



The Scottish Terrier Club of Greater Atlanta, Inc.

BY-LAWS

ARTICLE I

MEMBERSHIP

SECTION 1 ELIGIBILITY

There shall be four classifications of membership open to all persons 18 years of age and older who are in good standing with the American Kennel Club and who subscribe to the purposes of the STCGA.

- A. Individual Membership: Open to all persons 18 years of age and older.
- B. Family Membership: Open to any two persons over 18 years of age residing at the same address. Each member shall have one (1) vote in all club affairs.
- C. Honorary Membership: Open to individuals who have performed outstanding service to the betterment of The Club and of the Breed. The Board of Directors may nominate a person for Honorary Membership at a meeting of the Board. This nomination shall be presented at the next regular meeting of The Club where a majority vote of the members present and voting will elect the nominee to Honorary Membership. An Honorary member shall have all rights and privileges of regular membership. A member may make a recommendation to the Board with substantiating information.
- D. Associate Individual or Associate Family Membership: Same requirements as paragraphs A and B above, but individuals or family who live a great distance or can not attend meetings. The Associate Member would not have a vote or be able to petition the Board. Their status could be changed to regular membership status upon petition in writing to the Club Secretary. The dues would remain the same as regular membership.

In addition, Junior Membership is open to any individual who is 10 to 17 years of age. Junior members shall not be entitled to vote in Club affairs or hold office in the Club, but shall be eligible for any trophies and awards offered by or through the Club.

SECTION 2 **DUES**

Membership dues shall be established by a General meeting with two-thirds (2/3) of the members present voting in favor of amended dues, payable on or before the 1st day of March of each year. During the month of January, the Treasurer shall send to each member a statement of the dues for the ensuing year.

SECTION 3 **ELECTIONS TO MEMBERSHIP**

Each applicant for membership shall attend two meetings within the six (6) month period before applying for membership on a form as approved by the Board of Directors and shall provide that the applicant agrees to abide by the Constitution and By-Laws and the rules of the American Kennel Club. The application shall state name, address and occupation and it shall carry the endorsement of two Club members. Accompanying the application the prospective member shall submit a signed copy of the Code of Ethics and dues payment for the current year.

All applications are to be filed with the Recording Secretary and each application is to be read at the first meeting of the Club following its receipt. A list of the applications will be published in the next newsletter, for review by the membership. The applicants will be voted on in the next meeting, following the publication of their application. An affirmative vote of three-fourths (3/4) of the members present and voting at that meeting shall be required to elect the applicant.

Applications 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 Recording Secretary; but no member may resign when in debt to the Club. Dues obligations are incurred on the first day of each fiscal year. 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 after the first day of the fiscal year; however, the Board may grant an additional 90 days of grace to such delinquent members in a meritorious case. 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 By-Laws.

ARTICLE II

MEETINGS AND VOTING

SECTION 1 **CLUB MEETINGS**

Meetings of the club shall generally be held in (or within 50 miles) Atlanta at least six times each club year, time and place as designated by the Board of Directors. Written notice of the meeting will be made to all members by the Recording Secretary, or a committee established for such purpose or published in the Club newsletter at least 5 days

prior to the meeting. The quorum for such meetings shall be 15% of the members in good standing. Meeting locations may be outside the 50-mile radius by majority vote of the Board members present at a Board meeting.

SECTION 2 **SPECIAL MEETINGS**

Special Club meetings may be called by the President, or by a majority vote of the members of the Board of Directors who are present and voting at any regular or special meeting of the Board and shall be called by the Recording Secretary upon receipt of a petition signed by five members of the Club, who are in good standing. Such special meetings shall be held in (or within 50 miles of) Atlanta at such place, date, and time as may be designated by the person or persons authorized herein to call such meetings. The Recording Secretary shall mail written notice a meeting at least five (5) days and not more than fifteen (15) days prior to the date of the meeting, said notice shall state the purpose of the meeting, and no other Club business shall be transacted thereat. The quorum for such a meeting shall be 15% of the members in good standing.

SECTION 3 **BOARD MEETINGS**

Meetings of the Board of Directors shall be held at least six (6) times each club year, at such place, date and time as the Board designates. The Recording Secretary shall make written or verbal notification of each such meeting or committee established for such purpose or published in the Club newsletter, at least five (5) days prior to the meeting. The quorum for such a meeting shall be a majority of the Board.

