

# THE NEW JERSEY FEDERATION OF DOG CLUBS, INC.

## CONSTITUTION AND BY LAWS



Revision Approved by Delegates

THE NEW JERSEY FEDERATION OF DOG CLUBS, INC.  
CONSTITUTION  
AND  
BY LAWS

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# CONSTITUTION

## ARTICLE I

### Name and Objectives

#### Section 1: Name.

The name of the Club shall be the New Jersey Federation of Dog Clubs, Inc.

#### Section 2: Objectives.

The objectives for which this Federation is formed are:

- (a) to promote the welfare of dogs;
- (b) to protect and advance the interests of dogs by means of communication and cooperation between the members and by any other means not prohibited by law or these by-laws;
- (c) to foster education of the general public with respect to the proper selection, care and maintenance of dogs and responsibility of dog ownership.

#### Section 3: Not For Profit.

It is the intent and purpose that this Federation shall be organized and operated for the aforementioned purposes set forth and no part of the earned surplus or of the principal shall inure to the benefit of any private organization or individual.

#### Section 4: Not For Commercial Use.

Neither the name nor property of the New Jersey Federation of Dog Clubs, Inc. shall be used for commercial purposes.

## Article II

### Amendments

#### Section 1: Proposed by the Board of Directors

Amendments to this Constitution may be proposed by the Board of Directors or by written petition addressed to the Corresponding Secretary and signed by twenty (20) percent of the member organizations in good standing. Amendments proposed by such petition must be submitted to the members with or without recommendations of the Board of Directors by the Corresponding Secretary for a vote within ninety (90) days of the date when the petition was received by the Corresponding Secretary.

#### Section 2: Proposed by the Member Organizations

The Constitution may be amended by two-thirds (2/3) vote of the member organizations at any regular or special meeting of the Federation provided that the amendments have been included in the meeting notice.

## Article III

### Dissolution

#### Section 1: Dissolved by Board of Directors

The Federation may be dissolved at any time by the written consent of at least three quarters (3/4) of the Federation Board of Directors. In the event of the dissolution of the Federation, whether voluntary or involuntary, or by operation of law, none of the property of the

Federation, proceeds thereof, nor any assets of the Federation shall be automatically distributed to any member organization of the Federation. After payment of all debts of the Federation, its assets and property shall be distributed to the member organizations as devised by the Board of Directors.

## **BY-LAWS**

### **ARTICLE I**

#### **Membership**

##### **Section 1: Eligibility.**

There shall be three (3) types of membership open to all organizations and individuals who subscribe to the purposes of this Federation. The Federation's primary objectives are in whole or in part the welfare of dogs in the State of New Jersey.

- (a) Any duly constituted club or organization located in the State of New Jersey whose objectives are in whole or in part the welfare of dogs shall be eligible for membership in this Federation.
- (b) Associate Member: Open to all persons eighteen years of age or older who support the objectives of the Federation. An Associate member will receive a copy of the Federation's quarterly newsletter, be permitted to attend General meetings, participate on committees and attend Federation functions. An Associate member may not hold an officer position, Chair a committee or vote at the general meetings.
- (c) Junior Associate Member: Open to all persons under the age of eighteen who support the objectives of the Federation. A Junior Associate member will receive a copy of the Federation's quarterly newsletter, be permitted to attend General meetings, participate on committees and attend Federation functions. A Junior Associate member may not hold an officer position, Chair a committee or vote at the general meetings.

