



# Russian Toy Club of America

## Constitution & By-Laws

### CONSTITUTION

#### Article I

##### Name and Objects

**Section 1.** The Name of the Club shall be Russian Toy Club of America, Inc.

**Section 2.** The Objects of the Club shall be:

- a. To encourage the ownership, care and protection of purebred Russian Toys, long coat and smooth hereafter referred to as the Breed.
- b. To encourage the organization of independent local Russian Toy Specialty Clubs in those localities where there are sufficient fanciers of the Breed to meet the requirements of the American Kennel Club.
- c. 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 Russian Toy shall be judged.
- d. To do all in its power to protect and advance the interest of the Breed.
- e. To educate its members and the public at large on the proper care and treatment of the Breed, with emphasis on health and good breeding practices.
- f. To encourage good sportsmanlike competition at dog shows and at The American Kennel Club's sanctioned Companion events.
- g. To conduct sanctioned matches and specialty shows and trials under the rules and regulations of the American Kennel Club.
- h. To cooperate with American Kennel Club recognized dog clubs, Club recognized breed rescue groups, humane organizations and veterinary research organizations, and to offer prizes to be competed for by representatives of the Breed, their owners, and exhibitors.

**Section 3.** The Club shall not be conducted or operated for profit and no part of any profits or remainder or residue from dues or donations to the Club shall inure to the benefit of any member or individual or any group of Members of individuals.

**Section 4.** The members of the Club shall adopt and may from time to time amend the Constitution and these By-Laws by procedures prescribed in these bylaws and in accordance with the Club's Parliamentary Authority.

### BY-LAWS

#### Article I

##### Membership

**Section 1.** *Eligibility.*

- a. **Regular.** Any person aged 18 years or older who is a citizen or permanent legal resident of the United States or its territories or possessions, who is in good standing with the American Kennel Club, and who agree to uphold the constitution of the Russian Toy Club of America and the Code of Ethics of the Russian Toy Club of America. This class of membership shall be entitled to vote, hold elective or appointive office and to participate in all activities of the Club.
- b. **Foreign.** Open to persons 18 years or older who are not residents of the United States. Members who hold foreign memberships shall be entitled to all privileges of the Club except that they shall not be permitted to vote, hold office, or be counted in a quorum. Members of the USA Armed Forces are not considered to be foreign members when posted by their branch of service to a country other than the USA.
- c. **Junior.** Open to persons over the age of nine years, and under the age of 18, who is a citizen or permanent legal resident of the United States or its territories or possessions, who is in good standing with the American Kennel Club, and who agree to uphold the constitution of the Russian Toy Club of America and the Code of Ethics of the Russian Toy Club of America. Junior members shall not be permitted to vote or hold office, may not be included on the breeders list, and will not be counted in a quorum.



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- d. **Associate.** Open to persons aged 18 years or older who is a citizen or permanent legal resident of the United States or its territories or possessions, who is in good standing with the American Kennel Club, and who agree to uphold the constitution of the Russian Toy Club of America and the Code of Ethics of the Russian Toy Club of American and is in good standing with the American Kennel Club and own one or more spayed/neutered Russian Toy(s). Members who hold pet membership shall be entitled to all privileges of the Club except that they shall not be permitted to vote, hold office, be listed on the breeders list, or be counted in a quorum.
- e. **Honorary Life Members.** Any person who has rendered significant service to the Club and to the Breed and has been a member for twenty years is eligible to become an Honorary Lifetime Member. Examples of this service include, but are not limited to, serving as an officer or member of the Board, working as the principal organizer of a major Club event, making a significant contribution to the health and welfare of the breed. Honorary Lifetime Members are entitled to vote and hold elective office, shall be exempt of payment of dues, and shall be members of 'good standing'. Candidates for Honorary Lifetime membership may be nominated by any member in good standing. Nominations shall be submitted in writing to the Secretary. Upon the receipt of a nomination, the Board of Directors shall investigate the qualifications of the nominee. An affirmative vote of two-thirds of the full Board of Directors is required. No member may be made an Honorary Lifetime member without his written consent.

