

******ABGA Constitution******
(AKC Board Approval: April, 2003)

(Please note that all changes/insertions to the present constitution and by-laws will be indicated by underline. All wording not underlined indicates no change in that wording. For the purposes of this document, the terms "Club" and "ABGA" are defined to be the same and are interchangeable.)

Constitution

Article I

- Section 1.** The name of the Club shall be the American Brussels Griffon Association (hereinafter called "the Club").
- Section 2.** The objects of the Club shall be:
- (a). To encourage and promote the correct type in the breeding of Brussels Griffons in conformity with the standard of the breed as set forth by the Club and approved by The American Kennel Club;
 - (b). To encourage the organization of independent local Brussels Griffon Specialty Clubs in those areas where there are sufficient fanciers of the breed to meet the requirements of The American Kennel Club;
 - (c). To urge members and breeders to accept the standard of breed as approved by The American Kennel Club as the only standard of excellence by which Brussels Griffon shall be judged;
 - (d). To do all in its power to protect and advance the interests of the breed and to encourage sportsmanlike competition at dog shows and obedience trials;
 - (e). To conduct sanctioned matches and specialty shows under the rules of The American Kennel Club;
 - (f). To encourage and promote the exhibition, both in conformation and obedience, of pure-bred Brussels Griffon;
 - (g). To do all in its power to protect and advance the interests of the breed;
 - (h). To educate the public with regard to breeding, proper care, and maintenance of Brussels Griffon;
 - (i). To support and encourage research activities designed to improve the health and welfare of Brussels Griffons.
- Section 3.** It is the intent and purpose that the Club shall be organized and operated exclusively for the pursuit and attainment of the objects set forth in Section 2 and not for any pecuniary gain or profit to the members thereof; it shall hold and use whatever property it may acquire and whatever income it may accrue only for the furtherance of those purposes. The Club shall not be conducted or operate for profit and no part of any profits or remainder or residue or donations to the Club shall inure to the benefit of any member or individual.
- Section 4.** The Regular and Life members of the Club shall adopt and may from time to time revise such By-laws as may be required to carry out these objects.

ABGA By-Laws
(AKC Board Approval: April, 2003)

Article I
Membership

Section 1. **Eligibility** – The Club shall open its membership to all persons who are in good standing with The American Kennel Club and who subscribe to the objectives of the ABGA.

Section 2. Classes of Membership

(a). **REGULAR Membership.** The ABGA shall provide a Regular membership open to all eligible persons who are eighteen years of age and older and are residents of the United States of America. A Regular member shall have full privileges of the Club, including the right to vote and to serve as an officer, governor and/or on committees. To apply for Regular Membership the applicant must meet all of the following requirements at the time of application for membership:

1. The applicant currently is an owner of record of an AKC registered Brussels Griffon(s).
2. The applicant has been active in AKC recognized events for a minimum period of the past four years.
3. The applicant has attended at least two ABGA national specialties or ABGA supported entries within the past four years.
4. The applicant has attended one ABGA Breed Seminar within the past four years.

The ABGA will offer two types of Regular membership as follows:

1. **Single** – defined as one member who meets the requirements for Regular membership and has one vote. A regular single membership receives one ABGA newsletter.
2. **Couple** – defined as two persons living at the same address who each as a separate entity meet the requirements for regular membership and who each as a separate entity has one vote. A regular couple membership receives one ABGA newsletter.

(b). **ASSOCIATE Membership.** The ABGA shall provide an Associate membership open to all eligible persons who are eighteen years of age and older. An Associate membership is offered to those who subscribe to the objectives of the ABGA, who show an interest in the breed, who wish to be involved in club activities and who wish to receive the club newsletter. An Associate member shall have full privileges of the club except the right to vote and to serve as an officer, governor or on committees.

The ABGA shall offer two types of Associate Membership as follows:

1. **Domestic** – defined as all eligible persons who are residents of the United States of America.

2. **Foreign** – defined as all eligible persons who reside in a country other than the United States of America and who are in good standing with their respective country’s kennel club.

