



Curly-Coated Retriever Club of America Constitution and Bylaws

CONSTITUTION **ARTICLE ONE** **Name and Objectives**

SECTION 1 - The name of the Club shall be the Curly-Coated Retriever Club of America.

SECTION 2 - The objectives of the Club shall be:

- a) To encourage and promote quality in the breeding of pure-bred Curly-Coated Retrievers and to do all possible to bring their natural qualities to perfection
- b) To protect and preserve the natural qualities of, to provide accurate information about and to encourage activities with Curly-Coated Retrievers
- c) To encourage the organization of independent local Curly-Coated Retriever clubs in those localities where there are sufficient fanciers of the breed to meet the requirements of The American Kennel Club
- d) 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 Curly-Coated Retrievers shall be judged
- e) To be ever cognizant of the goals of the CCRCA, striving for their attainment by conscious effort to abide by the CCRCA Constitution and its delineated objectives and goals.
- f) To do all in its power to protect and advance the qualities of the breed and to encourage sportsmanlike competition at dog shows, conformation events, field trials, obedience trials, agility trials, tracking tests, hunting tests, field (working certificate) tests and all other test events as offered by the AKC; also, to do all possible to further the use of the Curly-Coated Retriever as a hunting dog and to develop its inherent potential
- g) To conduct sanctioned matches, whether conformation, obedience or agility; specialty shows; field trials; obedience trials; agility trials; tracking tests; hunting tests or any other test events as offered by the AKC under the Rules and Regulations of the American Kennel Club

SECTION 3 - The Club is a non-profit corporation; funds collected by the Club shall only be used for the purpose for which they were collected, and no funds shall ever inure to the benefit of any CCRCA member or other individual.

SECTION 4 - The members of the Club shall adopt and may, from time to time, revise such bylaws as may be required to carry out these objectives.

BYLAWS

ARTICLE ONE

Membership

SECTION 1 - Eligibility - There shall be two types of membership. Regular membership is open to all persons, eighteen (18) years of age and older, who are in good standing with the American Kennel Club and who subscribe to the purposes of this club. Regular memberships may be Single or Household. A Household membership constitutes two votes per household. A household is considered a common address. Junior membership is open to all persons, from eight (8) through seventeen (17) years of age, who subscribe to the purposes of this club; however, these members will not have the right to vote or hold office. A Junior Member in good standing automatically becomes a Regular Member upon attainment of that person's eighteenth (18th) birthday.

The additional distinction of Lifetime Member may be added to the status of a Regular Member. This distinction recognizes an individual for significant contributions to the breed based on criteria established by the Board of Directors. Members designated as Lifetime Members will be recognized at all CCRCA functions, have their annual dues waived and will remain members of the club as long as they maintain their status as a member in good standing with the CCRCA. No more than one person may be awarded the distinction of Lifetime Member in any year. There is no requirement to award this distinction annually.

SECTION 2 - Dues - Membership dues, in an amount established in an on-going motion of the club prior to the (15th) day of September of each year by the Board of Directors, are payable on or before the 1st of January for continuation of membership. Any member whose dues are not paid for the current year (coincides with the club official year of January 1st to December 31st) shall be considered a member not in good standing and shall not be entitled to nominate candidates for office, vote or receive any privileges of Club membership. On October 1st the Chair of the Membership Committee shall send via regular mail to each member a statement of his/her dues for the ensuing year. On or about December 1st the Chair of the Membership Committee shall send to each Division Director a list of those current members who have not yet paid their dues. Division Directors will contact unpaid members so as to avoid late payment.

SECTION 3 - Election to Membership: Each applicant for membership shall apply on a form, as approved by the Board of Directors, which shall provide that the applicant agrees to abide by these Constitution and Bylaws and the Rules and Regulations of the American Kennel Club. The application shall state the name and address of the applicant and shall carry the endorsement of two members in good standing, not of the same household. Accompanying the application, the prospective member shall submit payment of dues for the current year.

