

Pacific Northwestern Boerboel Club

Constitution and Bylaws

PNBC Approved Date 04/2025 | AKC Approved Date 05/2025

CONSTITUTION

ARTICLE I: Name and Objectives:

SECTION 1. The official name of the club shall be:

Pacific Northwestern Boerboel Club.

SECTION 2. The objectives of the Club shall be:

- A. To preserve the structure, soundness, temperament, natural abilities, and personality of the Boerboel as described in the breed standard, and to do all possible to bring their natural abilities and 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 the Boerboel shall be judged.
- C. To protect and advance the interest of the breed by encouraging sportsmanlike conduct at dog shows, field events, obedience trials, and all functions and events where Pacific Northwestern Boerboel Club (PNBC) is being represented.
- D. To conduct sanctioned matches and specialty shows, field events, obedience and rally trials, agility trials, and temperament tests and any other event for which the club is eligible under the rules and regulations of the American Kennel Club.
- E. To educate members and the public in all aspects of owning a Boerboel.

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 from time to time revise such bylaws as may be required to carry out these objectives.

BY-LAWS

ARTICLE I: Membership

SECTION 1. ELIGIBILITY: Membership shall be open to all persons who are in good standing with the American Kennel Club (AKC) and who subscribe to the objectives and the Code of Ethics of this club. While membership is to be unrestricted as to residence, the Club's primary purpose is to be representative of active Boerboel owners in its immediate area of the Pacific Northwest along the I-5 Pacific Coast of the USA, specifically; the greater Seattle, Washington, area including communities along I-5, North to Sedro-Wooly and South to Olympia including Poulsbo and Graham.

SECTION 2. TYPES OF MEMBERSHIP: The following types of membership will be offered:

- A. VOTING MEMBERSHIP is for all individuals including Juniors 18 years of age and older wishing to participate in an active role in the Club. A Voting Member (Individual & Household) has voting privileges and may hold an elective office.
- B. NON-VOTING MEMBERSHIP is for individuals 18 years of age and older who wish to maintain affiliation with the club and are not currently regularly participating in club activities. A Non-Voting Member (Associate) may not vote and may not hold elective office.
- C. JUNIOR MEMBERSHIP is for all individuals at 10 years of age and up to 17 years and 364 days of age. (one day prior to their 18th Birthday) Junior Members may not vote or hold elective office.

SECTION 3. DUES: Membership dues not to exceed \$50.00 shall be payable on or before the first day of April of each year. A member is not in good standing until appropriate dues are paid for the current year. During the month of December, the treasurer or Secretary shall notify each member of the dues owed for the ensuing year. At the time a member pays dues for the year, that member shall also decide whether to select Voting or Non-Voting Membership status for that year. The amount of dues shall be specified below.

- A. Dues for junior membership are currently set at \$15.00 per year and shall not exceed \$25.00 per year.
- B. Dues for associate membership is currently set at \$20.00 per year and shall not exceed \$30.00 per year.
- C. Dues for individual membership is currently set at \$25.00 per year and shall not exceed \$40.00 per year.

- D. Dues for household membership are currently set at \$35.00 per year and shall not exceed \$50.00 per year.
- E. Dues may be adjusted from time to time by the Board of Directors by a 2/3 majority vote.
- F. During the first week of February and no later than **February 15th**, the Treasurer or Secretary shall send to each member a final statement of their dues for the ensuing year via email.
- G. If the member (s) are late on yearly membership dues, they will fall out of 'good standing' with the Club including losing voting and nomination privileges.

SECTION 4. ELECTIONS & ELECTIONS TO MEMBERSHIP: Each applicant for membership shall apply on a form as provided by the Board of Directors and which shall provide that the applicant agrees to abide by this Constitution and Bylaws and the rules of the American Kennel Club. The application shall include the name, and address of the applicant, and be endorsed by two PNBC members in good standing.