##### **Section 2: Election of Membership**

###### **(a) Member Organizations:**

Any club or organization meeting the eligibility requirements as set forth in the By-Laws Article I, Section 1a, and desiring to apply for membership in this Federation shall do so on a form approved by the Board of Directors. Such form shall provide that the applicant agrees to abide by the By-Laws of this Federation. The application shall state the name of the organization, the address of the secretary of the organization and any other information deemed necessary by the Board of Directors, and shall be submitted to the Corresponding Secretary of the Federation. A payment for the dues of the current two (2) year period shall accompany the application for membership. If the application is received by the Corresponding Secretary after July 1<sup>st</sup> of each odd numbered year the dues shall be applied to the following two (2) year period, if the application is approved. Upon receipt of the application for membership the Corresponding Secretary shall notify the President of its receipt and consideration of that application shall be placed on the agenda for the next regular meeting of the Board of Directors. Applications may be elected at

the Board meeting at which consideration is given to the application, or voting on election to membership may be tabled to the following regular meeting if the Board deems it necessary. Applicants must be elected by two-thirds (2/3) affirmative vote of the Board members present.

(b) Associate Members and Junior Associate Members:

Any individual meeting the eligibility requirements as set forth in the By-Laws Article I, Section 1b, and desiring to apply for associate membership in this Federation shall do so on a form approved by the Board of Directors. Such form shall provide that the applicant agrees to abide by the By-Laws of this Federation. Accompanying the application, the prospective associate member shall submit dues payment. A payment for the dues of the current two (2) year period shall accompany the application for membership. If the application is received by the Corresponding Secretary after July 1<sup>st</sup> of each odd numbered year the dues shall be applied to the following two (2) year period, if the application is approved. All applications are to be filed with the Corresponding Secretary and each application is to be read at the first meeting of the Federation meeting following its receipt. Affirmative votes of three-fourths of the delegates present and voting at that meeting shall be required to elect the applicant. Upon acceptance into associate membership, the applicant shall receive in writing from the Corresponding Secretary a notice of acceptance.

### Section 3:Dues

Dues are for two (2) years and shall be payable on or before the first day of October of each odd numbered year. The amount shall be as determined by the Board of Directors and may be changed by the Board of Directors by a two-thirds (2/3) vote of those in attendance at the meeting provided that the notice of meeting contained reference to such proposed change.

### Section 4:Termination of Membership

Membership in the Federation shall be considered lapsed and automatically terminated if a Member's dues remain unpaid sixty (60) days after the first of October of each odd numbered year. All voting and other privileges of all members of an organization whose membership has been lapsed or terminated shall cease upon that lapse or termination. In no case shall a member organization be entitled to vote at any federation meeting whose dues are unpaid at that meeting.

- (a) Any Member organization, Associate Member or Junior Associate Member in good standing may resign from the Federation upon written notice to the Corresponding Secretary, but no member organization may resign when in debt to the Federation. Dues obligations are considered a debt to the Federation and they become incurred on the first day of October of each odd numbered year.
- (b) Member Organizations Membership may be terminated by Expulsion. A membership may be terminated by expulsion as provided in Article VI of these By-Laws
- (c) Associate Membership or Junior Associate Membership may be terminated at any time by a two-thirds (2/3) vote by the Board of Directors.

### Section 5:Delegates and Alternates

Each member organization may designate two (2) delegates and two (2) alternates. The designated delegates and alternate delegates shall be duly accredited representatives of the

member organization until the Corresponding Secretary of this Federation has been notified in writing of any change.

#### Section 6: Voting

Each member organization shall have two (2) votes to be exercised by its delegates or alternates. Delegates may represent only one organization. Alternates may represent more than one organization but no delegate or alternate may cast more than one vote.

## Article II

### Meetings and Voting

#### Section 1: Annual Meeting

The Annual Meeting of the Federation shall be held during the month of April of each year at such time and location within the State of New Jersey as may be decided by the Board of Directors. Written notice of such meeting shall be mailed at least thirty (30) days prior to the date of such meeting. The quorum shall be twenty (20) percent of the member organizations in good standing.

#### Section 2: Regular Meetings

There shall be regular delegates meeting each year in addition to the Annual Meeting. Said meetings shall be held at a time and place within the State of New Jersey, as shall be determined by the Board of Directors.