Upon receipt of the application, the applicant's name and address shall be printed in the Club's newsletter. Unless an objection in writing is received by the Secretary within thirty (30) days of the mailing date of the newsletter, the applicant shall become a member of the Club. If such objection is received, no later than sixty (60) days following receipt of such objection, the Board of Directors by written vote, shall determine the final status of the application. Affirmative votes of two-thirds (2/3) of the Board members shall be required to elect such applicant. An application which has received a negative vote by the Board may be presented by one of the applicant's endorsers at the next annual meeting of the club. The members may elect such applicant by secret ballot and an affirmative vote of

three-fourths 3/4 of the members present. Applicants for membership who have been rejected by the club may not reapply within twelve (12) months after such rejection.

Upon becoming a member for the first time, the dues paid in the application process shall cover the year of approval and the following year.

SECTION 4 - Termination of Membership:

Memberships may be terminated:

- a) By Resignation. Any member in good standing may resign from the Club upon written notice to the Secretary; but no member may resign when in debt to the Club. 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 at end of day, January 1st

The Board may grant an additional forty five (45) days of grace to such delinquent members in meritorious cases. In no case may a person be entitled to vote on any club matter at any club meeting whose dues are unpaid as of the date of such meeting, the date of mailing of ballots or other voting on such matter

- c) By expulsion. A membership may be terminated by expulsion as provided in Article VI of these Bylaws

ARTICLE TWO Meetings

SECTION 1 - Annual Meetings: The annual meeting of the Club shall be held in conjunction with the annual National Specialty. Such meeting shall be held at or near the site of the National Specialty. If no specialty show is held by the club, the Board of Directors shall designate a place, date and hour for the annual meeting. Written notice of the annual meeting shall be published in the Club Newsletter or mailed to every member by the Corresponding Secretary at least sixty (60) days prior to the date of the meeting. The quorum for the annual meeting shall be ten percent (10%) of the members in good standing.

SECTION 2 - Special Club Meetings: Special Club Meetings may be called by the President or by a majority of the members of the Board who are present at a meeting of the Board or who vote by mail, and shall be called by the Corresponding Secretary upon receipt of a petition signed by ten percent (10%) of the members who are in good standing. Such meeting shall be held at such place, date and hour as may be designated by the Board of Directors. Written notice of such meeting shall be published in the Club Newsletter or mailed to every member by the Corresponding Secretary at least sixty (60) days prior to the date of the meeting. The quorum for the special meeting shall be ten percent (10%) of the members in good standing.

SECTION 3 - Board Meetings: It is recommended that a meeting of the Board be held within forty-eight (48) hours of the annual meeting if circumstances reasonably permit. Other meetings of the Board of Directors shall be held in person or via telephone conference call or via video conference at such times and places as are designated by the President or by a majority of the Board voting in person or by mail (written or electronic), or by telephone, provided the latter is confirmed in writing by the Corresponding Secretary within seven (7) days thereof. A quorum for such meeting shall be a majority

of the Board. (For clarification, the President is not included in the count of a quorum or the majority but may be called upon to vote to break a tie if needed) At any Board meeting or by mail it shall take a majority vote of the entire Board to approve any action taken by the Board.

SECTION 4 – Board Business: The Board of Directors may conduct its business through the Corresponding Secretary by mail, fax, email, telephone conference call, or video conference call provided it does not conflict with any other provision of these bylaws. The Recording Secretary shall keep an accurate record of all business transacted by the Board. This record shall include the exact wording of all resolutions together with the names of the Directors who voted to approve and those who voted to disapprove. The record shall be preserved in the club files and be open to inspection by members of the club at any time. Items voted on by mail, fax, email, telephone conference call or video conference call shall be confirmed in writing by the Corresponding Secretary within seven (7) days. The details of how each Director voted on an issue shall be recorded, except in those instances where the vote is taken by secret ballot.

