

**BYLAWS
OF THE
AUSTRALIAN SHEPHERD CLUB OF SAN DIEGO COUNTY INC.**

**ARTICLE I
General Provisions**

Section 1.1 Identification: The name of this organization is Australian Shepherd Club of San Diego County Inc. The Club is an official Club of the Australian Shepherd Club of America, Inc (ASCA), and shall not affiliate with any other dog club or registry.

Section 1.2 Address: The business/mailling address of the Club is as listed in the current Aussie Times.

Section 1.3 Non-Profit Status: The Club shall not be conducted or operated for profit. No part of any profit or remainder or residue from dues or donations to the Club shall inure to the benefit of any member.

1.3.1 The Club may not engage in any form of discrimination which adversely affects ASCA's tax-exempt status under Internal Revenue Code Section 501 (C) (3).

Section 1.4 ASCA Trademark and the like. The Club may not use the names, logos, trademarks and service marks of ASCA or its members unless authorized by ASCA.

Section 1.5 Objectives: The objectives of the Club are.

1.5.1 To encourage and promote the breeding and registration of the purebred Australian Shepherd, in such a manner as to bring their natural qualities to the highest degree attainable. It shall strive to educate and assist all owners of the breed to improve their knowledge of the breed and its history.

1.5.2 To promote and conduct breed activities, including participation in Conformation shows, Obedience trials, Stock trials, Agility trials and other events under the rules and regulations of ASCA.

1.5.3 To encourage members and breeders to accept the breed standard adopted by ASCA as the only standard of excellence by which the Australian Shepherd shall be judged.

1.5.4 To strive toward recognition of Australian Shepherds through education training and competition.

1.5.5 To protect and advance the interest of the Australian Shepherd breed and to encourage ethical breeding practices and sportsman like conduct at all dog shows and trials as outlined in Article XIII of the Bylaws and the ASCA rules.

1.5.6 To collect and distribute such information as may benefit genetic research in the future development of the breed.

1.5.7 To work with all other Australian Shepherd Club affiliates towards the agreement of a standard and breed registry.

ARTICLE II
Order of Business and Procedures

Robert's Rules of Order shall govern any matter of procedure not specifically addressed by these Bylaws, unless another order of procedure is established by the Board of Directors.

ARTICLE III
Membership

Section 3.1 Eligibility:

3.1.1 This Club is open to any person who has a sincere and active interest in the Australian Shepherd breed, who accepts the objectives of, and complies with the regulations in these Bylaws.

3.1.2 Acceptance of membership will be dependent upon any outstanding charges or disciplinary action within the last 12 months against the new member applicant with ASCA or another ASCA Affiliate club. This must be cleared up or revoked by all involved parties before the new member applicant maybe accepted.

3.1.3 Applicant for membership who has been rejected by the Club may not reapply within 6 months after such rejection.

3.1.4 Each applicant for membership shall apply on a form approved by the Club. The form shall provide that the applicant agrees to abide by the Constitution, Bylaws, Rules, Regulations, Code of Ethics, and Rules for Resolution of Disputes of both ASCA and the Club. Dues shall accompany the application.

3.1.5 Any person who renews membership is deemed to have consented to all current terms of the Constitution, Bylaws, Rules, Policies, Procedures Rules for Resolution of Disputes of ASCA and or the Club

Section 3.2 Dues:

Annual dues shall be current with the current year, running from January 1st to Dec. 31st. Renewal of dues to be considered automatic as of January 1st, of the new year, and no written notice will be sent at that time. If membership has not been renewed by the end of February of the current year the Membership Chairperson will send a written reminder. If dues have not been paid by March 31st, it will result in loss of any and all merit points accrued prior to March 31st, or payment of delinquent dues. They will be considered delinquent, and active membership will be lost or suspended, subject to a decision by the Board of Directors.

Section 3.3 Types of Membership

3.3.1 Individual membership which shall be open to any individual meeting eligibility requirements, and shall have one (1) vote.

