

**The Rhodesian Ridgeback Club of Wisconsin  
Bylaws  
Updated 2006**

**ARTICLE I  
Membership**

**SECTION 1. *Eligibility.***

There shall be only one type 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 this Club. Individuals who have been expelled from the Rhodesian Ridgeback Club of the United States (RRCUS) or who have had their RRCUS membership application denied shall not be eligible for RRCOW membership.

Each membership will receive the privilege of one vote. Multiple adults living in the same household may be listed under one membership.

Adults living in the same household may elect to apply for separate memberships, each with the privilege of one vote.

While membership is to be unrestricted as to residence, the club's primary purpose is to be representative of the breeders and exhibitors in its immediate area.

**SECTION 2. *Dues.***

Membership dues shall not exceed \$15 per year. In addition to those dues, the Board shall have the right to assess an annual fee to members electing to receive club communications via US Mail in lieu of electronic mail. The Secretary shall track yearly mail fees to assure that the mail fee charged is close to cost. The mail fee must be stated on applications and renewal forms, may not be changed for the current fiscal year, and shall not be prorated. Dues are payable on or before the 1<sup>st</sup> day of March of each year. No member may vote whose dues are not paid for the current year.

During the month of January, the Secretary shall send to each member a statement of dues for the ensuing year.

**SECTION 3. *Election to Membership.***

Each applicant for membership shall apply on a form approved by the Board of Directors (hereinafter referred to as the "Board") which shall provide that the applicant agrees to abide by the constitution and bylaws of RRCOW, the rules of The American Kennel Club, and by the Code of Ethics of RRCUS. The application shall state the name and address of the applicant and it shall carry the endorsement of two members in good standing. Signatory members shall

not live in the same household. Accompanying the application, the prospective member shall submit dues payment for the current year.

All applications are to be filed with the Secretary. Official ballots for voting on applications shall be sent to the membership by the Secretary, either electronically or otherwise, within 30 days of receipt of the application. Membership shall be allowed 30 days to return their ballots to the Secretary. Negative votes of 20% or more of the current number of members shall cause an application to be rejected. Applicants for membership who have been rejected by the club may not reapply within one year after such rejection.

**SECTION 4. *Termination of Membership.***

RRCOW will not reimburse dues to terminated members. Memberships may be terminated:

(a) *By resignation.* Any member in good standing may resign from RRCOW upon written notice to the Secretary, but no member may resign when in debt to RRCOW. 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 on May 1st, 61 days after the first day of the fiscal year. 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 bylaws.

**ARTICLE II  
Meetings and Voting**

**SECTION 1. *Club Meetings.***

Meetings of the club shall be held 1 time per year in Wisconsin at such hour and place as may be designated by the Board. Written notice of each such meeting shall be mailed, electronically or otherwise, by the secretary at least 30 days prior to the date of the meeting.

**SECTION 2. *Special Club Meetings.***

Special club meetings may be called by the President or by a majority vote of the members of the Board who are present and voting at any regular or special meeting of the Board; and shall be called by the 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 Wisconsin at such place, date and hour as may be designated by the person or persons authorized herein to call such meetings. Written notice of such a meeting shall be mailed, electronically or otherwise, by the Secretary at least 15 days and not more than 60 days prior to the date of the meeting and said notice shall state the purpose of the meeting. No other club business may be transacted at that meeting. The quorum for such a meeting shall be 20 percent of the members in good standing.

**SECTION 3. *Board Meetings.***

An initial meeting of the Board shall take place within 30 days of March 1 when officers/directors take office and the club year begins. Meetings of the Board shall be held at minimum, 3 times a year. Meetings may be called in person, by telephone, or internet conference. Written notice of each such meeting shall be mailed, electronically or otherwise, by the Secretary at least 30 days prior to the date of the meeting. The quorum for such a meeting shall be 2/3 of the Board.

**SECTION 4. *Special Board Meetings.***

Special meetings of the Board may be called by the President and shall be called by the Secretary upon receipt of written request, via letter or internet, of at least three members of the Board. Such special meetings shall be held in Wisconsin or by telephone or internet conference at such date and hour as may be designated by the person authorized herein to call such meeting. Written notice of such meeting shall be mailed by the Secretary, electronically or otherwise, at least five days and not more than 30 days prior to the date of the meeting. Any such notice shall state the purpose of the meeting and no other business shall be transacted thereat. The quorum for such a meeting shall be 2/3 of the Board.