ARTICLE THREE

Directors and Officers

SECTION 1 - Board of Directors: The Board shall be comprised of the President, the Vice President, Recording Secretary, Corresponding Secretary, Treasurer, Immediate Past President, four (4) Division Directors and three (3) Directors At-Large. The immediate Past President shall remain on the Board in an advisory capacity, as a non-voting member, for a period of one (1) year following his/her term in office. All others will serve two year terms. The President, Recording Secretary, and one half of the Directors will be elected in one odd-numbered year and the Vice-President, Corresponding Secretary, Treasurer and the remaining Directors will be elected the following even-numbered year. There will be one Division Director for each U.S. Division recognized by the CCRCA, chosen by the membership residing therein. All other Board members shall be elected as provided in Article IV with the exception of the immediate Past President whose membership is automatic. All Board members must be Club members in good standing who are eligible to vote and shall serve until their successors are elected. General management of the Club's affairs shall be entrusted to the Board of Directors. All Board members must be residents of the United States.

SECTION 2 – Officers: The Club's officers, consisting of the President, Vice-President, Recording Secretary, Corresponding Secretary and Treasurer, shall serve in their respective capacities 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 and of all matters of record which shall be ordered by the Club. The Corresponding Secretary shall assume the duties of the Recording Secretary in his/her absence until the position is filled
- d) The Corresponding Secretary shall be responsible for all correspondence as directed by the CCRCA Board, shall notify officers of their election to office, keep a roster of the members of the Club and their addresses and carry out such duties as are prescribed in these Bylaws. The Recording Secretary shall assume the duties of the Corresponding Secretary in his/her absence until the position is filled

- e) The Treasurer shall collect and receive all moneys due or belonging to the Club. He or she shall deposit the same in a bank approved by the Board, in the name of the Club. He or she shall at all times be open to inspection by the Board and he or she shall report to the Board, at every meeting, the condition of the Club's finances and every item of receipt or payment not before reported; at the annual meeting he or she shall render an account of all moneys received and expended during the previous fiscal year. The Treasurer shall be bonded or otherwise insured in such amount as the board of directors shall determine. The Treasurer will ensure that:
- i) One set of books be brought to the Annual Meeting. If the Treasurer cannot attend the meeting, the books are to be sent via another individual. If the books are kept via an electronic program, a complete set of reports showing income, expense and all account balances is to be presented. Failure to produce the books in an orderly fashion at the Annual Meeting will result in grounds for the immediate dismissal of the Treasurer, subject to a vote of the Board
 - ii) All financial records are kept intact for five (5) years
 - iii) No checks are to be accepted from an individual of the Club unless the check is made out to the CCRCA. Checks made out to individuals shall be returned
- f) The Delegate to The American Kennel Club shall be appointed by the President, subject to the approval of the Board, at its first meeting following the election. The Delegate can be selected from among the members of the Club and may or may not be selected from among the Officers or Directors of the Club. The Delegate shall serve for a term of two (2) years, which term can be extended in increments of (2) years by Board approval as herein stated, if such serves the Club. The Delegate shall represent the interests of the Club at AKC meetings of its Delegates and, if not by previous election a voting member of the Board, be an ex-officio, non-voting member of the CCRCA Board of Directors

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 the voting members of the Board; except that a vacancy in the office of the President shall be filled automatically by the Vice-President, and the resulting vacancy in the office of the Vice-President shall be appointed by the Board.

ARTICLE FOUR

The Club Year, Voting, Nominations, Elections

SECTION 1 - Club Year: The Club's fiscal and official years shall begin on January 1st and end December 31st. The elected officers and Directors shall take office on January 1st, and each retiring officer shall turn over to his or her successor in office all properties and records relating to that office within 30 days after the election.

SECTION 2 – Voting: Voting shall be limited to those members in good standing in the Club. At the annual meeting, or at a special meeting of the Club, voting shall be limited to those members eligible to vote who are present at the meeting. Voting by proxy shall not be permitted. The annual election of officers (Delegate) and Directors, and, any voting required on amendments to the Constitution and Bylaws and/or the standard for the breed, shall be decided by written ballot cast by mail. The Board of Directors may also decide to submit other specific questions for decision by the membership. Written ballots shall be cast by mail.

