



# Enchantment Great Pyrenees Club

## **BYLAWS**

### **ARTICLE 1 - MEMBERSHIP**

#### **Section 1. Eligibility**

(a) Membership in the club shall be open to all persons sixteen (16) years of age and over, who are in good standing with the American Kennel Club, who subscribe to the objectives of this club and who meet the requirements of the remainder of this article.

#### **Section 2. Classification**

- (a) Full membership shall be for individuals or families to include (1) vote, newsletter subscription, and ability to participate in all club activities. Full members must reside in New Mexico or a contiguous state (Arizona, Utah, Colorado, Oklahoma or Texas). No voting of any kind shall be done by proxy, with the exception of elections and as stated in Section 6 of this Article.
- (b) Associate membership shall be for individuals or families who wish to receive the newsletter subscription only. There is no geographical limitation for this membership.
- (c) Rescue membership shall be automatically conferred, for a period not to exceed one year, to individuals or families which have had a rescued Pyrenees placed permanently with them by the EGPC. Rescue members shall not be required to pay dues, nor shall they have the privileges of voting or holding office until such time as full membership had been recognized. They are able and encouraged to participate in all club activities.
- (d) Honorary membership may be conferred by the Board of Directors upon any individual who has performed outstanding service to this club, the breed, or to dogs in general. Honorary members need not reside within the club's jurisdiction. Honorary members shall not be required to pay dues, nor shall they have the privileges of voting or holding office.
- (e) All membership applications shall be kept for the life of the club in a designated book.

#### **Section 3. Dues**

Dues obligations shall be as follow:

- (a) Initiation fees for new members and dues for regular members, for the ensuing club year, shall be set annually by the Board of Directors no later than January 31<sup>st</sup>. It shall be the duty of the Board at all times to keep dues and fees as low as possible consistent with supporting the objectives of the club.
- (b) During the month of May, notices of dues for the ensuing year (due by July 1<sup>st</sup>) shall be sent by the Treasurer with the exception of rescue members. Rescue members shall be sent a membership application packet by the Secretary.
- (d) Applicants for full or associate membership who apply after the tenth month of the fiscal year (May or June) shall be considered paid through the next year.
- (e) Each statement or invoice for membership (full or associate) shall carry the following reminder: "With renewal of membership, each member reaffirms his adherence to the club Constitution and Bylaws and Code of Ethics."

#### **Section 4. Membership Applications**

- (a) Each applicant for membership (full or associate) shall apply on a form as approved by the Board of Directors of the club, which shall provide that the applicant agrees to adhere to these Constitution and Bylaws and the club's Code of Ethics. Applicants shall have read the Constitution and Bylaws and the Code of Ethics prior to submitting the application form.
- (b) Applications shall be sent to the Membership Chairman with the applicant's agreement to adhere to the club Constitution and Code of Ethics. At the time of submitting his application, the prospective member shall submit dues payment for the current year.
- (c) Each applicant's name shall appear in the club publication. If no objection is received by the Membership Chairman within (30) days of such publication, the applicant shall automatically become a club member. If an objection is received, the application shall be considered at the next general meeting of the club (see Article II, Sections 1 and 2).

#### **Section 5. Termination of Membership**

Membership shall be terminated by:

- (a) 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.
- (b) Nonpayment of dues – Membership shall be considered automatically terminated if a member's dues remain unpaid sixty (60) days after the first day of the fiscal year (July 1<sup>st</sup>). Reinstatement may be obtained during the year of delinquency by payment of the full current year's dues and any outstanding obligations.
- (c) Delinquency – Delinquency for a period of thirty (30) days in satisfying assessments or miscellaneous charges shall be cause for suspension of membership privileges and shall be self-executing. Failure to pay assessments or miscellaneous charges within ninety (90) days shall terminate membership. Reinstatement may be made in a manner described in Section 5 (b).
- (d) Expulsion – A membership may be terminated by expulsion as provided in Article VII in this Constitution and Bylaws.