**SECTION 5. *Board Business.***

The Board may conduct its business by means other than in person. The Secretary shall be responsible for soliciting, counting, and recording the votes, and all Board Members shall be polled.

Business items may be presented to the Board for action by:

- a) Any Board member by submission to the President or Secretary for inclusion on the agenda.
- b) Written petition addressed to the President or Secretary signed by 15 percent of members in good standing. Items presented by such petition shall be voted on within six weeks of the date the petition was received. Reports of Board action shall be made available to the membership within 15 days of the Board vote by the Secretary via newsletter, special mailing, or internet.

**SECTION 6. *Voting.***

One representative of each membership 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 or she is present. Proxy and absentee voting will not be permitted at any club meeting.

The Board may also choose to call for a vote of the membership via US mail and electronic mail at times other than club meetings. Members may elect which means of voting they prefer for this situation by written notice to the Secretary and allowing 30 days for processing. Email votes must be sent in reply to an official ballot and received from the same address the ballot was sent to. No

other form of email vote will be allowed. Ballots must be returned within 30 days of the date they are sent.

**SECTION 7. *Manner of Acting.***

At all meetings of the Board, if a quorum is present, an affirmative vote of a majority of the total number of Board members shall be required to pass a motion, regardless of the number of Board members present or participating, except for special cases indicated elsewhere in these bylaws.

For questions put to the membership for vote, an affirmative response from a majority of members present or responding shall be considered approval, except for special cases indicated elsewhere in these bylaws.

**ARTICLE III  
Directors and Officers**

**SECTION 1. *Board of Directors*** The Board shall be comprised of the elected officers and 4 other persons, all of whom shall be members in good standing and all of whom shall be elected for two-year terms in January and shall serve until their successors are elected. The 4 members of the Board who do not hold an elected office will be referred to as Directors. The Directors and the Assistant Secretary shall be elected in the even numbered years and the rest of the Officers elected in the odd numbered years. Terms will run for two years beginning in March and ending in February. Directors or Officers will be removed from the Board if they are found to not be in good standing with the American Kennel Club, RRCUS or are suspended or expelled from the club. General management of the club's affairs shall be entrusted to the Board of Directors. A document entitled "List of Officer Duties", which details officer duties beyond what is listed below, shall be maintained by the Board of Directors and made available to new Board members. This list is not to be considered part of the bylaws and may be changed by majority vote of the Board at any time.

**SECTION 2 *Officers.*** The club's officers, consisting of the President, Vice President, Secretary, Assistant 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 member may serve only two consecutive terms in any one elected office.

- 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 Secretary, with help from the Assistant 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, have charge of the correspondence, notify members of meetings, notify new members of their election to

- membership, 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 bylaws.
- d) The Assistant Secretary will assist the Secretary as detailed in the "List of Officer Duties".
  - e) The Treasurer shall collect and receive all moneys due or belonging to the club. Moneys shall be deposited in a bank designated by the Board, in the name of the club. The books shall at all times be open to inspection by the Board and a report shall be given at every meeting on the condition of the club's finances and every item of receipt or payment not before reported; and at the first meeting of each fiscal year an accounting shall be rendered of all moneys received and expended during the previous fiscal year.

**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 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; 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 vote of the Board.

**SECTION 4. *Non-liability of Directors and Officers.***

To the fullest extent permitted by law, the directors and officers shall not be personally liable for the debts, liabilities or other obligations of the club.

**ARTICLE IV  
The Club Year, Elections**

**SECTION 1. *Club Year.***

The club's official and accounting year shall begin on the first day of March and end on the last day of February. Elected Officers and Directors will take office March 1. Each retiring officer should turn over to his successor in office all properties and records relating to that office during the month of February.

**SECTION 2. *Elections.***

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

**SECTION 3. *Nominations.*** No person may be a candidate in a club election who has not been nominated. No person may be a candidate in a club election who has not been a member of the club for at least six months prior to the election. By September 1, the Board shall select a Nominating Committee consisting of three members and two alternates, not more than one of whom may be a member of the Board. The Board shall recognize a Chair from the selected and accepting committee members and it shall be such Chair person's duty to call a committee meeting, which shall be held on or before October 1st.