- A. **VOTING MEMBERSHIP:** Prospective new members for a Voting Membership must have attended at least two PNBC functions, one of which must be a regular meeting within 12 months of application.
- B. **NON-VOTING MEMBERSHIP:** Prospective new members for a non-voting Membership must have attended one PNBC function within 12 months of application.
- C. **JUNIOR MEMBERSHIP:** Both Voting and Non-Voting Memberships may include any family members under 18 years of age as a Junior Member with no additional dues, providing the junior's name, date of birth, and relationship to the adult applicant are included on the adult's application or renewal form. Juniors without an PNBC member in their family may join as an individual Junior Member by submitting a Junior Membership Application. The Junior Membership Application must be endorsed by two PNBC members as sponsors and be submitted to the Membership Chair and or Secretary with the appropriate dues. Junior Membership Applications will not be subject to a vote, but the junior applicant must have attended one PNBC function within 12 months of application.

Each applicant shall specify the type of membership and include the appropriate dues payment for the current year. The dues payment shall not be deposited until the applicant is elected to membership. Prospective members shall submit a membership application to the Secretary. Upon receipt, the Secretary shall notify the membership of the applicant's request to join the Club. Apart from Juniors, membership applications shall be voted upon at the next club meeting by secret written ballot. A vote by 2/3 of members in good

standing and present shall be required to elect the applicant. Applicants elected within the last three months of the year shall be carried over to membership the following year.

SECTION 5. RENEWALS AND CHANGES OF MEMBERSHIP: A member must select the type of membership for the coming year at the time of paying dues. To renew as a Voting Member, one must have attended at least two regular club meetings and have provided at least one service to the Club. If these conditions are not met, membership renewal shall be as a Non-Voting Member. During the membership year, a Voting Member may change status to a Non-Voting Member by notifying the Board in writing of intention to do so. A Non-Voting Member may change to a Voting Member by notifying the Board in writing with proof of having met the requirements for a Voting Member. Under special circumstances, a member who does not meet the Voting Member requirements may be approved by the Board as a Voting Member to address a critical need of the Club.

Upon their 18th birthday, juniors will no longer be eligible for Junior Memberships. They may apply for a Non-Voting Membership without any attendance requirement for up to one year, providing they submit a Renewal Application with the appropriate dues. They may instead apply for a Voting Membership, providing they meet the criteria described above in Article I, Section 4, Election to Membership, and submit a Renewal Application with the appropriate dues. All other criteria in Article I, Section 4, Election to Membership, shall apply. Junior Members turning eighteen during the year will still be eligible at the end of the year for any awards or trophies exclusively for Junior Members, based on points earned during the year prior to their 18th birthday.

SECTION 6. TERMINATION OF MEMBERSHIP: Membership shall be terminated as follows:

- A. By Resignation - Any member in good standing may resign from the Club upon written notice to the Recording Secretary, but no member may resign when in debt to the Club. Dues obligations are considered a debt to the Club and become incurred on the first day of each physical year.
- B. By Lapsing - Any membership will be considered lapsed and automatically terminated if such member's dues remain unpaid after May 1. However, the Board may grant an additional ninety (90) days of grace to such delinquent members in meritorious cases. In no way may a person be considered a member in good standing whose dues are unpaid.
- C. By Expulsion - Membership may be terminated by expulsion as provided in Article VI, Section 4, of the Constitution and Bylaws.

SECTION 7. REINSTATEMENT OF MEMBERSHIP: A person whose membership has lapsed under Section 6B of this Article may apply to the Board for reinstatement within the same calendar year. All other persons whose memberships have terminated must apply for election to membership as described in Section 4 of this Article.

ARTICLE II: Meetings and Voting

SECTION 1. CLUB MEETINGS: Meetings of the club may be held each month (or as frequently as is necessary) by methods – such as electronic, virtual, teleconference or methods as may be developed in the greater Seattle, Washington, area including communities along I-5, North to Sedro-Wooly and South to Olympia including Poulsbo and Graham or as may be designated by the PNWC Board. Written notice of each such meeting shall be sent as required via email by the Secretary or delegate seven days (7) prior to the date of the meeting. The quorum for such a meeting shall be 20% of the Voting Membership in good standing. Non-voting members do not count towards the determination of a quorum.