#### Section 3: Special Meetings

Special meetings of the Federation may be called by the President or by a majority of the members of the Board of Directors who are present and voting at any regular or special meeting of the Board of Directors or by the Corresponding Secretary upon receipt of a notice signed by delegates from a least five (5) member organizations in good standing. Written notice of such meeting shall be communicated by the Corresponding Secretary at least fifteen (15) days prior to the date of the meeting. Said notice shall state the purpose of the meeting and no other federation business may be transacted thereat. A quorum for such meeting shall be twenty (20) percent of the delegates of member organizations in good standing.

Alternatively notification may be given to delegates and alternates via e-mail, if they have signed an authorization agreeing to this method of communication. Such authorization, which is revocable, will also release the Federation from any liability should the notification be received late or not received by the member due to circumstances beyond the Federation's control.

#### Section 4: Board Meetings

The Board shall meet as necessary. However, it shall hold regular meetings at such time and place as may be designated by the President. Notice of such meetings shall be communicated by the Corresponding Secretary not less than ten (10) days to the date of the meeting. The quorum for such meetings shall be seven (7) members of the Board of Directors.

#### Section 5: Special Board Meetings

Special meetings of the Board of Directors may be called by the President. Such a Special Meeting must be called by the Corresponding Secretary upon receipt from the President

along with the stated purpose of the meeting. Notice of such meeting shall be communicated by the Corresponding Secretary at least ten (10) 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 seven (7) members of the Board of Directors.

At the discretion of the President, with proper notice, a meeting may be held via email, teleconference, videoconference or by any other means acceptable to the Board, among all the available members of the Board. Board Members must have signed an authorization agreeing to the method of communication. Such authorization, which is revocable, will also release the Federation from any liability should the notification be received late or not received by the Board Member due to circumstances beyond the Federation's control.

## **Article III**

### **Directors and Officers**

#### **Section 1: Board of Directors**

The government and the management of the Federation shall be vested in a Board of Directors. The Board of Directors shall be charged with the responsibility of establishing policy for the Federation and of acting for the Federation. This Board shall be comprised of six (6) officers and nine (9) directors, one of whom shall be the immediate past president.

The Board of Directors shall be comprised of the President, 1<sup>st</sup> Vice President, 2<sup>nd</sup> Vice President, Recording Secretary, Corresponding Secretary, Treasurer and eight (8) Directors at Large and the immediate past president. All Directors at Large shall be elected for a two (2) year term; four (4) to be elected in even number years, four (4) to be elected in odd numbered years. The officers shall serve in their respective capacities both with regard to the Board and its meetings and the Federation and its meetings.

#### **Section 2: Term of Office**

All officers shall be elected for a one year term at the Annual Meeting and shall take office at the conclusion of the Annual Meeting. All records and information pertaining to those officers shall be turned over to the new officers within thirty (30) days.

#### **Section 3: Officers**

a) **President**

The President shall preside at all meetings of the Federation and of the Board of Directors, and shall have the duties and powers normally appurtenant to the office of President, in addition to those particularly specified in these By-Laws. He/She shall, with the approval of the Board of Directors, execute all contracts entered into on behalf of the Federation.

b) **Vice Presidents**

The 1<sup>st</sup> Vice President and the 2<sup>nd</sup> Vice President, in that order, shall have the duties and exercise the powers of the President in case of the President's death, absence, incapacity or resignation.

(c) **Recording Secretary**

The Recording Secretary shall keep a record of all meetings of the Federation and of the Federation Board of Directors, and of all matters of which a record shall be ordered by the Federation.

(d) Corresponding Secretary

The Corresponding Secretary shall have charge of the correspondence, notification of meetings, notifying new members of their election to membership, notification of members and Directors of their election to office, keep a roll of the members of the Federation with the names and addresses of the delegates and alternates, and carry out such other duties as are prescribed in these By-Laws.