- a) The committee shall nominate from the eligible membership, one candidate for each office or director position on the Board which is up for re-election and, after securing the consent of each person so nominated, shall immediately report their nominations to the Secretary in writing. The committee will ask each nominee accepting this nomination to provide a brief resume (no more than 250 words) to the Secretary. The committee should consider geographic representation of the membership on the Board to the extent that it is practical to do so.
- b) Upon receipt of the Nominating Committee's report and nominee resumes, the Secretary shall, by November 1st, send notification to the membership, electronically or otherwise, of the candidates so nominated and their resumes.
- c) Additional nominations of eligible members may be made by written petition to the Secretary by no later than November 30. Petitions must be signed by 3 members in good standing and include a signed acceptance of the nomination by the proposed candidate and a brief resume. Petitions may not be made electronically. No person shall be a candidate for more than one position.
- d) Nominations cannot be made in any manner other than as provided in this Section.
- e) Once the final slate of nominees is complete, the Secretary will compile a final ballot including all nominee resumes. The final ballots will be mailed, electronically or otherwise, to the eligible membership by January 1st. Ballots must be returned to the Secretary by January 30. The Secretary will notify the membership of the results of the election by February 15.
- f) If no valid additional nominations are received by the Recording Secretary on or before November 30<sup>th</sup>, the Nominating Committee's slate shall be declared elected and no balloting will be required.

## **ARTICLE V Committees**

**SECTION 1.** The Board may appoint standing committees to advance the work of the club in such matters as dog 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 assist with particular projects.

**SECTION 2.** Any committee appointment may be terminated by vote of the Board, upon written notice to the appointee. The Board may appoint successors to those persons whose services have been terminated.

**SECTION 3.** Each committee Chairperson shall maintain any and all records pertaining to the function of that committee and shall relinquish such records to any successor or the Secretary within 30 days of the termination of his or her appointment.

## **ARTICLE VI Discipline**

**SECTION 1.** *American Kennel Club Suspension/RRCUS Discipline.*

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. Any member suspended, expelled or denied membership in RRCUS shall be similarly suspended, expelled or denied membership to RRCOW.

**SECTION 2.** *Charges.*

Any member may prefer charges against a member for alleged misconduct prejudicial to the best interests of the club. Written charges with specifications must be filed in duplicate with the 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 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. If the Board considers that the charges do not allege conduct which would be prejudicial to the best interests of the club, it may refuse to entertain jurisdiction.

If the Board entertains jurisdiction of the charges, the Secretary shall promptly send one copy of the charges to the accused member by registered mail advising him or her that there are 30 days in which to reply in writing with his or her answer to the charges and any information that would prove useful to the Board in evaluating the charges. If the accused member fails to reply within 30 days, he or she will be considered to have acknowledged the charges. The accused may, however, reply within the prescribed time and request for just cause, an extension not to exceed an additional 30 days.

**SECTION 3.** *Board Decision.*

After receiving a reply from the accused, the Board shall proceed to thoroughly and impartially investigate the charges. It shall fix a date for a special meeting of the Board, not less than three weeks nor more than eight weeks after receipt of the reply, for the purpose of deciding the merit of the charges. Should the charges be sustained after reviewing all the evidence presented by complainant and defendant, the Board may, by a majority vote of the full Board, 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 finding 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. Any Board member named directly or indirectly as a party to or witness of the alleged misconduct will be excused from voting on this matter.

**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 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 evidence shall be taken at this meeting.

The President shall read the charges and the Board's finding and recommendation, and shall invite the defendant, if present, to speak in his own behalf if he wishes. The members shall then vote by secret ballot on the proposed expulsion. A 2/3 vote of those present and voting at the meeting shall be necessary for expulsion. If expulsion is not so voted, the Board's suspension shall stand.

**ARTICLE VII  
Amendments**

**SECTION 1.** Amendments to the constitution and bylaws may be proposed by the Board or by written petition addressed to the Secretary signed by 20 percent of the membership in good standing. Amendments proposed by such petition shall be promptly considered by the Board 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 bylaws may be amended by vote of the full membership, conducted via electronic and regular mail. Affirmative response of

2/3 of the returned ballots shall be required to amend the constitution or bylaws.

## **ARTICLE VIII Dissolution**

**SECTION 1.** The club may be dissolved at any time by the written consent of not less than 1/3 of the 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 selected by the Board.

## **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
- Reports 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:

- Minutes of last meeting
- Report of Secretary
- Report of Treasurer
- Reports of Committees
- Unfinished Business
- New Business
- Adjournment

## **ARTICLE X Parliamentary Authority**

**SECTION 1.** The rules contained in the current edition of "Robert's Rules of

Order," 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.