**Section 2.** *Dues.* The amount of annual dues shall be set by the Board of Directors, with a 2/3 vote needed to raise or lower the amount. Membership dues may be less than, but shall not exceed, sixty dollars per year, payable before the 1st day of March of each year. No Member may vote whose dues are not paid for the current year. A dues renewal notice shall be placed in the member's only section of the website and sent out on the official Club email list. The Secretary shall be responsible for sending those members who have not renewed by March 1 a dues reminder by email, telephone or mail prior to March 15.

- a. The Board may at any time make a recommendation to the Membership to change the amount of annual dues. Recommendations and rationale for changes in the annual amount of the dues shall be provided by the Board either in the Club newsletter or by mail at least one month prior to the annual meeting at which the change is to be voted on, or in the mailing of the written ballot to the membership. Membership dues for each class of membership shall be in such amount per year as shall be determined by a simple majority vote of the members present and voting at the annual meeting, as long as a quorum is present, or by a simple majority of the entire membership through written ballot cast by mail. Junior members shall be required to pay annual dues not in excess of 50%, as determined by the Board, of the dues of Regular Members.
- b. Former members, who have allowed their membership to lapse for duration of less than one year, while they were in good standing, may be reinstated upon payment of the annual membership dues plus a reinstatement fee equal to one-hundred percent of the annual membership dues. A member who is reinstated in this fashion shall not be credited with any wins or points toward Club awards during the period that such member was not in good standing. If a former member allows his membership to lapse for one year or more, he or she may rejoin in the same manner as a new member except that he or she need not have any sponsors. If a former member has allowed their membership to lapse while not in good standing, this will be treated as a resignation and that in either case they will not be allowed automatic reinstatement but he or she may rejoin in the same manner as a new member except that he or she need not have any sponsors and may be reinstated upon payment of the annual membership dues plus a reinstatement fee equal to one-hundred percent of the annual membership dues. A member who is reinstated in this fashion shall not be credited with any wins or points toward Club awards during the period that such person was not a member.

**Section 3.** *Election to Membership.* Applications for membership shall be made in writing to the Recording Secretary, who will provide blank forms for such Applications will be as approved by the board of directors and which shall provide that the



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applicant agrees to abide by the constitution and bylaws, the code of ethics and the rules and regulations 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 dues payment for the current year.

All applications are to be filed with the Secretary. The Secretary will send each application to all Board Members. Board Members will email back a vote to the Secretary before the next Board meeting. At the next club meeting the Secretary will give the number of affirmative votes for each new application. Applicants can also be voted in at any Board meeting. In order for a vote, by email or in a Board meeting to be valid, 2/3 of the Board members voting acceptance shall be required to elect the applicant. Voting will be done no later than the second Board Meeting following the application if the application comes to the Secretary with less than two weeks prior to a scheduled Board meeting.

Applicants for membership who have been rejected by the club may not reapply within six months after such rejection.

**Section 4.** *Termination of Membership.* Membership 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. Obligations other than dues are considered a debt to the club 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 (either 30/60/90 days) after the first day of the fiscal year; however, the board may grant an additional (either 30/60/90 days) of grace to such delinquent members in meritorious cases. In no case may a person be entitled to vote at any club meeting whose dues are unpaid as of the date of that meeting.
- c. *by expulsion.* A membership may be terminated by expulsion as provided in Article VI of these bylaws.

**Section 5.** *Conduct.* No member of the Club shall transact business for the Club, make commitments, solicit funds and/or promote activities in the name of the Club without prior knowledge and consent of the Board.

## Article II

### Meetings and Voting

**Section 1.** *Annual & General Meeting.* The annual and general meeting of the club shall be held in conjunction with the club's national specialty show of the year whenever possible, at a place and date designated by the board of directors. Written notice of the place and date of the general and annual meetings shall be placed by the Secretary in the club publication at least 30 days prior to the meeting. Nominations for election to the Board shall not be accepted at the Annual Meeting. Election of Officers and Directors shall be held apart from the Annual Meeting, by mail, as detailed in Article V of these By-Laws. The quorum for the annual meeting and the general meeting shall be 10% of the voting members in good standing. Specialty bids, shows and selection of judges shall be conducted according to guidelines approved by the board. The Board of Directors shall submit proposals that meet the guidelines for a specialty bid to the membership by written ballot, email or by vote on the internet for the majority vote rule.

