**CONSTITUTION AND BYLAWS
Mastiff Club of Northern Ohio**

**CONSTITUTION**

 **Article I. NAME AND OBJECTIVES**

**Section 1 NAME**

 (1)  The name of the club shall be the Mastiff Club of Northern Ohio and may also be referred to as MCONO

**Section 2 OBJECTIVES**

(1) The objectives of the club shall be:
  (a) to encourage and promote quality in the breeding of purebred Mastiffs (b) to disseminate information about the Mastiff(c) to conduct sanctioned matches, dog shows, and any other event for which the club may be eligible under the Rules and Regulations of The American Kennel Club (d) to protect and advance the interests of the breed and to encourage sportsmanlike competition at dog shows and obedience trials;
  (e) to promote and encourage health testing in the Mastiff breed (f) to encourage and support Mastiff Rescue (g) to urge members and breeders to accept the standard of the breed as approved by the AKC as the only standard of excellence by which Mastiffs shall be judged.

**Section 3**

The Club shall not be conducted or operated for profit and no balance or remainder of 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.

**BYLAWS**

 **Article I. Membership
Section 1. Eligibility**

 There shall be two (2) types of membership open to all persons who are in good standing with the American Kennel Club and who subscribe to the purposes of this Club.  They are Junior and Active.

*Junior Membership:* To protect the future of our breed; MCONO offers a Junior membership for children less than eighteen (18) years of age who are seeking Active membership.  Junior members shall be eligible for Active status upon their 18th birthday. Junior members have no voting or office holding privileges.

*Active membership* shall be open to all persons eighteen (18) years or older. Members shall be in good standing with the American Kennel Club and must subscribe to the purposes of this Club.  Active members shall pay dues and shall have individual voting privileges.  After having served 12 months as an Active member, a member shall be granted office holding privileges and may hold office.

**Section 2.  Dues**

Membership dues shall be set by a 2/3 majority vote of the Board of Directors and shall not exceed $50.00 per year unless approved by the general membership.  Dues are payable in U.S. funds and are due and payable on or before the first (1) day of July each year.  Upon renewing the dues each year the member is agreeing to abide by the current Constitution, By-Laws and Code of Ethics that are in force as of the year in renewal.  Past due indebtedness to the Club and any bank charges for returned checks will be paid by the applicant/member before membership is valid or is renewed.  No member may vote whose dues are not paid for the current year.  During the month of May, the Treasurer shall send out a general reminder and a statement of any outstanding monies to individuals in arrears.  If a member does not renew by August 1, they will be dropped from the membership list.

**Section 3.  Election to Membership**

*(a) Junior Membership*.  An applicant for Junior membership shall apply on a form approved by the Board of Directors which shall provide that the applicant agrees to abide by the Constitution, Bylaws, and the Code of Ethics of the MCONO and the rules and regulations of the American Kennel Club.

The application for Junior membership shall state the name and address of the applicant and shall carry the endorsement of either one (1) family member and one (1) unrelated person or two (2) persons unrelated to each other or the applicant, who are both Active Members in good standing.

*(b) Active Membership.*  Each applicant for membership shall apply on a form approved by the Board of Directors which shall provide that the applicant agrees to abide by the Constitution, Bylaws, and the Code of Ethics of the MCONO and the rules and regulations of the American Kennel Club.

The application for Active membership shall state the name and address of the applicant and shall carry the endorsement of two (2) persons unrelated to each other or the applicant, who are both Active Members in good standing.

Dues for the current year shall be included with the application and shall be made payable by check or money order in U.S. funds to the MCONO.  The Treasurer shall forward all information on to the Membership Secretary who will be responsible for presenting the new member to the Board for approval, presenting them at the next club meeting and sending them a welcome packet.

**Section 4.  Termination of Membership**

Memberships 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. 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 (30 days) after the first day of the fis­cal year (July 1); 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 bylaws.

**Article II. Meetings
Section 1.  Club Meetings**

The Club meetings shall take place at a time and location voted on and approved by the board. Written notice of each such meeting shall be mailed or emailed by the Secretary at least ten (10) days prior to the date of the meeting. The quorum for such meetings shall be twenty (20%) percent of the voting 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 members of the board who are present and voting at any regular or special meeting of the board; and shall be called by the Secretary upon receipt of a peti­tion signed by five members of the club who are in good standing. Such special meetings shall be held in the club’s greater geographic 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 by the Secretary at least five days and not more than 15 days prior to the date of the meeting, and said notice shall state the purpose of the meeting, and no other club business may be transacted thereat. The quorum for such a meeting shall be twenty (20) per­cent of the members in good standing. All votes must be conducted in person by secret ballot.

