

The Lone Star Bulldog Club, Inc.

Incorporated July 5, 1983

MISSION STATEMENT

Our goal is to educate the public in the care, training and responsible breeding of Bulldogs to the Standard of the Bulldog Club of America for the improvement of the breed.

To accept Bulldogs from owners, shelters or other sources that wish to surrender Bulldogs to a responsible Rescue organization. To provide veterinary care, training and a safe environment for Rescued Bulldogs as quickly and as reasonable as possible and to place them in adoptive homes in and near Texas.

To hold sanctioned and licensed Specialty shows under the rules of the American Kennel Club.

CONSTITUTION AND BY-LAWS

As approved and adopted at the meeting of members May 2, 1950

Amended and approved by A.K.C.

Amended March 11, 1958

Amended December 9, 1979

Amended August 22, 1982

Amended July 5, 1983

Amended June 1, 1984

Amended January 22, 2006

Amended February 26, 2006

Approved and adopted at the meeting of members December 8, 2007

CONSTITUTION

Name and Objectives

SECTION 1. The name of the CORPORATION shall be **The Lone Star Bulldog Club, Inc.**

SECTION 2. Lone Star Bulldog Club, Inc. is organized exclusively for charitable, religious, educational and scientific purposes under section 501(c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. The overall purpose of Lone Star Bulldog Club, Inc. in accordance with the 501©(3) categories of education and prevention of cruelty to animals

SECTION 3.

- A. Our goal is to educate the public in the care, training, rescue and responsible breeding of Bulldogs to the Standard of the Bulldog Club of America for the betterment of the breed.
- B. At the discretion of the Club we will provide responsible Rescue Services for owners, shelters or other sources in and near the State of Texas that wish to surrender Bulldogs and will provide veterinary care, training, a safe environment and adoptive homes for Rescued Bulldogs.
- C. To do all in its power to advance and protect the interest of the breed by encouraging sportsman-like competition at dog shows, obedience trials, and other AKC approved events.
- D. To conduct sanctioned and licensed Specialty Shows under the rules of the American Kennel Club.

SECTION 4. The Club shall not be conducted or operated for profit and no part of any profits its or remainder from dues or donations to the Club shall inure to the benefit of any member or individual.

SECTION 5. The members of the Club shall adopt and from time to time revise such By-Laws as may be required to carry out these objectives.

BY-LAWS

ARTICLE I. MEMBERSHIP

SECTION 1. There shall be four types of memberships (all of which shall be nontransferable) open to all persons who are in good standing with the American Kennel Club and who subscribe to the purpose of the Club, who agree with Ethical Guidelines of the Club and who are approved by a majority vote of the Board of Governors of the Club.

- A. Regular membership shall be open to all persons 17 years of age or older.
- B. Junior members shall consist of persons under 17 years of age. They must be sponsored by a voting member. They shall be entitled to all privileges of regular members except that they may not vote or hold office.
- C. Honorary members shall be exempt from dues, and will be entitled to all privileges of regular members except that they may not vote or hold office. Honorary members be appointed upon majority vote of the Board of Directors.
- D. Lifetime members shall be exempt from dues, but shall retain all other privileges of regular

members. The Board of Directors, upon majority agreement, may elect to lifetime membership any member for their meritorious service to the Club.

SECTION 2. - **DUES.** Dues for regular membership shall be a minimum of \$10.00 per year (changeable only at the annual meeting by a majority of those present and voting); however, Junior members dues shall be \$5.00 per year. No member may vote whose dues are not paid for the current year. During the month of November, the Treasurer will send to each member a statement of his dues for the ensuing year. Anyone being voted into membership after August 31 shall be considered as having paid for the following year. **Dues shall be payable on or before the first day of January.**

SECTION 3. - **ELECTION TO MEMBERSHIP.** Persons desiring to become members must attend two regular meetings, shows/other club sponsored events prior to making application for membership. Each applicant shall apply on a form as provided by the Board of Governors and which shall provide that the applicant agrees to abide by the Constitution and By-Laws and the Rules of the American Kennel Club. Application, stating full name, address and business, must be made to the Secretary direct at the second regular meeting attended by the applicant. When the application is approved by the Board of Governors and the applicant has paid the necessary dues, his election will be established at the applicant's third attendance of a regular meeting provided these three meetings were attended within a twelve-month period. Applicants for membership who have been rejected by the club may not re-apply within six months after such rejection.