3.3.2 Family membership which shall be open to any person and resident members of their immediate family household who meet eligibility requirements. Voting memberships shall be vested in members of the family who are 18 years of age or older, and junior non-voting members shall be vested member of the family who are younger than the age of `18. Family membership shall have two (2) votes.

Section 3.4 Termination of Membership:

3.4.1 Resignation. Any member in good standing may resign from the Club, upon written notice and Board approval.

3.4.2 Lapsing. Failure to pay dues as per section 3.2 shall be considered an automatic termination of the Club membership including all benefits.

3.4.3 Suspension or Expulsion. A membership maybe terminated by expulsion as per Club code of Ethics and Discipline rules of these Bylaws. Any member who is disciplined by ASCA is deemed disciplined to the same by the Club.

3.4.4 Reinstatement. Upon re-application of a former member and filed with the Secretary, the Club board of Directors may, by affirmative vote of two-thirds (2/3) of the members of the Board, reinstate such former member to membership in the Club on such terms as the Board deems appropriate. The former member submitting this reinstatement application must be in good standing with ASCA.

ARTICLE IV **Club Business**

Section 4.1 The Club's fiscal and official year is from January 1st to December 31st.

Section 4.2 Club Meetings. Meetings shall be held monthly, on a regular schedule. A quorum shall be at least 25% of the current membership and the minimum of 4 Board of Directors. Notice of meeting shall be given by mailing a notice stating time and place if different from 3rd Thursday of the month at 6:30 pm at a place to be determined. Notice can be made in several ways, including but not limited to mail, e-mail, or telephone.

Section 4.3 The board of Directors shall meet before the general membership meeting when necessary. The time and place will be determined by the President.

4.3.1 A quorum shall consist of 4 Directors. The presence of a quorum is necessary for all voting. Unless otherwise specified in these Bylaws, any matter maybe passed by the Board of Directors by a simple majority of those Directors present to vote.

4.3.2 All meetings of the Board of Directors may be attended by the general membership except when it is considering matters of discipline. When considering matters of discipline, only members of the Board and the person who's conduct is in question maybe present.

Section 4.4 Special Meetings Special meetings of the membership, the Board of Directors or any committees may be called at any time by the President or at the written request of 20% of the members in good standing. Notice shall be mailed or phoned to each member at least 7 days prior to such meeting.

Section 4.5 Voting by Membership. Voting by ballot of the entire membership may only be permitted in special cases as determined by these Bylaws.

4.5.1 In cases of voting by balloting of membership, a majority of 51% of the total Club membership roll shall be required to carry a decision. Should such balloting fail to elicit sufficient response from the membership to effect a decision,

the question shall be brought before the membership to effect a decision, the question shall be voted on at that time. A majority vote of those in attendance shall then be considered sufficient to effect decisions of the Club.

ARTICLE V

Club Officers and Appointed Positions

The Club Officers shall consist of President, Vice President, Secretary, Treasurer, and ASCA Affiliate Representative. All officers must be members in good standing with ASCA. Persons who are currently suspended or expelled from ASCA may not run for office in this Club until they are reinstated by ASCA.

Section 5.1 President: The President shall preside at all meetings of the Club and of the Board of Directors, and shall have the duties and powers normally pertaining to the office of the President. The President shall chair the Board, and exercise supervision over all affairs and activities of the Club. Refer to Robert's Rule of Order for Presidents voting privilege.

Section 5.2 Vice President: The Vice President shall have the powers and exercise the duties of President in the case of absence, incapacity, or illness of the President. In the event of resignation or death of the President, the Vice President shall assume the office of President for the remainder of his/her term of office, and replacement for the Vice President shall be appointed by the Board for the like term of office.

Section 5.3 Secretary: The Secretary shall handle all Club correspondence of a general nature. A duplicate copy of all correspondence is to be kept on file. The Secretary shall take minutes of the general meetings, and also the Board of Directors meetings. It is the responsibility of the Secretary of the current year to notify all members by mail of nominees for the coming year.