(c). **JUNIOR Membership.** The ABGA shall provide a Junior membership open to all eligible persons who are ten years of age and under eighteen years of age, who are a resident of the United States of America and who subscribe to the objectives of the ABGA. A Junior member shall have full privileges of the club except the right to vote or to serve as an officer, governor or on committees. Junior members can apply for another class of membership upon reaching age eighteen.

(d). **LIFE Membership.** The ABGA may confer a Life membership upon any Regular member who has rendered twenty or more years of service to the Club. The Board may nominate Life membership candidates to the membership for consideration and election at the Annual meeting. Life members shall have full privileges of the Club, the right to vote and to serve as an officer, governor and/or on committees. The Club exempts all Life members from paying dues.

Section 3. Dues –

- (a). Membership dues shall not exceed \$45.00 per year.
- (b). Annual dues shall be reviewed annually with the amount to be set by action of the Board prior to the mailing of dues notices.
- (c). Members shall pay annual dues on or before the first day of January of each year.
- (d). No Regular members may vote whose dues are not paid for the current year.
- (e). During the month of November, the Treasurer shall send to each member a statement of dues for the following year.
- (f). Every new Class of member shall pay an initiation fee as established by the Board, not to exceed \$20.00.
- (g). Members admitted on or after October 1st of any year shall be exempt from payment of dues for the following year.

Section 4. Election to Membership – Each applicant for all classes of membership shall apply on a form approved by the Board of Governors, which shall provide that the applicant agrees to abide by the Club Constitution and By-laws and the rules of the American Kennel Club. The application shall state the name and address of the applicant and any other information deemed pertinent by the Board of Governors. It shall also carry the signature of endorsement of two Regular or Life members in good standing attesting to their belief that the applicant will abide by the Club Constitution and By-laws. The endorsing members shall also attach written statements to the application indicating their knowledge of the applicant and the application. The prospective member shall submit dues payment for the current year and the initiation fee.

Every application for all classes of membership shall be presented to the Board of Governors, but only after at least 30 days has passed since the name of the applicant was published in the Club newsletter. The Board shall consider applications for membership at each regular board meeting. Applicants may be elected by secret ballot at any meeting of the Board of Governors or by secret vote of the Governors by mail. Affirmative votes of 2/3 of the Governors present and voting at a meeting of the Board, or of 2/3 of the

entire Board when voting by mail shall be required to elect an applicant.

A rejected applicant may not re-apply for the same class of membership until at least one year after being rejected.

An application which has received a negative vote by the Board of Governors may be presented by one of the applicant's endorsers at the next annual meeting of the Club and the members may elect such applicant by secret ballot and a favorable vote of 75% of the Regular and Life members present.

Section 5. Termination of Membership – Membership may be terminated by means of the following:

- (a). Resignation – Any member in good standing may resign from the Club upon written notice to the Secretary. Such resignation is immediately effective. No member may resign while in debt to the Club. The Club considers dues obligations a debt to the Club. A member incurs a dues obligation on the first day of every fiscal year.
- (b). Lapsing – The Club will consider a membership, except for Life members, as lapsed and automatically terminated when a member's dues remain unpaid sixty (60) days after the first day of the fiscal year. The Board may, however, grant an additional sixty (60) days of grace to such delinquent members in meritorious cases. In no case may a Regular member be entitled to vote at any Club meeting whose dues are unpaid as of the date of that meeting.
- (c). Expulsion – The Club may terminate a membership by expulsion as provided in Article VI of these By-laws.

Article II Meetings

Section 1. Annual Meetings – The Club shall hold its annual meeting in conjunction with the Club's Specialty Show at a place, date and hour designated by the Board of Governors. The Secretary shall mail written notice of the annual meeting to each member at least 30 days prior to the date of the meeting. The quorum for the annual meeting shall be ten percent (10%) of the Regular and Life members in good standing.

