

PROPOSED AMENDMENTS TO THE OCTOBER 2007 GSATC BYLAWS  
(proposed amendments 8/2/2018)

THE GARDEN STATE ALL-TERRIER CLUB, INC  
CONSTITUTION

ARTICLE I

NAME AND OBJECTIVES

**SECTION 1.** The name of this Club shall be the GARDEN STATE ALL-TERRIER CLUB, INC.

**SECTION 2.** The objectives of the Garden State All-Terrier Club, Inc. (herein referred to as the "Club") shall be:

- A. To encourage and promote the advancement of all breeds accepted by the American Kennel Club in the Terrier Group.
- B. To urge members and breeders to accept the standards of terriers, as approved by the American Kennel Club, as the only standards of excellence by which terriers shall be judged.
- C. To encourage sportsmanlike competition at dog shows, obedience trials and working trials.
- D. To provide a local forum for communication promoting the welfare of dogs in general, and to maintain harmonious and mutually beneficial relationships with that segment of the general public that does not own a dog or dogs.
- E. To conduct ~~matches~~, dog shows, obedience trials and other any other events for which the club is eligible as sanctioned under the rules and regulations of the American Kennel Club subject to approval of the membership of the Club.

**SECTION 3.** The Club shall not be conducted or operated for profit, and no part of any profit 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 Bylaws as may be required to carry out these objectives.

**THE GARDEN STATE ALL-TERRIR CLUB, INC  
BYLAWS**

**ARTICLE I**

**MEMBERSHIP**

**SECTION 1. ELIGIBILITY.** There shall be ~~two (2)~~ **three (3)** types of membership open to all persons ~~eighteen years of age or older~~ who subscribe to the purposes of this Club and are in good standing with the American Kennel Club. They are Regular, Lifetime and Junior.

Regular membership shall be open to all persons eighteen (18) years of age and older who subscribe to the purposes of this Club and are in good standing with the American Kennel Club. Regular members shall pay dues, shall have full voting and office holding privileges in the Club, and shall be eligible for discounts for Club events where such discounts have been approved by the Board. While membership is to be unrestricted as to residence, the Club's primary purpose is to be representative of the breeders and exhibitors in its immediate area.

In recognition of distinguished service and commitment to the Club, an individual may be recommended for "Lifetime" membership by the Board of Directors to the membership. The membership shall vote on such recommendation at the first General Membership meeting following the Board Meeting at which the recommendation was made. No more than one individual each year may be recommended by the Board. A "Lifetime" member shall not pay dues, but shall be subject to all other provisions of the Club Bylaws and Code of Ethics. Lifetime members may vote and hold office.

~~In addition, there shall be a special class of membership known as Junior membership (without the right to vote or hold office) which shall be open to are~~ those persons over ~~ten (10) years~~ nine (9) years and under eighteen (18) years of age. They may not vote or hold office. Upon attaining eighteen (18) years of age, an individual's Junior membership shall automatically convert to Regular membership.

Any additional classes of membership may only be established by amendments to these Bylaws.

**SECTION 2. DUES.** Regular membership dues, which shall not exceed \$50 per annum, shall be determined annually on or before October 1 by the Board of Directors, and shall be payable by January 1. Dues for Junior memberships shall not exceed 50% of the rate of a Regular membership. Where more than one Regular member resides at the same address, a multiple member discount shall be permitted. During the month of November, the Treasurer shall send to members a statement of their dues for the ensuing year.

**SECTION 3. ELECTION TO MEMBERSHIP.** Each applicant for membership shall apply on a form which has been approved by the Board of Directors, and which shall provide that the applicant agrees to abide by this Constitution and Bylaws, by the Garden State All-Terrier Club's Code of Ethics, and by the rules of The American Kennel Club. The application shall ~~contain pertinent biographical detail about the applicant and Club functions previously attended by the prospective member shall also be noted thereon.~~ Application for Regular membership shall carry the endorsement of two sponsoring Regular members in good standing (not related to the applicant or to each other except in sponsoring an applicant for Junior membership). ~~The prospective member shall submit one~~

year's dues appropriate for the class of membership for which the application is submitted and which is non-refundable state the name, address and occupation of the applicant and it shall carry the endorsement of two members (not related to the applicant or to each other except in sponsoring an application for Junior membership) in good standing. Accompanying the application, the prospective member shall submit dues payment, which is non-refundable, for the current year. All applications are to be filed with the Membership Chairperson. Upon completion of membership requirements, specified in the GSATC Policies and Procedures Manual, the application is to and are to be read at the first General Club meeting. of the Board following its receipt. At the next General Club meeting the application will be voted upon and affirmative votes of 2/3 of the members present and voting by secret ballot at that meeting shall be required to elect the applicant.