(e) Treasurer

The Treasurer shall collect and receive all monies due or belonging to the Federation. He/She shall deposit the same in a bank satisfactory to the Board of Directors in the name of the Federation. His/Her books shall, at all times, be open to inspection by the Board of Directors and he/she shall report to them at every meeting the condition of the Federations finances and every item of receipt or payment not before reported. At the Annual Meeting, he/she shall render a written account of all monies received and expended during the previous fiscal year. An Audit Committee of three (3) members appointed by the President shall examine the records of the Treasurer after the end of each fiscal year and shall report its findings to the General Membership at the Annual Meeting. During the second week of August of each odd numbered year the Treasurer shall mail dues notices to all member organizations. He/She shall be bonded.

#### Section 4: Attendance

Any officer or Director who fails to attend three (3) consecutive meetings of the Board may be removed by a two-thirds (2/3) vote of the remainder of the Board of Directors.

#### Section 5: Vacancies

Any vacancies occurring on the Board of Directors during the year shall be filled for the unexpired term of office by a majority vote of the members of the Board of Directors present at the first regular or special meeting following the creation of such vacancy.

#### Section 6: Responsibility.

No Officer or Director shall be personally liable for the debts or obligations of the Federation unless bad faith or fraud can be proved.

### **Article IV**

#### The Federation's Year, Annual Meeting, Elections

##### Section 1: Federation's Financial Year

The Federation's financial year shall begin on the first day of October and end on the thirtieth day of September.

##### Section 2: Elections

Election of officers and directors for the ensuing year shall be held at the Annual Meeting from among those nominated in accordance with Section 3 of this Article.

- (a) In every case where more than one person is nominated for an office, the ballot shall be by secret ballot of the Delegates present and voting.

- (b) Where there are no opposing nominees the Recording Secretary shall be instructed to cast one ballot for the slate as proposed

### Section 3: Nominations and Ballots

No person may be a candidate for election who has not been nominated. The Board of Directors shall select a Nominating Committee in November consisting of three (3) delegates from the member organizations, at least one but not more than two whom shall be members of the Board of Directors. The President shall not be a member of the Committee.

The Board of Directors shall name a chairman of the Committee and it shall be the chairman's duty to confirm their appointments with the other members of the Committee and to call Committee meetings. The Board of Directors shall also select two (2) alternates who must be delegates from member organizations.

- (a) The Committee shall nominate one candidate for each office and four (4) Directors, all of whom shall be delegates from member organizations in good standing and shall have agreed to accept such nominations. The Nominating Committee's report shall be in the hands of the Corresponding Secretary, in writing, no later than December 10<sup>th</sup>. The Corresponding Secretary shall communicate a list of candidates to the general membership and to the Board of Directors no later than January 1<sup>st</sup>.
- (b) Additional nominations for officer and/or Directors may be made by petition which shall be signed by at least one (1) delegate from each of five (5) member organizations in good standing. The petition must be signed by such candidate(s) indicating willingness to serve and such petition must be received by the Corresponding Secretary no later than February 15<sup>th</sup>. If any nominating petitions are received by the Corresponding Secretary, all member secretaries will be notified of the additional nominations not later than March 1<sup>st</sup>. In the event there are no additional nominations received, ballots need not be prepared.
- (c) No person may be a candidate for more than one office. The additional nominations provided for herein may be made only from those who have not accepted a nomination of the Nominating Committee. Anyone declining the nomination offered by the Nominating Committee may not run for the same position by petition.
- (d) In the event of additional nominations (by petition, as described in Section 3 b of the Article) the Corresponding Secretary will prepare a ballot reflecting all nominations to be used at the Annual Meeting for voting.
- (e) At the Annual Meeting any accredited delegates or alternates may receive a ballot for purposes of voting. Any delegate or alternate asking for a ballot must have his/her name on a master list of delegates and alternates. Each member organization may receive two (2) ballots only. No delegate or alternate may vote more than once.
- (f) The President will appoint a committee to count and tally ballots. No person whose name appears on the ballot may be a member of such committee.