Section 2. Special Club Meetings – The President may call Special Club meetings. A majority vote of the members of the Board of Governors who are present at any regular or special meeting of the Board, or who vote by mail to do so, may also call a special meeting. A special meeting shall be called by the Board of Governors upon receipt by the Secretary of a petition signed by ten percent (10%) of the Regular and Life members of the Club who are in good standing. The Board of Governors shall designate the place, date and hour for such special meetings according to the following:

- (a). The secretary shall mail written notice of such meeting to all members in good standing at least 14 days and not more than 30 days prior to the meeting. The notice of the meeting shall state the purpose of the meeting and no other Club business may be transacted.
- (b). The quorum for such a meeting shall be ten percent (10%) of the Regular and Life members in good standing.

- Section 3. Board Meetings** – The Board shall meet immediately following the Annual Meeting. The President or a majority vote of the entire Board shall designate the times and places for other regular meetings of the Board of Governors. The Secretary shall mail written notice of each such other meeting to each member of the Board at least 14 days prior to the date of the meeting. The quorum for the Board meeting shall be a majority of the Board voting in person, or by mail, FAX or telephone conference call.
- Section 4. Conduct of Business** – The Board of Governors may conduct its business by mail through the Secretary, FAX or telephone conference call through the Secretary. Items voted upon by telephone conference call must be confirmed in writing within seven (7) days.
- Section 5. Special Board Meetings** – The President shall call special meetings of the Board upon written request signed by at least three (3) members of the Board. The President shall designate the hour and place for special meetings according to the following:
- (a). The Secretary shall mail written notice of such meetings at least fourteen (14) days prior to the meeting. This notice shall state the purpose of the meeting. The Board may transact no other business at that meeting.
 - (b). The quorum at special board meetings shall be a majority of the Board voting in person, by mail, FAX or telephone conference call.

Article III Governors, Officers and AKC Delegate

- Section 1. Board of Governors** – The Board shall be composed of the President, Vice-President, Secretary, Treasurer and five (5) other persons, all of whom shall be Regular or Life members in good standing. The Club shall elect its Officers and Governors in alternate years, to serve two-year terms and shall serve until their successors are elected. The Club shall vest its administration and the care and custody of its property in the Board of Governors.
- Section 2. Officers** – The officers of the Club shall consist of a President, Vice-President, Secretary and a Treasurer who shall serve in their respective capacities both with regards to the Club and its meetings and the Board and its meetings.
- (a). **Duties of the President** – The President is the chief executive officer of the Club and 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 By-laws. The President shall appoint all committees except the Nominating Committee and shall serve as a non-voting ex officio member of all committees except the Nominating Committee. Within the framework of these By-laws and approved policy as set forth by the Board, the President shall conduct the business of the Club between Board meetings.
 - (b). **Duties of the Vice President** – 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). **Duties of the Secretary** – The Secretary shall keep a complete record of all meeting of the Club and Board of Governors and of all votes taken by

mail, FAX and telephone conference call and of all matters of which a record shall be ordered by the Club. The Secretary shall have charge of the correspondence, notify members of meetings, notify new members of their election to membership, notify officers and Governors 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. In the absence of the Secretary, the President may appoint a Regular or Life member to perform these duties.

- (d). **Duties of the Treasurer** – The Treasurer is the chief financial officer of the Club and is in charge of all Club moneys and financial records. In this capacity, the Treasurer shall collect, receive and disburse all moneys due or belonging to the Club and give receipt therefore. The Treasurer shall deposit the same in a bank approved by the Board of Governors in the name of the ABGA. The books shall at all times be open to the inspection of the Board of Governors and a report shall be given at every meeting of the condition of the Club's finances and every item of receipt or payment not before reported. The Treasurer shall develop a budget and other aids or procedures for establishing and monitoring the financial policies of the Club. The Treasurer may be bonded in such an amount, as the Board of Governors shall determine.

Section 3. Delegate to The American Kennel Club – The Club shall send a delegate to the American Kennel Club. The delegate shall attend meetings of the delegates to the American Kennel Club and shall advise the Board and membership of all pertinent matter. The delegate shall be a Regular or Life member elected bi-annually by the Board of Governors at the Board meeting following the Annual meeting in odd-numbered years. The delegate shall serve as liaison between The American Kennel Club and the Club in all matters authorized by the Board, and shall act upon the Board's instructions. Vacancies shall be filled by the Board.