Those persons seeking Regular membership are required to participate in at least two (2) Club functions within a period of one year following the date of receipt of the completed application, sponsorships, and dues by the Membership Chairperson. Participation in a Club function is defined as attendance at a General Membership meeting or working (not merely attendance) at a Club sponsored event. Once the participation requirement has been met, the Board shall forward a recommendation for or against Regular membership to the general membership. At the first General Membership meeting following the Board's recommendation, the application shall be read to the membership and shall be voted on at the next meeting. Voting shall be by secret ballot. Affirmative votes of ¾ of the members present and voting at that meeting shall be required for acceptance of the applicant as a Regular member.

Applicants for membership who have been rejected by the Club may not re-apply within six months after such rejection.

#### **SECTION 4. TERMINATION OF MEMBERSHIP.** Membership may be terminated by:

- A. 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. Obligations other than dues are considered a debt to the Club and must be paid in full prior to resignation.
- B. ~~BY~~LAPSING. A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid ~~60 days after the first day of the fiscal year, i.e., March 1~~ however, as of March 1 the Board may grant an additional 30 days of grace to such delinquent members at its discretion. In no case may a person be entitled to vote at any Club meeting whose dues are unpaid as of the date of the meeting.
- C. ~~BY~~EXPULSION. A membership may be terminated by expulsion as provided for in Article VI of the Bylaws.

## ARTICLE II

### **MEETINGS AND VOTING**

**SECTION 1. GENERAL MEETINGS.** Meetings of the Club shall be held in the greater New Brunswick, New Jersey area no less than six times each calendar year, at such date, hour, and place as may be designated by the Board of Directors. Written notice of each meeting shall be mailed (either via USPS or email in accordance with AKC policy) by the Secretary at least 10 days prior to the date of the meeting. The quorum shall be 20% of the eligible, voting membership.

**SECTION 2. SPECIAL CLUB MEETINGS.** Special Club meetings may be called by the President, or by a petition of not less than a quorum of the voting membership, or by a majority vote of the members of the Board who are present and voting at any regular or special meeting of the Board. Such a petition shall be filed with or recorded by the Secretary. Such meetings shall be held in the greater New Brunswick, New Jersey area, at such place, date, and hour as may be designated by the person or persons authorized herein to call such meetings. Written notice of such a meeting shall be mailed (either via USPS or email

-in accordance with AKC policy) by the Secretary at least 5 working days and not more than 10 working days prior to the date of the meeting. Said notice shall state the purpose of the meeting, and no other Club business may be transacted thereat. The quorum for such meetings shall be 20% of the eligible, voting membership.

**SECTION 3. BOARD MEETINGS.** Meetings of the Board of Directors shall occur no less than six times each calendar year and shall take place in the greater New Brunswick, New Jersey area. Written notice of such meeting shall be mailed (either via USPS or email in accordance with AKC policy) by the Secretary at least five days prior to the date of the meeting. The quorum for such a meeting shall be a majority of the Board. Unless excused by the Board of Directors, Board members who attend less than one-half of the scheduled Board meetings during the Club's official year shall be considered to have tendered their resignation. Such meetings may be held via telephone or video conference in accordance with AKC policy.

**SECTION 4. SPECIAL BOARD MEETINGS.** Special meetings of the Board may be called by the President, and shall be called by the Secretary upon receipt of a written request signed by at least three (3) members of the Board. ~~or by at least five (5) members of the Club.~~ Such a special meeting shall be held in the greater New Brunswick, New Jersey area at such place, date, and hour as may be designated by the person authorized herein to call such a meeting. Written notice of such a meeting shall be mailed (either via USPS or email in accordance with AKC policy) by the Secretary at least 5 working days and not more than 10 working days prior to the date of the meeting. Any such notice shall state the purpose of the meeting, and no other business may be transacted thereat. The quorum for such meetings shall be a majority of the Board. Such meetings may be held via telephone or video conference in accordance with AKC policy.

