

**By-Laws of
Topline German Shepherd Dog Club of Illinois, Inc.
Revised January 21, 2009**

Preamble

The name of this club is the Topline German Shepherd Dog Club of Illinois, Inc.(Topline). The goal of the club is to promote the interest of purebred German Shepherd Dogs under the rules of the American Kennel Club (AKC).

ARTICLE I

This document supersedes and renders void all previous Topline bylaws.

ARTICLE II - Membership

Section 1. - Qualifications, Rights and Responsibilities of Membership.

- A. All members must be in good standing with the AKC.
- B. Members may vote under Article IX, hold office under Article VI and X and participate in all the benefits of the club.
- C. In order to receive the member training rate and any Topline Club awards in a calendar year after their first year of membership, a member must have in the previous year:
 - 1. Helped out at a show/trial, committee or club event to the satisfaction of the committee chair.
 - 2. Attended at least half of all business meetings.

Section 2. - Application for membership.

To become a member an applicant must:

- A. Be at least sixteen (16) years of age.
- B. Be a member of a household or family that owns at least one (1) pure bred or ILP (1) German Shepherd Dog as defined by the American Kennel Club.
- C. Have two members as sponsors.
- D. Prior to submitting an application they will need to attend at least 1 business meeting. After completing the above, the applicant can submit their application for membership, along with their initiation fee and first year dues and have the application voted on at the next business meeting. The initiation fee will be as specified in the minutes covering the latest initiation fee and dues structure. Admission to the club requires a three-fourths (3/4) majority vote of the members present. If the vote is less than a 3/4 majority, their initiation fee and first year dues will be returned.

Section 3. Resignation.

Any member may resign at any time and upon receipt of written notice to the secretary. Such resignation will become effective immediately.

ARTICLE III - Dues

Dues are payable on January 1st. They will be set as specified in the minutes covering the latest initiation fee and dues structure.

The treasurer will send out a first dues notice on December 1st and a second notice if necessary on February 1st. Topline will drop from membership any member that has not paid their dues by March 1st.

The treasurer will receive all dues.

All dues are non-refundable.

Members at an annual meeting may revise dues and initiation fee by a two-thirds (2/3) vote as a standing rule.

ARTICLE IV – Dissolution

Written consent of two-thirds of the members may dissolve the club. This is done through a resolution presented at a special meeting called for that purpose. After payment of all just debts and liabilities of the club, the club will sell its remaining assets and property. The club will then donate all monies to non-profit dog organizations. After that has occurred, the club will then be officially dissolved.

ARTICLE V- Meetings

Section 1. - Regular Business Meetings.

Topline will hold a minimum of 5 regular business meetings per year. The club will set the date and place of the next regular business meeting at the current regular business meeting. The date of any single business meeting may be changed by the Board of Directors up to 2 weeks prior to the scheduled date of the meeting. Regular business meetings are mandatory in November and January.

- A. Regular business meetings are open to members, prospective members and guests. Prospective members may not ask questions and may not participate in discussions unless asked to by the President. Guests may not ask questions or participate in discussions unless asked to by the President.
- B. The president will set the order of business for regular business meetings.
- C. The secretary will notify members of a regular business meeting.

Section 2 - Annual Meetings.

Topline will hold the annual meeting of the members after the regular January business meeting.

- A. The secretary will mail a notice of the annual meeting stating the time and place. The secretary will email this notice to every member of the club at least 21 days in advance unless the club member advises the secretary that they prefer regular mail.
- B. Attendance will be the same as the regular business meeting as defined in Section 1 Part A.
- C. Order of Business will be as follows:
 - Roll call
 - Outgoing treasurers report
 - Committee reports
 - Election of officers and board of directors
 - Installation of officers and board of directors
 - Voting on amendments
 - Adjournment

Section 3.- Board of Directors Meetings.

- A. The president may call a meeting of the board of directors at any time.
- B. The president must call a board of directors meetings, upon written request, through registered mail by at least three of the board members stating the desired purpose. The President must set a date for the meeting that is no earlier than one week or greater than three weeks after receipt of the letter.
- C. The Board of Directors will meet in November to consider any petitions for amendments to the bylaws.

Section 4. - Committee Meetings.

The chair will call committee meetings as necessary.

Section 5. - Emergency Meetings of the Board of Directors.