**Section 3.  Board Meetings**

Board meetings shall take place at a time and location voted on and approved by the board, and may be held in conjunction with the regular meetings. Board planning meetings may be held on an as-need basis. Board meetings may be changed if approved by the board and if all board members are notified.  Written notice of each such meeting change shall be mailed or emailed (provided all board members are provided with means to receive email) by the Secretary to each member of the Board at least seven (7) days prior to the date of the meeting.

 The quorum for a Board meeting shall be a majority of the Board voting in person, mail, fax or any other electronic device deemed acceptable by the Board. Board business may also be held via teleconference or video conference.

**Section 4. Board Business**

Meetings of the board of directors shall be held each month within the club’s greater geographic area or via telephone conference call or via video conference at such hour and place as may be designated by the board. Written notice of each such meeting shall be mailed or emailed 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.

**Section 5. 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 members of the board. Such special meetings shall be held within the club’s greater geographic area at such place, date, and hour as may be designated by the person authorized herein to call such meeting. Written notice of such meeting shall be mailed or emailed by the Secretary at least five days and not more than 10 days prior to the date of the meeting. Any such notice shall state the purpose of the meeting and no other business shall be trans­acted thereat. The quorum for such a meeting shall be a majority of the board.

**Section 6. Voting**

Each member in good standing whose dues are paid for the current year shall be entitled to one vote at any meeting of the club at which he is 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 be comprised of the President, Vice President, Secretary(Recording), Secretary(Corresponding), Treasurer and there shall also be four (4) Board Members comprised of two (2) even and two (2) odd Board Members, all of whom shall be members in good standing and who are residents of the United States.  All of whom shall be elected for a two (2) year term or until a successor has been elected or appointed.  General Management of the Club's affairs shall be entrusted to the Board of Directors.  The Board of Directors shall serve no more than two (2) consecutive terms in any same position.

**Section 2. Officers**

(a)  The **President** shall preside at all meetings of the Club and of the Board and shall have the duties and powers normally apparent 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 the case of the President’s death, absence or incapacity.
(c )  The **(Recording)** **Secretary** shall keep a record of all meetings of the Club and of the Board and of all votes and of all matters of which a record shall be ordered by the Club.  The Secretary shall prepare and publish to all Club members a meeting agenda and a summary of the Board minutes, including all motions and votes. The Secretary is responsible for recording all changes and additions to the Constitution, By Laws and Code of Ethics.
(d)   The **(Corresponding) Secretary** shall have charge of the official communication and correspondence which shall include notifying members of meetings and events and elections and election deadlines, notifying officers and directors of the their election to office, keeping a roll of the members of the Club with their addresses, and carrying out such election duties as prescribed in these By-Laws.
(e)   The **Treasurer** shall collect and receive all monies due or belonging to the Club.  He/she shall deposit the same in a bank approved by the Board in the name of the Club.  His/her books shall at times be open to the inspection of the Board and he/she shall report to them at every meeting the condition of the Club’s finances and every item of receipt or payment not before reported and at the Annual Meeting.   He/she shall render an account of all monies, including PayPal, received and expended during the previous fiscal year.  If needed, the Treasurer may be bonded in such amount as the Board of Directors shall determine.

**Section 3. Vacancies**

Any vacancies occur­ring on the board or among the offices during the year shall be filled until the next annual election 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 that purpose; except that a vacancy in the office of President shall be filled automatically by the Vice President and the resulting vacancy in the office of Vice President shall be filled by the board. If the vacancy is that of the Secretary, Corresponding Secretary or Treasurer, the retiring officer shall turn over all properties and records to the designated successor as soon as possible, but no later than thirty (30) days.

**Section 4. Discipline**

In the event a Board member is unable to attend to their responsibilities or conducts themselves so as to be a detriment to the club, they may be asked to step down from their position on the Board. This must be by a majority decision of the Board and the request must be made in writing by the President. If said Board member contests this request to step down, the process will be as designated in Article VI.

**Article IV. The Club Year, Annual Meeting, Elections, Nominations
Section 1. Club Year**

The Club’s fiscal year shall begin on the first day of July and end on the last day of June.  The club’s official year shall begin immediately at the conclusion of the election at the annual November meeting and shall continue through the election at the next annual November meeting.