SECTION 3 - Annual Elections: In the election of officers and Directors the vote shall be conducted by mail ballot. Ballots to be valid must be received by the Corresponding Secretary (or an independent professional firm designated by the Board) on or before December 20th.

The ballots shall be counted by the Corresponding Secretary and verified by three inspectors of election appointed by the Board. The person receiving the largest number of votes for each position shall be declared elected. If any elected nominee is unable to serve for any reason any vacancy so created shall be filled by the new Board of Directors in the manner provided by Article III Section 3.

SECTION 4 - Nominations and Ballots: No person may be a candidate for office in a Club election who has not been nominated in accordance with these Bylaws. A Nominating Committee shall be chosen by the Board from members submitted to, or proposed by the Board, before August 1st. The Committee shall consist of one member from each of the Club (CCRCA) Divisions. If this is an even number, then there shall be one additional member chosen without regard to geographical location. There shall be two alternates. All must be members in good standing and have been a CCRCA member for not less than two (2) years from the date he or she was accepted into the CCRCA, and no more than one (including alternates) shall be a member of the current Board of Directors. The Nominating Committee may conduct its business by mail, fax, telephone conference call, or video conference call provided it does not conflict with any other provision of these bylaws.

- a) Nominating Committee. The Nominating Committee shall nominate from among the eligible members of the Club one candidate for each office and other positions open on the board. After first obtaining consent from the nominees, the Nominating Committee shall submit the list of candidates to the Corresponding Secretary not later than September 1st. Each year the Corresponding Secretary shall either (1) publish in the September-October issue of the Curly Commentator the list of candidates or (2) mail to each member in good standing a list of the candidates. Joint notices may be sent to members residing at the same address
- b) Additional Nominations. Additional nomination may be made by written petition addressed to the Corresponding Secretary. Such petitions must be received by the Corresponding Secretary no later than November 1st and must be signed by three members of the Club in good standing who have been CCRCA members for not less than two (2) years from the date he or she was accepted into the CCRCA. Each petition must be accompanied by the written acceptance of each such additional candidate. No person may be a candidate for more than one office and the additional nominations may be made only from among those members in good standing who have not accepted another nomination of the Nominating Committee
- c) If no valid additional nominations are received by November 1st, the Nominating Committee's slate shall be declared elected as of January 1st and no balloting will be required

- d) If one or more valid additional nominations are received by the Corresponding Secretary on or before November 1st, the Corresponding Secretary (or an independent professional firm designated by the Board) shall, not later than November 15th, mail to each member in good standing as of November 10th of the current year, 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 Corresponding Secretary (or designated professional firm) marked "Ballot" and name and return address of the member to whom it was sent. So that the ballots may remain secret, each voter after marking their ballot, shall seal it in the blank envelope, which in turn shall be placed in the second envelope addressed to the Secretary (or designated professional firm). All ballots must be received by the Corresponding Secretary (or designated professional firm) by end of day December 20th. Inspectors of election (or designated professional firm) shall check the returns against the list of members in good standing as of November 10th of the current year, prior to opening the outer envelopes. Results of the voting shall be effective January 1st and announced in the first issue of the Club newsletter following the election and on the official Club Website and email chat board
- e) Nominations cannot be made at the annual meeting or in any manner other than provided above

ARTICLE FIVE

Committees

SECTION 1 - The Board may each year appoint standing committees to advance the work of the Club in such matters as dog shows and matches, field trials, working tests and hunting tests, obedience and tracking, trophies, annual prizes, membership, newsletter, club archives, recordkeeping and other areas which may be served by Committees. Such committees shall always be subject to final authority of the Board. Special committees may also be appointed by the Board to aid on particular projects.

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; the Board may appoint successors to those persons whose service has been terminated.

ARTICLE SIX

Discipline

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

SECTION 2 – Charges: Any member may prefer charges against another member for alleged misconduct prejudicial to the best interests of the Club or the breed. Written charges with specifications must be filed in duplicate with the Corresponding Secretary together with a deposit of \$25.00. This deposit shall be forfeited if the Board refuses to entertain jurisdiction or if such charges are not sustained by the Board, or a committee of 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 the breed, it may refuse to entertain jurisdiction of the charges. If the Board entertains jurisdiction of the charges, it shall fix a date of a hearing by the Board or a committee of not less than three (3) members

of the Board, not less than three (3) weeks, nor more than six (6) weeks, thereafter. The Corresponding 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 his/her own defense and bring witnesses if he/she wishes.

