



**Constitution of the  
Greater Twin Cities Su-Mac Cairn Terrier Club**

**Article I  
Name and Objects**

- Section 1.** The name of the club shall be the Greater Twin Cities Su-Mac Cairn Terrier Club (The Club).
- Section 2.** The objects of the Club shall be:
- (a) to encourage and promote the breeding of purebred Cairn Terriers and to do all possible to bring their natural qualities to perfection;
  - (b) 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 Cairn Terriers shall be judged;
  - (c) to do ail in its power to protect and advance the interests of the breed by encouraging sportsmanlike competition at conformation shows, obedience and tracking trials, and performance events;
  - (d) to conduct sanctioned and licensed specialty conformation shows, obedience and tracking trials, and performance events under the rules of the American Kennel Club.
- Section 3.** The Club shall not be conducted or operated for profit and no part of any profits or remainder or residue from dues or donations to the Club shall inure to the benefit of any member or individual.
- Section 4.** The 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.

**By Laws**

**Article I  
Membership**

- Section 1.** **Eligibility:** There shall be one type of membership for members with voting rights open to all persons eighteen years of age and older who are in good standing with the American Kennel Club and who subscribe to the purposes of this Club. There will be a junior membership for anyone under eighteen years of age. This membership carries no voting rights. While membership is to be unrestricted as to residence, the Club's primary purpose is to be representative of the breeders and exhibitors in this immediate area.
- Section 2.** **Dues:** Membership dues shall be \$10.00 per year for regular members, \$15.00 per year for regular joint membership of two adults within a household, each having voting rights, and \$3.00 per year for junior membership. The amount of these dues may be changed by a majority vote of the Board. The Club's fiscal year shall be the calendar year, beginning on January 1. Dues are payable on or before the first day of May of each year. No member may vote whose dues are not paid after that date. During the month of March, the Secretary shall hand out or mail to each member a statement of dues payable for the ensuing year.

**Section 3.**      **Election of Membership:** Each applicant for membership shall apply on a form as approved by the Board of Directors and which shall provide that the applicant agrees to abide by the constitution and by-laws of the Club, the rules of the American Kennel Club, the current Codes of Ethics or Codes of Values of the Cairn Terrier Club of America (CTCA) and the Club. This application shall state name, address, and pertinent information about dogs owned by the applicant and it shall carry the endorsement of two members. Accompanying the application, the prospective member shall submit dues payment for the current year.

All applications are to be filed with the secretary and each application is to be read at the first meeting of the Club following its receipt. At this Club meeting, the application will be voted on by secret ballot and affirmative votes of 3/4 of the members present and voting at the meeting shall be required to elect the applicant. Applicants for membership who are not elected by the Club on the first vote may reapply six months after the Club's first vote.

**Section 4.**      **Termination of membership:**

- (a) by resignation. Any member in good standing may resign from the Club upon written notice to the secretary. Any of the resigning member's debts to the Club must be paid at this time.
- (b) by lapsing. A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid on September 1 of the fiscal year; however, the Board may grant an additional 90 days of grace to such delinquent members in meritorious cases.
- (c) by expulsion. A membership may be terminated by expulsion as provided in Article VI of these by-laws.
- (d) a member who has resigned, lapsed, or whose membership has been terminated may reapply for Club membership six months from the date his or her membership ceased.

## **Article II Meeting and Voting**

**Section 1.**      **Club meetings:** Meetings of the Club shall be held in or within 50 miles of the University of Minnesota - Minneapolis campus at such hour and place on a date and at a location as may be designated by the Club. Written notice of each such meeting shall be mailed by the secretary at least ten days prior to the date of the meeting. The quorum for such meetings shall be 20% of the members in good standing.