Section 5.4 Treasurer: The Treasurer shall collect and receive all funds due or belonging to the Club. Deposits shall be made to the bank acceptable to the Board of Directors, and in the name of the Club. His/Her books shall be at all times current, and open to inspection by the Board of Directors. At every meeting a report of expenditures, income and balance of the account will be made. The Treasurer shall have the power to co-sign with any officer of the Club. The Treasurers books shall be open for audit by the Board at the end of each quarter.

Section 5.5 Affiliate Representative: The Affiliate Rep. shall be the Club liaison representative to ASCA and be empowered to represent the Club at the ASCA Board in all business and correspondence with the parent Club and its affiliates. However, all activities of the Affiliate Representative shall be subject to prior approval of the President and or the Board. He/She shall give a report of all activities and communications with the parent Club at each general membership meeting; and He/She shall communicate all impending matters with Board and or the President as they arise. The Affiliate Rep. is responsible for distributing all ASCA business to the Club.

Section 5.6 Show Coordinators: The Show Coordinators shall be appointed by the Board of Directors. The Show Coordinators are the liaison between the club and the ASCA show office. Show Coordinators sign and are responsible for all paperwork pertaining to sanctioning of all ASCA show/trial programs.

Section 5.7 Membership Secretary: Membership Secretary shall be appointed by the Board of Directors. The Membership Secretary shall be responsible for maintaining all membership records and membership dues.

Section 5.8 Merit Awards Chairperson: Merit Award Chairperson shall be appointed by the Board of Directors. Said person shall be responsible for providing accurate merit forms to members. Maintaining point standings in a timely fashion and making said standings available for club review. Said person shall be responsible for getting year end merit awards.

Section 5.9 Club Records: All records pertaining to Club business will be open for inspection upon request by the Board of Directors. All records, literature and correspondence etc. shall be Club property and transferred to each succeeding officer.

Section 5.10 Dual Board positions: In the event that a club member would hold more than one (1) voting Board position an extra at Large Board member needs to be elected.

ARTICLE VI Board of Directors

The affairs of the Club shall be managed by the Board of Directors. The Board of Directors consist of the President, Vice President, Secretary, Treasurer, ASCA Affiliate Representative, the past President and 1 (Director at Large) an additional Director at Large will be elected for each additional 25 members past 25 up to a maximum of 3. A maximum of 9 members serving on the Board of Directors each of whom must be member in good standing.

Section 6.1 The Board of Directors. The Board of Directors shall be a policy planning body. It shall investigate all matters which may affect the interest or welfare of the Club. General management of the Club shall be entrusted to the Board of Directors.

6.1.1 The President shall act as Chairman of the Board of Directors

6.1.2 The Secretary shall act as Secretary of the Board of Directors.

6.1.3 It is the duty of the Board of Directors to approve all expenditures of the Club exceeding \$200.00 before the Treasurer can make payment.

6.1.4 The Board of Directors shall appoint the nominating committee which shall consist of three members for the election of officers as per Article VIII.

6.1.5 Attending Board Members plus the Show Secretary constitutes the Show Committee at Club shows.

Section 6.2 The Board shall assume office January 1st. In the case of disputed elections, the former Board will serve until the dispute is resolved. The new Board shall assume office immediately after a disputed election is resolved.

Section 6.3 Actions and decisions of the Board may be subjected to review of 51% of the general membership at any time, by written petitions of the members or by request of the President.

Section 6.4 Any three members, not of the same household, or the President, may petition the Secretary in writing to hold a balloting of the membership to rescind any Board decision alleged not to be in the best interest of the Club. The Secretary shall notify the membership of the issue

in question and a general membership meeting shall be called not less than 30 days following the mailing of notification to decide the issue.

Section 6.5 Vacancies. Any vacancies occurring on the Board of Directors of offices during the fiscal year shall be filled until the next election by a majority vote at the first regular meeting. The exception is the Presidency, which shall be automatically filled by the Vice President. Any member of the Board or Officer of the Club who is absent from more than half of the Club meetings shall have resigned by reason of absence.