**SECTION 5. VOTING.** Each Regular member in good standing, whose dues are paid for the current year, and each Lifetime member, who has retained voting privileges, shall be entitled to vote at any General or Special Meeting of the Club at which they are present. Proxy voting will not be permitted at any Club meeting or election.

**ARTICLE III**

**DIRECTORS AND OFFICERS**

**SECTION 1. BOARD OF DIRECTORS.** The Board shall consist of the President, Vice-President, Secretary, Treasurer, and five (5) other persons, all of whom shall be members in good standing and all of whom shall ~~be elected for a one-year term~~ serve for two year terms elected at the Club's Annual Meeting as provided for in Article IV as follows: ~~The Immediate Past President shall serve in a non-voting, advisory capacity as an additional non-elected Board Member for a period of one year only, unless elected to one of the other Board positions.~~ In even-numbered years, the members shall elect the President, Secretary, and two Board Members. In odd-numbered years the members shall elect the Vice President, Treasurer, and three Board Members. Directors and officers shall serve until their successors ~~are elected.~~ take office. General management of the Club's affairs shall be entrusted to the Board of Directors. ~~No officer or director shall serve simultaneously with another officer or director who is a member of the same household.~~

The Board of Directors meetings must be held in person, or via teleconference or videoconference in accordance with AKC policy through the Secretary provided it does not conflict with any other provisions of these Bylaws. Actions at all meetings shall be recorded by the Secretary in the official minutes within seven (7) calendar days of the meeting.

**SECTION 2. OFFICERS.** The Club's officers, consisting of the President, Vice-President, Secretary, and Treasurer, shall serve in their respective capacities both with regard to the Club and its meetings and the Board and its meetings.

- A. The President shall preside at all meetings of the Club and the Board, and shall have the duties and powers, normally appurtenant to the office of President, in addition to those particularly specified in these Bylaws.
- 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 preside in the absence of the President and Vice-President at any meeting. The Secretary shall keep and maintain adequate records of all Club correspondence, prepare and mail all notices, ballots, petitions, and any and all other correspondence as the Board may direct; shall notify all nominees of their nomination and all ~~electees~~ winners of their election to office, advise all committee appointees of their appointment and duties, and notify all candidates for membership of their election or rejection. The Secretary shall have custody of the Club's official Constitution and Bylaws and shall record any and all amendments. The Secretary shall keep minutes of all Club and Board meetings and furnish copies of all minutes to each member of the Board prior to the next meeting of that particular body. The Secretary shall notify members, in writing, who have been expelled from the Club or whose dues have lapsed, about their change of status. The Secretary shall be charged with all of the duties and responsibilities normally ascribed to the office and such others as may be assigned by the President and/or the Board.
- D. The Treasurer shall preside in the absence of the President, Vice-President, and Secretary at any meeting. The Treasurer shall collect and receive all moneys due or belonging to the Club and shall deposit the same in a bank designated by the Board, in the name of the Club. The Club's books shall at all times be open to inspection of the Board, and the Treasurer shall report to the Board at every meeting the condition of the Club's finances and every item of receipt or payment not before reported. At the last meeting of the fiscal year, the Treasurer shall render an account of all moneys received and expended during the fiscal year. The Treasurer shall keep a roll of all members and their addresses and keep the Secretary currently posted. The Treasurer may be bonded in such amount as the Board of Directors shall determine.

**SECTION 3. AKC DELEGATE.** The AKC Delegate, who shall represent the Garden State All-Terrier Club in all matters which concern the Club at the American Kennel Club, except applications for show dates and judging panels. The Delegate shall be appointed by the Board for a two-year term and shall be a member in good standing. The AKC Delegate is not entitled to vote on the Board unless he/she is a duly elected Director or Officer of the Club. The Delegate shall attend Delegate meetings and be reimbursed for expenses up to the maximum allowable amount established annually by the Board. ~~be a member in good standing and who may but need not be a Director or Officer of the Club, shall be appointed by the Board. The AKC Delegate is not entitled to vote on the Board unless a duly elected Director or Officer of the Club. The AKC Delegate's duties shall be to attend the AKC Delegate meetings and to report back to the Club on matters of interest to the Club, and to generally act as a liaison between the Club and the AKC and AKC accredited clubs. The AKC Delegate will be responsive to the wishes of the Club, as instructed by the Board. Length of term of appointment will be reviewed annually by the Board. Expenses incurred by the AKC Delegate attending AKC meetings may be reimbursed by the Club up to the maximum allowable amount established annually by the Board.~~