SECTION 2. SPECIAL CLUB MEETINGS: Special club meetings may be called by the President or at a board meeting by a majority vote of the board members present, or by the Secretary upon receipt of a petition signed or emailed directly by five (5) club members in good standing. Such meetings shall be held by methods – such as electronic, virtual, teleconference or methods as may be developed in the greater Seattle, Washington, area including communities along I-5, North to Sedro-Wooly and South to Olympia including Poulsbo and Graham or as may be designated by the PNWC Board. Written notice of each such meeting shall be sent as required via email by the Secretary or delegate seven days (7) prior to the date of 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 20% of the Voting Members in good standing non-voting members do not count towards the determination of a quorum.

SECTION 3. BOARD MEETINGS: Meetings of the Board may be held each month or as frequently as is necessary within the greater Seattle, Washington, area including communities along I-5, North to Sedro-Wooly and South to Olympia including Poulsbo and Graham; by methods such as electronic, virtual, teleconference or methods as may be developed; as designated by the PNWC Board. The agenda of the meeting shall be given to each board member by the President or Secretary at least two (2) days prior to the date of the meeting. Written notice of each such meeting shall be sent via email two (2) days prior to the date of the meeting. The quorum for such a meeting shall be a majority of the Board including the President or Vice President. Non-voting members do not count towards the determination of a quorum.

SECTION 4. SPECIAL BOARD MEETINGS: Special meetings of the Board may be called by the President or shall be called by the Secretary on receipt of a written request signed by at least three members of the Board. Such special meetings shall be held by methods – such as electronic, virtual, teleconference or methods as may be developed or in person within the greater Seattle, Washington, area including communities along I-5, North to Sedro-Woolly and South to Olympia including Poulsbo and Graham and if held in-person designated by the person authorized herein to call such meeting. Written notice of such meeting shall be sent as via USPS and/or via email by the Secretary six (6) 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 a majority of the Board. Non-voting members do not count towards the determination of a quorum.

SECTION 5. VOTING: Each Voting Member in good standing whose dues are paid for the Financial/Fiscal year shall be entitled to one vote at any meeting of the Club at which he/she is present. Proxy or absentee voting will not be permitted at any club meeting or election.

ARTICLE III: Officers and Directors

SECTION 1. BOARD OF DIRECTORS: The Board of Directors shall be comprised of the four officers and one director, all of whom shall be members in good standing who are residents along the I-5 Pacific Coast Northwest of the US, specifically: Washington, Oregon, Idaho and Northern California ending at Sacramento.

- A. The Directors of the Club shall be elected for a period of (2) years and shall serve until their successors are elected.
- B. The President and Treasurer will be staggered alternate years (odd years) as will the Vice President and the Secretary staggered alternate years (even years) for their elected term.
- C. Terms shall begin on **January 15th** of the following election period.
- D. The general management of the Club's affairs shall be entrusted to the Board of Directors.
- E. The Board of Directors is answerable to the general membership. Voting Members present and voting may, by a two-thirds vote, overturn a decision of the Board, except that standing rules may, at any time, be amended or rescinded by the general membership in the manner described in Article VIII

SECTION 2. OFFICERS: The Club's Officers shall consist of the President, Vice President, Secretary, Treasurer shall serve in their respective capacities both regarding 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 Constitution and 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 Secretary** shall preserve the records of all meetings of the Club and of the Board and of all votes taken by mail, and of all matters of which a record shall be ordered by the Club; have charge of the correspondence of the Club, keep a roll of the members of the club who are in good standing with their addresses and contact information, which shall be sent to any member in good standing, upon written request, not more than once every Club year. Shall record minutes of Club meetings and the annual meeting or any special meetings and shall assist in the preparation of such records as are necessary for conduct of the Club's business notify members of meetings, notify Directors of their nomination and election to office, and carry out such other duties as prescribed in these Bylaws or as requested by the Board of Directors.
- D. **The Treasurer** shall collect and receive all moneys due or belonging to the Club. Monies shall be deposited in a bank approved by the Board, in the name of the Club. The Treasurer's books shall always be open to inspection of the Board and shall report to them at every meeting the condition of the Club's finances and every item of receipt or payment not before reported; including at the annual club meeting the Treasurer shall render an account of all moneys received and expended during the previous fiscal year. The Treasurer in conjunction with the Secretary shall maintain a roll of members of the Club, along with their addresses. The Treasurer shall be bonded in such amount as the board of directors shall determine.