Section 4. Board Properties and Records – Following a term of office, each retiring officer shall turn over to the succeeding officer all properties and records relating to the Club within thirty (30) days from the election or appointment of the succeeding officer.

Section 5. 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 then members of the Board except that in a vacancy in the office of the President shall be filled automatically by the Vice President. The resulting vacancy in the office of Vice President shall be filled by the Board.

Article IV

The Club Year, Voting, Nominations, 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 on the first day of the month following the election and shall continue through the next election. The elected officers or Governors shall take office on the first day of the month following election.

Section 2. Voting – At the annual meeting or a special meeting of the Club, voting shall be limited to those Regular and Life members in good standing who are present at the meeting, except for the annual election of officers, Governors, Amendments to the Constitution and By-laws and Standard for the Breed, which shall be decided by written ballots cast by

mail. Voting by proxy shall not be permitted. The Board of Governors may decide to submit other specific questions for decision of the Regular and Life members by written ballot cast by mail.

Section 3. Annual Election – The election of officers and governors shall be conducted by secret ballot. Ballots to be valid must be received by the Secretary (or independent professional firm designated by the Board) by September 15. Ballots shall be counted by three inspectors of election, who are Regular or Life members in good standing, are neither members of the current Board nor candidates on the ballot, and who shall be appointed by the Board. The Board may, in the alternative, designate an independent professional firm to send, receive and count the ballots.

The person receiving the largest number of votes for each position shall be declared elected. If any nominee, at the time of the counting of the ballots, is unable to serve for any reason, such nominee shall not be elected, and the vacancy so created shall be filled by the Board of Governors, in the manner provided by Article III, Section 5.

Section 4. Nominations and Ballots – No person may be a candidate in a Club election who has not been nominated in accordance with these By-laws. A Nominating Committee shall be chosen by the Board of Governors on or before, May 15th. The Committee shall consist of three Regular and/or Life members from different area of the U.S.A., and two alternates, all in good standing, no more than one of whom may be a member of the current Board of Governors. The Board shall name a chairman for the Committee. The Nominating Committee may conduct its business by mail, FAX or telephone conference call. Items voted upon by telephone conference call must be confirmed in writing within seven (7) days.

- (a). The Nominating Committee shall nominate, from among the Regular and Life members of the Club, one candidate for each office or Governor position to be filled and shall procure the written acceptance of each nominee so chosen. The Committee shall consider geographical representation of the membership on the Board to the extent that it is practicable to do so. The Committee shall then submit its slate of candidates to the Secretary who shall mail the list, including the full name of each candidate and the name of the state in which the candidate resides, to each member of the Club on or before June 15th so that additional nominations may be made by the members if they so desire.
- (b). Additional nominations of Regular or Life members may be made by written petition addressed to the Secretary and postmarked on or before July 15th. The written petition must be sent certified or registered mail. The written petition must be signed by ten Regular or Life members and accompanied by the written acceptance of each such additional nominee signifying the member's willingness to be a candidate. No person shall be a candidate for more than one position and the additional nominations, which are provided for herein may be made only from among those Regular and Life members who have not accepted a nomination of the Nominating Committee.
- (c). If no valid additional nominations are postmarked on or before July 15th, the Nominating Committee's slate shall be declared elected and no balloting will be required.
- (d). If one or more valid additional nominations are postmarked on or before July 15th, the Secretary (or an independent professional firm designated

by the Board) shall, on or before August 1st, mail to each Regular and Life member in good standing a ballot listing all of the nominees for each position in alphabetical order, with the names of the states in which they reside, together with a blank envelope and a return envelope addresses to the Secretary (or designated professional firm) marked "Ballot" and bearing the name of the Regular or Life member to whom it was sent. The Secretary shall enclose the candidates biographical sketches not exceeding one page and received by the Secretary on or before July 25th. So that the ballots may remain secret, each voting member, 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). The inspectors of election (or designated professional firm) shall check the returns against the list of Regular and Life members whose dues are paid for the current year prior to the opening of outer envelopes and removing the blank envelopes, and shall certify the eligibility of the voters as well as the results of the voting. The results shall be reported by the Secretary to the membership on or before November 1st. No ballot will be considered valid which includes more than one vote for each position.