**SECTION 4. VACANCIES.** Any vacancies vacancy occurring on the Board ~~or among the offices~~ during the year shall be filled for the balance of that term, until the next annual election for that office by a majority vote of the members of the Board at its first regular meeting following the creation of such vacancy, or at a Special Board Meeting called for the purpose; except that a vacancy in the office of President, which shall be filled automatically by the Vice-President and the resulting vacancy in the office of Vice-President shall be filled by the Board.

#### ARTICLE IV

## THE CLUB YEAR, ANNUAL MEETING ELECTIONS

**SECTION 1. CLUB YEAR.** The Club's fiscal year shall begin on the 1<sup>st</sup> day of January and end on the last day of December. The Club's official year shall begin ~~immediately at the conclusion of the annual meeting and shall continue through the next annual meeting~~ on the first day of July and end on the last day of June.

**SECTION 2. ANNUAL MEETING.** The annual meeting shall be held in the month of June at which Officers and Board members for the ensuing year shall be elected by secret, written ballot from among those nominated in accordance with Section 4 of this Article. They shall take office ~~immediately upon the conclusion of the election,~~ on July 1<sup>st</sup> and retiring officers shall turn over to their successors in office all properties and records relating to their office within thirty days after the election.

In the event there is no contested election for an office(s) the President ~~may entertain a motion to dispense with a written, secret ballot and~~ shall direct the Secretary to cast one ballot electing the ~~officer(s) slate so nominated so presented by the Nominating Committee.~~ In any year in which the Annual Meeting shall include a dinner or other event at there is a charge to members attending and there is also a contested election pursuant to Section 4C of the Article, the election for such contested office(s) only shall be limited to those members present and voting 1 hour prior to the Annual Meeting. In the event of a contested election voting shall be by ballot; the President shall appoint 2 Election Tellers who shall tally the ballots and certify the winner pursuant to *Robert's Rules of Order*.

**SECTION 3. ELECTIONS.** The nominated candidate receiving the greatest number of votes for each office shall be declared elected. The nominated candidates for other positions on the Board who receive the greatest number of votes for such positions shall be declared elected.

**SECTION 4. NOMINATIONS.** No person may be a candidate in a Club election who has not been nominated. ~~During the month of January, the~~ On or before February 15 the Board shall select a Nominating committee consisting of three members and two alternates, not more than one of whom may be a member of the Board. The Secretary shall notify the committee persons and alternates of their selection. The Board shall name a chairperson of the Committee and it shall be the Chairperson's duty to call a committee meeting which shall be held on or before March 15.

- A. The Committee shall nominate one candidate for each office and position on the Board to be elected that year (see Article III, Section 1) and, after securing the consent of each person so nominated shall immediately report their nominations in writing to the Secretary by April 1.
- B. Upon receipt of the Nominating Committee's report, the Secretary shall before ~~March 20~~ April 15 notify each member in writing of the candidates so nominated.
- C. Additional nominations may be made ~~at the meeting which immediately precedes the Annual Membership Meeting by an~~ in writing by any member and submitted to the Secretary on or before May 1<sup>st</sup>. ~~eligible voting member in attendance provided that~~ The persons so nominated ~~accepts when their name is proposed, and provided further that if the proposed candidate is not in attendance at this meeting, the proposer shall present to the Secretary a written statement from the proposed candidate signifying their willingness to be a candidate.~~ must have accepted. No person may be a candidate for more than one position, and the additional nominations which are provided for herein may be made only from among those members who have not accepted a nomination of the Nominating Committee. On or before June 1, the Secretary shall notify the membership of any additional nominations received following the Nominating Committee's slate.
- D. Nominations cannot be made at the annual meeting or in any manner other than as provided for in this Section.

## ARTICLE V

### COMMITTEES

**SECTION 1.** The Board shall each year appoint standing committees to advance the work of the Club in such matters as shows, obedience trials, performance events, trophies and annual prizes, membership, and other affairs which may well be served by committees. 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 services have been terminated.