SECTION 4 **SPECIAL BOARD MEETINGS**

Special meeting of the Board of Directors may be called by the President or by written request signed by at least three members of the Board. The Recording Secretary shall call the meeting. Such special meetings shall be held at such location, place, date and hour as determined by the person authorized herein to call such a meeting. Written or verbal notice shall be made by the Recording Secretary or committee established for such purpose 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 business to be transacted thereat. A quorum for such a meeting shall be a majority of the Board.

SECTION 5 **VOTING**

Each member in good standing whose dues are paid for the current year shall be entitled to one vote at any meeting of the Club at which they are present. Proxy voting will not be permitted at any Club meeting or election. Associate members may not vote.

ARTICLE III

DIRECTORS AND OFFICERS

SECTION 1 **BOARD OF DIRECTORS**

The Board shall be comprised of the President, Vice-President, Recording Secretary, Corresponding Secretary, Treasurer, and Five (5) other members, all of whom shall be in good standing and all of whom shall be elected for one (1) year terms at the Club's annual meetings 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.

SECTION 2 OFFICERS

The Clubs officers, consisting of the President, Vice-President, Recording Secretary, Corresponding Secretary and Treasurer shall serve in their respective capacities with regard to both the Club and its meetings and the Board and its meetings.

- A. The President shall preside at all meetings of the Club and the Board, and shall have the duties and power normally appurtenant to the office of President in addition to those particularly specified in these by-laws.
- B. Vice-President shall have the duties and exercise the powers of the President in case of the President's death, absence or incapacity.
- C. Recording Secretary shall keep a record of all meetings of the Club and of the Board and of all matters of which a record shall be ordered by the Club. They shall keep a roll of the members of the Club, with their addresses, and carry out such duties as prescribed by the By-Laws.
- D. The Corresponding Secretary shall have charge of correspondence, notify members of meetings, notify new members of their election to membership, officers and directors to their election to office, and carry out such duties as prescribed by the By-Laws.
- E. The Treasurer shall collect and receive all moneys due or belonging to the Club. They shall deposit the same in a bank designated by the Board, in the name of the Club. The books shall at all times be open to inspection of the Board and the Treasurer shall report to them at every meeting the condition of the Club's finances and every item of receipt or payment not before reported; and at the annual meeting shall render an account of all moneys received and expended during the previous fiscal year. The Treasurer may be bonded in such amount, as the Board of Directors shall determine.

- F. The office of Recording Secretary and Corresponding Secretary may be held by the same person, in which case the Board shall be composed of the officers and five (5) other persons.

SECTION 3 VACANCIES

Any vacancies occurring on the Board or among the officers during the year shall be filled until the next annual election by a majority vote of all the Board members at its first regular meeting following the creation of such vacancy, or at a Special Board Meeting called for that purpose; except that a vacancy in the office of President shall be filled automatically by the Vice-President, and the resulting vacancy in the office of Vice-President shall be filled by the Board. Any member absent from two (2) Board meetings may, by a majority vote of the Board, have their position declared vacant to be filled as established above.

ARTICLE IV

THE CLUB YEAR, ANNUAL MEETING, ELECTIONS

SECTION 1 CLUB YEAR

The Club's official and fiscal year shall begin on May 1st and shall continue through April 30th of the following year.

SECTION 2 **ANNUAL MEETING**

The annual meeting shall be held in the month of April at which Officers and Directors for ensuing year shall be elected by secret, written ballot from among those nominated in Section 4 of this Article. They shall take office on May 1st. Each retiring officer shall turn over to their successor in office all properties and records relating to that office within thirty (30) days after the election.

SECTION 3 **ELECTIONS**

The nominated candidate receiving the greatest number of votes for each office shall be declared elected. The five (5) nominated candidates for other positions on the Board who receive the greatest number of votes for such positions shall be declared elected.

SECTION 4 **NOMINATIONS**

No person may be a candidate in a Club election who has not been nominated during the month of January. The Board shall select a Nominating Committee consisting of three (3) members and two (2) alternates, not more than one (1) of whom shall be a Board member. The Corresponding Secretary shall immediately notify the committee persons and the alternates of their selection. The Board shall name a Chairperson for the Committee and it shall be their duty to call a committee meeting which shall be held on or before February 1.

- A. The Committee shall nominate one candidate for each office and five (5) candidates for the five other positions on the Board, and after securing the consent of each person so nominated, shall immediately report their nominations to the Recording Secretary in writing.
- B. Upon receipt of the Nominating Committee's report, the Corresponding Secretary shall before February 15th notify each member in writing of the candidates so nominated.
- C. Additional nominations may be made at the March meeting by any member in good standing provided that the person so nominated does not decline when their name is proposed, and provided further that if the proposed candidate is not in attendance at this meeting, their proposer shall present the Recording Secretary a written statement from the proposed candidate signifying their willingness to be a candidate. No person may 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.
- D. Nominations can not be made at the annual meeting or in any manner other than provided in this section.