#### **Section 6. Assessments and Miscellaneous Charges**

- (a) Assessment may be levied only by a ballot vote by mail of the membership. At least fifty percent (50%) of the membership must return voted ballots with two-thirds (2.3) of the votes cast being in the affirmative. The Treasurer shall notify all members of the assessments levied. Assessments may only be levied on full members.

### **ARTICLE II – MEETINGS**

#### **Section 1. Club Meetings**

- (a) General Meetings- There shall be a minimum of one (1) general business meeting per year at such hour(s) and place(s) as designated by the Board of Directors. The membership shall be notified a minimum of thirty (30) days in advance of any business meeting. The quorum for such meeting(s) shall be ten percent (10%) of the voting members in good standing.
- (b) Special Club Meeting – Special club meetings may be called by the Board of Directors. Also, upon receipt of a petition signed by ten percent (10%) of the members in good standing, the Secretary shall call a special meeting to be held within thirty (30) days. The written notice of such meetings shall be mailed by the Secretary at least fifteen (15) days prior to the date of the meeting. Said notice shall state the purpose of the meeting, and no club business other than the stated purpose may be transacted thereat. The quorum for such a meeting shall be ten percent (10%) of the members in good standing.
- (c) Board Meetings – A minimum of four (4) meetings of the Board of Directors shall be held per year. A tentative calendar designating such meetings shall be established and published by the Board early in the club year. Notice of any changes in such meetings shall be given by direct communication from the

Secretary to all Board members as soon as possible (and published, if sufficient time is available), preferably at least five (5) days prior to the date of the meeting. The quorum for Board Meetings shall be five (5). Except for those dealing with disciplinary matters, all Board Meetings shall be open to the membership, who are encouraged to attend to express their views.

- (d) Special Board Meetings – Special meetings of the Board may be called by the President or shall be called by the Secretary upon the receipt of a written request signed by at least five (5) members of the Board. Such special meeting shall be held at such hours and places as designated by the person(s) authorized to call such a meeting. Notice of any changes in such meetings shall be given by direct communication from the Secretary to all Board members at least five (5) days prior to the date of the meeting; telephonic or telegraphic notice shall be accomplished at least three (3) days prior to the meeting. Any such notice shall state the purpose of the meeting and no other business shall be transacted thereat. The quorum for such a meeting shall be five (5).

## **Section 2. Publication of Agendas and Minutes**

- (a) An agenda of matters to be considered at a Board meeting shall, to the extent practical, be published in the official club publication preceding the Board meeting. A digest of the Board's actions shall be published in the official club publication following each meeting.
- (b) A digest of the minutes of the general business meetings shall be published in the official club publication immediately following each meeting.

## **ARTICLE III – OFFICERS AND DIRECTORS**

### **Section 1. Officers**

- (a) The club's officers (President, Vice President, Secretary, and Treasurer ) shall serve for two (2) years.
- (b) The President shall preside at all meetings of the club and shall have the duties and powers normally appurtenant to the office of the President. In case of the inability of the President to preside, the succession shall be listed as in the first sentence of this Article (above).
- (c) The Vice President shall be responsible for maintaining liaison between the club's committees and the Board of Directors and shall be responsible to the President for the impartial investigations of any infraction of the Code of Ethics. He shall have the power and shall exercise the duties of the President in the case of the President's death, absence or incapacity.
- (d) The Secretary shall keep minutes of all the meetings and the minutes shall at all times be open to inspection of the membership. Minutes of the general business meetings and digests of the Board of Directors meetings shall be furnished to the Editor of the official club publication for publication. The Secretary shall have charge of correspondence as directed by the Board and shall notify members of special meetings, notify all officers and directors of their election to office, and carry out such duties as are prescribed by these Constitution and Bylaws.
- (e) The Treasurer shall keep a roll of the members of the club with their addresses and shall collect and receive all monies due or belonging to the club and receipt thereof. He shall deposit same in the name of the club in a bank satisfactory to the Board of Directors. His books shall be open to inspection by the membership at all times and he shall report the condition of the club's finances to the membership at each general business or Board meeting. He shall render to the membership, through the Board of Directors, an account of all monies received and expended during the previous fiscal year within thirty (30) days after the close of the fiscal year. He shall pay all obligations incurred by the club upon due authorization of the membership or the Board of Directors and shall retain vouchers or paid bills substantiating all disbursements during his term of office. He shall be responsible for the filing of all necessary tax forms. His books shall be audited annually by a committee or independent auditor appointed by the President and approved by the Board of Directors. Any checks issued by the Treasurer over \$200.00 shall be countersigned by another officer of the club or board member.