**SECTION 3.** The President may be an ex-officio member of all committees, except the Nominating Committee.

## ARTICLE VI

### DISCIPLINE

**SECTION 1. AMERICAN KENNEL CLUB SUSPENSION.** Any member who is suspended from all any of the privileges of The American Kennel Club automatically shall be suspended from the privileges of this Club for the same period of time.

**SECTION 2. CHARGES.** Any member may prefer charges against a member for alleged misconduct prejudicial to the best interests of the Club. Written charges, with specifications, must be filed in duplicate with the Secretary together with a deposit of \$10 which shall be forfeited if such charges are not sustained by the Board following a hearing. The Secretary shall promptly send a copy of the charges to each member of the Board or present them at a Board meeting, and the Board shall first consider whether the actions alleged in the charges, if proven, might constitute conduct prejudicial to the best interests of the Club or the terrier breeds. If the Board considers that the charges do not allege conduct which would be prejudicial to the best interests of the Club, it may refuse to entertain jurisdiction. If the Board entertains jurisdiction of the charges, it shall fix a date of a hearing by the Board not less than three (3) weeks nor 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 to present a defense and bring witnesses if so desire.

**SECTION 3. BOARD HEARING.** The Board shall have complete authority to decide whether counsel may attend the hearing, but both complainant and defendant shall be treated uniformly in that regard. Should the charges be sustained, after hearing all the evidence and testimony presented by complainant and defendant, the Board may by a majority vote of those present reprimand or suspend the defendant from all privileges of the Club for not more than six months from the date of the hearing. 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 appear before 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, in turn shall notify each of the parties of the Board's decision and penalty, if any.

**SECTION 4. EXPULSION.** Expulsion of a member from the Club may be accomplished only at a meeting of the Club following a Board hearing and upon the Board's recommendation as provided in Section 3 of this Article. Such proceedings may occur at a regular or special meeting of the Club to be held within sixty days but not earlier than thirty days after the date of the Board's recommendation. The defendant shall have the privilege of appearing in his or her own behalf, though no evidence shall be taken at this meeting. The President shall read the charges and the Board's findings and recommendations, and shall invite the defendant, if present to speak in his or her own behalf if desired by the defendant. The ~~meeting~~ members shall then vote by secret written ballot on the proposed expulsion. A 2/3 vote of those present and voting at the meeting shall be necessary for expulsion. If the expulsion is not so voted, the Board's suspension shall stand.

## ARTICLE VII

### AMENDMENTS

**SECTION 1.** Amendments to the Constitution and Bylaws may be proposed by the Board of Directors or by written petition addressed to the Secretary signed by 20% 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 members with recommendations of the Board by the Secretary for a vote within three months of the date when the petition was received by the Secretary.

**SECTION 2.** The Constitution and Bylaws may be amended by a secret vote of 2/3 of the members present and voting at any regular or special meeting called for that purpose, provided that proposed amendments have been included in the notice of the meeting and mailed to each member at least two weeks prior to the date of the meeting.

**SECTION 3.** No amendment to the Constitution and Bylaws 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. 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. In the event of the dissolution of the Club, other than for purposes of re-organization, whether voluntary or involuntary or by operation of law, none of the property of the Club nor any proceeds thereof nor any assets of the Club shall be distributed to any members of the Club; but after payment of the debts of the Club, its property and assets shall be given to a charitable organization for the benefit of dogs, as selected by the Board of Directors.



**ARTICLE IX**

**ORDER OF BUSINESS**

**SECTION 1.** At meetings of the Club, the order of business, so far as the character and nature of the meetings may permit, shall be as follows:

Roll Call  
 Minutes of Last Meeting  
 Report of the President  
 Report of the Secretary  
 Report of the Treasurer  
 Reports of Committees  
 Election of Officers and Board (at Annual Meeting)  
 Election of New Members  
 Unfinished Business  
 New Business  
 Adjournment

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

Minutes of the Last Meeting  
 Report of the Secretary  
 Report of the Treasurer  
 Reports of Committees  
 Unfinished Business  
 New Business  
 Adjournment

**ARTICLE X**

**PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of "Robert's Rules of Order, Newly Revised", shall govern the club in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any other special rules of order the Club may adopt.

**Revisions:****September 15, 1981****May 2, 1983****June 6, 1988****June 5, 1990****March 3, 1992****November 2, 1993****May 5, 1998****November 29, 2006****October 24, 2007*****Proposed revisions August 2018***