Section 6.6 Removal of Director. A Director may be removed from the office only upon an affirmative vote of a simple majority of the other Directors or upon two-thirds majority vote of the general members. The Director sought to be removed may not vote for this purpose. A Director may be removed from office only for cause. See Roberts Rules

ARTICLE VII Disputes and Discipline

Section 7.1 Disputes. Disputes between club members, between a member and the Club or involving non-members and pertaining to Club affairs or Club sanctioned events shall be decided in accordance with Dispute Resolutions Rules as adopted by ASCA. Any discipline or sanctions issued or administered by the Club shall be in conformity with such rules. As per Article XIII, The Code of Ethics, any alleged breaking of that code will be considered prejudicial to the best interest of the Club and/ or the breed. Any new member applicant must agree to abide and uphold these codes before being considered for membership into the Club as per the membership application. Written charges with specification must be filed in duplicate with the Secretary together with a deposit of \$10.00, which shall be forfeited if such charges are not sustained. The Secretary shall promptly notify the Board of Directors which shall fix a date for a hearing by the Board or a Committee of not less than 3 members of the Board, not less than 3 weeks nor more than 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 assurance that the accused may personally appear in his/her own defense and bring witnesses if desired.

Section 7.2 Any member who is suspended from the privileges of ASCA shall automatically be suspended from this Club for a like period.

Section 7.3 Member of this Club and non-member participants in Club activities must agree to abide by all rules and procedures adopted by ASCA and those adopted by this Club. Such rules and procedures include, but are not limited to these Bylaws, ASCA Bylaws, the ASCA Conformation, Agility, Obedience and Stockdog Rules and Regulations and ASCA Dispute Resolution Rules.

Section 7.4 All members shall be expected to conduct themselves in a manner which upholds the principles of the Club as stated in the Bylaws and may by actions contrary to its ideas, be subject to disciplinary action by the Board.

Section 7.5 Hearings. The Board or committee shall have the authority to determine whether counsel may attend the hearing, but both plaintiff and accused shall have equal treatment in that regard. After hearing the evidence and testimony from plaintiff and accused, the accused shall have the right to appear before fellow members at the subsequent Club meeting at which the

membership considers and votes on the recommendation of the Board or Committee. The Board or Committee findings shall be put in written form and filed with the Secretary. The Secretary shall notify the principals in the case of the decision and penalties if any.

Section 7.7 Penalties. Warning to, suspension, or expulsion of a member from the Club may be accomplished only at the subsequent meeting of the Club following the hearing and upon the recommendation of the Board or Committee. The accused shall have the right to appear in his/her own behalf, though no evidence shall be taken at this meeting. The President shall read the charges, the findings, recommendations, and shall invite the accused, if present to speak. The meeting shall then vote by secret ballot on the penalties as recommended by the Board or Committee. A two-thirds majority vote of those present at the meeting shall be required to enact the recommendation.

Section 7.8 Grievance to ASCA. Additionally, the Board or Committee may decide to file a grievance complaint to ASCA. If approved by two-thirds of the membership as section 7.7 the Secretary shall notify ASCA and the accused of the action taken. The Club will forward the deposit to ASCA for the filing complaint.

ARTICLE VIII Nominations and Elections

Nominations and elections are to be scheduled so the new slate of officers are installed before the Affiliate renewals are due back to ASCA business Office on January 31st. Any change of officers during the year will be sent to ASCA Business Office within 30 days of the change.

Section 8.1 In October, at the general meeting, nominations will be presented by the Nomination Committee. Nominations will also be recognized from the floor.

- 8.1.1 Nominees dues must be current
- 8.1.2 Nominees must consent to nomination.
- 8.1.3 Nominees must be current members of ASCA.

Section 8.2 It is the responsibility of the Secretary of the current year to notify all members by mail of all nominees for the upcoming year.

Section 8.3 In the month of November election ballots will be mailed to the membership. Ballots to be returned to designated member prior to December meeting. A simple majority of the votes shall win the election. Absentee votes will be accepted as long as they are turned into one of the officers in time for the December meeting. Any runoff will be handled that night by secret ballot of those present. No proxies will be accepted.