**Section 2.** *Special Club Meetings.* Special Club Meetings may be called by the President or by a majority vote of the board who are present at a Meeting of the Board or who vote by mail or email, and shall be called by the Secretary upon receipt of a petition signed by ten percent (10%) of the Members of the Club who are in good standing. Such Meeting shall be held at such a place, date and hour as may be designated by the Board of Directors. Written notice of such meeting shall be mailed/emailed by the Secretary at least twenty-one (21) days prior to the Meeting. . In case the Board fails to set such time within one month after receipt of a valid petition, the place, date and hour shall be set by the Recording Secretary. The notice of the Meeting shall state the purpose of the Meeting and no other Club business may be transacted at that meeting. The quorum for such a Meeting shall be ten percent (10%) of the voting members in good standing.



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**Section 3.** *Board Meetings.* Meetings of the Board shall be held at such times and places as are designated by the President or by a majority vote of the entire Board. Written notice of each such other meeting shall be mailed or emailed 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 the majority of the Board. - The Board may conduct business by the utilization of a conference telephone call in which a quorum of the Board participate at all times. A quorum will be a majority of the entire Board is present. The Recording Secretary shall prepare written minutes of any action taken at a Board meeting and provide a copy to each member of the Board by mail, facsimile or e-mail.

**Section 4.** *Meetings.* Meetings are defined as gathering 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. The Board of Directors may also conduct business by telephone conference call, mail, fax, poll or electronic mail through the Secretary. Business (voting): can be conducted at meetings or through mail, fax, internet poll or email. In order for business to be conducted by email the following precautions must be in place:

- a. Every board member must be provided with the means to participate;
- b. A procedure must be in place to verify the identity of the individuals participating to ensure that they are the eligible board member;
- c. A mechanism must be in place to verify that the eligible board members are "listening;"
- d. All board members must agree to participate in this manner.

These four precautions will be met by the following conditions: The first email vote by a board member will signify that the member agrees to participate via email for the duration of their term of office, as well as their agreement to signify that they are "listening" by responding via email at least once a month. If a board member is going to be voting from a different email address than the one used for the first email vote, the secretary must be notified by telephone, or in a notification which includes the board member's signature. The first poll vote from a board member will signify that the member agrees to participate via polls for voting for those issues where a poll vote is chosen by the Board for the duration of their term of office. Board members who don't have a personal computer may use a computer at public locations such as the library; the RTCA will not provide the means to participate in email voting.

**Section 5.** *Voting.* At the Annual Meeting, General Meeting, or at a special meeting of the club, voting shall be limited to those Regular Members in good standing who are eligible to vote and who are present at the Meeting except for the annual election of Officers and Directors and amendments to the Constitution and Bylaws and the Standard for the Breed which shall be decided by written ballot cast by mail or on the internet through a poll. When voting by internet poll, the member must use the email address that is registered with the Club. The Secretary shall validate email addresses used in voting. Voting by proxy shall not be permitted. The Board of Directors may decide to submit other specific questions for decision of the Members by written ballot cast by mail or use an internet poll. Members who don't have a personal computer may use a computer at public locations such as the library; the RTCA will not provide the means to participate in email/poll voting.

### Article III

#### Directors and Officers

**Section 1.** *Board of Directors.* The board shall be comprised of the officers and three other persons to be called Directors, all of whom shall be members in good standing and all of whom shall be elected for two-year terms at the club's annual meeting as provided in Article IV and shall serve until their successors are elected. General management of the club's affairs shall be entrusted to the board of directors. The Board shall be responsible for general supervision of the day to day affairs of the Club between its business meetings, fix the hour and place of meetings, make recommendations to the Membership, and perform other duties as are specified in these By-Laws and the Parliamentary Authority. The Board consists of the Executive Officers (President, Vice President, Treasurer, Corresponding Secretary and Recording



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Secretary) and four Directors. All members of the Board shall be members in good standing of the Club for a period of at least one (1) year and who are eligible to vote at the time of their election according to the By-Laws of the Club, and must remain in good standing at all times during the term of their office. Officers and Directors shall be elected for two-year terms or until their successors are elected. The terms of all Officers and Directors begin on the first day of March and end on the last day of the second following February.