- (e). Nominations cannot be made at the Annual Meeting or in any manner other than as provided above

Article V Committees

- Section 1.** Only Regular and Life members can serve on any ABGA committee.
- Section 2.** **Special Committees** – All special committees shall be appointed by the President unless otherwise ordered by the motion creating the committee.
- Section 3.** **Standing Committees** – The Board may each year appoint standing committees to advance the work of the Club in such matters as specialty shows, obedience trials, trophies, ways and means, 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.
- Section 4.** **Termination** – Any committee appointed or the appointment of any Regular or Life member to a committee may be terminated by a majority vote of the full membership of the Board. The Board may appoint successors to those persons whose service has been terminated.

Article VI Discipline

- Section 1.** **American Kennel Club Suspension** – Any member who is suspended from 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 interests of the Club or the Breed. Written charges with specifications must be filed in duplicate with the Secretary together with a deposit of \$100, which shall be forfeited if such charges are not sustained by the Board or a Committee 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 interest of the Club or the Breed. If the Board considers that the charges do not allege conduct prejudicial to the best interest of the Club or the 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 or a Committee of not less than three members of the Board, not less than 3 weeks nor more than 6 weeks thereafter. The Secretary shall promptly send one copy of the charges to the accused member by certified or 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 the member wishes.

Section 3. Board Hearing – The Board or Committee 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 the defendant, the Board or Committee 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, or until the next Annual Meeting if that will occur after six month. And, if it deems that punishment insufficient, it may recommend to the membership that the penalty be expulsion. In such case, the suspension shall not restrict the defendant’s right to appear before 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 finding shall be put in written form and filed with the Secretary. The Secretary, in turn, shall notify each of the parties of the decision and penalty, if any.

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 recommendation of the Board or Committee as provided in Section 3 of this Article. The defendant shall have the privilege of appearing on their own behalf though no evidence shall be taken at this meeting. The President shall read the charges and the finding and recommendations, and shall invite the defendant, if present, to speak in their own behalf. The Regular and Life members present at the meeting shall then vote by secret written ballot on the proposed expulsion. A 2/3 vote of those present and voting at the Annual Meeting shall be necessary for expulsion. If expulsion is not so voted, the suspension shall stand.

Article VII Amendments

Section 1. Amendments to the Constitution and By-laws and the Standard for the Breed may be proposed by the Board of Governors or by written petition addressed to the Secretary signed by twenty percent of the Regular and Life members in good standing. Amendments proposed by such petition shall be promptly considered by the Board of Governors and must be submitted to the Regular and Life 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 and the Standard for the Breed may be amended at any time provided a copy of the proposed amendment has been mailed by the Secretary to each Regular and Life member in good standing on the date of the mailing, accompanied by a ballot on which a choice for or against the action to be taken shall be indicated. Dual-envelope procedures described in Article IV, Section 4(d) shall be followed in handling such ballots, to assure secrecy of the

vote. The notice with such ballot shall specify a date not less than 30 days after the date postmarked by which date the ballot must be returned to the Secretary to be counted. The favorable vote of 2/3 of the Regular and Life members in good standing who return valid ballots within the time limit shall be required to effect any such amendment.

Section 3. No amendment to the Constitution and By-laws or 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 VIII Dissolution

Section 1. The Club may be dissolved at any time by the written consent of not less than $\frac{3}{4}$ of the Regular and Life members. In the event of the dissolution of the Club, other than for purposes of reorganization, whether voluntary or involuntary or by operation of law, none of the property of the Club nor any proceeds thereof nor any assets of the Club shall be distributed to any members of the Club, but after payment of the debts of the Club its property and assets shall be given to a charitable organization for the benefit of dogs, as selected by the Board of Governors.

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 President
Report of Secretary
Report of Treasurer
Report of Committees
Unfinished Business
New Business
Adjournment

Article X Parliamentary Authority

Section 1. **Parliamentary Authority** – The rules contained in the most recent edition of *Robert's Rules of Order, Newly Revised* shall govern the Club in all cases to which they are applicable and in which they are not inconsistent with the Club Constitution and By-laws or any special Rules of Order the Club may adopt.