## **Section 2. Board of Directors**

- (a) The Board of Directors shall consist of seven (7) members, two (2) of whom shall be Directors at Large and the remaining five (5) shall be the President, Vice President, Secretary, Treasurer, and Rescue Chairperson.
- (b) The term of office for each of the two (2) Directors at Large shall be two (2) years. One Director shall be elected each year, so that there are not two (2) new Directors in the same year.
- (c) The Board of Directors shall be the policy-planning body. It shall concern itself with all matters which may affect the interest or welfare of the club and shall submit its recommendations in connection therewith to the members for consideration.
- (d) The Board of Directors is subordinate to the club. However, in such matters as are accepted policies of the club, and have been so recorded in the minutes, the Board shall have the power to act, when necessary, without consulting the membership.

## **Section 3. Vacancies**

- (a) A vacancy is deemed to have occurred whenever a formal written resignation is delivered to the Secretary. In the absence of a written resignation, an officer's or Director's absence from 3 consecutive board meetings, or 3 meetings over a period of 1 year may constitute a vacancy of that position subject to Board action.
- (b) With the exception of the Presidency, which shall automatically be assumed by the Vice President, any vacancy occurring on the Board during the year shall be filled by appointment by the Board of Directors. Such appointment shall be valid only until the next annual election.

# **ARTICLE IV – CLUB YEAR, NOMINATIONS, ELECTIONS**

## **Section 1. Club Year**

- (a) The club's fiscal and official year shall begin on the first day of July and end on the thirtieth day of June.

## **Sections 2. Nominations**

- (a) The Nominating Committee shall consist of three (3) members. The committee shall be elected by ballot vote by the Board of Directors within one hundred twenty (120) days of the commencement of the club year. The chairman of the committee shall then be designated by the President. No more than one Board member may serve on the Nominating Committee.
- (b) The Nominating Committee shall be responsible for nominating candidates for club offices and Board of Directors positions.
- (c) The Nominating Committee shall ascertain the eligibility of the candidates and shall discuss with each the job description and their desire to serve.
- (d) All candidates for the office of President shall have been club members for a minimum of three (3) years. All candidates for the offices of Vice President, Secretary, or Treasurer shall have been club members for a minimum of two (2) years. All candidates for Directors at Large shall have been members for a minimum of one (1) year. Memberships must be continuous for the above specified number of years prior to the year beginning service.
- (e) All nominations shall be reported to the Board of Directors by the Nominating Committee prior to March 20<sup>th</sup>.
- (f) The Nominating Committee Chairman shall be responsible for forwarding tot the Secretary all nominations.
- (g) Any person who has the written recommendation by petition of ten percent (10%) of the membership shall be included on the ballot. Such petitions shall be sent to the Secretary prior to March 15<sup>th</sup>.
- (h) The Secretary shall prepare and mail ballots to all members eligible to vote, as defined in Article 1, Section 2 (a) by April 2<sup>nd</sup>. The nominations shall also appear in the official club publication.
- (j) Voted ballots shall be delivered or posted to the Secretary by June 20<sup>th</sup>.

