

**CONSTITUTION
ARTICLE I
NAME & OBJECTS**

SECTION 1

The name of the Club shall be THE GREAT DANE CLUB OF WESTERN WASHINGTON, INC., herein referred to as GDCWW or The Club.

SECTION 2

The objects of The Club shall be:

- A. To encourage and promote the quality in the breeding of purebred Great Danes and to do all possible to bring their natural qualities to perfection.
- B. To encourage the membership to a lifetime responsibility for their Great Danes, the Dane's offspring and to the education of others as all are necessary for the protection and advancement of the breed.
- 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 Great Danes shall be judged. To encourage the Study of the standard by breeders, judges, dog show committees and others interested in the advancement of the breed.
- D. To do all in its power to protect and advance the interests of the breed by encouraging sportsman-like competition at dog shows and companion events.
- E. To conduct sanctioned matches, specialty shows, and companion events under
- F. The Rules and Regulations of the American Kennel Club and to generate publicity on any manner affecting the welfare of the breed.
- G. To encourage dedication to the health and welfare of the breed.
- H. To disseminate and promote the ideal and objectives of the Great Dane Club of America's Charitable Trust.

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 be inured to the benefit of any member or individuals.

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

There may be three (3) classes of membership open to persons in good standing with The American Kennel Club who subscribe to the purposes of The Club, provided such person(s) or any member of their immediate family owns or has owned a Great Dane.

A. Regular Members

Any persons eighteen years of age or older in good standing with The American Kennel Club may make application for regular membership in The Club, provided he/she, or any member of his/her immediate family owns or has owned a Great Dane and the applicant is interested in the welfare and advancement of the breed.

B. Junior Members

Any person between the ages of ten (10) and seventeen (17) years of age inclusive, in good standing with The American Kennel Club may make application for junior membership in The Club provided he/she, or any member of his/her immediate family owns or has owned a Great Dane, and the applicant is interested in the welfare and advancement of the breed.

C. Honorary Members

Honorary membership may be conferred only upon a person who has rendered distinctly valuable service to the Club or breed. Honorary members shall be exempt from dues and initiation fee, and shall enjoy all the privileges of the Club except that they may not vote or hold office. Upon recommendation of the Board of Directors, honorary membership may be conferred by vote of two-thirds (2/3) of the regular members present and voting at any regular meeting or any special meeting called for such purpose. A member so honored may maintain active (regular) membership status by paying the appropriate yearly dues.

While membership is unrestricted to residence, The Club's primary purpose is to be representative of breeders and exhibitors in the immediate area.

SECTION 2

Dues

All dues are subject to change by the Board of Directors provided notice is given of such change at least thirty (30) days prior to November 1st of any calendar year.

A. Regular Members

1. Membership dues shall be determined annually by the Board at the December meeting, payable on or before the first day of January of each year. No member may vote whose dues are not paid for the current year. During the month of November the Treasurer shall send to each member a statement of his/her dues for the ensuing year.
2. Any person elected to regular membership after November 1st shall be considered fully paid for the following year.
3. Any member whose residence is outside the United States shall not be allowed.

B. Junior Members

1. The annual dues for junior members shall be one-half (1/2) of the regular membership dues, payable on or before the first day of January each year.

C. Honorary Members

1. Honorary members are exempt from dues and application fees.

SECTION 3

Election to Membership

Application for Regular or Junior membership shall be in writing directed to the Membership Committee on a regular form provided by The Club. Each applicant shall be sponsored by two (2) members from different families of The Club, both of whom shall personally know the candidate. The application shall be accompanied by an application fee of \$5.00 together with the dues required for the current year. Each applicant must attend 2 regular meetings if they reside within 75 miles of Seattle. If they reside outside the greater Seattle Area, they must attend The Club's Specialty.

The Membership Committee shall determine whether or not the applicant is eligible for membership, and if the application is found to be in order, shall refer the matter to the GDCWW Board of Directors for action. Simultaneously, the Board of Directors shall send the names and addresses of the applicants and the sponsors to the Secretary who shall publish same, as speedily as possible in the next meeting notice.

If two-thirds (2/3) of the GDCWW Board concur, they shall recommend favorable action and send a report to a regular meeting of the Club, to be held after the publication of said application in the monthly bulletin, for final action. Election shall be by a two-thirds (2/3) vote of the members present at any regular meeting. If unfavorable action is recommended, it shall be referred to the membership committee with its decision. Applicants for membership who have been rejected by the Club may not reapply within twelve months after such rejection.

Each person elected to regular membership shall have the full privileges of The Club, including the right to vote and hold office, providing his/her dues are paid in full, except that no members shall have the right to vote for election of officers until thirty days after his election to membership.

Each person elected to Junior Membership shall not have the right to vote or hold office, but shall enjoy all the other privileges of The Club and of membership therein.

Any member who has been dropped for membership shall be required to make application as provided for new membership in The Club.

ARTICLE II MEETINGS AND VOTING

SECTION 1

Club Meetings

Meetings of The Club shall be held within the greater Seattle area at a place, date and hour designated by the Board of Directors. Written notice of each such meeting shall be mailed by the Secretary at least 10 days prior to the date of the meeting. The quorum for such meetings shall be 20% of the members in good standing, living within a 75 mile radius of the main Seattle Post Office.