- a. *Authorized Expenditures.* The Board shall have the power to authorize expenditures, on behalf of the Club, and may designate, by resolution to an Officer or Officers of the Club, the necessary power to employ and pay remuneration to agents. The Board shall have the necessary power to make expenditures for the purpose of furthering the objects of the Club. However, any proposed special expenditure outside the normal course of activities of the Club, which total amount is in excess of 15% of the balance in the Unrestricted Fund at the time, must be approved by a majority vote of the membership by way of a mail ballot.
- b. *Signing Authority.* All checks, drafts, and other orders for payment of money issued in the name of the Club shall be signed by the Treasurer and/or such officers of the Club as shall from time to time be authorized by resolution of the Board. All promissory notes or other evidence of indebtedness of the Club approved by the Board or the Membership shall be signed by the President or Vice President. As an additional measure of internal control, the signing authority at the bank for all accounts (including CD's) shall provide for two signatures for any transfer of funds or checks in the amount of \$5,000 or over.
- c. *Terms.* No Officer may be elected for more than three (3) consecutive terms to the same office, and no Director may be elected for more than three (3) consecutive terms; and further no Officer or Director of the Club may serve for more than six (6) consecutive years in any capacity on the Board, however, would be eligible for re-election after sitting out for at least one term.
- d. *Compensation.* No part of the net earnings of the organization shall inure to the benefit of, or be distributed to, its members, officers, directors or other private persons, except that the Board shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of its purpose.

**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 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 Recording Secretary shall keep a record of all meetings of the Club and of the Board. The minutes of all meetings of the Board shall be kept in a book available for inspection by any member at a reasonable time and place. The Club shall retain these minutes for a period of not less than seven years or as otherwise required by law, whichever is longer. These approved minutes, except Executive Sessions, minutes are to be posted on the Club's website as well as in the Club's newsletter. He or she shall notify new members of their election to membership, notify officers and directors of their election, keep a membership roll of the members of the Club with their address, and carry out such other duties as may be assigned by the Board or prescribed in these By-Laws.
- d. The Treasurer shall collect and receive all monies due or belonging to the Club. He or she shall deposit the same in a bank satisfactory to the Board and in the name of the Club. His or her books shall at all times be open to inspection at a reasonable time and place by any member of the Club. He or she shall report to the Board and to the membership at every meeting the condition of the Club's finances and shall summarize receipts and payments not previously reported. The Club's books will at a minimum be kept in hard copy. He or she shall arrange for a



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Certified Public Accountant to perform a review engagement on the financial records each year and report on his or her findings by way of a report to the financial statements. He or she shall also arrange for the preparation and filing of the appropriate tax returns each year, as is necessary. The Treasurer shall be bonded in such amount as the board of directors shall determine.

- e. The offices of Secretary and Treasurer may be held by the same person, in which case the board shall be comprised of 6 persons.

**Section 3.** *AKC Delegate.* The Delegate to The American Kennel Club shall be elected to a two-year term and serve as the official delegate of the Club. The AKC delegate shall report to the Club pertinent actions and matters discussed at the AKC's Quarterly Meetings. In years where a new Delegate is appointed, the previous year's Delegate may continue to represent the RTCA until the new Delegate has been seated. He or she shall act as a liaison between the Board and The American Kennel Club, and assume all duties normally appurtenant to this position. He or she shall not serve as Delegate until duly approved by The American Kennel Club, and shall continue to serve until a successor is duly approved by The American Kennel Club.

**Section 4.** *Vacancies.* Any vacancies occurring on the Board for health, resignation, cause or any other reason during the two-year term shall be filled until the next election by a majority vote of the remaining members of the Board, except that a vacancy in the office of President shall be automatically filled by the Vice President and the resulting vacancy in the office of Vice President shall be filled by the Board. Acceptance of a resignation will be at the discretion of the Board.

### Article IV

#### The Club Year, Nominations and Elections

**Section 1.** *Club Year.* The club's fiscal year shall begin on the 1st day of January and end on the last day of December. The Club's Official year shall begin February 1st and end on January 31st. The elected officers and Directors shall take office on the first day of February. Each retiring Officer shall turn over to his successor in office all properties and records, including the web site domain, relating to that office by February 1. At this time, the treasurer will also turn over the results of the latest audit.

