

BICHON FRISE CLUB OF AMERICA, INC.
Member of the American Kennel Club

CONSTITUTION

ARTICLE I
Name and Objects

SECTION 1. The name of the Club shall be The Bichon Frise Club of America, Inc.

SECTION 2. The objects of the Club shall be:

- (a) To encourage and promote quality in the breeding of pure-bred Bichon Frise and to do all possible to bring their natural qualities to perfection.
- (b) To encourage the organization of independent local Specialty clubs in those localities 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 the breed as approved by The American Kennel Club as the only standard of excellence by which Bichon Frise 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 dogs shows (obedience trial).
- (e) To conduct specialty shows (obedience trials) 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. The Club shall be comprised of an unlimited number of Individual, Family, Junior and Foreign members, who are in good standing with The American Kennel Club, and who subscribe to the purposes of the Club.

(a) Individual Membership. Individual membership shall be comprised of individuals who are reputable citizens of the United States, and who are eighteen (18) years of age or older.

(b) Family Membership. Family memberships shall consist of husband and wife, or husband and/or wife and any children of said husband and wife who have attained the age of ten (10) years and who have not reached the age of eighteen (18) years of age. Such children shall be considered Junior Members and shall not hold office or have any vote in the affairs of the Club. In a family membership, husband and wife shall each hold one vote.

(c) Junior Membership. Junior Membership shall be comprised of reputable citizens of the United States who have attained the age of ten (10) years, and who have not reached the age of eighteen (18) years of age. Junior members who are not a part of a family membership shall apply for membership under the provisions listed in SECTION 2 of these By-Laws. Junior Members shall not hold office or have any vote in the affairs of the Club.

(d) Foreign Membership. Foreign memberships shall be comprised of reputable citizens of a country other than the United States, who are eighteen (18) years of age or older, and who subscribe to the purposes and principles of this Club. Foreign Members shall not hold office, or have the right to vote nor shall they endorse any candidate for membership who, upon acceptance, would be come a voting member of the Club.

SECTION 2. Election to Membership. Each applicant for membership shall apply on a form approved by the Board of Directors, which, in addition to any other matters required by the Board of Directors, shall state the name, address and occupation of the applicant, and provide the applicant subscribes to the principles and purposes of the club, and agrees to abide by the CONSTITUTION and BY-LAWS of the Club and the Rules of The American Kennel Club. Each application shall furnish the names of two members in good standing, who are not related to the applicant or to each other, and who are willing to endorse said applicant for membership.

(a) An endorser of a new applicant must have been a member in good standing for at least one (1) year prior to endorsement. No member may endorse more than three (3) voting members in any one official year (as defined in Article V, Section 1). Endorsers shall furnish such information regarding the applicant as the Board may require and shall have known the applicant for a period of at least two years prior to sponsoring said applicant.

(b) Applicants shall be approved or disapproved by a majority of the members of the Board whose vote is received by the Recording Secretary within thirty days after the members of the Board have been officially notified of the application for membership and requested to vote thereon, when the Board votes by mail. All applicants for membership shall be published, along

with the names of their endorsers, in the BULLETIN prior to being voted upon by the Board of Directors. The Board shall not be required to provide reasons for any refusals which may occur.

(c) An application which has failed to receive the required favorable vote by the Board of Directors may be presented by one of the applicant's sponsors at the next Annual Meeting of the Club, and the Club may elect the applicant to membership by the favorable vote of 75% of the members present.

SECTION 3. Dues. Membership dues shall be in an amount fixed from time to time by the Board of Directors, but shall not exceed \$25.00 for Individual and Foreign Membership, \$40.00 for Family Membership and \$10.00 for Junior Memberships per year. Dues shall be due and payable on or before July 1st of each year. No member may participate in any meeting of the Club, vote on any matter pertaining to the business of the Club, endorse applicants for membership or Candidates for office until their dues are paid in full for the current year. No later than the first week in June, the Recording Secretary shall send to each member in good standing a Statement of Dues for the Ensuing year. Dues of new members shall be payable within 30 days of their notification of acceptance into membership. A membership shall be considered lapsed as of October 1st, unless, in the opinion of the majority of the Board, extenuating circumstances allow for reinstatement.