**Section 2.**      **Special Club meetings:** Special Club meetings may be called by the president, a majority vote of the members of the Board, or by a petition submitted to the Club secretary and signed by five members of the Club who are in good standing. Such special meetings shall be held in or within 50 miles of the University of Minnesota - Minneapolis campus 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 and an agenda for such a meeting shall be mailed by the secretary at least five 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 4.**      **Board meetings:** Meetings of the Board may be called by the president, or shall be called by the secretary upon receipt of a written request signed by at least three members of the Board. Attended board meetings shall be held in or within 50 miles of the University of Minnesota - Minneapolis campus at such place, date, and hour as may be designated by the person authorized herein to call such a meeting or Board. Board meetings may also be called by persons authorized and conducted by tele-conference or in a series of telephone contacts. In either attended or teleconference meetings issues may be discussed and votes taken. Written notice of each such meeting and an agenda of such a meeting shall be mailed by the secretary at least five days and not more than ten days

prior to the date of the meeting. The quorum for such a meeting shall be a majority of the Board, that is, four of the seven members.

Section 5. Voting: Each member in good standing whose dues have been paid by May 1 of the current year shall be entitled to one vote at any meeting of the Club at which the member is present. Proxy voting will not be permitted at any Club meeting or election.

Section 6. Preferences for Specialty Judges: Club members shall be given the opportunity to indicate their preferences for judges before the judges are contacted and invited to preside at Club Specialty shows. Voting to indicate preferences for Specialty show sweepstakes and regular class judges shall occur at least nine months before the date of the show, if possible. Written ballot at the Club meeting may be used providing that at least 30% of local members are present to vote. Local members are considered those who reside within 50 miles of the University of Minnesota - Minneapolis campus. The secretary shall provide ample notice to all members prior to the meeting that a vote to indicate Club preferences for Specialty show judges is to take place.

If 30% of local membership is not present at a meeting at which votes are taken to indicate preferences for judges, ballots shall then be mailed to the entire membership, to be returned to the secretary within a specified reasonable time. The number of ballots returned to the secretary within the specified time shall be considered sufficient to indicate Club preferences. When the results of the balloting are known, the secretary shall inform the appropriate Specialty show chair.

### **Article III Directors and Officers**

Section 1. Board of Directors: The Board shall be comprised of the president, vice-president, secretary, treasurer, and three other persons whom shall be members in good standing and whom shall be elected for one-year terms. No president shall serve two consecutive terms. The president of the previous year automatically becomes a Board member for one year following the completion of the president's term. The election of the directors and officers shall take place at the Club's annual meeting as provided in Article IV and shall serve until their successors are elected.

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 president in addition to those particularly specified in these by-laws.
- (b) The vice-president shall perform all duties assigned by the president and succeed to 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 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 by these by-laws.
- (d) The treasurer shall collect and receive all moneys due or belonging to the Club. The treasurer shall deposit all Club funds in a bank designated by the Board, in the name of the Club. The treasurer's books shall at all times be open to inspection of the Board. The treasurer shall report to Club members at every meeting the condition of the Club's finances and every item of receipt or payment not before reported. At the annual meeting the treasurer shall render an account of all moneys received and expended during the previous fiscal year. The treasurer shall be bonded in such amount as the Board of Directors shall determine.

- (e) The office of secretary and treasurer may be held by the same person in which case the Board shall be comprised of the officers and four other persons.

**Section 3.** Vacancies: Any vacancies occurring on the Board or among the offices during the year shall be filled for the unexpired term of office by a majority vote of all current members of the Board at its first regular meeting following the creation of such a 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 the vice-president shall be filled by the Board. If a second vacancy or more vacancies in the office of president occur within the same year as the first vacancy, they shall be filled by majority vote of the Club.

**Article IV**  
**Fiscal Year, Official Year, Annual Meeting, Elections**

**Section 1.** Fiscal year: The Club's fiscal year shall begin on the first day of January and end on the thirty-first day of December.

Official year: The Club's official year shall begin in November, at the election of Club officers, and shall continue to the following November at the next annual meeting.

**Section 2.** Annual meeting: The annual meeting shall be held in November at which officers and Directors for the ensuing year shall be elected from those nominated in accordance with Section four of this Article. They shall take office at the January meeting. Each retiring officer shall turn over to the successor in office all properties and records relating to that office within thirty days after the election.

**Section 3.** Elections: The nominated candidate receiving the greatest number of votes for each office shall be declared elected. The two nominated candidates for other positions on the Board who receive the greatest number of votes for such positions shall be declared elected. The out-going president automatically fills the third Board position.