SECTION 3 - Board Hearings: The Board or committee shall have the complete authority to decide whether counsel may attend the hearing, but 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 or committee may, by a majority vote of those present, reprimand or suspend the defendant from all privileges of the Club for a period of not more than six (6) months from the date of hearing or until the next annual meeting if that will occur after six (6) months. And, if the Board 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 recommendation of the Board or committee. Immediately after the Board or committee has reached a decision, its findings shall be put in written form and filed with the Corresponding Secretary, who, in turn, shall notify each of the parties of the decision and penalty, if any. (A written reprimand directed exclusively to the member may be somewhat detailed but an official [published] reprimand should only indicate that subsequent to a board hearing "...member X was officially reprimanded as a result of charges filed by member Y.")

SECTION 4 – Expulsion: Expulsion of a member from the Club may be accomplished only at the annual meeting of the Club following a hearing and upon the recommendation of the Board and committee as provided in Section 3 of this Article. The defendant shall have the privilege of appearing on his/her own behalf though no evidence shall be taken at this meeting. The President shall read the charges, and the findings and recommendations, and shall invite the defendant, if present, to speak on his/her own behalf. The members in good standing at the meeting shall then vote, by secret written ballot, on the proposed expulsion. A two third's (2/3) vote of those members in good standing present and voting at the annual meeting shall be necessary for expulsion. If expulsion is not so voted, the suspension shall stand.

ARTICLE SEVEN

Amendments

SECTION 1 - Amendments to the Constitution and Bylaws (and to the standard for the breed) may be proposed by the Board of Directors, or by written petition addressed to the Corresponding Secretary, signed by twenty percent (20%) of the membership in good standing. Amendments proposed by such a petition shall be promptly considered by the Board and must be submitted to the members, along with the Board's recommendations, by the Corresponding Secretary, for a vote within three months of the date the petition was received by the Corresponding Secretary.

SECTION 2 - The Constitution and Bylaws, (and/or the standard for the Breed) may be amended at any time provided a copy of the proposed amendment has been presented to the membership by the Corresponding Secretary, accompanied by a ballot on which he or she may indicate his or her choice for or against the action to be taken. The notice shall specify a date, not less than thirty (30) days after the date of mailing, by which date the ballots must be returned to the Corresponding Secretary to be counted. The favorable vote of two-thirds (2/3) of the members in good standing who return valid ballots within the time limit shall be required to effect any such amendment. So that the ballots may remain secret, each voter after marking his or her ballot, shall seal it in the blank envelope, which in

turn shall be placed in the second envelope addressed to the Secretary (or designated professional firm).

SECTION 3 - No amendment to the Constitution and Bylaws (or to the standard for the breed), 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 EIGHT

Dissolution

SECTION 1 - The Club may be dissolved at any time by the written consent of not less than two-thirds (2/3) of its members in good standing. In the event of the dissolution of the Club, other than for reorganization, whether voluntary or involuntary or by operation of law, none of the property of the Club, nor any proceeds thereof, nor any assets, shall be distributed to any members of the Club; however, after payment of the debts of the Club, its property and remaining assets shall be given to a charitable organization for the benefit of dogs selected by the Board of Directors.

ARTICLE NINE

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
- Reading of the minutes of the last meeting
- Report of the President
- Report of the Corresponding Secretary
- Report of Recording Secretary
- Report of the Treasurer
- Report of Local Specialty Clubs or Divisions
- Report of Committees
- 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:

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

ARTICLE TEN
Parliamentary Authority

SECTION 1 - The rules contained in the Robert's Rules of Order: Simplified and Applied, 2nd edition Copyright © 2001 by Robert McConnell productions Published by Wiley Publishing, Inc., Indianapolis, Indiana 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.