Any officer or member of the board of directors may call an emergency meeting. Notification will be by any means available.

Section 6. - Roberts Rules.

The rules in the current edition of Robert's Rules of Order, Newly Revised govern the club in all applicable cases, provided they are consistent with these by-laws and any other special rules of order the club may adopt.

Section 7. - Emergency Meetings

From time to time issues may arise that require action prior to the next meeting. Under these condition, any member, after conferring with the highest ranking officer available (as defined in Article VII Succession) may call an emergency meeting to decide this issue. This issue may take place either in person or electronically. Because of the limits of open discussion of such a meeting, an issue of this type requires a 2/3 majority vote of all members. This vote can be either verbal or written.

ARTICLE VI - Officers and Qualifications

Section 1. General.

All officers must be members under Article II. They must also be eligible to vote in any election they are nominated for under Article IX.

Section 2. - President.

A candidate for president must be a member for at least one (1) year before the election and have served as a show/trial secretary.

The president will preside at all regular business, annual, board of directors and emergency meetings.

The president will act as executive head of the club.

The president will act as chair of the board of directors and will be ex-officio member of all committees.

The president has the authority to delegate any assistants or committees that he or she feels necessary. The assistants or committees will remain in office at the discretion of the president.

Section 3. - Vice President.

A candidate for vice president must be a member for at least one (1) year before the election and have served as a show/trial secretary.

The vice president will, in the absence or disability of the president perform all duties of the president.

Section 4. - Treasurer.

A candidate for treasurer must have been a member for at least six (6) months before the election.

The treasurer will receive, collect and handle all Club funds and will deposit all funds in a bank or trust company.

The treasurer will submit a written financial report at each regular business meeting. The treasurer will read this report aloud at the meetings and give a written copy to the secretary.

Treasurer will mail dues reminders in accordance to Article III.

Treasurer will keep a calendar and pay all club bills.

Section 5 - Secretary.

A candidate for secretary must be a member before the election. The secretary will be in charge of all general correspondence, keep the clubs records (including an inventory of the clubs

assets), roll of members, minutes of the meetings and notify members of meetings as specified in Article V, Section 1 Part C.

Section 6 - Consecutive Terms.

No officer may hold the same position for more than two consecutive terms.

ARTICLE VII - Succession

The order of succession will be president, vice president, treasurer and secretary.

ARTICLE VIII - Board of Directors

The board of directors consists of 7 members. The board of directors includes all officers and the past president. The remainder is members at large. The President will select two of the members at large.

The duties of the board of directors include auditing the account books annually and inspecting the books of the treasurer before the treasurer submits the annual report.

ARTICLE IX - Voting

Section 1 - Eligibility

Only members in good standing and who's dues are current, may vote.

Section 2 - Method of Voting

Voting will be by secret ballot if the election is contested. Proxy votes will not be allowed.

ARTICLE X - Election of Officers and Board of Directors

Section 1. - When Elected

The officers of the club and the board of directors will be elected at the annual meeting of the club.

Section 2. - Election Judge

If the election is contested, on the night of the annual meeting, the president will draw at random the name of the election judge from a list of non-candidates. The judge will supervise and count the votes. The judge will appoint one (1) clerk to aid in counting the votes. The judge will act as the presiding officer and announce the results.

Section 3 - Nominating Committee

The nominating committee will select nominees to fill the clubs offices for the next year. The nominating committee will announce the nominees at the November business meeting. Other nominations from the floor may be made at this time.

Section 4 - Relations Among Candidates

No two or more relatives may serve together as officers or members of the board of directors in a given term.

Section 5- Slate of Candidates

The secretary will mail the slate of candidates without comment to the last known address of each member. This will be mailed with a notice of the annual meeting.

Section 6 - Length of Term

The length of term for all current officers and members of the board of directors will run 2 years and officers will serve until the installation of new officers and board members at the annual meeting.

ARTICLE XI - Vacancies

The board of directors will fill any vacancies to the officers or board of directors caused by impeachment, resignation, suspension, expulsion or physical incapacity by a majority vote. Eligibility as stated in Articles VI and VIII will apply.

ARTICLE XII - Committees

Section 1. - Nominating Committee.

Before the November business meeting of each year, the board of directors will appoint a nominating committee.

This committee will consist of at least three (3) members. They will select from the names of eligible members, nominees for officers and members of the board of directors for the next year. This will be in accordance with Articles VI and VIII.