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 member of the Club who are in good standing. Such meetings shall be held within the greater Seattle area at a place, date and hour designated by the Board of Directors. Members shall be given three (3) days written notice of any Special Meeting by the Club Secretary. Said Notice shall state the purpose of the meeting, and no other Club business may be transacted therein. The quorum for such meetings shall be 20% of the members in good standing, living within a 75 mile radius of the main Seattle Post Office.

SECTION 3

Board Meetings

Board Meetings of the Board of Directors shall be held within the greater Seattle area in such place and at such time as the Board may from time to time determine, but at least quarterly per year. The quorum for such meeting shall be a majority of the Board.

SECTION 4

Special Board Meetings

Special Board Meetings may be called by the President, and shall be called by the Secretary upon receipt of written request signed by at least three members of the Board. Such special meetings shall be held within the greater Seattle area at such place, date, and hour as may be designated by the persons authorized herein to call such meetings. Written notice of such meeting shall be given by the Secretary at least three (3) days and not more than ten (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. A quorum for such a meeting shall be a majority of the Board.

SECTION 5

Voting

Each Regular Member in good standing whose dues are paid for the current year shall be entitled to one vote at any Club meeting at which he/she is present. Proxy voting will not be permitted at any Club meeting or election.

SECTION 6

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
- B. By lapsing. Any membership will be considered lapsed and automatically terminated if such member's dues remain unpaid ninety (90) days after the first day of the fiscal year; however, the Board may grant an additional ninety (90) days of grace to such delinquent members in meritorious cases. In no case may a person whose dues are unpaid as of the date of the meeting, be entitled to vote on any Club business.
- C. By expulsion. Membership may be terminated by expulsion as provided in Article VI of these By-Laws.

ARTICLE III DIRECTORS AND OFFICERS

SECTION 1

Board of Directors

The Board of Directors shall be comprised of the officers of The Club including the Delegate to the Great Dane Club of America and six other members to be elected by the members at the annual meeting as hereinafter provided. At the

annual meeting, two (2) members shall be elected for a period of one (1) year, two members shall be elected for a period of two (2) years, and two (2) members shall be elected for a period of three (3) years.

The Board of Directors shall have the general management of The Club affairs and in accordance with all agreements and understandings between The Club and the Great Dane Club of America. In the management and control of the property and affairs of The Club, the Board of Directors is hereby vested with all powers possessed by The Club itself, so far as this delegation of authority is not inconsistent with the laws of the State of Washington, with the charter of The Club, or with these by-laws and its agreements with the Great Dane Club of America.

The Constitution and By-Laws shall be construed by the Board of Directors whose decision shall be final and binding on all members of The Club.

SECTION 2

Officers

The Officers of the Club shall be: President, Vice-President, Secretaries, Treasurer and a Delegate to the Great Dane Club of America. Each officer shall be a regular member and shall be elected annually by the regular members from among their own members of the Club, and shall hold office for a period of one (1) year or until their successors are duly elected with the exception of the Delegate to the Great Dane Club of America, who shall hold office for a period of two (2) years as hereinafter provided.

A. President

The President, when present, shall preside at all meetings for the members and of the Board of Directors. The President shall perform all duties commonly incident to his/her office and shall perform such other duties as the Board of Directors shall from time to time designate.

B. Vice President

In the absence of the President, the Vice-President shall preside at all meetings of the members and of the Board of Directors and shall perform such other duties as are commonly incident to his/her office and have such other powers and duties as the Board of Directors shall from time to time designate.

C. Secretaries

There shall be two (2) Secretaries of the Club: The Recording Secretary and the Corresponding Secretary. At the discretion of the Board of Directors, these two offices may be combined in one person. The Secretaries shall be sworn to the faithful performance of their duties.

1. The Recording Secretary of The Club shall keep an accurate record of the proceedings of all meetings of the members, and of the Board of Directors in books provided for that purpose, which books shall be open at all reasonable times to the inspection of any regular members. In the absence of the recording Secretary from any such meeting, a Secretary pro tempore shall be chosen who shall record the proceedings of such meetings in the aforesaid books.
2. The Corresponding Secretary shall perform such other duties and have such other power as the Board of Directors shall from time to time designate.

D. Treasurer

The Treasurer shall have the care and custody of the funds of The Club and shall have and exercise, under the supervision of the Board of Directors, all powers and duties commonly incident to the office. The Treasurer shall pay all bills in a timely manner providing there is:

1. A document describing what is being paid
2. Proof of performance
3. Approval from the officer, director or committee chairperson responsible for approving the bill within that committee's proposed expenses for that year

The Treasurer shall perform such other duties and have such other powers as may be delegated by the Board of Directors from time to time, and shall be bonded in such amount as the Board of Directors may determine, the cost of such bonding to be paid by the Club.

At the end of each fiscal year the books and records of the Treasurer shall be audited by a committee selected by the Board of Directors.

The Treasurer shall be the custodian of all of The Club's financial records. All records shall be retained for the period of time required by the Internal Revenue Service.