ARTICLE V

COMMITTEES

SECTION 1 **STANDING/ SPECIAL COMMITTEES**

The Board may, each year, appoint standing committees to advance the work of club in such matters as specialty shows, obedience trials, trophies, annual prizes, membership and other fields which may well be served by committees. Such committees shall always be subject to the final authority of the Board. Special committees may also be appointed by the Board to aid it on particular projects. All original documents pertaining to any Committee shall be the property of the Club and shall be made available to the Board of Directors within seven (7) days of written request by the Board of Directors or upon

termination of the committee member. Failure to present these documents will be grounds for discipline under Article VI, Discipline.

SECTION 2 **COMMITTEE TERMINATION**

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.

ARTICLE VI

DISCIPLINE

SECTION 1 **AMERICAN KENNEL CLUB**

Any member who is suspended from the privileges of the American Kennel Club automatically shall be suspended from the privileges of the Club for a like period.

SECTION 2 **CHARGES**

Any member may prefer charges against a member for alleged misconduct prejudicial to the best interest of the Club or the breed. A member signing the Code of Ethics is presumed to understand that Code and those activities contrary to the Code may constitute conduct prejudicial to the best interest of the Club or breed. Written charges outlining detailed verifiable specifications must be filed in duplicate with the Recording Secretary together with a deposit of \$50.00, which shall be forfeited if such charges are not sustained by the Board following a hearing. The Corresponding Secretary shall promptly send a copy of the charges to each member of the Board or present them at a Board meeting and the Board shall first consider whether the actions alleged in the charges if proven, might constitute conduct prejudicial to the best interest of the Club or the breed. If the Board considers that the charges do not allege conduct which would be prejudicial to the best interest of the Club or breed it may refuse to entertain jurisdiction. If the Board entertains jurisdiction of the charges it shall fix a date of a hearing by the Board neither less than three (3) weeks nor more the six (6) weeks thereafter. The Recording Secretary shall promptly send one copy of the charges to the accused member by registered mail together with a notice of the hearing and an assurance that the defendant may personally appear in their own defense and bring witnesses if they wish.

SECTION 3 **BOARD HEARINGS**

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 the complainant and defendant, the Board may by a majority vote of those present 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 appeal before their 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 Recording Secretary. The Corresponding 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 to be held within sixty (60) days but no earlier than 30 days after the date of the Board's recommendation of expulsion. The defendant shall have the privilege of appearing in their own behalf, through no evidence shall be taken at this meeting. The President shall read the charges and the Board's findings and recommendations and shall invite the defendant if present, to speak on their behalf if they wish. The meeting shall then vote by secret written ballot on the proposed expulsion. A two-thirds (2/3) vote of those present and voting at the meeting shall be necessary for expulsion. If expulsion is so voted, the Board's suspension shall stand.

ARTICLE VII

AMENDMENTS

SECTION 1 **PROPOSED AMENDMENTS**

A. Amendments to the constitution and by-laws, the Logo of the STCGA may not be deleted or altered, except by Amendment of the Constitution and Bylaws as proposed by the Board of Directors or by written petition addressed to the Recording Secretary signed by fifteen percent (15%) 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 the recommendations of the Board by the Recording Secretary or a vote within three (3) months of the date when the petition was received by the Recording Secretary.

SECTION 2 **VOTING ON AMENDMENTS**

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

ARTICLE VIII

DISSOLUTION

SECTION 1 **DISSOLUTION**

The Club may be dissolved at any time by written consent of not less than fifteen percent (15%) of the members. 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 member 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 benefits of dogs selected by the Board of Directors.

ARTICLE IX

ORDER OF BUSINESS

SECTION 1 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 last meeting
Report of the President
Report of the Recording Secretary
Report of the Corresponding Secretary
Report of the Treasurer
Report of Committees
Election of Officers and Board (at annual meeting)
Election of new members
Unfinished business
New business
Adjournment

SECTION 2 At meetings of the Board, the order of business, unless otherwise directed by majority vote of those present, shall be as follows:

Reading of the minutes of last meeting
Report of Recording Secretary
Report of Corresponding Secretary
Report of Treasurer
Report of Committees
Unfinished business
New Business
Adjournment