SECTION 4. Termination of Membership. Membership may be terminated:

(a) By resignation. Any member in good standing may resign from the Club upon written notice to the Secretary; but no member may resign when in debt to the Club and they become incurred on the first day of each fiscal year.

(b) By lapsing. A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid 90 days after the first day of the fiscal year; however, the Board may grant an additional 90 days of grace to such delinquent members in meritorious cases. 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 By-Laws.

ARTICLE II Meetings

SECTION 1. The Annual Meeting of the Club shall be held in the month of May in conjunction with the Club's Specialty Show, at a place, date, and hour designated by the Board of Directors. If, in the opinion of the majority of the Board, it becomes necessary to hold the Club's Specialty Show outside the limits of the month of May, the Board may vote to do so, providing, however, that the meeting falls within the period of April 15 and June 30. Written notice of the Annual Meeting shall be mailed to each member at least 3 months in advance by the Recording Secretary. The quorum for such Annual Meeting shall be 10% of the members in good standing.

SECTION 2. Special Club Meetings. Special Club Meetings may be called by the President or by a majority vote of the Board who are present at a meeting of the Board who vote by mail; and shall be called by the Recording Secretary upon receipt of a petition signed by 10% of the Club who are in good standing. Such meeting shall be held at such place, date, and hour as may be designed by the Board of Directors. Written notice of such meeting shall be mailed by the Recording Secretary 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. The quorum for such a meeting shall be 10% of the members in good standing.

SECTION 3. Board meetings. The first meeting of the Board shall be held following the Annual Meeting, at the call of the newly installed President. No prior written notice is required. However, other meetings of the Board of Directors shall be held at such times and places as are designated by the President or by a majority of the Board. Written notice of each such other meeting shall be mailed by the Recording Secretary to each member of the Board at least 14 days prior to the date of the meeting. The quorum for a Board Meeting shall be a majority of the Board voting in person or by mail.

SECTION 4. The Board of Directors may conduct its business by mail through the Recording Secretary.

ARTICLE III

Officers, Directors and Delegate

SECTION 1. The Officers of the Club shall consist of a President, Vice-President, Recording Secretary, Corresponding Secretary and Treasurer, elected for two-year terms at the Club's Annual Meeting, as provided in Article IV of the By-Laws.

SECTION 2. The Board of Directors shall consist of the above officers and six other members, and shall be elected to the Board as provided in Article IV.

(a) The President shall be the Chief Executive Officer of the Club. He shall preside at all meetings, including Board of Director Meetings, enforce the provisions of the Constitution and By-Laws, and appoint all necessary committees not otherwise provided for. The President 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 have the duties and exercise the powers of the President in case of the President's death, absence or incapacity.

(c) The Recording Secretary shall keep a record of all meetings and official business of the Club and of the Board of Directors, and shall be responsible for all communications among the Board of Directors and from the Board of Directors to the membership, including communications applicable to membership as pertains to Article I. He will perform such other duties as may from time to time be specifically assigned by the Board. The Recording Secretary may use the BFCA BULLETIN as a vehicle in sending notices, amendments, ballots, etc., provided said BULLETIN is sent by First Class Mail. He shall issue statements of dues to the members, and shall provide the members with a current Membership Roster no later than December 15th of each year. In the event of the absence, death, or inability of the Corresponding Secretary to perform his duties as set forth herein, the same shall be performed and exercised by the Recording Secretary. No later than 30 days after the expiration of his term of office, he shall turn over to his successor the complete records of the club and all Club property in his possession.

(d) The Corresponding Secretary shall be responsible for all correspondence from the public and to the general public and all communication to the membership which does not originate from an official action of the Board of Directors. He shall have available and present to the members and Board at each meeting all pertinent communications addressed to him in his official capacity, or to any officer of the Club. The Corresponding Secretary shall provide and forward to the

Recording Secretary all matters which require being made of permanent record, and such other matters as may from time to time be specifically assigned by the Board. During the absence, death or inability of the Recording Secretary to perform his duties as set forth herein, the same shall be performed and exercised by the Corresponding Secretary. No later than 30 days after the expiration of his term of office, he shall turn over to his successor the complete records of the Club and all Club property in his possession.