SECTION 4. - **Termination of Membership.** Memberships may be terminated:

- A. By resignation of member in good standing through a letter to the President or Secretary.
- B. By lapsing. A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid past March 31. However, the Board may grant an additional 90 days grace to such delinquent members in meritorious cases. In no case may a person vote at a Club meeting until his dues are paid.
- C. By expulsion. A membership may be terminated by expulsion as provided in Article VI, Section 4 of these By-Laws.

ARTICLE II. MEETING AND VOTING

SECTION 1. **Club Meetings.Excluding Annual Meeting, all regular membership** meetings of the club shall be held in (or within 50 miles of) the City of Dallas on the 4th Sunday of each month (in which there is not a club-sponsored show) at such time and place as may be designated by the Board of Directors. The quorum for such meetings shall be 20% of the members in good standing. Notice of each meeting shall be sent to the membership by email, in newsletter or regular mail at least ten days prior to the date of the meeting. At any meeting a majority vote may change the date of the subsequent meeting.

SECTION 2. **Special Club Meetings.** Special meetings may be called 1) by the president, 2) by a majority vote of members of the Board who are present and voting at any regular or special meeting of the Board, or 3) by the Secretary upon receipt of a petition signed by five members of the Club. Such special meetings shall be held in (or within 25 miles of) the City of Dallas at such place, date and hour as may be designated by the person or persons authorized herein to call such meetings. Notice of such meeting shall be sent to members by email or U.S. mail by the Secretary at least five (5) days and not more than fifteen days prior to the date of the meeting, and no other Club business may be transacted thereat. The quorum for such a meeting shall be 20% of the members in good standing.

SECTION 3. **Board Meetings.** Meetings of the Board of Directors shall be held in (or within 50 miles of) the city of Dallas on the 4th Sunday in the months of regular meetings at such hour and place as may be designated by the Board (usually prior to the regular meeting of the Club). Notice of such meeting shall be sent by email or club newsletter at least five days prior to the date of the meeting. The quorum for such a meeting shall be a majority of the Board. At any meeting of the Board, a majority vote may change the date of the subsequent meeting.

- SECTION 4. **Special Board Meetings.** Special meetings of the Board may be called by the president or by the Secretary upon receipt of a written request signed by at least three members of the Board. Such special meetings shall be held in (or within 50 miles of) the city of Dallas at such place, date and hour as may be designated by the person authorized herein to call such a meeting. Notice of such a meeting shall be sent by email by the Secretary at least five days and not more than 10 days prior to the date of the meeting, or notice may be given by telephone at least 3 days and not more than 5 days prior to the meeting, or for good cause, the President or Secretary may call a special meeting by telephone at the earliest convenient time for the 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 he is present. Proxy voting will not be permitted.
- SECTION 6. **Minutes.** Minutes of all regular meetings shall be sent to all members by email, in the next regular Newsletter or U.S. mail.

ARTICLE III. DIRECTORS AND OFFICERS

- SECTION 1. **Board of Directors.** The Board shall be comprised of the President, Vice-President, Secretary, and Treasurer, all of whom shall be elected for one year terms at the Club's annual meeting as provided in Article IV, Section 2, and shall serve until their successors are elected. In addition, there shall be four other members on the Board of Directors, all elected for staggered two year terms.
- 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 the President in addition to those particularly specified in these By-Laws; however, the President shall vote at Board meetings only in case of a tie vote.
 - 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 matters of which a record shall be ordered by the Club. The Secretary shall have charge of correspondence, notify members of the annual meetings, notify officers and directors of their election to office, keep a roll of the members of the Club with their addresses, and carry out such other duties as are prescribed in these By-Laws.
 - D. The **Treasurer** shall collect and receive all monies due or belonging to the Club. The Treasurer shall deposit same in a bank designated by the Board in the name of the Club. His books shall at all times be open to the inspection of the Board and he shall be able to 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 he shall tender an account of all monies received and expended during the previous fiscal year. The Treasurer shall be bonded if determined necessary by the Board of Directors.
- SECTION 3. **Vacancies.** Any vacancies occurring on the Board or among the officers during the year shall be filled for the unexpired term of office by a majority vote of all 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. The term for this appointment shall last only until the next annual meeting at which time this vacancy shall be filled by the members.
- SECTION 4. No officer may serve more than two successive terms in the same office, effective at the annual meeting.