Section 8.4 Newly elected officers will take over their duties as of January 1st of the New Year.

ARTICLE IX Liability of Members

Section 9.1 Personal Liability

9.1.1 Except for payment of dues, no Director, Officer, or member shall be personally liable for any past or present debt or obligations of the Club.

9.2 A member may not incur debt for the Club without the approval of the Board of Directors. Said member is personally liable for that debt. However, the Board of Directors may ratify such debt by a simple majority of those Directors present to vote at any meeting of the Board of Directors.

9.3 No person shall use the name, mailing list, or official insignia of the Club for other than Club purposes.

ARTICLE X Creation and Termination of Committees

Section 10.1 Subject to approval of the Board of Directors, the President may appoint permanent or temporary committees to advance the work of the Club.

Section 10.2 A committee may be terminated by an affirmative majority vote of the Board of Directors.

ARTICLE XI Amendments to the Bylaws

Section 11.1 These Bylaws may be amended by a majority vote of two-thirds of the membership present at the meeting. The proposed amendments must be formulated and all members must be notified in writing of such action at least 14 days prior to the meeting

Section 11.2 A copy of amended By-laws shall be sent to ASCA after final Club approval.

ARTICLE XII Dissolution

The Club may be dissolved at any time by written consent of at least two-thirds of the membership in good standing.

Section 12.1 In the event of dissolution, whether by voluntary means, involuntary means, or by operation of law, none of the property, funds, assets, or proceeds thereof shall be distributed to any member of the Club unless such distribution is to discharge an undisputed and properly documented obligation of the club to a member. All remaining Club property, funds, assets, or proceeds thereof must be donated to a benevolent animal organization or a donation for the ASCA Specialty or the Aussie Rescue fund as directed by the Board of Directors.

Section 12.2 Funds that are subject to dispute involving the Club will be deposited in the ASCA Disputes Fund Trust. At resolution of the dispute, the amount in dispute will be either disbursed to the appropriate claimant or transferred to the Aussie Rescue Fund or the ASCA National Specialty Funds in the name of the dissolving club.

Section 12.3 Written notification of the dissolution must be given to ASCA before the effective date.

ARTICLE XIII

Code of Ethics

This code establishes a standard of conduct to be followed by all members of the Australian Shepherd Club of San Diego County in the normal course of owning, breeding, exhibiting, selling and judging Australian Shepherds. We recognize the impossibility of covering all situations so that any failure to comply with the intent of the Code is to be dealt with in the same manner as if it were a specific violation.

Section 13.1 As a member of the ASCSDC, I will abide by the Club Bylaws and support the Standard of the Australian Shepherd as approved by ASCA.

Section 13.2 I will comply with all ASCA rules and regulations where they pertain.

Section 13.3 I will at all time, whether at home, traveling at a show, or at motels, display good sportsmanship and conduct myself in such a manner as to reflect credit upon the Australian Shepherds.

Section 13.4 I pledge to help educate the public in the Standard of the breed and in all other areas where I am qualified.

Section 13.5 As a breeder of Australian Shepherds, I will breed dogs to improve the quality of the Australian Shepherd.

Section 13.6 I will sell Australian Shepherds in good condition, free from communicable disease, with its health guaranteed for a reasonable length of time.

Section 13.7 I will not sell any dog which has defects of a nature that will be detrimental to the breed, except under the condition that it be spayed or neutered.

Section 13.8 I will supply each purchaser with the following: a bill of sale or contract, registration record a 3 or 4 generation pedigree (where applicable): health record, diet and care information, and I will do so at the time of sale.

Section 13.9 I will help the owner for the life of the dog in every reasonable way.

Section 13.10 I will not sell stock without true representation to the purchaser. All advertising will be honest, and not in any way misrepresentative, misleading, or fraudulent.

Section 13.11 I will not sell or donate dogs to commercial dog wholesalers, retail pet dealers, catalog houses, or given as contest prizes nor for other exploitation.