Approved:</u>	<u>Article, Section:</u>	<u>Amendment:</u>
October, 2014		
August, 2024	By-Laws, Article II, Section 2, 3, 5	Add meetings by teleconference, videoconference, or electronic communication
August, 2024	Article III, Section 1	Remove term limits