(e) The Treasurer shall collect and receive all moneys due or belonging to the Club and receipt therefore. He shall deposit the same in an FDIC Bank satisfactory to the Board, in the name of the Club. His books shall at all times be open to inspection of the Board and he shall report to them at least quarterly the condition of the Club's finances and every item or receipt of payment not previously reported. At the Annual Meeting, he shall render an account of all moneys received and expended during the previous fiscal year. The Treasurer shall be bonded in such a manner as the Board of directors shall determine. No later than thirty days after the expiration of his term of office, he shall submit his books for audit to an auditor to be appointed by the Board, and shall turn over the books and all Club records and property in his possession to his successor.

(f) Duties of the Board. The Board of Directors shall be entrusted with the General management of the Club and shall be responsible for the execution of authorized policies of the Club and shall be empowered to act for the membership when a decision is mandatory prior to a scheduled meeting. The Board shall have the power to authorize payment of normal operating expenses of the Club. Membership applications shall be subject to their review and vote as outlined in Article I.

(g) The Delegate to the American Kennel Club shall be appointed by the Board of Directors. The status of the Delegate shall be reviewed by the Board at each annual meeting of the Board, or at any other time deemed necessary to insure continuity of representation. The Delegate shall not be a member of the Board unless elected, or currently serving, as an Officer or Director as provided in Article IV. The Delegate to the American Kennel Club, when appointed by the Board and approved by The American Kennel Club, shall represent the Club at the meetings of the Delegates to The American Kennel Club.

SECTION 4. Vacancies. Any vacancies occurring on the Board or among the offices during the year, shall be filled until the next annual election by majority vote of all the then members of the Board, except that a vacancy in the office of President shall be filled automatically by the Vice President, and the resultant vacancy in the office of Vice President shall be filled by the Board.

ARTICLE IV

The Club Year, Voting, Nominations and Elections

SECTION 1. Club Year. The Club's fiscal year shall begin on the first day of July and end on the 30th day of June. The Club's official year shall begin immediately at the conclusion of the election at the Annual Meeting and shall continue through the election at the next Annual Meeting. In an Election Year, the elected Officers and Directors shall take office immediately upon the conclusion of the annual meeting and each retiring Officer shall turn over to his successor in office all properties and records relating to that office within 30 days after the election.

SECTION 2. Voting. At the Annual Meeting, or at a special meeting of the Club, voting shall be limited to those members in good standing who are present at the meeting, except for election of Officers and Directors, amendments to the Constitution and By-Laws, and the Standard for the Breed, which shall be

decided by written ballot cast by mail. Voting by proxy shall not be permitted. The Board may decide to submit other specific questions to the members by written ballot cast by mail.

SECTION 3. Biennial Election. Officers and Directors shall be elected biennially at the time of the annual meetings held in odd numbered calendar years, to hold office for a term of two years, the vote to be conducted by Secret Ballot, Ballots to be valid, must be received by the party designated by the Board to receive the Ballots by the date specified on the ballot, said date to be determined by the Board of Directors. The person receiving the largest number of votes for each position shall be declared elected. In the event that an equal number of votes is received by two or more candidates for the same position and no other candidate for such position receives a greater number of votes, the members present at the meeting shall vote by secret written ballot, on the candidates receiving such equal number of votes until one candidate receives a majority vote. If any person, at the time of the meeting, is unable to serve for any reason, such person shall not be elected and the vacancy created shall be filled by the new Board as provided by Article III, Section 3.

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 Directors before December 15th. The Committee shall consist of three members and two alternates, all members in good standing, no more than one of whom may be a member of the current Board. The Board shall name a chairman for the Committee. The Nominating Committee may conduct its business by mail.

(a) The Nominating Committee shall nominate from the members of the Club in good standing, who are residents of the United States, one Candidate for each office and for each other position on the Board of Directors and shall procure the acceptance of each nominee so chosen. The Committee shall then present its slate of candidates to the Recording Secretary on or before February 15. The Recording Secretary shall mail the list, including the full name of each candidate and the State in which he resides, to each member of the Club on or before March 1st, so that additional nominations may be made by the members if they so desire.