## **Article V**

### **Committees**

#### **Section 1: Committees**

The President, with the approval of the Board of Directors, may each year, appoint standing committees to advance the work of the Federation in such matters as education of the general public, monitoring of legislation and other fields which may well be served by committees. Such committees shall always be subject to the final authority of the Board of Directors. Special Committees may also be appointed by the President, with the approval of the Board of Directors to aid it on particular projects.

#### **Section 2: Termination of Committee Appointments**

Any Committee's appointments may be terminated by a majority vote of those in attendance at a Board meeting, upon written notice to the appointee. The President, with the Board approval, may appoint successors to those persons whose services have been terminated.

#### **Section 3: Eligibility for Committees**

The chairperson or member of any committee need not be an officer or Director of the Federation, except as specified under Article IV, Section 3 Nominations.

## **Article VI**

### **Discipline**

#### **Section 1: Charges**

Any Delegate, when acting on behalf of his/her member organization, shall have the right to prefer charges against another member organization. Written charges with specifications, representing a majority vote of the complainant organization and signed by the President of said organization, must be filed in duplicate with the Corresponding Secretary of the Federation, together with a deposit of \$100.00 which shall be forfeited if such charges are not sustained. The Corresponding Secretary shall promptly send one copy of the charges to the President of the accused member organization by registered mail, return receipt requested, together with a notice of the required Board of Directors hearing and assurance that an Officer or Officers of the member organization may personally appear in its own defense and bring witnesses if they so desire.

#### **Section 2: Board of Directors Hearings**

The Board of Directors shall have complete authority to decide whether counsel may attend any 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 Board members present, suspend the defendant organization from all privileges of the Federation for not more than six months from the date of the hearing, or until the next Annual Corporate Meeting if that will occur after six months. 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 have its representative appear before the Delegates to the Federation at the ensuing Federation Meeting which considers the Board's recommendation. Immediately after the Board has reached a decision, its findings shall be put into written form and filed with the Corresponding Secretary. The Corresponding Secretary shall then immediately notify each of the parties of the Board's decision and penalty, if any.

### Section 3:Expulsion

Expulsion of a member organization from the Federation may be accomplished only at the Annual Meeting of the Federation following a Board of Directors hearing and upon the Board's recommendation as provided in Section 2 of this Article. The defendant organization shall have the privilege of having a representative appear in its behalf, although no evidence shall be taken at this meeting. The President shall read the charges and the Board's findings and invite the representative of the defendant organization, if present, to speak in his/her organization's behalf. The meeting shall then vote by secret, written ballot on the proposed expulsion. A two-thirds vote of those present at the Annual Corporate Meeting shall be necessary for expulsion. If expulsion is not voted, the Board's suspension shall stand.

## Article VII

### Amendments

#### Section 1.Proposed by the Board of Directors

Amendments to these By-Laws may be proposed by the Board of Directors or by written petition addressed to the Corresponding Secretary and signed by twenty (20) percent of the member organizations in good standing. Amendments proposed by such petition must be submitted to the members with or without recommendations of the Board of Directors by the Corresponding Secretary for a vote within ninety (90) days of the date when the petition was received by the Corresponding Secretary.

#### Section 2.Proposed by the Member Organizations

The By-Laws may be amended by two-thirds (2/3) vote of the member organizations at any regular or special meeting of the Federation as described in Article II, Section 2 and 3, provided the proposed amendments have been included in the Notice of Meeting.

## Article VIII

### Order of Business

#### Section 1.Discretion of the President

The order of business at any Federation meeting of Delegates or of the Board of Directors shall be at the discretion of the President or the person running the meeting in place of the President.

#### Section 2.Robert's Rules of Order

With respect to any procedure not specifically set forth in these By-Laws, Robert's Rules of Order shall be followed.

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