- (k) The Nominating Committee shall oversee the opening and counting of the ballots. the ballots and the envelopes shall be kept on file with the Secretary for a period of ninety (90) days.
- (l) If there is competition for any position up for election, the procedures in (f), (h), (j), and (k) shall be followed. Otherwise the slate of candidates shall be declared elected as nominated without balloting.
- (m) In two (2) years time, from the submission of these Bylaws to the Stat of New Mexico, the matter of term limits will be revisited by the Board.
- (n) Board Members and officers may not be husband and wife or close relatives.

## **ARTICLE V – CLUB PUBLICATION**

### **Section 1. Newsletter**

- (a) The Club shall keep its membership, the GPCA and other GPCA affiliated clubs informed through an official Club publication, to be published four (4) times per year (preferably quarterly). The purpose is to provide timely dissemination of information. The inclusion of articles and items of general interest may be included in the publication. The name of the official publication will be the Pyr-Chant.
- (b) In the event that the club need be informed of current events or articles of important nature, a news brief may be released. Said briefs are not to replace any edition of the Pyr-Chant, nor may they be published more than twice in any given year.
- (c) A digest of the Pyr-Chant and all news briefs is to be kept by the newsletter editor and open for review by any club member.

## **ARTICLE VI – COMMITTEES**

### **Section 1. Inception**

- (a) Within thirty (30) days of assuming office, the President shall appoint the Editor of the official club publication, an Historian and a Membership Chairperson. He shall also, as soon as feasible, appoint such other committee chairmen as he deems necessary. Such appointments shall be subject to the approval of the Board of Directors.

### **Section 2. Termination**

- (a) Any committee appointment or committee may be terminated by the majority vote of the full membership of the Board upon written notice to the appointee and the president. Subject to approval by the Board, a successor(s) to those persons whose service has been terminated may be appointed.

## **ARTICLE VII – DISCIPLINE**

### **Section 1. American Kennel Club Suspension**

- (a) Any member who is suspended from privileges of the American Kennel Club shall automatically be suspended from the privileges of this club for a like period.
- (b) Upon substantial professional verification of proof of no wrong doing, the suspension may be repealed by a unanimous vote of the Members of the Board. If this person should be a Board Member, the vote shall consist of the remaining members.
- (c) If the suspension is repealed, the member shall retain voting and participation privileges. However, the member will not be eligible to hold office or jeopardized the club by participating in AKC events unless given written permission by the AKC and filed with the Secretary of the Club at least ten (10) days prior to the event.

## **Section 2. Charges (See also alternative procedure as cited in Implementation in the Code of Ethics)**

- (a) Any member or non-member may prefer charges against a member for alleged misconduct prejudicial to the best interests of the club or breed. Written, signed charges with specifications must be filed in duplicate with the Secretary together with a deposit of twenty-five dollars (\$25.00) which shall be forfeited if such charges are not sustained. The Secretary shall promptly notify the Board of Directors which shall meet and fix a date for a Board hearing not less than three (3) nor more than six (6) weeks thereafter. The Secretary shall promptly send one (1) copy of the original charges to the accused member by certified mail, return receipt requested, together with the notice of the hearing and as assurance that the defendant may personally appear in his own defense and bring witnesses if he wishes.
- (b) The Board of Directors may prefer charges against persons who shall so bring to its attention any matter which, upon investigation, shall be found to have been reported to it from malicious or untruthful motives or to have been based upon suspicion without foundation of fact or knowledge.
- (c) The Board of Directors shall have the power to investigate any matter which it believes might be prejudicial to the best interests of the club and the breed (including matters presented by non-Club members). If, after such investigation, the Board believes that sufficient evidence exists to warrant preferring charges against a person or persons, it may do so by filing written charges in duplicate with the Secretary, along with a notice of a hearing date, which shall not be less than three (3) nor more than six (6) weeks thereafter. The Secretary shall promptly send one 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 own defense and bring witnesses if he wishes.