**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 committee members and alternate of their election. The Board shall name a chair of the Committee and it shall be the chair's duty to call an attended or teleconference Committee meeting which shall be held on or before September 15 and will nominate Club officers for the next year.

- (a) The Committee shall nominate one candidate for each office and two candidates for the two other positions on the Board, and, after securing the consent of each person so nominated, shall immediately report their nominations to the secretary in writing.
- (b) Upon receipt of the Nominating Committee's report, the secretary shall, before the October meeting, notify each member in writing of the candidates so nominated.
- (c) Additional nominations may be made at the October Club meeting by any member in attendance provided that the person so nominated does not decline when his or her 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 a 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 only from among those members who have not accepted a nomination of the Nominating Committee.
- (d) Nominations cannot be made at the annual meeting in November or in any manner other than as provided in this Section.

**Article V  
Committees**

- Section 1. The Club may appoint standing committees to advance the work of the Club in such matters as specialty shows, performance events, rescue, 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 Club. Special committees may also be appointed by the Club to aid it on particular projects.
- Section 2. Any committee appointment may be terminated by a majority vote of the full membership of the Club upon written notice to the appointee; and the Club may appoint successors to those persons whose services have been terminated.

**Article VI  
Discipline**

- Section 1. American Kennel Club or Cairn Terrier Club of America Suspension: Any member who is suspended from the privileges of the American Kennel Club (AKC) or from the Cairn Terrier Club of America (CTCA) 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 the breed. A member may also prefer charges against another member based on an alleged violation of the current Codes of Ethics or Codes of Values of the CTCA or 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 or the breed. If the Board considers that the charges do not allege conduct which would be prejudicial to the best interests 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 not less than three weeks nor more than six weeks thereafter. The 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 own defense and bring witnesses if he wishes.
- 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 suspend the defendant from all privileges of the Club for not more than six months of 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 a 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 out 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: 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 the 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 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. A two-thirds positive vote of those present and voting at the meeting shall be necessary for expulsion. If the expulsion is not so voted, the Board's suspension shall stand.

#### **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 signed by twenty percent of the membership in good standing. Amendments proposed by such a 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 positive 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 at least two weeks prior to the date of the meeting.

#### **Article VIII Dissolution**

- Section 1. Dissolution: The Club may be dissolved at any time, by 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 payment of the debts of the Club. Its property and assets shall be given to a charitable organization or to organizations, selected by the Board of Directors, that exist for the benefit of dogs.

#### **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, the guide shall be Robert's Rules of Order.
- Section 2. At meetings of the Board, the order of business, unless otherwise directed by a majority vote of those present, the guide shall be Robert's Rules of Order.

## ***Guidelines for Club Management***

**Section 1.** The business of the Club is to promote members' and non-members' understanding of the characteristics and needs of the Cairn Terrier and to enhance members' and non-members' skill in caring for and enjoying the Cairn Terrier. To these ends, the Club purchases goods and services and organizes such activities as fun matches, specialty conformation shows, obedience and tracking trials, performance events, potluck dinners, and educational programs. The following comments are non-binding guidelines for the efficient operation of the Club:

- (a) Every chair of an activity committee shall be appointed in a timely manner so that
  - (1) the chair can prepare an activity plan and budget, if necessary, and
  - (2) the Club can discuss and approve the activity budget before the activity occurs.
- (b) The vice-president shall organize and coordinate educational programming for the Club at its meetings and on other occasions, as appropriate.
- (c) Chairs of Specialty shows and other functions may request assistance and input from the entire Club.

**Section 2.** The Club's business is made possible through voluntary effort and contributions and through sanctioned expenditures. The following statement(s) reflect reasonable practice concerning expenditures of Club funds approved by the Club:

- (a) Members shall present bills in writing within three (3) months of each expenditure, to the Club treasurer. The Club shall vote to authorize payment of these bills.
- (b) A capital expenditure (purchase of goods or equipment that will not be consumed in one year) should not be made without the Club's prior approval.