E. Delegate to the Great Dane Club of America

The Delegate of the Great Dane Club of America shall represent GDCWW at all meetings of the Delegates of the Great Dane Club of America and shall act as the correspondent between The Club and the Great Dane Club of America. The Delegate may conduct its business by mail, e-mail, teleconference, or fax provided that every member is provided with means to participate, all must agree to participate in this

fashion, a procedure should be in place to verify the identity of the members and at the time of communication every member should be "listening".

SECTION 3

Vacancies

Any vacancies occurring on the Board or among the Officers during the year shall be filled until the next annual election by a majority vote of all the then 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 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 first day of January and end of the 31st day of December. 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.

SECTION 2

Annual Meeting

The Annual Meeting shall be held in the month of December at which Officers and Directors 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 and each retiring Officer and Director shall turn over to his successor in office all properties and records relating to that office within thirty (30) days after the election.

SECTION 3

Elections

The nominated candidate receiving the greatest number of votes for each office shall be declared elected. The nominated candidate for other positions on the Board who receives the greatest number of votes for such positions shall be declared elected.

SECTION 4

Nominations

No person may be a candidate in The Club election who has not been nominated. On or before the September meeting the Board shall select a Nominating Committee consisting of five members and two alternates. The nominating committee may not nominate themselves, but they are eligible to be nominated from the floor at the monthly meeting preceding the annual meeting. The Secretary shall immediately notify the committee persons of the committee, and it shall be his/her duty to call a committee meeting which shall be held on or before the 25th of September of the year in which they are appointed.

- A. The committee shall nominate one candidate for which office and candidate for the other positions on the Board, as set forth in Article III, Section 1, and after securing 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 before October 15th notify each member in writing of the candidates so nominated.
- C. Additional nominations may be made at the monthly meeting preceding the annual meeting by any member in attendance provided that the person so nominated does not decline when his/her name is proposed. If the candidate is not in attendance at this meeting, a written statement from the candidate shall be presented to the Secretary signifying his/her willingness to be a candidate. No person may be a candidate for more than one position.
- D. No nominations may be made from the floor at the annual meeting of The Club. If an unopposed candidate withdraws at the time of the election, then the newly elected board shall fill the vacancy.

ARTICLE V COMMITTEES

SECTION 1

The Board may each year appoint standing committees to advance the work of The Club in such matters as specialty shows, obedience trials, trophies, annual prizes, membership and other fields which may be well 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.

The Following Standing Committees may be appointed as above prescribed:

- A. Judges Committee
- B. Membership Committee
- C. Trophy Committee
- D. Show Committee
- E. Publicity Committee
- F. Budget and auditing Committee
- G. Match Show Committee
- H. Web Site Committee
- I. Health & Welfare Committee
- J. Ways & Means Committee
- K. Legislation Committee
- L. Hospitality Committee

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

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 the privileges of the AKC automatically shall be suspended from the privileges of The Club for a like period.

SECTION 2

Charges

Any member may prefer charges against a member for misconduct prejudicial to the best interests of The Club or breed. Written charges with specifications must be filed in duplicate with the Secretary with a deposit of \$100 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 the 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 of hearing by the Board not less than three (3) weeks, and no more than six (6) weeks thereafter. The Secretary shall promptly send one (1) 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/her own defense and bring witnesses if he/she 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 majority vote of those present reprimand or 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, 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/her fellow-members at the ensuing Club meeting which considers the Board's recommendation. Immediately after the Board has reached a decision, it's finding shall be put in written form and filed with the Secretary, who shall in turn, notify each of the parties of the Board's decision and penalty, if any.

SECTION 4

Expulsions

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 not earlier than thirty (30) days after the date of the Boards' recommendation of expulsion. The defendant shall have the privilege of appearing in his/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/her own behalf if he/she wishes. The meeting shall then vote by secret ballot on the proposed expulsion. A vote of two-thirds (2/3) 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 by-laws may be proposed by the Board of Directors or by written petition addressed to the Secretary signed by twenty per cent (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 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 By-Laws may be amended by a two-thirds (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 two weeks prior to the date of the meeting.

SECTION 3

No amendment to the Constitution and By-Laws that is adopted by The Club shall become effective until it has been approved by the Board of the Great Dane Club of America.

ARTICLE VIII DISSOLUTION

SECTION 1

Dissolution

The Club may be dissolved at any time by the written consent of not less than two-thirds (2/3) of the members in good standing. In the even of a dissolution of The Club other than for purposes of reorganization whether voluntary or involuntary or by the 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 Great Danes 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:

- A. Roll Call
- B. Minutes of last meeting
- C. Report of President
- D. Report of Secretary
- E. Report of Treasurer
- F. Report of Committees
- G. Election of New Officers and Board Members (at annual meeting in December)
- H. Election of new members
- I. Unfinished business
- J. New business
- K. 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:

- A. Reading of the minutes of the last meeting
- B. Report of the Secretary
- C. Report of the Treasurer
- D. Reports of Committees
- E. Unfinished business
- F. New Business
- G. 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 bylaws and any other special rules of order The Club may adopt.

Revised March 2007