**Section 2.** *Elections.* The election of Officers and Directors shall be conducted by mail ballot. Each member may submit only one ballot. If one or more valid additional nominations are received by the Recording Secretary, the Board shall appoint an independent agent or agency that does not have any direct personal involvement with any of the nominees or interest in the results of the election to mail the ballot packages, on or before thirty (30) days prior to the closing of ballots to each member that is eligible to vote on the day that is on or before thirty (30) days prior to the closing of the ballots, a ballot package. The Recording Secretary shall prepare an instruction/ballot sheet as follows:

- a. Balloting Instructions on the front side with the ballot on the reverse.
- b. List on the ballot the names of all nominees for contested positions in alphabetic order, followed by each nominee's current address.
- c. The Ballot and Instruction Sheet shall be printed on colored paper.

The Recording Secretary shall also prepare a ballot package, which shall consist of:

- a. An envelope marked "BALLOT", addressed to the agency selected by the Board to receive and count the ballots. The envelope will have the return address of the member to whom mailed, plus a designated place for the member's name and signature on the back.
- b. A smaller blank envelope for the ballot.
- c. An instruction/ballot sheet.
- d. All submitted resumes of the contested candidates.

The Recording Secretary shall arrange to deliver to the agency responsible for the mailing of the ballot packages, the following:



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- a. The ballot packages with the envelopes to be mailed duly addressed to the member eligible to vote and who is in good standing, sealed and stamped with the required first class postage amount, and
- b. A list of all members eligible to vote and who are in good standing together with his or her certification that the list is true, correct, and complete to the best of his or her knowledge and belief.

To be valid, ballots must be received by the independent entity on or before December 29. Ballots shall be counted by the independent entity on December 30, or the first business day following that date. The independent entity will notify both the President and the secretary of the results of the election, as well as the identity of any ballots that were uncounted. The secretary is responsible for notifying the board and the candidates of the results. Any request for a recount must be received by the secretary within ten days after the election results are announced to the board and the candidates.

The selected agency shall check all returns against the certified list of members eligible to vote and who are in good standing supplied by the Recording Secretary, prior to opening the outer envelopes and removing the blank envelopes containing the ballots. After opening the blank envelopes, the votes shall be counted. Votes for persons not nominated in accordance with the procedures detailed in these By-Laws shall not be counted. The selected agency shall certify the eligibility of the voters according to the certified list supplied by the Recording Secretary, as well as the results of the voting.

The nominated candidate receiving the greatest number of votes for each office shall be declared elected.

In the case of a tie, a runoff election between the tied candidates shall be held, with the ballots for the runoff to be mailed by January 15 and returned to the independent entity by January 30.

The fact that a club member eligible to vote and who is in good standing, also is a member of the agency hired to count the ballots does not affect his or her privilege to vote, except, that the club member shall not participate in any capacity with the counting of the ballots. No person who is a candidate for a contested position, nor any member of his immediate family, may be selected to receive and count the ballots.

**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 before July 15 of the year immediately preceding the end of the term of office of the Board. The Committee shall consist of three (3) Members from different areas of the United States and an alternate, all Members in good standing, no more than one of whom shall be a 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, telephone, fax or email.

- a. The Nominating Committee shall nominate from among the members who have been in good standing for a period of at least one (1) year and who are eligible to vote at the time of their nomination, according to the By-Laws of the Club, not more than one candidate for each office and for each other position on the Board and a candidate for Delegate to The American Kennel Club. The Chair of the Nominating Committee shall procure the written acceptance of willingness to run for office from each nominee. Geographical representation shall be considered by the committee, but it shall not be bound by such consideration. The committee shall submit its slate of candidates to the Recording Secretary not later than five months prior to the election. The Recording Secretary shall mail the list, including the name and address of each candidate, to each member of the Club, or may make the announcement in the Clubs newsletter; in time to reach each member not less than three months prior to the election. The date of the elections shall be the closing date for ballots as determined by the Board, and that date shall be stated in the announcement to the members. Additional nominations of eligible Members may be made by written petition addressed to the Secretary and received at his regular address on or before November 1, signed by five members and accompanied by the written acceptance of each such additional nominee signifying his willingness to be a candidate. Eligible members are members who are eligible to vote and have been a member of





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the RTCA for a minimum of one year. No person shall be a candidate for more than one position and the additional nominations which are provided for herein may be made only from among those Members who have not accepted a nomination of the Nominating Committee.