SECTION 3. VACANCIES: Any vacancies occurring on the Board during the year shall be filled until the next annual election by a majority vote of the Board, except the vacancies in the offices of the President and Treasurer. They shall be filled automatically by the Vice-President for President, and the Treasurer by the Secretary. Resulting vacancy in the office of Vice-President, shall be filled for the unexpired term by the Board. The resulting vacancy in the office of Treasurer, shall be filled for the unexpired term by the Board.

SECTION 4. APPOINTMENTS: Any officer's duties listed in Article III, Section 2 above may be temporarily delegated to another Voting or Non-Voting Member in good standing at any time.

ARTICLE IV: The Club's Financial/Fiscal Year, Annual Meeting, Elections, Official Year

SECTION 1. CLUB FISCAL YEAR: The Club's fiscal year shall begin on the 1st day of January and end on the 31st day of December. The elected officers and or directors shall take official office on the 15th of January, following the annual meetings announcement of Election winners. Each retiring board director continue to mentor. And coach for the last quarter of the year and shall turn over to their successor in office, all properties and records relating to that office within (30) days after the election, while continuing to remain as a mentor and coach till January 15.

SECTION 2. ANNUAL MEETING: The annual meeting shall be held in the month of August, at which officers, and directors for the ensuing year shall be elected by secret ballot from among those nominated in accordance with Section 3 of this Article. They shall take office immediately upon the conclusion of the election and each retiring officer shall turn over to the successor in office all properties and records relating to that office within 30 days after the election.

SECTION 3. NOMINATIONS: Any person nominated for a position on the Club's Board of Directors must be a Voting Member in good standing. No member may be a candidate in a club election who has not been nominated. During the month of May, the Board shall select a Nominating Committee consisting of three (3) members, not more than one of whom may be a member of the Board. The Secretary shall immediately notify the committee members of their selection. The Board shall name a Chair for the Committee, and it shall be his/her duty to coordinate the work of the committee. The Committee shall complete the slate by the July board meeting.

- A. The committee shall nominate one Voting Member as a candidate for each office and three (3) Voting Members as candidates for the three (3) other positions on the Board. After securing the consent of each person so nominated, the committee shall immediately report their nominations to the President in writing by mail or email. No member of the Nominating Committee shall accept nomination from the committee but may accept nomination from the floor at the July General Meeting.
- B. The Nominating Committee's slate shall be reported to the membership by the Newsletter, published at least 7 days prior to the July General Membership Meeting.
- C. Additional nominations may be made at the July General Meeting by any member in attendance provided that the member so nominated does not decline when his name is proposed and provided further that if the proposed candidate is not in attendance at this meeting, his proposer shall have received prior written consent

signifying his willingness to be a candidate. No member may be a candidate for more than one office and the additional nominations which are provided for herein may be made only from among those members who haven't accepted a nomination from the Nominating Committee.

- D. If there is no quorum present at the July General Meeting and club business may not be conducted, additional nominations may be accepted by the Secretary at any time. These nominations shall be in written form with the written consent of the nominee included.
- E. Immediately following the July General Meeting, the Secretary shall advise the membership via e-mail of the additional nominations. The final ballot shall be published in the August Newsletter. These additional nominations shall then appear on the election ballot at the Annual Meeting in August.
- F. Nominations cannot be made at the Annual Meeting or in any manner other than provided for in this section.