Section 2. - Ad Hoc Committees.

The president may appoint committees that he or she believes necessary.

Section 3. - Show/Trial Committee.

The Show/Trial secretary will chair the Show/Trial committee and appoint members to serve on sub-committees.

ARTICLE XIII - Expenditures

The treasurer and committee chairs are the only members authorized to spend Club funds. Each committee chair will present a budget for approval to the membership before spending such money. The membership will approve any expenses exceeding the budget. Committee chairs will present receipts to the Treasurer for reimbursement. Officers are automatically allowed a \$50.00 discretionary budget each year.

ARTICLE XIV - Disciplinary Action

Section 1 - Charges.

Any member may file charges against another member for alleged misconduct which include but are not limited to:

Dereliction of duty, mistreatment of animals, misappropriation of club funds, fraud, using their position in the club for unethical purposes, physical or verbal abuse, threats or actions against other members or his or her dog.

The plaintiff must file charges in writing to the club secretary and one (1) other officer of their choice within 60 days of the alleged offense. The plaintiff must include a \$25.00 deposit with the written charges to the club secretary. The plaintiff will forfeit this deposit to the club treasury if the alleged charges are dropped.

Section 2 - Disciplinary Review Board.

The highest ranking officer (as defined in Article VII, Succession) not involved in the charges will select at random the names of three (3) members to serve on a disciplinary review board. This selection will take place at the first regular business meeting after charges have been filed. The secretary and the other officer receiving the alleged charges will determine eligibility of members to serve on this board.

The review board will review the alleged charges. The review board by a majority vote will either dismiss the alleged charges or refer them to the board of directors for further action. The disciplinary review board must make a decision by the next regular business meeting. Only members who are not relatives of either party are eligible to serve on the disciplinary review board. The disciplinary review board and the board of directors will keep the alleged charges confidential from noninvolved parties until and unless the board of directors determines them to be valid.

Section 3 - Action on charges.

The board of directors will call a meeting within 30 days of any alleged charges referred to them by the disciplinary review board. The purpose of this meeting is to review and act on the alleged charges. Upon review the board of directors will take a vote on the alleged charges. A conviction on the charges requires a two thirds (2/3) majority vote of the members present. The charges are dropped if the vote is less than a two thirds (2/3) majority. Upon a conviction, the board will decide on an appropriate action, including but not limited to: reprimand, fine, impeachment, suspension, or expulsion from the club. The parties involved have the option to attend and present their case at the board meeting.

ARTICLE XV - Amendments

The board of directors may propose amendments to the bylaws. Members may also propose amendments by a written petition to the secretary. This petition must be signed by 10% or 5 members, whichever is larger. The secretary must receive this petition no later than October 24 to be considered at the November board meeting.

Every petition will be limited to one subject and must include the following:

- A. Petition subject must appear at the top of each page.
- B. Each member's signature, printed name and address will appear on a single line.
- C. The signature, printed name and address of the petitioner must appear at the bottom of each page.

The board of directors will promptly consider amendments proposed by such a petition at the November board meeting. The secretary will mail any proposed amendments to the members within 2 weeks after the November board meeting.

Adoption of any amendment requires a two thirds (2/3) majority vote of members present at the January annual meeting.

The board of directors may establish additional dates to consider and vote on amendments. These dates will require a two thirds (2/3) majority vote of the board of directors. The timing and procedures of these additional dates must reflect the timing and procedures established above.

Amendments

Standing Rules:

1. Any request for charitable donations will be presented at one meeting and voted on at the next meeting.
2. Any member of Topline can use the Topline logo in an appropriate manner, not detrimental to the reputation of Topline.
3. At the discretion of the person typing the catalog, he or she would get a \$50 cash stipend or if the person is a Topline member they can get a \$120 credit towards a community college course.
4. If any member of the club becomes aware of the death of any other member, their spouse, sibling, parent or child the club will send a token of sympathy not exceeding \$50.00.
5. Dues are \$25/year. Initiation fee is: \$75.00 for the first member of a household and \$25.00 for each additional member of the same household.
6. At their discretion, the Board of Directors, by a simple majority, can decide to authorize payment of costs for educational or other dog related events/expenses for those

members who are in a position to incorporate what was learned in their club duties for the benefit of the remainder of the club members.