- b. If no valid additional nominations are received by the Secretary on or before November 1, the Nominating Committee's slate shall be declared elected and no balloting will be required.
- c. If one or more valid additional nominations are received by the Secretary on or before November 1, he shall, on or before November 15, mail to each Member in good standing a ballot listing all of the nominees for each position in alphabetical order, with the names of the States in which they reside, together with a blank envelope and a return envelope addressed to the independent entity designated by the Board to count the ballots marked "RTCA 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 independent entity. The designated independent entity shall check the returns against the list of Members whose dues are paid for the year in which the ballots were sent, prior to opening the outer envelopes and removing the blank envelopes, and shall certify the eligibility of the voters as well as the results of the voting. The results of the election shall be transmitted to the Secretary for notification of the candidates. Nominations cannot be made at the Annual Meeting or in any manner other than as provided above. Two members from the same household may not be nominated for office.

### Article V

#### Committees

- Section 1.** The Board may at any time establish and appoint Standing Committees to consider, investigate, or take action on certain matters or subjects, or to do all of these things, that the Board of Directors may deem appropriate and in the best interests of the Breed or the Club. All committees shall be given specific instructions. All of the Standing Committees report directly to the Board, with the exception of the Nominating Committee, and all members of any Standing Committee, unless discharged earlier, shall be automatically relieved of their duties two weeks after the end of the then sitting Board Members' term unless reinstated by the new Board. Standing Committees, including the nominating committee, are always subject to the final authority of the Board.
- Section 2.** Any committee appointment may be terminated by a majority vote of the full membership of the Board upon written notice to the appointee, and the Board may appoint successors to those persons whose services have been terminated.
- Section 3.** The Board may also appoint Special Committees to aid it in particular projects. If the committee is not given specific instructions otherwise, then it must assume it must restrict its activities to consider, investigate and report its findings back to the Board. All of the Special Committees report directly to the Board. All Special Committees will cease to exist, with the exception of any National Specialty Committee, either on the presentation of its final report to the Board at the completion of its assigned task or at the end of the then sitting Board Members' term, whichever shall occur first. Any National Specialty Committee will cease to exist on the completion of its assigned task or on the presentation of its final report to the Board, which ever shall occur later. All Special Committees are always subject to the final authority of the Board.
- Section 4.** The Board may at their discretion contract for services, that the Board may deem appropriate and in the best interests of the Breed or the Club. All services contracted will report directly to the Board, and all contracts shall include a clause that ends the contract prior to the first of March of each year, unless otherwise reaffirmed by the then sitting Board. All contracted services are always subject to the final authority of the Board.
- Section 5.** The Board shall assign to each committee a Board Member as a Board liaison, except the Nominating Committee. The Board liaison for each committee shall be an ex-officio member of that committee. That Board member shall have the





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right, but not the obligation, to vote, to participate in the proceedings of the committee, and shall not be counted in determining the number required for a quorum or whether a quorum is present at a meeting.

### Article VI

#### Discipline

**Section 1.** *American Kennel Club Suspension.* Any member who is suspended from all the privileges of The American Kennel Club automatically shall be suspended from the privileges of this club for a like period.