## **Section 3. Board Hearings**

- (a) The Board of Directors shall have complete authority to decide whether counsel may attend a hearing, but both the complainant and defendant shall be treated uniformly in this matter. Should the charges be sustained, after hearing all the evidence and testimony presented by the complainant and the defendant, the Board may by a majority vote of those present reprimand the defendant or may suspend him from all privileges of the club for a period of not more than six (6) months from the date of the hearing. (However, if the Board deems reprimand or suspension to be insufficient punishment, it may also recommend to the membership that the penalty be expulsion.) 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 had reached a decision, its findings shall be put in written form and filed with the Secretary. The Secretary in turn shall notify each of the parties of the Board's decision and penalty, if any. The Secretary shall also notify the Editor of the official club publication of the Board findings, and the finding shall be published (according to AKC procedure for announcing such disciplinary actions.)

## **Section 4. Expulsion**

- (a) Expulsion of a member from the club may be accomplished only at a meeting of the club following a Board hearing and upon recommendation of the Board 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 right of appearing in his own behalf, although no evidence shall be taken at this meeting. The President shall read the charges and the finding of the Board and shall invite the defendant if present, to speak in his own behalf if he wishes. The membership, including the complainant and the defendant shall then vote by secret written ballot on the proposed expulsion. A two-third (2/3) vote of those present at the meeting shall be necessary for expulsion. If expulsion is not so voted, the Board's suspension shall stand.

## **ARTICLE VIII-AMENDMENTS**

### **Section 1.**

- (a) Amendments to this Constitution and Bylaws may be proposed by the Board of Directors or by written petition addressed to the Secretary signed by ten percent (10%) of the membership. Amendments proposed by such petition shall be promptly considered by the Board of Directors.

### **Section 2.**

The Constitution and Bylaws shall be amended in the following manner:

- (a) Proposed amendments and recommendations for consideration must be submitted to the membership by the Secretary within sixty (60) days of the date when the petition was received by the Secretary. Twenty-five (25) to thirty-five (35) days thereafter, a mail ballot shall be submitted to the membership and such ballots shall be returned to the Secretary postmarked prior to a date specified by the Board of Directors, which date shall be no less than fifteen (15) nor more than thirty (30) days after the ballots were mailed out. The Board shall open and count the ballots and the ballots and envelopes shall be kept on file for a period of ninety (90) days. In order for an amendment to pass, at least fifty percent (50%) of the membership must return voted ballots with two-thirds (2/3) of the votes being cast in the affirmative. Amendments shall take effect immediately after an affirmative count.

### **Section 3.**

A copy of each approved amendment shall be mailed to each club member. Publication in the official club publication shall fulfill this requirement.

## **ARTICLE IX – DISSOLUTION**

### **Section 1.**

- (a) The club may be dissolved at any time by the written consent of not less than three-quarter (3/4) of the membership. In the event of the dissolution of the club, 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 shall be given to the GPCA or a charitable organization for the benefit of dogs, such organization to be selected by the Board of Directors.

## **ARTICLE X- DONATIONS, ENDOWMENTS, REQUESTS, LEGACIES, TRUSTS, ETC**

### **Section 1.**

- (a) Benefactors of the club are to be encouraged to specify the purposes and use of gifts, including any restrictions. In the absence of donor instructions, gifts shall be used only for the betterment of the breed. All gifts shall be administered by the Board of Directors. When the amount from any gift or aggregate of gifts in any one club year exceeds ten thousand dollars (\$10,000.00), the gift or gifts shall be subject to an annual outside audit. Unrestricted gifts shall not be commingled with other club funds and shall not be used for trophies, social events or similar activities which are not directly associated with the betterment of the breed.

## **ARTICLE XI-CODE OF ETHICS**

### **Section 1.**

- (a) The Code of Ethics of the Enchantment Great Pyrenees Club, Inc as adopted by the club, shall be a part of this Constitution and Bylaws.

## **ARTICLE XII – PARLIAMENTARY AUTHORITY**

### **Section 1.**

- (a) On all matters of procedure not herein provided for, Roberts' Rules of Order, Newly Revised, shall be exclusive authority for action.