**Section 2. Annual Meeting**

The annual meeting of the club shall be held during the time period of November first (1) to November thirtieth (30) of each calendar year at a place, date, and hour designated by the Board of Directors.  New Officers and Board of Directors for the ensuing year shall be elected at this meeting, by secret ballot from among those nominated in accordance with Section 4 of this Article. They shall take officially office on Jan 1st of the ensuing year, and each retiring officer shall turn over to the successor in office all properties and records relating to that office within 30 days of the election.

Written/email notice of each Annual Meeting shall be mailed/emailed by the Membership Secretary to each member at least ten (10) days prior to the date of the meeting.  The quorum for the Annual Meeting shall be twenty percent (20%) of the voting members in good standing.

**Section 3. Annual Election**
Elections: The nominated candidate receiving the greatest number of votes for each office or board position shall be declared elected.

The election of Officers and Directors shall be divided as follows to promote Board continuity.  In even numbered years the election of President, Secretary (Recording) and two (2) Board members at Large (herein after known as Even Year Board Members) shall be held.  In odd numbered years the election of Vice President, Secretary (Corresponding), Treasurer and two (2) Board Members at Large (herein known as Odd Year Board Members) shall be held. The odd and even Board members have been designated as such by the original order that they were elected to the board.

**Section 4. Nominations**

No person may be a candidate in a club election who has not been nominated. During the month of July 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 immediately notify the nominating committeemen and alternates of their selection. The board shall name a chairman for the com­mittee and it shall be such person’s duty to call a committee meeting, which shall be held on or before August 15th.

(a) The committee shall nominate one candi­date for each office and positions on the board up for election that year and, after securing the consent of each person so nominated, shall immediately report their nominations to the Secretary in writing.

(b) Upon receipt of the Nominating Committee’s report, the Secretary shall notify each member in writing of the candidates so nominated.

(c) Additional nominations may be made in writing or at the September/October meeting by any member in atten­dance, provided that the person so nomi­nated does not decline 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 willingness to be a candidate. No person may be a candi­date for more than one position.

(d) Nominations **cannot** be made at the annu­al meeting or in any manner other than as provided in this Section.

**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 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.

**Article VI. Discipline
Section 1. American Kennel Club Suspension**

Any member who is suspended from any the privileges of the American Kennel Club automatically shall be suspended from the privileges of this Club for a like period.

**Section 2. Charges**

An individual member may prefer charges against another individual 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 $100.00, 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. 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 for a hearing by the board not less than three weeks nor more than six weeks thereafter. The Secretary shall promptly send one copy of the charges and the specifications 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 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. And, if it 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 his fellow members at the ensu­ing club meeting which considers the board’s recommendation. Immediately after the board has reached a decision, its finding 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 60 days but not earlier than 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 this meeting. The President shall read the charges and the board’s finding and recommendation, and shall invite the defendant, if present, to speak in his own behalf if he wishes. The members shall then vote by secret ballot on the proposed expulsion. A 2⁄3 vote of those 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 Membership Secretary signed by twenty percent (20%) of the Active members in good standing.  Amendments proposed by such petition shall be promptly considered by the Board of Directors and must be submitted to the eligible voting membership with recommendations of the Board by the Membership Secretary for a vote within three (3) months of the date when the petition was received by the Membership Secretary.

**Section 2.**

 The constitution and bylaws may be amended by a 2/3 secret vote of the members present and voting at any regular or 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 ten (10) days prior to the date of the meeting.

**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 Active members in good standing.  In the event of the dissolution of the Club, other than for purposes of reorganization whether voluntary or by the operation of the law, none of the property of the Club, proceeds thereof or any assets of the Club, shall be distributed to the members of the Club.  But after payment of the debts of the Club, its property and assets shall be given to the charitable organization for the benefit of dogs 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 meeting may permit, shall be as follows:

Roll Call

Minutes of last meeting

Report of President

Report of Secretary

Report of 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 of business, unless otherwise directed by majority 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

New business

Adjournment

 **Article X. Parliamentary Authority
Section 1.**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 By-Laws and any other special rules of order the Club may adopt.

-Approved by vote of the MCONO membership:  April 25, 2010,

-Article IV Section 4 revised and approved November 19, 2011
-Revised and approved AKC recommendations November 16, 2013 & February 7, 2015

-Approved by the American Kennel Club:  February 23, 2015