ARTICLE IV. THE CLUB YEAR, ANNUAL MEETING AND ELECTIONS

- SECTION 1. **Club Year.** The Club's fiscal year shall begin on the first day of January and end on the thirty-first day of December. The Club's official year shall begin immediately and shall continue through the election at the next annual meeting.
- SECTION 2. **Annual Meeting.** The annual meeting shall be held in the month of December, and officers and directors for the ensuing year shall be elected by secret written ballot from among those nominated in accordance with Section 4 of this Article. They shall take office on January 1st and each retiring officer shall turn over to his successor in office all properties and records relating to that office within 30 days after the election.
- SECTION 3. **Elections.** The nominated candidate receiving the greatest number of votes for each office 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 August, the Board shall select a Nominating Committee consisting of three members and one alternate, not more than one of whom shall be a member of the Board. The Secretary shall immediately notify the committeemen and alternate of their selection. The Board shall name a Chairman for the Committee and it shall be his duty to call a committee meeting which shall be held on or before October 1st.
- (a) The Committee shall nominate one candidate for each office and two candidates for the other positions on the Board and after securing the consent of each person so nominated, the Committee shall immediately report their nominations to the Secretary.
 - (b) Upon receipt of the Nominating Committee's report, the Secretary shall before October 15, notify each member by email or U.S. Mail of the candidates so nominated.
 - (c) Additional nominations may be made at the October meeting by any member in attendance provided that the person so nominated does not decline when his name is proposed, and provided further that if the proposed candidate is not in attendance at this meeting, his proposer shall present to the Secretary a written statement from the proposed candidate signifying his 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 cannot be made at the annual meeting or in any manner other than as provided in this Section.

ARTICLE V. COMMITTEES

- SECTION 1. The Board will each year in January appoint standing committees to advance the work of the Club. Such committees shall always be subject to the final authority of the Board. Special committees may also be appointed by the Board to aid it on particular subjects.
- SECTION 2. Any committee appointment may be terminated by a majority vote of the full membership of the Board. Written notice of termination will then be furnished to the appointee within 10 days of the Board's action. The Board may appoint successors to those persons whose services have been terminated.

ARTICLE VI. DISCIPLINE

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

SECTION 2. **Charges.** Any member may prefer charges against a member for alleged misconduct prejudicial to the best interests of the Club or breed. Written charges with specifications must be filed in duplicate with the Secretary together with a deposit of \$25.00 which will 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, and the Board shall first consider whether the actions alleged in the charges, if proven, might constitute conduct prejudicial to the best interests of the Club or the breed. If the Board considers that the charges do not allege conduct which would be so prejudicial, 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 not less than three weeks nor more than six weeks thereafter. The Secretary shall promptly send one copy of the charges along with the Board's decision regarding counsel, to the accused member by registered mail together with a notice of the hearing, and an assurance that the defendant may personally appear in his own defense and bring witnesses.

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 and voting 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 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.

SECTION 4. **Expulsion and/or Suspension.** Expulsion of the 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 60 days, but not earlier than 30 days after the date of the Board's recommendation of expulsion. The defendant shall have the privilege of appearing in his own behalf, though no other 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 in his own behalf if he wishes. The meeting shall then vote by secret written ballot on the proposed expulsion and/or suspension. A two-thirds vote of those present and voting at the meeting shall be necessary for expulsion and/or suspension.

ARTICLE VII. AMENDMENTS

SECTION 1. Amendments to the Constitution and By-Laws may be proposed by the Board of Directors or by written petition addressed to the Secretary and signed by 20% of the members 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 By-Laws may be amended by a two-thirds 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 prior to the date of the meeting.

ARTICLE VIII. DISSOLUTION

SECTION 1. **Dissolution.** The Club may be dissolved at any time by the written consent of not less than two-

thirds 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 members of the Club, but after payments of the debts of the Club, its property and assets shall be distributed for one or more exempt purposes for the benefit of dogs within the meaning of section 501(c)(3) of the internal revenue code or corresponding section of any future federal tax code, which shall be selected by the Board of Directors.

ARTICLE IX. ORDER OF BUSINESS

SECTION 1. **Order of Business.** At the meetings of the Club, the order of business, so far as the character 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 members (at annual meeting)
- 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 minutes of last meeting
- Report of Secretary
- Report of Treasurer
- Reports of Committees
- election of new members
- Unfinished business
- New business
- Adjournment