**Section 2.** *Charges.*

- a. Any member may prefer charges against a member for alleged misconduct prejudicial to the best interests of the Club or the Breed or for willfully and knowingly violating any provision of the Constitution or By-Laws contained herein. Written charges with the specifications must be filed in duplicate with the Recording Secretary together with a deposit. The amount of this deposit shall be determined by a majority vote at the annual meeting of the membership or by written ballot cast by mail. Recommendations and rationale for changes in the amount of the deposit shall be provided by the Board either in the Club newsletter or by mail at least one month prior to the annual meeting at which the change is to be voted on, or in the mailing of the written ballot to the membership. This deposit shall be forfeited if such charges are not sustained by the Board or by a Charge of Investigation Committee appointed by the Board following a hearing. Such Charge of Investigation Committee shall consist of three (3) members, some or all of whom may be Board members. The Recording Secretary shall promptly send a copy of the charges to each member of the Board or present them at a meeting of the Board. Provided that a majority of the Board is present, an affirmative vote of the majority of those present is required for the conduct of business, 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 or that the member has willfully and knowingly violated any provision of the Constitution and By-Laws contained herein. If the Board, with an affirmative vote of five (5) Board Members present being required for conduct of business, considers that the charges do not allege conduct which would be prejudicial to the best interests of the Club or of the Breed, or the member has not willfully and knowingly violated any provision of the Constitution and By-Laws contained herein., may refuse to entertain jurisdiction. Provided that a majority of the Board is present, an affirmative vote of the majority of those present is required for the conduct of business, and if the Board entertains jurisdiction of the charges, it shall fix a date of a hearing to be held by the Board or by a Charge Investigation Committee, appointed by the Board, the hearing to be held not less than three weeks nor more than six weeks thereafter. The Recording 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 accused may personally appear in his or her own defense and have witnesses present if he or she wishes.
- b. If the member preferring charges is a member of the Board and/or if the member against whom the charges have been preferred is a member of the Board then the following shall take effect:
  - i. The balance of the Board with an affirmative vote of five (5) members of the balance of the Board present being required for conduct of business, will 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, or the member has willingly and knowingly violated any provision of the Constitution or By-Laws contained herein.
  - ii. If the balance of the Board, with an affirmative vote of five (5) members of the balance of the Board present being required for conduct of business, considers that the charges do not constitute conduct prejudicial to the best interests of the Club or the Breed, or that the member has not willingly and knowingly violated any provision of the Constitution or By-Laws contained herein, may elect to not entertain jurisdiction.



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- iii. If the balance of the Board, with an affirmative vote of five (5) members of the balance of the Board present being required for conduct of business, entertains jurisdiction of the charges, the balance of the Board, with an affirmative vote of five (5) members of the balance of the Board present being required for the conduct of business, shall appoint a Charge Investigation Committee, consisting of five (5) members, some or all of whom may be Board Members, and shall fix a date of the hearing to be held not less than three (3) weeks nor more than six (6) weeks thereafter.
- iv. All other provisions shall be the same as set out in Section 2(a) above.

**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 reprimand or suspend the defendant from all privileges of the club for not more than six 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 fellow members at the ensuing club meeting which considers the board's recommendation. Immediately after the board has reached a decision, its finding 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 proceedings may occur at a regular or special meeting of the club. The defendant shall have the privilege of appearing in his own behalf, though no evidence shall be taken at this meeting. The President shall read the charges and the board's finding and recommendation, and shall invite the defendant, if present, to speak in his own behalf if he 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 bylaws may be proposed by the board of directors or by written petition addressed to the Secretary signed by 20 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 months of the date when the petition was received by the Secretary.

**Section 2.** The constitution and bylaws may be amended by a 2/3 secret vote of the members present and voting at any regular or special meeting called for the purpose, provided the proposed amendments have been included in the notice of the meeting and mailed to each member at least two weeks prior to the date of the meeting.

**Section 3.** No amendment to the constitution bylaws 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 VIII

#### Dissolution

**Section 1.** The club may be dissolved at any time by the written consent of not less than 2/3 of the members who are eligible to vote and are in good standing. 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.



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### Article IX

#### Order of Business

**Section 1.** At meetings of the Club, the order of business so far as to the character and nature of the meeting, unless directed by a 2/3's vote of the members present, shall be as follows:

- Roll Call
- Reading of Minutes of Last Meeting
- Reports of Officers
- Reports of Committees
- Election of New Members (Appeals from the Board of Directors)
- Unfinished Business
- New Business
- Adjournment

**Section 2.** At meeting of the Board of Directors, the order of business, unless otherwise directed by 2/3's vote of those present, shall be as follows:

- Roll Call
- Reading of Minutes of Last Meeting
- Reports of Officers
- Reports of Committees
- Unfinished Business
- Election of New Members
- New Business
- Adjournment

### 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 bylaws and any other special rules of order the club may adopt. No other Parliamentary Authority will be binding on the Club.