(b) Additional nominations may be made by written petition addressed to the Recording Secretary on or before April 1st, signed by five members and received at his regular address, accompanied by written acceptance of each such additional nominee signifying his willingness to be a candidate and a written statement of qualifications. No person shall be a candidate for more than one office, and the additional nominations which are provided for herein may be made only from those members who have not accepted a nomination of the Nominating Committee.

(c) If no valid additional nominations are received by the Recording Secretary on or before April 1st, the Nominating Committee's slate shall be declared elected at the time of the Annual Meeting, and no balloting is required.

(d) If one or more valid additional nominations are received by the Recording Secretary on or before April 1st, he shall, on or before April 10th mail to each member in good standing a ballot listing all of the nominees for each position in alphabetical order, with the names of the State in which they reside, together with a plain envelope marked "Ballot" and a return envelope addressed to the person appointed by the Board to receive the Ballot marked "BFCA BALLOT" and providing a space for signature and return address of the member to whom it was sent. So that the ballots may remain secret, each voter, after marking his ballot, shall seal it in the plain envelope which in turn shall be placed in the second envelope addressed to the person designated to receive the ballots. The Inspectors of Election (to be appointed by the Board) shall check the returns against the list of members whose dues are paid for the current year prior to opening the outer envelopes, removing the plain envelopes, and shall certify the eligibility of the

voters as well as the results of the voting, which shall be announced at the Annual Meeting. The Inspectors of Election shall keep the results secret until such time as it is announced at the Annual Meeting.

(e) Nominations cannot be made at the annual meeting or in any manner other than as provided above.

ARTICLE V

Committees

SECTION 1. The Board may each year 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 committee. Such committees shall always be subject to the final authority of the Board. Special committees may also be appointed by the Board to aid it on particular projects.

SECTION 2. Any committee appointment may be terminated by a majority vote of the full membership of the Board upon written notice to the appointee; and 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 privileges of the American Kennel Club 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 interest of the Club or the Breed. Written charges with specifications must be filed with the Recording Secretary, together with a deposit of \$10.00, shall be forfeited if such charges are not sustained by the Board or a Committee following a hearing. The Recording 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 action alleged in the charges, if proved, 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 of 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 three weeks nor more than six weeks thereafter. The Recording 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 of 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 complainant and 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 months. And, if it deems that punishment is 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 recommendation of the Board or Committee. Immediately after the

Board or Committee has reached a decision, its findings shall be put in written form and filed with the Recording Secretary. The Recording 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 the recommendation of the Board or Committee as provided in Section 3 of the Article. 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 findings and recommendations, and shall invite the defendant, if present, to speak in his own behalf. 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 By-Laws (and the Standard for the Breed) may be proposed by the Board of Directors or by written petition addressed to the Recording Secretary signed by 20% of the membership in good standing. Amendments proposed by such petition shall be promptly considered by the Board by the Recording Secretary for a vote within three months of the date when the petition was received by the Recording 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 Recording Secretary to each member in good standing on the date of mailing, accompanied by a ballot on which he may indicate his choice for or against the action to be taken. The notice shall specify a date not less than 30 days after the date of mailing by which date the ballots must be returned to the Secretary to be counted. The favorable vote of 2/3 of the 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 to 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 2/3 of the members. In the event of the dissolution of the Club, other than for purposes of reorganization, whether voluntary or by operation of law, none of the property of the Club nor any proceeds thereof or any assets of the Club shall be distributed to any members of the Club; but after payment of debts of the Club, its property and assets shall be given to a charitable organization for the benefit of dogs, selected by the Board of Directors.

ARTICLE IX

Authority

SECTION 1. The Parliamentary Authority for this Club shall be Roberts Rules of Order Newly Revised, in all cases where they are applicable and in which they are not inconsistent with these By-Laws.

ARTICLE X

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 the Last Meeting
- Report of Board
- Report of President
- Report of Secretaries
- Report of Treasurer
- Reports of Committees
- Election of Officers and Board (Annual Meeting)
- Election of new members
- Unfinished Business
- New Business
- Adjournment

SECTION 2. At meetings of the Board, the order of business, unless otherwise directed by vote of those present, shall be as follows:

- Reading of minutes of last meeting
- Report of Secretary
- Report of Treasurer
- Reports of Committees
- Unfinished Business
- Election of new members
- New Business
- Adjournment

Revised 1988