SECTION 4. ELECTIONS. The nominated candidates receiving the greatest number of votes for each office shall be declared elected. The four officers and director nominated candidates for other positions on the Board who receive the greatest number of votes for such positions shall be declared elected. If no valid additional nominations are received on or before JULY 31 the Nominating Committee's slate shall be declared elected, and no balloting will be required. Any uncontested position should be automatically elected.

SECTION 5. CLUBS OFFICIAL YEAR. 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. Current books and records of the Club shall be available for inspection by members at club meetings.

ARTICLE V: Committees

SECTION 1. The Board may appoint committees to advance the work of the Club in such matters as dog shows, agility trials, field events, obedience and rally trials, trophies, annual prizes, membership, and other areas which may be served by committees. Such committees shall always be subject to the final authority of the Board to aid it on particular matters.

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 any of 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 another member for alleged misconduct prejudicial to the best interests of the Club or the breed. Written charges with specifications must be filed in duplicate with the Secretary together with a deposit of \$100.00, which shall be forfeited if such charges are not sustained. The Secretary shall promptly send a copy of the charges to each member of the Board or present them at a board meeting. The Board shall first consider whether the actions alleged in the charges, if proven, might constitute conduct prejudicial to the best interest of the Club or the breed. If the Board considers that the charges do not allege conduct which would be prejudicial to the best interest 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 for a hearing by the Board not less than three (3) weeks or more than six (6) 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 the 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 (6) months from the date of the hearing. And, if it deems that punishment insufficient, the Board may 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 put in written form and filed with the Secretary. The Secretary shall in turn 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 this Article. Such proceedings may occur at a regular or special meeting of the Club to be held within sixty (60) days but no earlier than thirty (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 the meeting. The President shall read the charges and the Board's findings and recommendation 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 vote of the Voting Members 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 of Directors, or by written petition addressed to the Secretary signed by twenty (20) percent of the membership in good standing. Amendments proposed by such 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 (3) months of the date when the petition was received by the Secretary.

SECTION 2. The Constitution and Bylaws may be amended by a two-thirds secret vote of the Voting Members present and voting at a regular meeting, or a 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 (2) weeks prior to the date of the meeting.

ARTICLE VIII: STANDING RULES

SECTION 1. The Board and/or general membership may, as the need arises, adopt, amend, or rescind, by a majority vote of the Voting Members present and voting at any meeting, standing rules relating to the details of administration of the Club.

ARTICLE IX: Order of Business

SECTION 1. At regular meetings of the Club, the order of business, so far as the character and nature of the meeting permits, shall be as follows: Approval of the minutes of the last meeting

- Report of the Board

- Report of the Secretary

- Report of the Treasurer

- Report of the Committees

- Election of the Officers and Directors (at the 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 majority vote of those present, shall be as follows: Approval of the minutes of the last board meeting

Report of the Secretary Report
of the Treasurer
Report of Committees
New Business
Adjournment

ARTICLE X: PARLIAMENTARY AUTHORITY

SECTION 1. The rules of parliamentary procedures contained in the latest revision of Robert's Rules of Order Newly Revised shall govern the Club in all matters of business to which they are applicable and in which they are not inconsistent with AKC rules, this Constitution and Bylaws document, or any special rules of order the Club may adopt.

SECTION 2. As parliamentarian, the Vice-President shall be provided with a current copy of the indexed Robert's Rules of Order Newly Revised and shall be responsible for knowing the Club Bylaws in the event any questions arise on club procedures. He / She shall be prepared to prevent discrepancies or illegal procedures.

ARTICLE XI: DISSOLUTION

SECTION 1. DISSOLUTION: The Club may be dissolved at any time by the written consent of not less than 2/3 of the members in good standing.

SECTION 2. DISTRIBUTION OF ASSETS: In the event of dissolution by the Club, other than for purposes of reorganization, whether voluntary, involuntary or by operation of law, none of the property of the club nor any proceeds thereof or any assets 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 in accordance with Washington law, and under Section 501 (c) (7) of the Internal Revenue Code of 1954.